

DataMiners Capital Corporation

Consolidated Financial Statements

For the year ended October 31, 2018

(Expressed in Canadian Dollars)



Independent Auditor's Report

To the Directors of DataMiners Capital Corporation

We have audited the accompanying consolidated financial statements of DataMiners Capital Corporation (the "Company"), which comprise the consolidated statements of financial position as at October 31, 2018 and October 31, 2017 and the consolidated statements of loss and comprehensive loss, changes in shareholders' equity, and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained in our audit is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of DataMiners Capital Corporation as at October 31, 2018 and October 31, 2017 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 of the consolidated financial statements, which describes that the Company has not completed its Qualifying Transaction in the required period and there is uncertainty relating to whether it will be completed, and that the Company must raise additional funds to continue. These conditions, along with matters described in Note 1, indicate the existence of a material uncertainty that may cast significant doubt about the entity's ability to continue as a going concern.

BDO Canada LLP

Chartered Professional Accountants
Calgary, Alberta
February 28, 2019

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DataMiners Capital Corporation
Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)
As at October 31

	2018	2017
Assets		
Current		
Cash	\$ 49,744	\$ 113,340
Prepaid expenses	875	3,225
Total Assets	50,619	116,565
Liabilities		
Current		
Accounts payable and accrued liabilities	\$ 13,443	\$ 12,872
Shareholders' Equity		
Share capital (note 4)	281,415	281,415
Contributed surplus (note 4)	106,235	106,235
Deficit	(350,474)	(283,957)
Total Shareholders' Equity	37,176	103,693
Total Liabilities and Shareholders' Equity	\$ 50,619	\$ 116,565

Approved on behalf of the Board:

"Darryl Cardey" (signed)
Director

"Rose Zanic" (signed)
Director

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

DataMiners Capital Corporation
Consolidated Statements of Loss and Comprehensive Loss
For the year ended October 31
(Expressed in Canadian Dollars)

	2018	2017
	\$	\$
Expenses		
General and administrative (note 5)	31,758	15,969
Professional fees (note 5)	11,890	41,339
Public company costs	15,245	23,147
Transaction costs (note 6)	7,624	-
Total expenses	66,517	80,455
Net Loss and Comprehensive Loss for the Year	(66,517)	(80,455)
Basic and Diluted Loss Per Common Share (note 9)	(0.05)	(0.07)
Weighted Average Number of Common Shares Outstanding (note 9)	1,310,000	1,223,288

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

DataMiners Capital Corporation
Consolidated Statements of Changes in Equity
(Expressed in Canadian Dollars)

	Share Capital		Contributed Surplus	Deficit	Equity
	*Shares	Amount			
Balance, October 31, 2016	1,020,000	\$ 272,531	\$ 53,735	\$ (203,502)	\$ 122,764
Issuance of common shares	500,000	62,500	-	-	62,500
Share issuance costs	-	(1,116)	-	-	(1,116)
Cancellation of common shares	(210,000)	(52,500)	52,500	-	-
Net loss and comprehensive loss for the year	-	-	-	(80,455)	(80,455)
Balance, October 31, 2017	1,310,000	\$ 281,415	\$ 106,235	\$ (283,957)	\$ 103,693
Net loss and comprehensive loss for the year	-	-	-	(66,517)	(66,517)
Balance, October 31, 2018	1,310,000	\$ 281,415	\$ 106,235	\$ (350,474)	\$ 37,176

*On August 14, 2017, the Company consolidated its issued and outstanding common shares and stock options on the basis of one new share for every five existing shares. Unless otherwise indicated, all references to share capital and stock options presented in these consolidated financial statements and notes thereto are on a post-consolidation basis.

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

DataMiners Capital Corporation
Consolidated Statements of Cash Flows
For the year ended October 31
(Expressed in Canadian Dollars)

	2018	2017
Operating Activities		
Net loss and comprehensive loss for the year	\$ (66,517)	\$ (80,455)
Changes in working capital balances:		
Prepaid expenses	2,350	(3,225)
Accounts payable and accrued liabilities	571	4,840
Cash Used in Operating Activities	(63,596)	(78,840)
Financing Activities		
Issuance of common shares	-	62,500
Share issuance costs	-	(1,116)
Cash Provided by Financing Activities	-	61,384
Change in cash	(63,596)	(17,456)
Cash, Beginning of the Year	113,340	130,796
Cash, End of the Year	\$ 49,744	\$ 113,340

Supplementary Information:

During the year ended October 31, 2017, the Company cancelled 210,000 escrow shares valued at \$52,500 (Note 4b).

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

DataMiners Capital Corporation
Notes to the Consolidated Financial Statements
For the year ended October 31, 2018
(Expressed in Canadian Dollars)

1. NATURE AND CONTINUANCE OF OPERATIONS

DataMiners Capital Corporation (the “Company”) was incorporated pursuant to the provisions of the Business Corporations Act (Alberta) on October 1, 2013. The Company is classified as a Capital Pool Company as defined in the TSX Venture Exchange (“TSX-V”) Policy 2.4 in order to negotiate an acquisition or participation in a business subject to receipt of shareholder approval and acceptance by regulatory authorities (the “Qualifying Transaction”). The Company completed its initial public offering (“IPO”) on May 29, 2014. Until the completion of a Qualifying Transaction, the Company will not carry on any business other than the identification and evaluation of assets or business in connection with a potential Qualifying Transaction.

The Company’s continuing operations are dependent upon its ability to identify, evaluate and negotiate an agreement to acquire an interest in a material asset or business within 24 months of listing on the TSX-V.

On January 19, 2017 the Company announced it no longer pursued the qualifying transaction with Black Bull Resources Inc., which was originally announced on June 1, 2016.

On March 7, 2017, the Company was unable to complete a Qualifying Transaction within its 24 month deadline, including extension, and therefore it was required by the TSX-V to transfer its listing from the Tier 2 board of the TSX-V to the NEX. On March 15, 2017, the Company submitted an application to the TSX-V for transfer of its listing from the Tier 2 board of TSX-V to the NEX board which was accepted by the TSXV March 31, 2017.

The Company’s continuing operations as intended are dependent upon its ability to identify, evaluate and negotiate an acquisition of or participation in an interest in properties, assets or businesses. At present, the Company has not completed its Qualifying Transaction within the required period and consequently has no current operating income or cash flows. The Company is not in compliance with the use of cash proceeds (Note 2). Without additional financing, the Company will be unable to fund its ongoing operations for the next twelve months. The Company intends to finance its future requirements through a combination of debt and/or equity issuance. There is no assurance that the Company will be able to obtain such financings or obtain them on favourable terms. These uncertainties cast significant doubt on the Company’s ability to continue as a going concern. The Company will need to raise sufficient working capital to maintain operations. These consolidated financial statements do not include any adjustments related to the recoverability of assets and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

The head office and records office of the Company are located at 1430 – 800 West Pender Street, Vancouver, British Columbia, Canada, V6C 2V6.

DataMiners Capital Corporation
Notes to the Consolidated Financial Statements
For the year ended October 31, 2018
(Expressed in Canadian Dollars)

2. BASIS OF PRESENTATION

(a) Statement of Compliance

These consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), as issued by the International Financial Reporting Interpretations Committee ("IFRIC").

The accounting policies set out in Note 3 have been applied consistently by the Company during the current year.

The Company's functional and presentation currency is the Canadian dollar.

(b) Approval of the financial statements

These consolidated financial statements were approved by the Board of Directors and authorized for issue on February 28, 2019.

(c) Basis of Consolidation

These consolidated financial statements include the financial statements of the Company and its wholly-owned subsidiary, 1134166 B.C. Ltd., which was incorporated in British Columbia, Canada on September 15, 2017.

3. SIGNIFICANT ACCOUNTING POLICIES

Cash

The Company considers cash to include amounts held in banks. The Company places its cash with major financial institutions in Canada.

The proceeds raised from the issuance of share capital and from the IPO may only be used to identify and evaluate assets or businesses for future investment, with the exception that up to 30% of the gross proceeds may be used to cover the prescribed costs of issuing the common shares or administrative and general expenses of the Company. These restrictions apply until the completion of a Qualifying Transaction by the Company as defined under the policies of the TSX-V.

Deferred financing costs

Costs directly identifiable with the raising of share capital will be charged against the related capital stock. Costs related to shares not yet issued are recorded as deferred financing costs. These costs will be deferred until the issuance of the shares to which the costs relate, at which time the costs will be charged against the related capital stock or charged to operations if the shares are not issued.

Equity instruments

Common shares are classified as equity. Incremental costs directly attributable to the issue of common shares are recognized as a deduction from equity, net of any tax effects.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Income taxes

Income tax comprises of current and deferred tax. Income tax is recognized in loss and comprehensive loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax is the expected tax payable on the taxable income for the year, using the tax rates enacted, or substantively enacted, at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for temporary differences associated with the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable income or loss and temporary differences relating to investments in subsidiaries to the extent that it is probable that they will not reverse in the foreseeable future. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse based on the laws that have been enacted or substantively enacted at the reporting date.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Critical Accounting Judgments and Estimates

The preparation of the Company's consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

a) Income taxes

Tax interpretations, regulations and legislation in the various jurisdictions in which the Company operates are subject to change. As such, income taxes are subject to measurement uncertainty. Deferred tax assets are assessed by management at the end of the reporting period to determine the likelihood that they will be realized from future taxable earnings. Assessing the recoverability of deferred tax assets requires the Company to make significant judgments and estimates related to the expectations of future cash flows from operations and the application of existing tax laws in each jurisdiction.

DataMiners Capital Corporation
Notes to the Consolidated Financial Statements
For the year ended October 31, 2018
(Expressed in Canadian Dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Critical Accounting Judgments and Estimates (Continued)

b) Share-based compensation

The Company measures the cost of equity-settled transactions by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires the determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. The Company uses a Black-Scholes Option Pricing Model. This fair value estimate also requires determining the most appropriate inputs to the valuation model including the estimated expected life of the stock option, volatility, and dividend yield. The expected volatility is based on the historical volatility of the Company's shares over a period commensurate with the expected term of the share option. The risk-free interest rate for the expected life of the option is based on the yield available on government bonds, with an approximate equivalent remaining term at the end of the grant. Historical data is used to estimate the expected life of the option. As well, the Company estimates its forfeiture rate for equity settled transactions based on historical experience in order to determine the compensation expense arising from the share-based awards.

Financial instruments

The Company accounts for its financial instruments as follows:

Cash	Loans and receivables
Accounts payable and accrued liabilities	Financial liabilities measured at amortized cost

Financial Assets

Financial assets are classified into one of the following categories based on the purpose for which the asset was acquired. Management determines the classification of its financial assets at initial recognition. All transactions related to financial instruments are recorded on a trade date basis.

The Company's accounting policy for each category is as follows:

Loans and Receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for those with maturities of greater than twelve months after the end of the reporting period, which are classified as non-current assets. They are initially recognized at fair value plus transaction costs that are directly attributable to their acquisition or issue and subsequently carried at amortized cost, using the effective interest rate method, less any impairment losses. Amortized cost is calculated by taking into account any discount or premium on acquisition and includes fees that are an integral part of the effective interest rate and transaction costs. Gains and losses are recognized in profit or loss when the loans and receivables are derecognized or impaired, as well as through the amortization process. The Company's loans and receivables consist of cash.

DataMiners Capital Corporation
Notes to the Consolidated Financial Statements
For the year ended October 31, 2018
(Expressed in Canadian Dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Financial instruments (Continued)

Financial Assets at Fair Value Through Profit or Loss

An instrument is classified at fair value through profit or loss if it is held for trading. Financial instruments are designated at fair value through profit or loss if the Company manages such investments and makes purchases and sale decisions based on their fair value in accordance with the Company's risk management or investment strategy. Upon initial recognition, attributable transaction costs are recognized in profit or loss when incurred. Financial instruments at fair value through profit or loss are measured at fair value, and changes therein are recognized in profit or loss. The Company has not designated any financial assets as fair value through profit or loss.

Held-to-maturity Investments

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturity, other than loans and receivables. Investments are classified as held-to-maturity if the Company has the intention and ability to hold them until maturity. The Company currently does not hold financial assets in this category.

Available-for-sale Financial Assets

Available-for-sale financial assets are non-derivative financial assets that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless the investment matures or management intends to dispose of it within twelve months of the end of the reporting period. Subsequent to initial recognition, available-for-sale financial assets are measured at fair value and changes therein, other than impairment losses and foreign currency differences on available-for-sale equity instruments, are recognized in other comprehensive income and presented within equity in the fair value reserve. When an instrument is derecognized, the cumulative gain or loss in other comprehensive income is transferred to profit or loss. The Company has not designated any financial assets as available-for-sale.

Financial Liabilities

Financial liabilities other than derivative liabilities are recognized initially at fair value and are subsequently stated at amortized cost. Transaction costs on financial assets and liabilities other than those classified at fair value through profit and loss are treated as part of the carrying value of the asset or liability. Transaction costs for assets and liabilities at fair value through profit and loss are expensed as incurred. The Company's financial liabilities consist of accounts payable and accrued liabilities.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Financial instruments (Continued)

Impairment of Financial Assets

The Company assesses at the end of each reporting date whether there are indicators of impairment present for financial assets other than financial assets at fair value through profit or loss. A financial asset is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a "loss event") and that loss event (or events) has an impact on the estimated future cash flows of the financial asset that can be reliably estimated.

An impairment loss in respect of a financial asset carried at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted using the instrument's original effective interest rate. An impairment loss in respect of an available-for-sale financial asset is calculated by reference to its fair value. In the case of equity instruments classified as available-for-sale, a significant or prolonged decline in the fair value of the security below its cost is also evidence that the assets are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss, measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset that was previously recognized in profit or loss, is removed from equity and recognized in profit or loss.

All impairment losses are recognized in profit or loss. Any cumulative loss in respect of an available-for-sale financial asset recognized previously in equity is transferred to profit or loss.

An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognized.

Comprehensive income (loss)

Comprehensive income (loss) is the change in equity (net assets) of the Company during a period from transactions and other events and circumstances from non-owner sources. It includes all changes in equity during a period, except those resulting from investments by owners and distributions to owners. The Company does not have other comprehensive income, and accordingly, comprehensive income and net earnings are equal.

Share-based compensation

The Company grants stock options to directors who provide management services to the Company. The stock options are equity settled. The cost of the stock options granted are measured at their fair value at the date on which they were granted. The fair value is estimated using the Black-Scholes Option Pricing Model, taking into account market conditions relating to the Company's shares. Compensation expense is recognized over the vesting period in the statement of loss and comprehensive loss with a corresponding increase in contributed surplus. No expense is recognized for awards that do not vest. Any consideration received upon exercise of stock options is recorded as an increase in share capital together with a transfer of the amount recorded in contributed surplus to share capital.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Provisions and contingent liabilities

Provisions are recognized when there is a present legal or constructive obligation arising as a result of a past event for which it is probable that an outflow of economic benefits will be required to settle the obligation and where a reliable estimate can be made of the amount of the obligation. Timing or exact amount of the outflow may still be uncertain. Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available, including the risks and uncertainties associated with the present obligation. Provisions are discounted to their present values, where the time value of money is material.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the possibility of outflow of resources is remote.

Loss per share

Basic loss per share is calculated by dividing net loss and comprehensive loss by the weighted average number of common shares outstanding during the period. Diluted loss per share reflects the potential dilution that would occur if stock options were exercised. Diluted loss per share is calculated by dividing net loss and comprehensive loss available to common shareholders by the sum of the weighted average number of common shares outstanding and all additional common shares that would have been outstanding arising from the exercise of potentially dilutive stock options outstanding during the period.

The Company uses the treasury method for outstanding options which assumes that the proceeds that could be obtained upon exercise of options are used to purchase the Company's common shares at the average market price during the period. Anti-dilutive amounts are not considered in computing diluted loss per share.

New and amended accounting policies

The Company did not adopt any new accounting policies during the year ended October 31, 2018.

Recent accounting pronouncements not yet applied

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB or IFRS Interpretations Committee that are mandatory for future accounting periods. The Company has not early-adopted any of these standards and is currently evaluating the impact, if any, that these standards might have on its consolidated financial statements.

DataMiners Capital Corporation
Notes to the Consolidated Financial Statements
For the year ended October 31, 2018
(Expressed in Canadian Dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Accounting Standards Effective for annual periods beginning on or after January 1, 2018

IFRS 9 - Financial Instruments will replace IAS 39 Financial Instruments: Recognition and Measurement. The new standard includes guidance on recognition and derecognition of financial assets and financial liabilities, impairment and hedge accounting. IFRS 9 is effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. The Company is considering the implications of the standard, the impact on the Company and the timing of its adoption by the Company.

IFRS 15 - Revenue from Contracts with Customers replaces IAS 11 Construction Contracts, IAS 18 Revenue and IFRIC 13 Customer Loyalty Programmes. This standard outlines a single comprehensive model for entities to account for revenue arising from contracts with customers. IFRS 15 becomes effective for annual periods beginning on or after January 1, 2018, with early adoption permitted and is to be applied retrospectively. The Company is considering the implications of the standard, the impact on the Company and the timing of its adoption by the Company.

4. SHARE CAPITAL

(a) Authorized

The Company has authorized an unlimited number of common shares without par value. As at October 31, 2018, the Company had 1,310,000 shares outstanding (October 31, 2017: 1,310,000).

(b) Issued and outstanding

Share transactions for the year ended October 31, 2018:

There were no shares issued during the year ended October 31, 2018.

On February 28, 2017, the Company completed a non-brokered private placement of 500,000 common shares at a price of \$0.125 per common share for gross proceeds of \$62,500. The Company incurred \$1,116 of share issue costs related to the private placement, which was offset against share capital.

On March 15, 2017, the Company cancelled 210,000 escrow shares.

On August 14, 2017, the Company consolidated its share capital and stock options on the basis of one new common share for five existing common shares. All references to share capital and stock options presented in these consolidated financial statements have been restated to reflect the share consolidation. The transaction included the outstanding stock options to be adjusted by the consolidated ratio and the respective exercise prices of the outstanding stock options accordingly. The Company received approval from TSX-V on August 10, 2017.

DataMiners Capital Corporation
Notes to the Consolidated Financial Statements
For the year ended October 31, 2018
(Expressed in Canadian Dollars)

4. SHARE CAPITAL (CONTINUED)

(c) Stock options

On May 29, 2014, concurrently with the closing of the IPO, the Company issued 102,000 stock options to its Directors under the Company's Incentive Stock Option Plan. These options are exercisable at \$0.50 per common share and expire on May 29, 2019. These options may be exercised after the completion of the Qualifying Transaction or the greater of 12 months after the completion of the Qualifying Transaction and 90 days following cessation of the Optionee's position with the Company, if applicable. Subsequent to the grant of these options, there are 36,000 options available for issue under this option plan. The terms of the option vesting period, exercise price and life are affixed by the Board of Directors at the time of grant.

The following is a summary of stock options:

October 31, 2017	Granted	Exercised	Forfeited	October 31, 2018	Weighted Average Exercise Price	Expiry Date
95,000	-	-	-	95,000	\$0.50	May 29, 2019
95,000	-	-	-	95,000	\$0.50	

October 31, 2016	Granted	Exercised	Cancelled	October 31, 2017	Weighted Average Exercise Price	Expiry Date
100,000	-	-	(5,000)	95,000	\$0.50	May 29, 2019
100,000	-	-	(5,000)	95,000	\$0.50	

The following weighted average assumptions were used for the Black-Scholes option pricing model valuation of stock options issued on May 29, 2014.

	2014
Risk-free interest rate	1.24%
Expected life of options	5 years
Expected annualized volatility	100.00%
Expected dividend rate	0%

5. RELATED PARTY TRANSACTIONS

The Company's key management personnel include the Board of Directors, Executive Officers and any companies owned or controlled in whole or in part by the officers and directors.

The Company paid accounting fees, rent and office expenses to CDM Capital Partners Inc., a company related by virtue of common director. The amounts included in the table below has been included in professional fees and general and administrative fees.

DataMiners Capital Corporation
Notes to the Consolidated Financial Statements
For the year ended October 31, 2018
(Expressed in Canadian Dollars)

5. RELATED PARTY TRANSACTIONS (CONTINUED)

The following summarizes the Company's related party transactions during the year ended October 31, 2018 and 2017:

	October 31, 2018	October 31, 2017
Accounting fees	\$ -	\$ 11,813
Office and administration	6,300	-
Rent	9,450	7,087
Travel	2,641	-
	\$ 18,391	\$ 18,900

6. PROPOSED TRANSACTION

On September 26, 2018, the Company entered a non-binding letter of intent with ZoomD Ltd. ("ZoomD"), for a proposed business combination intended to qualify as the Qualifying Transaction.

During the year ended October 31, 2018, the Company incurred \$7,624 (2017 - \$Nil) of transaction costs relating to a proposed transaction.

7. CAPITAL MANAGEMENT

The Company is actively looking to acquire an interest in a business or assets and this involves a high degree of risk. The Company has not determined whether it will be successful in its endeavours and does not generate cash flows from operations. The Company's primary source of funds comes from the issuance of share capital. The Company does not use other sources of financing that require fixed payments of interest and principal due to lack of cash flow from current operations, and is not subject to any externally imposed capital requirements.

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern.

The Company defines its capital as shareholders' equity. Capital requirements are driven by the Company's general operations. To effectively manage the Company's capital requirements, the Company monitors expenses and overhead to ensure costs and commitments are being paid.

There have been no changes to the Company's approach to capital management during the period.

Although the Company has been successful at raising funds in the past through the issuance of share capital, it is uncertain whether it will continue this financing

8. FINANCIAL INSTRUMENTS

a) Fair Value of Financial Instruments

The Company has classified fair value measurements of its financial instruments using a fair value hierarchy that reflects the significance of inputs used in making the measurements as follows:

Level 1: Valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Valuations based on directly or indirectly observable inputs in active markets for similar assets or liabilities, other than Level 1 prices, such as quoted interest or currency exchange rates; and

Level 3: Valuations based on significant inputs that are not derived from observable market data, such as discounted cash flow methodologies based on internal cash flow forecasts.

The fair value of cash and accounts payables and accrued liabilities approximates their carrying value due to their short-term maturity.

b) Management of Risks Arising from Financial Instruments

The Company is exposed to various types of market risks including credit risk, liquidity risk and interest rate risk. This is not an exhaustive list of all risks, nor will the mitigation strategies eliminate all risks listed.

(i) Credit Risk – Credit risk is the risk that one party to a financial instrument will fail to fulfill an obligation and cause the other party to incur a financial loss. The Company's credit risk consists primarily of cash. The credit risk is minimized by placing cash with major Canadian financial institutions. The Company does not invest in asset-backed commercial papers.

(ii) Liquidity Risk – Liquidity risk is the risk that the Company will not be able to meet its financial obligations when they become due. To mitigate this risk, the Company has a planning and budgeting process in place to determine the funds required to support its ongoing operations and capital expenditures. The Company ensures that sufficient funds are raised from private placements to meet its operating requirements, after taking into account existing cash and expected exercise of share purchase warrants. The Company's cash is held in business accounts, which are available on demand for the Company's programs and are not invested in any asset-backed deposits or investments. The Company is exposed to liquidity risk.

(iii) Interest Rate Risk - Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. If interest rates decrease, the Company will generate smaller interest revenue. Presently the Company is not at risk of realizing a loss as a result of a decline in the fair value of its financial instruments because of the short-term nature of the investments.

DataMiners Capital Corporation
Notes to the Consolidated Financial Statements
For the year ended October 31, 2018
(Expressed in Canadian Dollars)

9. LOSS PER SHARE

The following sets forth the computation of basic and diluted loss per share:

	2018		2017
Net loss and comprehensive loss	\$ (66,517)	\$	(80,455)
Weighted average number of common shares outstanding	1,310,000		1,223,288
Basic loss and comprehensive loss per common share	\$ (0.05)	\$	(0.07)
Effect of dilutive securities	-		-
Diluted loss and comprehensive loss per common share	\$ (0.05)	\$	(0.07)

For the years ended October 31, 2018 and 2017, the diluted loss per common share was the same as the basic net loss per common share as the inclusion of stock options would have been anti-dilutive. Accordingly, the diluted losses per common share for the periods were calculated using the basic weighted average number of common shares outstanding.

10. INCOME TAXES

A reconciliation of income taxes at statutory rates with the reported taxes is as follows:

	2018		2017
Loss for the year	\$ (66,517)	\$	(80,455)
Statutory income tax rate	26.83%		26%
Expected income tax recovery	\$ (17,847)	\$	(20,918)
Change in rate	(619)		(2,827)
Other	206		(805)
Share issuance costs booked to equity	-		(301)
Change in unrecognized deferred tax assets	18,260		24,851
Total income tax expense (recovery)	\$ -	\$	-

The significant components of the Company's deferred tax assets that have not been included on the statement of financial position are as follows:

	2018		2017
Deferred tax assets:			
Share issue costs	\$ 482	\$	6,543
Non-capital losses available for future period	116,123		91,802
Unrecognized deferred tax assets	\$ 116,605	\$	98,345

At October 31, 2018, the Company had non-capital taxable losses of \$430,086 (October 31, 2017 - \$340,007) available to reduce future taxable income. The Company's tax losses expire between 2034 and 2037. Deferred tax assets have not been recognized in respect of these items because it is not probable that future income tax will be available against which the Company can utilize these benefits.