

**IMINING BLOCKCHAIN AND CRYPTOCURRENCY INC.**

**CONDENSED INTERIM FINANCIAL STATEMENTS**

**For the three months ended August 31, 2020**

(Stated in Canadian Dollars)

(Unaudited)

The accompanying notes form an integral part of these condensed interim financial statements

**NOTICE TO READER OF THE UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS**

The unaudited condensed interim financial statements for the period ended August 31, 2020 have been prepared by and are the responsibility of the Company's management. These financial statements have not been reviewed or audited by the Company's auditors.

The accompanying notes form an integral part of these condensed interim financial statements

**IMINING BLOCKCHAIN AND CRYPTOCURRENCY INC.**  
**CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION**  
(Stated in Canadian Dollars)  
(Unaudited)

As at	August 31, 2020	May 31, 2020
<b><u>ASSETS</u></b>		
Current assets		
Cash	\$ 352,118	\$ 1,217
Amounts receivable – Note 4	14,561	13,435
Subscription receivable	10,000	-
	376,679	14,652
Non-current assets		
Equipment and intangible assets – Note 3	707	1,360
	707	1,360
<b>Total Assets</b>	<b>\$ 377,386</b>	<b>\$ 16,012</b>
<b><u>LIABILITIES</u></b>		
Current liabilities		
Trade and other payables – Note 6	\$ 233,215	\$ 268,749
<b><u>EQUITY (DEFICIENCY)</u></b>		
Share capital – Note 5	8,622,428	8,199,713
Equity reserve – Note 5	807,063	796,366
Accumulated deficit	(9,285,320)	(9,248,816)
	144,171	(252,737)
<b>Total Liabilities and Equity</b>	<b>\$ 377,386</b>	<b>\$ 16,012</b>

Going concern – Note 2  
Subsequent event – Note 10

APPROVED ON BEHALF OF THE BOARD:

<u>“Gary Arca”</u> Gary Arca	Director	<u>“Tanya Lutzke”</u> Tanya Lutzke	Director
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**IMINING BLOCKCHAIN AND CRYPTOCURRENCY INC.**  
**CONDENSED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS**  
(Stated in Canadian Dollars)  
(Unaudited)

<b>For the three months ended August 31,</b>	<b>2020</b>	<b>2019</b>
<b>Expenses:</b>		
Accounting and audit fees – Note 6	\$ 1,500	\$ 1,500
Foreign exchange loss	47	871
Legal and corporate services	5,130	8,769
Finance costs	155	125
Management services – Note 6	15,266	18,167
Office, rent and administration – Note 6	3,655	8,670
Consulting fees	765	1,124
Shareholder communications	5,363	667
Transfer agent and filing fees	4,623	5,101
<b>Total expenses</b>	<b>(36,504)</b>	<b>(44,994)</b>
<b>Operating loss</b>	<b>(36,504)</b>	<b>(44,994)</b>
<b>Total comprehensive loss for the period</b>	<b>\$ (36,504)</b>	<b>\$ (44,994)</b>
Basic and diluted loss per share – Note 7	\$ (0.00)	\$ (0.00)

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**IMINING BLOCKCHAIN AND CRYPTOCURRENCY INC.**  
**CONDENSED INTERIM STATEMENTS OF CASH FLOWS**  
(Stated in Canadian Dollars)  
(Unaudited)

<b>For the three months ended August 31,</b>	<b>2020</b>	2019
Operating Activities:		
Net loss for the period	\$ (36,504)	\$ (44,994)
Items not affecting cash:		
Depreciation	653	761
Changes in non-cash working capital items:		
Amounts receivable	(1,126)	(1,415)
Prepaid expenses	-	12,963
Trade and other payables	(35,534)	(1,596)
Cash outflows from operating activities	<b>(72,511)</b>	(34,281)
Financing Activities:		
Share issuances	458,600	-
Share issuance costs	(35,188)	-
Cash inflows from financing activities	<b>423,412</b>	-
Total increase (decrease) in cash during the period	<b>350,901</b>	(34,281)
Cash, beginning of the period	<b>1,217</b>	169,062
Cash, end of the period	<b>\$ 352,118</b>	\$ 134,781
Non cash financing activity:		
Issuance of shares for subscriptions receivable	\$ 10,000	\$ -

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**IMINING BLOCKCHAIN AND CRYPTOCURRENCY INC.**  
**CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY (DEFICIENCY)**  
For the periods ended August 31, 2020, and August 31, 2019  
(Stated in Canadian Dollars)  
(Unaudited)

	<b>Number of shares outstanding</b>	<b>Share capital</b>	<b>Equity Reserve</b>	<b>Accumulated deficit</b>	<b>Total Equity (Deficiency)</b>
Balance – May 31, 2019	29,086,265	\$8,199,713	\$ 796,366	\$ (8,386,835)	\$ 609,244
Net loss for the period	-	-	-	(44,994)	(44,994)
Balance – August 31, 2019	29,086,265	8,199,713	796,366	(8,431,829)	564,250
Net loss for the period	-	-	-	(816,987)	(816,987)
Balance – May 31, 2020	29,086,265	8,199,713	796,366	(9,248,816)	(252,737)
Private Placement – at \$0.05 per unit	9,372,000	468,600	-	-	468,600
Share issue costs	-	(45,885)	10,697	-	(35,188)
Net loss for the period	-	-	-	(36,504)	(36,504)
<b>Balance – August 31, 2020</b>	<b>38,458,265</b>	<b>\$8,622,428</b>	<b>\$ 807,063</b>	<b>\$ (9,285,320)</b>	<b>\$ 144,171</b>

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**IMINING BLOCKCHAIN AND CRYPTOCURRENCY INC.**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**  
August 31, 2020 and 2019  
(Stated in Canadian Dollars)  
(Unaudited)

**Note 1**      **Corporate Information**

iMining Blockchain and Cryptocurrency Inc. (the “Company” or “iMining”) was incorporated in the Province of British Columbia on June 1, 2007 under the Business Corporations Act of British Columbia. The Company completed a change of business transaction on the TSX Venture Exchange (the “Exchange”) (see Note 3) on April 17, 2018 and changed its name from Parlane Resource Corp. to iMining Blockchain and Cryptocurrency Inc. The Company is listed on the Exchange, having the symbol IMIN-V as a Tier 2 issuer and is a blockchain and cryptocurrency company (*see Note 10 – Subsequent Event*).

The address of the Company’s corporate office and principal place of business is 750 – 580 Hornby Street, Vancouver, British Columbia, Canada.

**Note 2**      **Basis of Preparation**

a) Statement of Compliance

These condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board. These unaudited condensed interim financial statements, for the three month period ended August 31, 2020, have been prepared in accordance with International Accounting Standard (“IAS”) 34 Interim Financial Reporting, and do not include all of the information required for full annual financial statements.

These unaudited condensed interim financial statements should be read in conjunction with the Company’s May 31, 2020 annual financial statements.

The financial statements were authorized for issue by the Board of Directors on October 29, 2020.

b) Basis of Measurement

The condensed interim financial statements have been prepared on a historical cost basis. The condensed interim financial statements are presented in Canadian dollars, which is also the Company’s functional currency.

The preparation of condensed interim financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgement in applying the Company’s accounting policies.

**Note 2**     **Basis of Preparation – (cont'd)**

c) Going Concern of Operations

In March 2020 the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company's business or ability to raise funds.

The Company has generated revenue of \$nil from operations. The Company incurred a net loss of \$36,504 during the period ended August 31, 2020. As of August 31, 2020, the Company's accumulated deficit was \$9,285,320 and the Company had \$352,118 in cash, working capital of \$143,464 and no long-term debt.

The recoverability of the costs incurred to date is dependent on the ability of the Company to obtain the necessary financing to complete the development of its business, and upon future profitable operations. The Company continues to pursue opportunities (*see Note 10 – Subsequent event*) and intends to raise funds to develop that business. While the Company has been successful in obtaining the necessary financing through the issuance of common shares in the past, there is no assurance it will be able to raise funds in this manner in the future.

These events indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

These financial statements do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and, therefore, be required to realize its assets and liquidate its liabilities and commitments in other than the normal course of operations, and at amounts different from those recorded in the condensed interim financial statements.

**Note 3**     **Equipment and intangible assets**

During the year ended May 31, 2018, the Company acquired 500 S9 Antminer rigs (the "Rigs") at a cost of US\$2,000,000 and engaged a Provider to set-up, host and operate the cryptocurrency mining activities. The Company was responsible for operating costs of approximately US\$55,000 per month offset by the value of cryptocurrency mined, for 24 months to May 2020. During the year ended May 31, 2019, the Company suspended operation of its Rigs due to the market downturn in cryptocurrency values and, subsequently, the Rigs were determined to have no economic value and were written down to \$1. The payments were suspended during the year ended May 31, 2019 and the term of the agreement lapsed as at May 31, 2020. The Company subsequently abandoned the Rigs in the period ended August 31, 2020 and, as a result, believes there are no further commitments owing by the Company.



**iMining Blockchain and Cryptocurrency Inc.**  
Notes to the Condensed Interim Financial Statements  
August 31, 2020  
(Stated in Canadian Dollars)  
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**Note 3**     **Equipment and intangible assets – (cont’d)**

The Company also acquired the intellectual property rights to the “iMining” brand, including worldwide tradename, trademarks, and URL site. The cost to acquire these rights was \$610,000, \$250,000 in cash and 2,000,000 shares of the Company at a fair value of \$0.18 per share. During the year ended May 31, 2020, management determined that, as operations had not re-commenced for over 18 months, the intellectual property would be written down to \$1 and the write-down of \$609,999 has been recorded in profit or loss for the year ended May 31, 2020.

The remaining equipment of the Company includes office computer equipment being depreciated on the straight-line method over 3 years.

**Note 4**     **Amounts Receivable**

	<b>August 31, 2020</b>	May 31, 2020
Taxes receivable	<b>\$ 14,561</b>	\$ 13,435

**Note 5**     **Share Capital**

a) **Common Shares**

The Company is authorized to issue an unlimited number of common shares, without par value, issuable in series. The holders of common shares are entitled to one vote per share at meetings of the Company and to receive dividends, which are declared from time-to-time. No dividends have been declared by the Company since its inception. All shares are ranked equally with regard to the Company’s residual assets.

The Company completed a non-brokered private placement in August 2020, in two tranches. The Company issued 9,372,000 units at \$0.05 per unit for gross proceeds of \$468,600. Each unit is comprised of one common share of the Company and one-half of one common share purchase warrant. Each whole warrant (“unit warrant”) entitles the holder to purchase one common share of the Company at a price of \$0.10 per share for a period of 2 years. The Company incurred finders’ fees in connection with the non-brokered private placement. The Company paid \$35,088 and issued 350,880 finders’ warrants, which were valued at \$10,697 using the Black Scholes model. Finders’ warrants have the same exercise terms as the unit warrants.

**iMining Blockchain and Cryptocurrency Inc.**  
Notes to the Condensed Interim Financial Statements  
August 31, 2020  
(Stated in Canadian Dollars)  
(Unaudited)

**Note 5     Share Capital – (cont’d)**

b) Share Purchase Warrants

A summary of the Company’s outstanding share purchase warrants is presented below:

	Number of Warrants	Weighted Average Exercise Price
Outstanding at May 31, 2019	902,700	\$ 0.26
Warrants Expired	(382,700)	0.20
Outstanding at May 31, 2020	520,000	0.30
Warrants Issued	5,036,880	0.10
<b>Outstanding at August 31, 2020</b>	<b>5,556,880</b>	<b>\$ 0.12</b>

At August 31, 2020, there were 5,556,880 warrants outstanding and exercisable to purchase one common share for each option held as follows:

Number of Shares	Exercise Price	Expiry Date
520,000	\$0.30	December 7, 2021
4,736,880	\$0.10	August 17, 2022
300,000	\$0.10	August 20, 2022

c) Share-Based Payments

The Company, in accordance with the policies of the Exchange, is authorized to grant share purchase options to directors, officers, employees and service providers to acquire up to 10% of common shares then outstanding (the “Plan”). Under the Plan, options may be granted at no less than the closing market price of the Company’s shares on the day preceding the grant for a maximum term of 5 years.

No amounts are paid or payable by the recipient on receipt and the options are not dependent on any performance-based criteria. Share purchase options will vest when granted except where granted for investor relations activities which vest and may be exercised in accordance with the vesting provisions as to ¼ of the options each 3 months. No share purchase options were granted during the period ended August 31, 2020 and the year ended May 31, 2020. There are no options outstanding as at August 31, 2020.

**iMining Blockchain and Cryptocurrency Inc.**  
Notes to the Condensed Interim Financial Statements  
August 31, 2020  
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**Note 6**     **Related Party Transactions**

The following is a summary of charges incurred by the Company with related parties:

<b>For the three months ended August 31,</b>	<b>2020</b>	<b>2019</b>
Accounting fees	\$ 1,500	\$ 1,500
Management services	15,000	15,000
Office, rent and administration	3,000	3,000
<b>Total</b>	<b>\$ 19,500</b>	<b>\$ 19,500</b>

During the period ended August 31, 2020, the Company incurred expenses of \$19,500 (2019 - \$19,500) from companies controlled by officers of the Company.

Included in accounts payable at August 31, 2020 is \$222,553 (2019 - \$147,350) due to officers of the Company and to a company controlled by an officer. These balances are in respect of management activities and reimbursable expenses.

**Note 7**     **Loss Per Share**

The denominator for the calculation of loss per share, being the weighted average number of common shares, is calculated as follows:

<b>Period ended August 31,</b>	<b>2020</b>	<b>2019</b>
Issued and outstanding, beginning of the period	29,086,265	29,086,265
Weighted average shares issued during the period	7,384,516	-
<b>Basic and diluted weighted average number of shares</b>	<b>36,470,781</b>	<b>29,086,265</b>

**Note 8**     **Capital Management**

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders. The Company considers the items included in shareholders' equity as capital.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares through private placements, sell assets to reduce debt or return capital to shareholders. The Company is not subject to externally imposed capital requirements.

There have been no changes in the Company's approach to capital management during the period ending August 31, 2020.

**Note 9      Financial Instruments**

The fair value of the Company's cash is categorized as Level 1 in the fair value hierarchy, established within *IFRS 7 – Financial Instruments: Disclosures*.

a) Interest Rate Risk

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of the changes in market interest rates. Interest rate risk consists of two components:

- (i) To the extent that payments made or received on the Company's financial instruments are affected by changes in the prevailing market interest rates, the Company is exposed to interest rate cash flow risk.
- (ii) To the extent that changes in prevailing market interest rates differ from the interest rates in the Company's financial instruments, the Company is exposed to interest rate price risk. The Company's exposure to interest rate fluctuations is minimal.

The Company's cash earns interest at a variable interest rate. Because of the nature of this financial instrument, fluctuations in market rates do not have a significant impact on estimated fair values as of August 31, 2020. Future cash flows from interest income on cash will be affected by interest rate fluctuations.

b) Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company is exposed to credit risk with respect to its cash, the balance of which at August 31, 2020 is \$352,118 (May 31, 2020 - \$1,217). Cash is held at a chartered Canadian financial institution and the Company has recognized an allowance against the full amount of the Future Farm advance, accordingly, management believes credit risk is minimal.

c) Liquidity Risk

Liquidity risk arises from the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements. As at August 31, 2020, the Company was holding cash of \$352,118 (May 31, 2020 - \$1,217). The Company's trade and other payables are due in the short term. As at August 31, 2020, the Company had working capital of \$143,464.

**Note 10**    **Subsequent Event**

The Company entered into a Letter of Intent (“LOI”) dated October 12, 2020 with RooGold Limited of Vaduz, Liechtenstein (“RooGold”) to acquire RooGold’s interest in four silver and five gold properties held by RooGold in New South Wales, Australia (the “Properties”). The Properties are comprised of five gold-focused and four silver-focused concessions covering 787 km<sup>2</sup> in New South Wales.

Pursuant to the LOI, the Company will undergo a share consolidation of one new share for each four shares currently outstanding. Pursuant to this share consolidation, the Company will acquire RooGold’s interest in the Properties, subject to finalizing a definitive agreement, in consideration for payment to RooGold of a refundable deposit of \$150,000 and the issue of 20,000,000 post-consolidated common shares to RooGold. The Company will also be required to raise \$5,000,000 through the issuance of 20,000,000 post-consolidated shares at \$0.25 per share.

The above transactions will constitute a change of business for the Company, as such term is defined in Exchange policies. Consequently:

- (a) the Company has halted trading of its common shares; and trading will remain halted until the transactions have closed;
- (b) closing of the transactions (including issuance of shares to RooGold) is subject to the approval of the Exchange; and,
- (c) closing of the transactions is also subject to the approval of the Company’s shareholders.