# **Interim Financial Statements of**

# **Canso Select Opportunities Corporation**

June 30, 2019

(Unaudited)

Canso Select Opportunities Corporation June 30, 2019 (Unaudited)

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Canso Select Opportunities Corporation June 30, 2019 (Unaudited)

#### Management's Responsibility for Financial Reporting

The accompanying unaudited interim Financial Statements have been prepared by Management. Management is responsible for the information and representations contained in these interim Financial Statements. Management has maintained appropriate processes to ensure that relevant and reliable financial information is produced. The unaudited interim Financial Statements have been prepared in accordance with International Financial Reporting Standards and include certain amounts based on estimates and assumptions. The significant accounting policies that management believes are appropriate for Canso Select Opportunities Corporation ("CSOC") are described in Note 2 to the unaudited interim Financial Statements.

The Board of Directors is responsible for reviewing and approving CSOC's unaudited interim Financial Statements, overseeing management's performance of its financial reporting responsibilities and engaging the independent auditors. For all share classes of CSOC, the unaudited interim Financial Statements have been reviewed and approved by the Board of Directors.

#### Approved by the Board of Directors

<u>(signed) "Brian Carney"</u> <u>(signed) "Shirley Sumison"</u>
Brian Carney Shirley Sumsion

Director Director

#### **NOTICE TO SHAREHOLDERS**

CSOC's Board of Directors, appoints independent auditors to audit CSOC's annual Financial Statements. Under Canadian securities laws (National Instrument 51-102), if an auditor has not reviewed the interim Financial Statements, this must be disclosed in an accompanying notice. CSOC's independent auditor has not performed a review of these interim Financial Statements in accordance with the standards established by the Chartered Professional Accountants of Canada.

		June 30, 2019	December 31, 2018 (Audited)
Assets		\$	\$
Investment in Canso Select Opp Investments through FVTPL (No	portunities Fund, FVTPL (Note 6)	12,964,137 304,628	13,158,004
Cash and cash equivalents Prepaid expenses	5.0 0,	42,943 3,293	234,915 18,692
Deferred tax assets		320,090	296,898
Total Assets		13,635,091	13,708,509
Liabilities			
Accounts payable and accrued Advances from Canso Investme		41,570	40,745 50,757
Total Liabilities		41,570	91,502
Shareholders' Equity			
Share capital (Note 4)		14,863,186	14,863,186
Contributed surplus Deficiency		570,414 (1,840,079)	570,414 (1,816,593)
Total Shareholders' Equity		13,593,521	13,617,007
Total Liabilities and Sharehold	lers' Equity	13,635,091	13,708,509
Shareholders' Equity Class A Multiple Voting Shares Class B Subordinate Voting Shares	ares	\$7,933,686 \$5,659,835	\$7,947,393 \$5,669,614
Number of Shares Outstandin Class A Multiple Voting Shares Class B Subordinate Voting Shares		1,621,460 1,156,738	1,621,460 1,156,738
Total Shareholders' Equity pe	r Share		
Class A Multiple Voting Shares Class B Subordinate Voting Shares	ares	\$4.89 \$4.89	\$4.90 \$4.90
Approved by the Board of Dire	ectors		
Brian Carney Director	Shirley Sumsion Director		

The accompanying notes are an integral part of these interim financial statements.

Canso Select Opportunities Corporation Interim Statement of Comprehensive Income Three months and six months ended June 30, 2019 and 2018 (Unaudited)

	Three months ended June 30, 2019 2018		Six months end	ed June 30, 2018
Revenue	\$	\$	\$	\$
Interest income	4,176		4,176	
Realized loss on investment	(7,249)	-	(40,268)	-
Realized foreign exchange gain	-	-	1,009	-
Change in unrealized foreign exchange loss	(4,737)	-	(5,107)	-
Change in unrealized (loss) gain				
on investment (Note 6)	(139,345)	<u> </u>	136,401	-
Total Revenue	(147,155)	-	96,211	-
Expenses				
Directors fees	31,459	-	55,053	-
Administration	14,971	-	25,966	-
Bank charges	182	451	287	451
Insurance	4,577	-	9,072	-
Professional fees	24,682	<del>-</del>	52,511	-
Total Expenses	75,871	451	142,889	451
Net loss before income taxes	(223,026)	(451)	(46,678)	(451)
Income taxes				
Current	-	-	-	-
Deferred	(37,677)	<u> </u>	(23,192)	
Net loss and comprehensive loss for the period	(185,349)	(451)	(23,486)	(451)
Net loss, by class				
Class A Multiple Voting Shares Class B Subordinate Voting Shares	(\$108,177) (\$77,172)	(\$451) -	(\$13,707) (\$9,779)	(\$451) -
Net loss, per share				
Class A Multiple Voting Shares Class B Subordinate Voting Shares	(\$0.07) (\$0.07)	(\$451) -	(\$0.01) (\$0.01)	(\$451) -

Canso Select Opportunities Corporation Interim Statement of Changes in Equity Six months ended June 30, 2019 and 2018 (Unaudited)

	2019				
	\$	\$	\$	\$	
		Contributed		_	
	Share capital	surplus	Deficit	Total	
Class A Multiple Voting Shares				_	
Opening balance, January 1, 2019	8,674,710	332,915	(1,060,232)	7,947,393	
Net Loss for the period		-	(13,707)	(13,707)	
Balance at June 30, 2019	8,674,710	332,915	(1,073,939)	7,933,686	
Class B Subordinate Voting Shares					
Opening balance, January 1, 2019	6,188,476	237,499	(756,361)	5,669,614	
Net Loss for the period		-	(9,779)	(9,779)	
Balance at June 30, 2019	6,188,476	237,499	(766,140)	5,659,835	
Total	14,863,186	570,414	(1,840,079)	13,593,521	

	2018				
	\$	\$	\$	\$	
		Contributed			
	Share capital	surplus	Deficit	Total	
Class A Multiple Voting Shares				_	
Opening balance, February 16, 2018	-	-	-	-	
Net Loss for the period	-	-	(451)	(451)	
Share issuance	10	-	-	10	
Balance at June 30, 2019	10	-	(451)	(441)	
Class B Subordinate Voting Shares					
Opening balance, February 16, 2018	-	-	-	-	
Net income for the period	-	-	-	-	
Share issuance		-	-		
Balance at June 30, 2019		-	-	-	
Total	10	-	(451)	(441)	

Canso Select Opportunities Corporation Interim Statement of Cash Flows Six months ended June 30, 2019 and 2018 (Unaudited)

	2019	2018
	\$	\$
Operating Activities		
Net loss	(23,486)	(451)
Adjustments for:		
Realized loss on investment	40,268	-
Change in unrealized appreciation on investment	(136,401)	-
Purchase of investments	(304,628)	-
Proceeds from sale of investment	290,000	-
Prepaid expenses	15,399	-
Deferred tax assets	(23,192)	-
Accounts payable and accrued liabilities	825	
Net Cash Generated (Used In) by Operating Activities	(141,215)	(451)
Investing Activities		
Repayment of advances from Canso Investment Counsel Ltd.	(50,757)	1,000
Net Cash Generated (Used In) Financing Activities	(50,757)	1,000
Financing Activities		
Issue of Class A Multiple Voting Share	-	10
Issue of Class B Subordinate Voting Shares	-	-
Net Cash Used In Financing Activities		10
Cash and cash equivalents — Beginning of period	234,915	-
Cash and cash equivalents — End of period	42,943	559

#### 1. General Information

Canso Select Opportunities Corporation ("CSOC" or "Company") was incorporated by articles of incorporation under the Ontario Business Corporations Act on February 16, 2018. Effective September 4, 2018, the Class A Multiple Voting Shares and Class B Subordinate Voting Shares of CSOC were eligible to commence trading on the TSX Venture Exchange under the symbols CSOC. A representing the Class A Multiple Voting Shares and CSOC.B representing the Class B Subordinate Voting Shares. Canso Select Opportunities Fund ("CSOF") is a wholly-owned investment held by CSOC. CSOC indirectly holds all of the investments of CSOF through its ownership of CSOF.

CSOC is an Ontario-based investment corporation. CSOC's investment objective is to provide capital gains and dividend income to its shareholders. Consistent with this objective, the Corporation evaluates potential investments in debt, public and private equity and other securities. The deployment of funds to new investments depends on both the attractiveness of new investment opportunities and the availability of capital as generated from the realization of value from existing portfolio investments.

#### 2. Basis of Presentation and Significant Accounting Policies

These unaudited interim financial statements of CSOC have been prepared in compliance with International Accounting Standard 34, *Interim Financial Reporting*, using accounting policies consistent with International Financial Reporting Standards ("IFRS"). Accordingly, certain information and footnote disclosures normally included in annual financial statements prepared in accordance with IFRS have been omitted or condensed.

The accounting policies applied by CSOC in these interim financial statements are the same as those applied by CSOC in its annual audited financial statements for the year ended December 31, 2018, which were prepared in accordance with IFRS. Since its inception, CSOC has applied IFRS 9, Financial Instruments, which deals with the recognition, derecognition, classification and measurement of financial instruments. CSOC has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

## 3. Critical Accounting Estimates and Judgements

The preparation of these interim financial statements requires management to use judgement in applying its accounting policies and to make estimates and assumptions about the future. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognized in the period in which the estimates are revised and in any future period affected.

There have been no changes in the critical accounting estimates and judgments which were set out in detail in note 3 of CSOC's annual audited financial statements for the year ended December 31, 2018.

#### 4. Share Capital

The Company is authorized to issue an unlimited number of shares of a class designated as Class A Multiple Voting Shares, an unlimited number of shares of a class designated as Class B Subordinate Voting Shares, and an unlimited number of shares of a class designated as Preference Shares.

# 4. Share Capital (Cont'd)

At June 30, 2019 share capital consists of the following:

	Number of shares #	Amount \$
1,621,460 Class A Multiple Voting Shares		8,674,710
1,156,738 Class B Subordinate Voting Shares		6,188,476
	<u> </u>	14,863,186
Class A Multiple Voting Shares:		
Class A multiple voting shares oustanding, January 1, 2019 Class A multiple voting shares issued	1,621,460 -	8,674,710 -
Class A multiple voting shares oustanding, June 30, 2019	1,621,460	8,674,710
Class B Subordinate Voting Shares:		
Class B subordinate voting shares oustanding, January 1, 2019 Class B subordinate voting shares issued	1,156,738 -	6,188,476 -
Class B subordinate voting shares oustanding, June 30, 2019	1,156,738	6,188,476
	2,778,198	14,863,186
At June 30, 2018 share capital consisted of the following:		
	Number of shares	Amount
	#	\$
Class A Multiple Voting Shares:		
Class A multiple voting shares oustanding, February 16, 2018 on incorporation	1	10
Class A multiple voting shares oustanding, June 30, 2018	1	10

#### 5. Related Party Transactions

On August 1, 2018 CSOC entered into an operational services agreement with Canso Investment Counsel Ltd. ("Canso"). The operational services agreement sets out that Canso will provide the day-to-day operational services to carry out the business affairs of CSOC. For the first 24 months from the Effective Date, no fees will be payable for services provided by Canso to CSOC. At the end of 24 months this arrangement may be extended for another 12 month period or amended as agreed between Canso and CSOC. If amended, the fees payable to Canso shall not exceed 1.00% per annum of the net assets of CSOC. There are no management fees charged for the six months ended June 30, 2019 (June 30, 2018: \$0).

CSOC has repaid the advance from Canso during this quarter in the amount of \$50,757 relating to filing fees that Canso paid on behalf of CSOC. As such, the advances from Canso balance is \$nil at June 30, 2019 (December 31, 2018: \$50,757).

### 6. Investments

In determining whether CSOC has control or significant influence over an investment, CSOC assesses voting rights, the exposure to variable returns, and its ability to use the voting rights to affect the amount of the returns. CSOC qualifies as an investment entity under IFRS 10, and therefore accounts for investments it controls at fair value through profit and loss ("FVTPL"). CSOC's primary purpose is defined by its investment objectives. CSOC also measures and evaluates the performance of any investment on a fair value basis.

For the six months ended June 30, 2019, CSOC reported a net loss of \$23,486 (June 30, 2018: \$(451)). This is the result of \$136,401 (June 30, 2018: \$0) in changes in unrealized mark to market gains primarily on CSOF's public equity holdings, offset by the operating expenses of CSOC.

## 6. Investments (Cont'd)

As at June 30, 2019, CSOF's investment portfolio consists of equity and debt securities in 11 different issuers. The portfolio also included cash and cash equivalents.

Description	Average Cost \$	Fair Value \$	% of Portfolio
Cash & Cash Equivalents	2,278,224	2,278,224	17.54%
Equities Held Long	13,847,535	10,582,019	81.48%
Hubba, Inc.	2,049,233	3,167,710	24.39%
Second Cup Ltd.	3,400,936	1,553,290	11.96%
Xplornet Communications	141,651	1,557,392	11.99%
Yellow Pages Limited	2,095,719	1,256,863	9.68%
BZ Holdings Inc.(Formerly Purch Group Inc.)	918,783	982,825	7.57%
BZ Holdings Inc.(Formerly Purch Group Inc.) - Warrants	-	-	0.00%
ClearStream Energy Services Inc Preferred	729,400	729,000	5.61%
M-Split	838,474	664,477	5.12%
Torstar Corporation	1,392,200	238,588	1.84%
Canadian Life Companies Split	78,572	85,176	0.66%
ClearStream Energy Services Inc.	2,012,939	276,803	2.13%
Genworth MI Canada Inc. Jan 20 P27	10,480	1,400	0.01%
Genworth MI Canada Inc. Jan 20 P31	682	135	0.00%
Genworth MI Canada Inc. Jan 20 P37	79,786	23,460	0.18%
Genworth MI Canada Inc. Jan 20 P39	19,380	7,650	0.06%
Genworth MI Canada Inc. Jan 20 P41	17,820	6,850	0.05%
Genworth MI Canada Inc. Jan 21 P35	43,360	22,950	0.18%
Genworth MI Canada Inc. Jan 21 P37	18,120	7,450	0.06%
Telepath Networks, Inc Warrants	-	-	0.00%
Equities Held Short	(382,772)	(474,488)	(3.65%)
Genworth MI Canada Inc.	(382,772)	(474,488)	(3.65%)
Fixed Income	1,340,700	601,105	4.63%
Telepath Networks, Inc.	1,340,700	601,105	4.63%
Grand Total	17,083,687	12,986,860	100.00%
Other Assets, Net of Liabilities		(22,723)	
CSOF'S Investments at Fair Value through Profit or Loss		12,964,137	

As at June 30, 2019, CSOC's investment portfolio consists of equity and debt securities in 2 different issuers.

Description	Average Cost \$	Fair Value \$	% of Portfolio
Equities Held Long	200,000	200,000	65.65%
Reformulary Group Inc.	200,000	200,000	65.65%
Fixed Income	105,559	104,628	34.35%
Brill Power Limited	105,559	104,628	34.35%
CSOC's Investments at Fair Value through Profit or Loss	305,559	304,628	100.00%

# 7. Fair Value Hierarchy

CSOC classifies financial instruments carried at fair value using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The hierarchy has the following levels:

□ Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

# 7. Fair Value Hierarchy (Cont'd)

□ Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

☐ Level 3 inputs are unobservable inputs for the asset or liability.

If an instrument classified as Level 1 subsequently ceases to be actively traded, it is transferred out of Level 1. In such cases, instruments are reclassified as Level 2, unless the measurement of its fair value requires the use of significant unobservable inputs, in which case it is reclassified as Level 3. Management assesses transfers at the time of an event that may cause reason for re-assessment of levelling. The classification within the hierarchy is based on the lowest level input that is significant to the fair value measurement. For this purpose, the significance of an input is assessed against the fair value measurement in its entirety. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a level 3 measurement. Assessing the significance of a particular input to the fair value measurement in its entirety requires judgment, on the lowest level input that is significant to the fair value measurement. For this purpose, the significance of an input is assessed against the fair value measurement in its entirety. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a level 3 measurement. Assessing the significance of a particular input to the fair value measurement in its entirety requires judgment, considering factors specific to the asset or liability. The determination of what constitutes observable data requires significant judgment by the investment committee. CSOC considers observable data to be that market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

The following fair value hierarchy table presents information about CSOC's assets and liabilities measured at fair value, as described in Note 6, as at June 30, 2019 and December 31, 2018 (audited):

As at June 30, 2019	Level 1	Level 2	Level 3	Total
Financial Assets				
Fixed Income - CSOF	\$ -	\$ =	\$ 601,104	\$ 601,104
Equities - CSOF	4,145,092	=	6,436,928	10,582,020
Fixed Income held in CSOC	-	=	104,628	104,628
Equities held in CSOC	-	=	200,000	200,000
Total	\$ 4,145,092	\$ -	\$ 7,342,660	\$ 11,487,752

As at June 30, 2019	Level 1	Level 2	Level 3	Total
Financial Liabilities				
Equities - CSOF	\$ (474,488)	\$ -	\$ =	\$ (474,488)
Total	\$ (474,488)	\$ -	\$ -	\$ (474,488)

Total	\$ 3,730,574	\$ -	\$ 9,431,610	\$ 13,162,184
Equities - CSOF	3,730,574	-	8,803,342	12,533,916
Fixed Income - CSOF	\$ -	\$ -	\$ 628,268	\$ 628,268
Financial Assets				
As at December 31, 2018	Level 1	Level 2	Level 3	

Total	\$ (460,290)	\$ -	\$	-	\$ (460,290)
Equities - CSOF	\$ (460,290)	\$ -	\$	-	\$ (460,290)
Financial Liabilities					
As at December 31, 2018	Level 1	Level 2	L	evel 3	

# 7. Fair Value Hierarchy (Cont'd)

		June 30, 2019	December 31, 2018	
Level 3 Reconciliation				
Balance, beginning of period	\$	9,431,610	\$ 9,747,000	
Purchases - held in CSOC		305,559	-	
Sales - CSOF		(2,100,000)	(1,235,814)	
Transfers in		-	729,400	
Transfers out		-	-	
Realized gains, net		-	121,954	
Change in unrealized (depreciation)				
appreciation - CSOF		(293,578)	69,070	
Change in unrealized depreciation				
- held in CSOC		(931)	-	
Balance, end of period	\$	7,342,660	9,431,610	

The fair value of each Level 3 financial instrument is generally measured using unobservable market inputs with the best information available at the time. Various valuation techniques are utilized, depending on a number of factors including key inputs and assumptions, which are company specific and may include estimated discount rates and expected price volatilities.

The table below presents investments in CSOC and CSOF whose fair values are determined based in valuation techniques that utilize unobservable market inputs. The effects of changing one or more of those inputs are indiciated in the table below:

Fair Value	Valuation Technique	Unobservable Input	Reasonable Possible Change in Input	Impact on Fair Value
\$				\$
6,055,207	CSOF's investment -	Price of last capital raise	+/-30%	1,816,562
	Private placement			
	financing technique			
304,628	CSOC's investments -	Price of last capital raise	+/-30%	91,388
	Private placement			
	financing technique			
982,825		Audited Financial	+/-12%	117,939
	Internal Model that includes	statement data,recent		
	a combination: 1)	private offering valuation		
	discounted value of	multiples of competitors,		
	expected cash flows 2)	and liquidation preference		
	relative value and 3) option	rights		
	pricing methodologies.			
	The output of the model is			
	compared to recent private			
	placement funding to			
	confirm its reasonability			

# 8. Approval of financial statements

These interim financial statements were approved by the Board of Directors and authorized for issue on August 21, 2019.