
Buzbuz Capital Corp
CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2020
(EXPRESSED IN CANADIAN DOLLARS)

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying unaudited condensed interim financial statements of Buzbuz Capital Corp. (the "Company") are the responsibility of management and the Board of Directors.

The unaudited condensed interim financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the unaudited condensed interim financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the statement of financial position date. In the opinion of management, the unaudited condensed interim financial statements have been prepared within acceptable limits of materiality and are in accordance with International Accounting Standard 34 - Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards appropriate in the circumstances.

Management has established processes, which are in place to provide it with sufficient knowledge to support management representations that it has exercised reasonable diligence in that (i) the unaudited condensed interim financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of, and for the periods presented by, the unaudited condensed interim financial statements and (ii) the unaudited condensed interim financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented by the unaudited condensed interim financial statements.

The Board of Directors is responsible for reviewing and approving the unaudited condensed interim financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the unaudited condensed interim financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited condensed interim financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

NOTICE TO READER

The accompanying unaudited condensed interim financial statements of the Company have been prepared by and are the responsibility of management and have not been reviewed by the Company's auditors.

Buzbuz Capital Corp.**CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION
(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED)**

	June 30, 2020	December 31, 2019
Assets		
Current assets		
Cash	\$ 454,020	\$ 472,336
Total assets	\$ 454,020	\$ 472,336
LIABILITIES AND EQUITY		
Current liabilities		
Accounts payable and accrued liabilities	\$ 50,512	\$ 39,278
Total liabilities	50,512	39,278
Shareholders' Equity		
Common shares (Note 4)	509,434	509,434
Contributed surplus (Note 5)	79,965	79,965
Deficit	(185,891)	(156,341)
Total equity	403,508	433,058
Total liabilities and equity	\$ 454,020	\$ 472,336

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

Buzbuz Capital Corp.**CONDENSED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED)**

	Three Months Ended June 30,		Six Months Ended June 30,	
	2020	2019	2020	2019
Expenses				
Professional fees	\$ -	\$ 33,223	\$ -	\$ 33,223
Public company costs	25,661	12,051	29,550	12,051
Share-based compensation (Note 5)	-	67,140	-	67,140
Net loss and comprehensive income loss	\$ 25,661	\$ 112,414	\$ 29,550	\$ 112,414
Basic and diluted net loss and comprehensive loss	\$ 0.00	\$ 0.01	\$ 0.00	\$ 0.01
Weighted average number of common shares outstanding	9,500,000	8,500,000	9,500,000	9,000,000

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

Buzbuz Capital Corp.**CONDENSED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY****(Expressed in Canadian Dollars)****(UNAUDITED)**

	Number of Shares	Share Capital	Contributed Surplus	Deficit	Total
Balance, December 31, 2018	7,000,000	\$ 350,000	\$ -	\$ -	\$ 350,000
Issued on private placement (Note 4)	2,500,000	250,000	-	-	250,000
Cost of issue (Note 4)	-	(77,741)	-	-	(77,741)
Issuance of broker warrants (Note 6)	-	(12,825)	12,825	-	-
Stock-based compensation (Note 5)	-	-	67,140	-	67,140
Net loss and comprehensive loss for the period	-	-	-	(112,414)	(112,414)
Balance, June 30, 2019	9,500,000	\$ 509,434	\$ 79,965	\$ (112,414)	\$ 476,985
Balance, December 31, 2019	9,500,000	\$ 509,434	\$ 79,965	\$ (156,341)	\$ 433,058
Net loss and comprehensive loss for the period	-	-	-	(29,550)	(29,550)
Balance, June 30, 2020	9,500,000	\$ 509,434	\$ 79,965	\$ (185,891)	\$ 403,508

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

Buzbuz Capital Corp.
CONDENSED INTERIM STATEMENT OF CASH FLOWS
(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED)

For the six months ended June 30,	2020	2019
Cash (used in) provided by:		
Operating Activities		
Net loss for the period	\$ (29,550)	\$ (112,414)
Adjustment for:		
Stock-based compensation	-	67,140
Non-cash working capital items:		
Deferred transaction costs	-	13,500
Accounts payable and accrued liabilities	11,234	-
	(18,316)	(31,774)
Financing Activities		
Issuance of share capital	-	250,000
Costs of issue	-	(77,741)
	-	172,259
Net change in cash	(18,316)	140,485
Cash, beginning of period	472,336	336,500
Cash, end of period	\$ 454,020	\$ 476,985

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

Buzbuz Capital Corp.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

THREE AND SIX MONTHS ENDED JUNE 30, 2020

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED)

1. NATURE OF OPERATIONS

Buzbuz Capital Corp. (the "Company") was incorporated under the Business Corporations Act (Ontario) on February 26, 2018. On May 24, 2019, the company completed its initial public offering. On May 28, 2019, the Company's common shares commenced trading on the TSX Venture Exchange ("TSX-V" or "the Exchange") under the symbol "BZBZ.P".

As at December 31, 2019, the Company had no business operations. As a CPC, the Company's business objective will be to identify and evaluate assets or businesses with a view to potential acquisition or participation by completing a Qualifying Transaction (as defined in Exchange Policy 2.4) subject, in certain cases, to shareholder approval and acceptance by the Exchange. The Company has neither a history of earnings nor has it paid any dividends and it is unlikely to pay dividends or enjoy earnings in the immediate or foreseeable future. There is no assurance that the Company will identify and successfully acquire businesses or assets that will produce a profit. Moreover, if a potential business or asset is identified which warrants acquisition or participation, additional funds may be required to complete the acquisition or participation and the Company may not be able to obtain such financing on terms which are satisfactory to the Company.

Under the policies of the Exchange, the Company must identify and complete a Qualifying Transaction within 24 months from the date the Company's shares are listed for trading on the Exchange. There is no assurance that the Company will be able to complete a Qualifying Transaction within 24 months of being listed or that it will be able to secure the necessary financing to complete a Qualifying Transaction. The Exchange may suspend or de-list the Company's shares from trading should it not meet these requirements.

On May 24, 2019, the Company completed an initial public offering in British Columbia, Alberta and Ontario of 2,500,000 common shares in the capital of the Company at a price of \$0.10 per common share for gross proceeds of \$250,000.

The head office of the Company is located at 82 Richmond Street East, Toronto, Ontario, Canada, M5C 1P1.

2. BASIS OF PREPARATION

Statement of compliance

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the IFRS Interpretations Committee ("IFRIC"). These unaudited condensed interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by IASB and interpretations issued by IFRIC.

The policies applied in these condensed interim consolidated financial statements are based on IFRS issued and outstanding as of August 31, 2020, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed interim financial statements as compared with the most recent annual financial statements as at and for the year ended December 31, 2019, except for those noted below. Any subsequent changes to IFRS that are given effect in the Corporation's annual financial statements for the year ending December 31, 2020 could result in restatement of these unaudited condensed interim financial statements.

Buzbuz Capital Corp.**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
THREE AND SIX MONTHS ENDED JUNE 30, 2020
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2. BASIS OF PREPARATION (Continued)**New accounting standards adopted***IFRS 3, Business Combinations ("IFRS 3")*

Amendments to IFRS 3, issued in October 2018, provide clarification on the definition of a business. The amendments permit a simplified assessment to determine whether a transaction should be accounted for as a business combination or as an asset acquisition.

The amendments are effective for transactions for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2020. The adoption of the amendments had no impact on the Company's unaudited condensed interim consolidated financial statements.

IAS 1, Presentation of Financial Statements ("IAS 1")

Amendments to IAS 1, issued in October 2018, provide clarification on the definition of material and how it should be applied. The amendments also align the definition of material across IFRS and other publications. The amendments are effective for annual periods beginning on or after January 1, 2020 and are required to be applied prospectively. The adoption of the amendments had no impact on the Company's unaudited condensed interim consolidated financial statements.

IAS 8, Accounting Policies, Changes in Accounting Estimates and Errors ("IAS 8")

Amendments to IAS 8, issued in October 2018, provide clarification on the definition of material and how it should be applied. The amendments also align the definition of material across IFRS and other publications.

The amendments are effective for annual periods beginning on or after January 1, 2020 and are required to be applied prospectively. The adoption of the amendments had no impact on the Company's unaudited condensed interim consolidated financial statements.

3. CASH RESTRICTION

Under Exchange Policy 2.4, proceeds raised from the sale of common shares may only be used to identify and evaluate assets or businesses for future investment, with the exception that not more than the lesser of 30% of the gross proceeds from the sale of common shares and \$210,000 may be used to fund prescribed costs of selling the common shares and administrative and general expenses not related to the identification and evaluation of a Qualifying Transaction.

4. SHARE CAPITAL**(a) Authorized**

As at June 30, 2020 and 2019 the authorized share capital consisted of an unlimited number of common shares and preferred shares without par value.

(b) Issued and outstanding

	Number of Shares	Amount (\$)
Balance, December 31, 2018	7,000,000	350,000
Granted (i)	2,500,000	159,434
Balance, June 30, 2019	9,500,000	509,434

Buzbuz Capital Corp.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
THREE AND SIX MONTHS ENDED JUNE 30, 2020
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(UNAUDITED)

4. SHARE CAPITAL (Continued)

(b) Issued and outstanding (continued)

Balance, December 31, 2019 and June 30, 2020	9,500,000	509,434
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(i) On May 24, 2019, the Company completed an initial public offering in British Columbia, Alberta and Ontario of 2,500,000 common shares in the capital of the Company at a price of \$0.10 per common share for gross proceeds of \$250,000. Total cost of issue was \$90,566, consisting of cash costs of issue of \$77,741, and 250,000 broker options with a fair value of \$12,825 (note 6).

5. STOCK OPTIONS

The following table reflects the continuity of stock options for the three and six months ended June 30, 2020 and 2019:

	Number of Stock Options	Weighted Average Exercise Price (\$)
Balance, December 31, 2018	-	-
Granted (i)	900,000	0.10
Balance, June 30, 2019	900,000	0.10
Balance, December 31, 2019 and June 30, 2020	900,000	0.10

As at June 30, 2020, 900,000 stock options were issued, outstanding options and exercisable.

- (i) On May 24, 2019, the Company granted 900,000 stock options to officers and directors of the Company. The options are exercisable at \$0.10 per share, expire May 24, 2024. The resulting fair value of \$67,140 was estimated using the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0%; expected volatility from 100%; a risk-free interest rate of 1.50% and an expected life of 5 years.

The following table reflects the stock options issued and outstanding as of June 30, 2020:

Expiry Date	Exercise Price (\$)	Weighted Average Remaining Contractual Life (years)	Number of Options Outstanding
May 24, 2024	0.10	3.90	900,000

Buzbuz Capital Corp.**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
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6. WARRANTS

The following table reflects the continuity of warrants for the three and six months ended June 30, 2020 and 2019:

	Number of Warrants	Weighted Average Exercise Price (\$)
Balance, December 31, 2018	-	-
Granted (i)	250,000	0.10
Balance, June 30, 2019	250,000	0.10
Balance, December 31, 2019 and June 30, 2020	250,000	0.10

- (i) In connection with the initial public offering, the Company granted 250,000 broker options. The broker options are exercisable at \$0.10 per share and expire May 24, 2021. The resulting fair value of \$12,825 was estimated using the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0%; expected volatility from 140%; a risk-free interest rate of 1.50% and an expected life of 2 years.

The following table reflects the warrants issued and outstanding as of June 30, 2020:

Expiry Date	Exercise Price (\$)	Weighted Average Remaining Contractual Life (years)	Number of Warrants Outstanding
May 24, 2021	0.10	0.90	250,000

7. RELATED PARTY TRANSACTIONS

On May 24, 2019, the Company granted 900,000 incentive stock options to officers and directors of the Company. The options are exercisable at \$0.10 per share, expire May 24, 2024. The resulting fair value of \$67,140 was estimated using the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0%; expected volatility from 100%; a risk-free interest rate of 1.50% and an expected life of 5 years. Each of the Company's four directors were issued 225,000 options of the 900,000 option grant.

8. SUBSEQUENT EVENT

On August 7, 2020 the Company announced that it entered into a non-binding letter of intent to complete a business combination (the "Transaction") with Inolife R&D Inc. ("Inolife"). The letter of intent was negotiated at arm's length and is effective as of August 6, 2020. In addition, the Company has agreed to make a loan of up to \$225,000 to Inolife prior to completion of the Transaction upon approval of the TSXV (the "Loan"). In connection with the Loan, Inolife has agreed to grant a security interest in all of its assets and undertaking to BuzBuz as evidenced by a general security agreement, a share pledge of the shares of any material subsidiary and a conditional assignment of Inolife's intellectual property, including its patents.

Buzbuz Capital Corp.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

THREE AND SIX MONTHS ENDED JUNE 30, 2020

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED)

8. SUBSEQUENT EVENT (Continued)

Information Concerning the Proposed Transaction

BuzBuz and Inolife have entered into the letter of intent setting out certain terms and conditions pursuant to which the proposed Transaction will be completed. The transaction terms set out in the letter of intent are non-binding, and the Transaction is subject to the parties successfully negotiating and entering into a definitive business combination agreement in respect of the Transaction (the "Definitive Agreement") on or before September 30, 2020 or such other date as BuzBuz and Inolife may agree.

It is anticipated that the completion of the Transaction will involve the following steps:

- i. BuzBuz will complete a consolidation of its common shares on a 2 for 1 basis (the "BuzBuz Consolidation" and Inolife will complete a consolidation of its common shares on a 3 for 1 basis (the "Inolife Consolidation");
- ii. BuzBuz will issue post-BuzBuz Consolidation common shares (hereinafter referred to as the "BuzBuz Shares") to the holders of post-Inolife Consolidation common shares (hereinafter referred to as the "Inolife Shares") in exchange for the Inolife Shares on the basis of one (1) BuzBuz Share for each Inolife Share held (the "Exchange Ratio"), resulting in the issuance of a maximum 77,000,000 BuzBuz Shares to Inolife's current shareholders (including BUZ Shares to be issued or issuable to: (a) settle certain debts outstanding; (b) Inolife debenture holders following the potential conversion of such debentures into Inolife Shares; and (c) convertible securities of Inolife, but does not include BuzBuz Shares issuable to investors in the Inolife Financing (as defined below); and
- iii. Subject to shareholder approval, BuzBuz will change its name to "Inolife Corp." or such other similar name as the parties may agree to.

It is expected that the share exchange will be structured as a three-cornered amalgamation in which Inolife will amalgamate with a newly incorporated, wholly-owned subsidiary of BuzBuz to be formed solely for the purpose of facilitating the Transaction. Following the amalgamation, the amalgamated company will be a wholly-owned subsidiary of BuzBuz. The final legal structure for the Transaction, however, will be determined after the parties have considered all applicable tax, securities law, and accounting efficiencies.

As a result of the amalgamation, the current holders of Inolife Shares (not including future shareholders as a result of the Inolife Financing referred to below) will hold approximately 94% of the resulting issuer and the current holders of the BuzBuz Shares will hold approximately 6% of the resulting issuer.

The Transaction will not constitute a Non-Arm's Length Transaction (as such term is defined in the policies of the Exchange). No Insider, promoter or Control Person (as such terms are defined in the policies of the Exchange) of BuzBuz has any interest in Inolife prior to giving effect to the Transaction.

The BuzBuz securities issuable under the Transaction will be subject to the escrow requirements of the Exchange and hold periods as required by applicable securities laws.

The Transaction is not subject to approval by the shareholders of BuzBuz. However, at a meeting of the shareholders of BuzBuz to be called in connection with the Transaction, the shareholders of BuzBuz will be asked to: (i) approve the change of name to "Inolife Corp." or such other similar name as the parties may agree to on closing of the Transaction; (ii) approve the BuzBuz Consolidation; and (iii) approve the appointment of new directors of BuzBuz. The Transaction is subject to approval by the shareholders of Inolife, which will be sought at a meeting of the shareholders of Inolife to be held as soon as practicable.

In connection with the Transaction, Inolife has agreed to pay a one percent introductory fee to each of Canaccord Genuity Corp. and Christopher James Brown in connection with certain services provided to Inolife in connection with the Transaction, such fee based on the pre-money valuation of Inolife prior to signing the letter of intent.