# CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED AUGUST 31, 2021 (EXPRESSED IN CANADIAN DOLLARS)

(Prepared by Management)

(UNAUDITED)

## NOTICE OF NO AUDITORS' REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3 (3) (a), if an auditor has not performed a review of the condensed interim consolidated financial statements, they must be accompanied by a notice indicating that an auditor has not reviewed the condensed interim consolidated financial statements.

The accompanying unaudited condensed interim consolidated financial statements of Lexston Life Sciences Corp. (the "Company") have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these condensed interim consolidated financial statements in accordance with standards established by the Chartered Professional Accountants of Canada ("CPA Canada") for a review of interim financial statements by an entity's auditor.

LEXSTON LIFE SCIENCES CORP.

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Expressed in Canadian dollars)

(UNAUDITED)

/s/ Harinder Bains Harinder Bains, Director

	August 31, 2021 \$	May 31, 2021 \$
ASSETS		
Current assets Cash Accounts receivable (Note 4)	869,832 117,068	949,171 37,459
Prepaid expenses and deposits Investments (Note 5)	758 75,000	2,000 —
Total current assets	1,062,758	988,630
Non-current assets		
Property and equipment (Note 7)	108,311	114,201
Total assets	1,170,969	1,102,831
Current liabilities Accounts payable and accrued liabilities Due to related party (Note 11)	107,018 17,819	34,747 4,061
Total current liabilities	124,837	38,808
Shareholders' deficit Share capital (Note 9) Share-based reserves Deficit	1,641,281 801,948 (1,397,097)	1,506,184 433,969 (876,130)
Total shareholders' equity	1,046,132	1,064,023
Total liabilities and shareholders' equity	1,170,969	1,102,831
Nature of operations and continuance of business (Note Subsequent events (Note 13)  Approved and authorized for issuance by the Board of D		
/s/ Harinder Bains	/s/ Jagdip Bal	

(The accompanying notes are an integral part of these condensed interim consolidated financial statements)

Jagdip Bal, Director

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (Expressed in Canadian dollars) (UNAUDITED)

	Three-month period ended August 31, 2021 \$	Period from July 1, 2020 (date of incorporation) to August 31, 2020 \$
Revenues (Note 6)	144,009	11,550
Cost of sales	26,985	_
Gross profit	117,024	11,550
Operating expenses Advertising, marketing and shareholder information Amortization (Note 7) Consulting Office and miscellaneous Management fees (Note 11) Professional fees Regulatory and transfer agent fees Research and development Salaries and benefits (Note 11) Share-based compensation (Notes 10 and 11) Travel and promotion	9,800 6,633 20,000 6,029 25,000 19,723 42,857 1,168 133,892 382,826 3,463	- 9,500 394 - 35 - - - -
Total operating expenses	651,391	9,929
Net income/(loss) before other expense Other expense	(534,367)	1,621
Gain on settlement of debt	(13,400)	_
Net income/(loss) and comprehensive loss	(520,967)	1,621
Earnings/(loss) per share, basic and diluted	(0.01)	16.21
Weighted average number of shares outstanding	50,317,933	100

(formerly Lexston Capital Corp.)
CONDENSED INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
(Expressed in Canadian dollars)
(UNAUDITED)

	Share o	capital	-		
	Number of shares	Amount \$	Share-based reserves	Deficit \$	Total \$
Balance, July 1, 2020 (date of incorporation) and August 31, 2020	100	1	_	_	1
Issuance of founders' shares	14,999,900	14	_	_	14
Proceeds from issuance of common shares	8,000,000	120,000	_	_	120,000
Shares issued pursuant to reverse takeover transaction	26,968,260	1,386,169	412,775	_	1,798,944
Stock-based compensation	_	_	21,194	_	21,194
Net loss for the period				(876,130)	(876,130)
Balance, May 31, 2021	49,968,260	1,506,184	433,969	(876,130)	1,064,023
Stock options exercised	100,000	32,347	(14,847)		17,500
Warrants exercised	684,999	102,750		_	102,750
Stock-based compensation	_	_	382,826	_	382,826
Net loss for the period				(520,967)	(520,967)
Balance, August 31, 2021	50,753,259	1,641,281	801,948	(1,397,097)	1,046,132

(formerly Lexston Capital Corp.)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian dollars)
(UNAUDITED)

	Three-month period ended August 31, 2021	Period from July 1, 2020 (date of incorporation) to August 31, 2020 \$
OPERATING ACTIVITIES		
Net income/(loss) for the period	(520,967)	1,620
Items not involving cash: Amortization Share-based compensation	6,633 382,826	<u>-</u> -
Changes in non-cash operating working capital:		
Amounts receivable Prepaid expenses and deposits Accounts payable and accrued liabilities Due to related parties	(79,609) 1,242 (2,729) 13,758	(4,873) - 6,506 -
Net cash used in operating activities	(198,846)	3,253
INVESTING ACTIVITIES		
Purchase of property and equipment	(743)	_
Net cash provided by investing activities	(743)	-
FINANCING ACTIVITIES		
Proceeds from shares issued	120,250	1
Net cash provided by financing activities	120,250	1
Change in cash	(79,339)	3,254
Cash, beginning of period	949,171	_
Cash, end of period	869,832	3,254

(The accompanying notes are an integral part of these condensed interim consolidated financial statements)

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED AUGUST 31, 2021 (Expressed in Canadian dollars) (UNAUDITED)

#### 1. NATURE OF OPERATIONS AND CONTINUANCE OF BUSINESS

Lexston Life Sciences Corp. (formerly Lexston Capital Corp.) (the "Company") was incorporated on January 3, 2020 under the laws of the province of British Columbia. The address of the Company's registered and records of is 1150 – 789 West Pender Street, Vancouver, BC, V6C 1H2 and its principal place of business is 929 Mainland Street, Vancouver, BC V6B 1S3. On January 18, 2021, the Company changed its name to Lexston Life Sciences Corp. in conjunction with the Share Exchange Agreement (the "Agreement") with Egret Biosciences Inc. ("Egret"). Refer to Note 4.

On September 22, 2020 (as amended on October 20, 2020, December 3, 2020, December 28, 2020, and January 6, 2021), the Company entered into an Agreement with Egret, a company specializing in the research and development of pharmaceutical products which included a research license issued by Health Canada to the principal of Egret in accordance with the Cannabis Act and Cannabis Regulations. On September 3, 2020, Egret was issued an analytical testing license by Health Canada, which authorizes Egret to acquire and hold cannabis for the purpose of testing. Concurrent with the Agreement, Lexston issued 18,843,260 units at \$0.075 per unit for proceeds of \$1,413,245 prior to the closing date of the Agreement. On February 4, 2021, the Agreement was completed. Refer to Note 4.

On March 11, 2020, the World Health Organization declared COVID-19 a global pandemic. This contagious disease outbreak and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, leading to an economic downturn. The impact on the Company has not been significant, but management continues to monitor the situation.

During the period ended August 31, 2021, the Company incurred a net loss of \$590,967 and has used net cash in operating activities of \$198,846. As at May 31, 2021, the Company has an accumulated deficit of \$1,397,097.

The Company expects to incur further losses in the development of its operations. While the Company has positive working capital, the ability of the Company to carry out its business objectives is dependent on its ability to secure continued financial support from related parties, to obtain public equity financing, or to ultimately attain profitable operations in the future. If and when the Company can attain profitability and positive cash flows is uncertain. While the Company has been successful in securing financing in the past, there is no assurance that financing will be available in the future on terms acceptable to the Company.

These condensed interim consolidated financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and thus be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in these financial statements.

#### 2. BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES

#### Basis of preparation

These unaudited condensed interim consolidated financial statements have been prepared in accordance with IAS 34 – Interim Financial Reporting as issued by the International Accounting Standards Board ("IASB"). Accordingly, certain disclosures included in annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the IASB have been condensed or omitted and these unaudited condensed interim consolidated financial statements should be read in conjunction with the Company's audited financial statements for the period ended May 31, 2021.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED AUGUST 31, 2021 (Expressed in Canadian dollars) (UNAUDITED)

#### 2. BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

#### **Principles of Consolidation**

These condensed interim consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, Egret Bioscience Ltd.

The Company's condensed interim consolidated financial statements include the accounts of all subsidiaries subject to control by the Company. Control is achieved when the Company has the power to, directly or indirectly, govern the financial and operating policies of an entity so as to obtain benefits from its activities. Subsidiaries are fully consolidated from the date on which control is obtained and continue to be consolidated until the date that such control ceases. Intercompany balances, transactions, and unrealized intercompany gains and losses are eliminated upon consolidation.

#### **Use of Estimates and Judgments**

The preparation of these condensed interim consolidated financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the condensed interim consolidated financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. The condensed interim consolidated financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the condensed interim consolidated financial statements and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and the revision affects both the current and future periods.

Significant areas requiring the use of management estimates include the collectability of accounts receivable, the useful lives and carrying value of property and equipment, fair value of share-based compensation, and recoverability of unrecognized deferred income tax assets.

#### Significant judgments include:

- Assessment of whether the going concern assumption is appropriate which requires management to take into account all available information about the future, which is at least, but not limited to, 12 months from the end of the reporting period;
- Judgment with respect to contracts that may have multiple performance obligations or be in process and require a pro-rata estimate of revenues and costs incurred as at the reporting date:
- Costs to develop products that will be sold are capitalized to the extent that the criteria for recognition as intangible assets in IAS 38, Intangible Assets, are met. Those criteria require that the product is technically and economically feasible, which management assesses based on the attributes of the development project, perceived user needs, industry trends and expected future economic conditions. Management considers these factors in aggregate and applies significant judgment to determine whether the product is feasible. As at August 31, 2021, the Company has not capitalized any product development costs as the capitalization criteria under IAS 38 has not been met.

The Company's interim results are not necessarily indicative of its results for a full year.

#### **Significant Accounting Policies**

These unaudited condensed interim consolidated financial statements follow the same accounting policies and methods of application as the annual audited consolidated financial statements for the period ended May 31, 2021.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED AUGUST 31, 2021 (Expressed in Canadian dollars) (UNAUDITED)

#### 3. ACQUISITION OF EGRET BIOSCIENCE LTD.

On February 4, 2021, the Company completed a reverse takeover transaction (the "Transaction") pursuant to which it acquired all of the issued and outstanding common shares of Egret Bioscience Ltd. ("Egret"), a company incorporated in the province of British Columbia. Under the terms of the Transaction, the Company issued 23,000,000 common shares and up to 10,000,000 additional common shares (the "performance shares") for certain milestones attained by Egret management subsequent to the Transaction.

The acquisition has been accounted for as an asset acquisition for accounting purposes, as the Transaction is considered to be outside of the scope of IFRS 3, *Business Combinations*, as Lexston was not a business prior to the Transaction. As such, the Transaction is accounted for in accordance with IFRS 2, *Share-based Payments*, whereby Egret is deemed to have issued common shares in exchange for the net assets of Lexston. The accounting for the Transaction includes the consolidated financial information of Lexston and Egret but are issued under the legal parent, Lexston, but are considered a continuation of the financial statements of the legal subsidiary, Egret. As Egret is deemed to be the acquirer for accounting purposes, its assets and liabilities are included in the consolidated financial statements at their historical carrying values.

The total consideration of the common shares and the performance shares has been allocated to the fair value of the net assets acquired and liabilities assumed, as follows:

Net Assets Acquired	\$
Cash	937,786
Loan receivable	500,000
Sales tax receivable	2,836
Prepaid expenses and deposits	6,000
Accounts payable and accrued liabilities	(192)
Net assets over liabilities	1,446,430
Consideration:	
Fair value of common shares	1,386,169
Fair value of performance shares	412,775
Fair value of consideration	1,798,944
Listing expense	352,514

The fair value of the common shares issued was \$1,386,169, which was determined based on concurrent private placement offering at \$0.075 per unit related to the transaction, bifurcated to remove the portion of the fair value of the unit offering related to the share purchase warrant.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED AUGUST 31, 2021 (Expressed in Canadian dollars) (UNAUDITED)

#### 3. ACQUISITION OF EGRET BIOSCIENCE LTD. (continued)

The fair value of the performance shares was \$412,775 and was determined based on an independent valuation. Each performance share is issuable based on the following performance milestones:

- (i) Egret generating monthly revenues of at least \$100,000 for six consecutive months (the calculation of which to exclude revenues relating to Pre-Exiting Profits as detailed in Section 19 of the Share Exchange Agreement);
- (ii) Egret generating at least \$3,000,000 in total cumulative gross revenues;
- (iii) Egret expanding and upgrading a licensed revenue generating cannabis research and development laboratory;
- (iv) Lexston or Egret within 18 months from the date of the signing of this Letter submitting and obtaining an Exemption To Use Controlled Substance For Clinical Studies pursuant to Section 56 of the Controlled Drugs and Substances Act (S.C. 1996, c. 19);
- (v) Lexston or Egret obtaining a license to sell products under the Controlled Drugs and Substances Act (S.C. 1996, c. 19);
- (vi) Lexston or Egret entering into a commercial agreement satisfactory to Lexston to generate revenue in a foreign jurisdiction; and
- (vii) Lexston or Egret entering into a commercial agreement satisfactory to Lexston to generate revenue in the United States of America.

#### 4. ACCOUNTS RECEIVABLE

	August 31, 2021 \$	May 31, 2021 \$
Trade accounts receivable	107,743	26,530
Taxes receivable	9,325	10,929
	117,068	37,459

During the period ended May 31, 2021, the Company recorded an allowance for doubtful accounts of \$32,529.

#### 5. INVESTMENTS

On July 7, 2021, the Company acquired 750,000 Class C Non-Voting common shares of Psy Integrated Health Inc. ("Psy Integrated") for total consideration of \$75,000 representing 13% of the total issued and outstanding shares of Psy Integrated. Investments in Psy Integrated are valued at cost for a limited period after the date of acquisition if the purchase price remains representative of the fair value at the reporting date. Investments in which there has been a recent or in-progress funding round involving significant financing from external investors are valued at the price of the recent funding, whereby the various shareholder categories rights are taken into account in the valuation. The price is adjusted, where appropriate. Investments in which there has been a recent private secondary market trade of meaningful volume and the transaction is undertaken by a sophisticated, arm's-length investor are valued at the price of the recent trade. Investments in early-stage companies not generating sustainable revenue or earnings and for which there has not been any recent independent funding are valued using alternative methodologies. The Company considers investee company performance relative to plan, going concern risk, continued funding availability, comparable peer group valuations, exit market conditions and general sector conditions and calibrates its valuation of each investment as appropriate.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED AUGUST 31, 2021 (Expressed in Canadian dollars) (UNAUDITED)

#### 6. REVENUES

	Three-month period ended August 31, 2021 \$	Period from July 1, 2020 (date of incorporation) to August 31, 2021 \$
Consulting	91,800	32,666
Product sales and services	52,209	116,444
	144,009	149,110

#### 7. PROPERTY AND EQUIPMENT

	Computer equipment \$	Laboratory equipment \$	Total \$
Cost			
Balance, May 31, 2021	8,057	117,411	125,468
Additions	_	743	743
Balance, August 31, 2021	8,057	118,154	126,211
Accumulated depreciation:			
Balance, May 31, 2021	1,137	10,130	11,267
Additions	677	5,956	6,633
Balance, August 31, 2021	1,814	16,086	17,900
Carrying amount:			
Balance, May 31, 2021	6,920	107,281	114,201
Balance, August 31, 2021	6,243	102,068	108,311

#### 8. SHARE CAPITAL

#### **Authorized**

The Company has authorized share capital of an unlimited number of common shares without par value.

#### **Escrow Shares**

Pursuant to an escrow agreement to be effective June 7, 2021, 21,300,000 common shares of the Company have been deposited into escrow for certain principal shareholders. Under the escrow agreement, 10% of the escrowed common shares are to be released (date of listing) and 15% will be subsequently released every 6 months thereafter over a period of 36 months. As of August 31, 2021, 19,170,000 shares are to be held in escrow.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED AUGUST 31, 2021 (Expressed in Canadian dollars) (UNAUDITED)

#### 8. SHARE CAPITAL (continued)

#### **Share Issuances**

- (a) During the three-month period ended August 31, 2021, the Company issued 684,999 common shares for proceeds of \$102,750 pursuant to the exercise of share purchase warrants at \$0.15 per common share.
- (b) During the three-month period ended August 31, 2021, the Company issued 100,000 common shares for proceeds of \$17,500 pursuant to the exercise of stock options which resulted in a transfer from share-based payment reserve to share capital of \$14,847.

See Subsequent Event Note 13.

#### 9. SHARE PURCHASE WARRANTS

The continuity of warrants for the period ended August 31, 2021 is summarized below:

Balance, August 31, 2021	18,158,261	0.15
Exercised	(684,999)	0.15
Balance, May 31, 2021	18,843,260	0.15
Issued	18,843,260	0.15
Balance, July 1, 2020 (date of incorporation)	_	_
	warrants	\$
	Number of	price
		exercise
		average
		Weighted

147-1-1-1-1

The following table summarizes the warrants outstanding and exercisable at August 31, 2021:

NUMBER OF	EXERCISE	
WARRANTS	PRICE	EXPIRY DATE
7,139,932	\$0.15	June 25, 2023
8,311,665	\$0.15	July 14, 2023
2,706,664	\$0.15	October 16, 2023
18,158,264		

The share purchase warrants are subject to an acceleration where they will expire within 30 days if the common shares of the Company are listed on a Canadian stock exchange and trade at a price of \$0.40 per share or higher for ten consecutive business days. As at August 31, 2021, the weighted average remaining contractual life of all warrants outstanding was 1.89 years.

See Subsequent Event Note 13.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED AUGUST 31, 2021 (Expressed in Canadian dollars) (UNAUDITED)

#### 10. STOCK OPTIONS

The Company has a Stock Option Plan whereby stock options are granted in accordance with the policies of regulatory authorities at an exercise price equal to the market price of the Company's stock on the date of the grant and, unless otherwise stated, vest on the grant date and with a term not to exceed five years. Under the plan, the board of directors may grant up to 10% of the issued number of shares outstanding as at the date of the stock option grant.

	Number of options	Weighted average exercise price \$
Outstanding, July 1, 2020 (date of incorporation) Granted	2,000,000	_ 0.10
Outstanding, May 31, 2021	2,000,000	0.10
Granted Exercised	2,500,000 (100,000)	0.175 0.175
Outstanding, August 31, 2021	4,400,000	0.14

Additional information regarding stock options outstanding and exercisable as at August 31, 2021 is as follows:

	Stock options outstanding	Stock options exercisable	Exercise price	Expiry date
	2,000,000	200,000	0.10	January 18, 2026
-	2,400,000 4,400,000	2,400,000 2,600,000	0.175	July 5, 2026

As at August 31, 2021, the weighted average remaining contractual life of all options outstanding was 4.64 years (May 31, 2021 – 5 years)

The Company recorded \$11,638 for options granted in the prior period and vested during the three-month period ended August 31, 2021. During the period ended August 31, 2021, the Company granted 2,500,000 stock options to officers, directors, and consultants of the Company which vest immediately. The Company recorded share-based compensation in the amount of \$371,188 (2020 - \$Nil) using the Black-Scholes option pricing model to estimate the fair value of the options granted using the following assumptions and assuming no expected dividends or forfeiture rates:

	Period ended August 31, 2021	Period ended May 31, 2021
Annualized volatility	127%	127%
Risk-free interest rate	0.89%	0.34%
Expected life	5 years	5 years

**D**uring the period ended August 31, 2021, the Company recognized stock-based compensation in the amount of \$382,826 on the vesting of stock options to directors, officers and consultants.

See Subsequent Event Note 13.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED AUGUST 31, 2021 (Expressed in Canadian dollars) (UNAUDITED)

#### 11. RELATED PARTY TRANSACTIONS

#### **Key Management Compensation**

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management personnel include the Company's executive officers and Board of Director members. All related party transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

- (a) As at August 31, 2021, the Company owed \$4,061 to the Chief Scientific Officer and Director of the Company. The amount owing is unsecured, non-interest bearing, and due on demand. During the period ended August 31, 2021, the Company incurred \$22,500 of salaries and benefits to the Chief Scientific Officer and Director of the Company.
- (b) During the period ended August 31, 2021, the Company incurred \$25,000 of management fees to the President and Director of the Company.
- (c) On January 18, 2021, the Company granted 1,333,333 stock options to officers and directors of the Company, of which 10% vest on the date the Company lists on a Canadian stock exchange, and 15% vest for every six months after the listing date. For the period ended August 31, 2021, the Company recorded share-based compensation of \$7,880 for stock-based compensation to officers and directors
- (d) On July 5, 2021, the Company granted 800,000 stock options to officers and directors of the Company, which vested immediately. For the period ended August 31, 2021, the Company recorded share-based compensation of \$118,780 for stock-based compensation to officers and directors

#### 12. SEGMENTED INFORMATION

The Company has two reportable operating segments, being the research laboratory located in Kelowna, British Columbia, and the head office location located in Vancouver, British Columbia. All of the Company's non-current assets and revenues are generated from its research facility in Kelowna, British Columbia.

#### 13. SUBSEQUENT EVENTS

- (a) Subsequent to August 31, 2021, the Company issued 4,206,666 common shares for proceeds of \$631,000 pursuant to the exercise of share purchase warrants at \$0.15 per common share
- (b) Subsequent to August 31, 2021, the Company issued 900,000 common shares for proceeds of \$160,000 pursuant to the exercise of stock options which resulted in a transfer from share-based payment reserve to share capital of \$135,697.
- (c) On September 8, 2021, the Company granted 780,000 stock options to consultants of the Company which vest immediately and are exercisable over a five year period at \$0.18 per share.
- (d) On September 21, 2021, the Company acquired 100% of the issued and outstanding common shares of Zen Analytics Ltd. in exchange for \$50,000 and the issuance of 1,173,709 common shares for a deemed value of \$250,000.