



Unaudited Condensed Consolidated Financial Statements

September 30, 2020

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS
CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION
CONDENSED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
CONDENSED INTERIM STATEMENTS OF COMPREHENSIVE LOSS
CONDENSED INTERIM STATEMENTS OF CASH FLOW
NOTES TO CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

**NOTICE OF NO AUDITOR REVIEW OF
INTERIM FINANCIAL STATEMENTS**

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

The accompanying unaudited interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

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

MIDASCO CAPITAL CORP.
CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION
Expressed in Canadian Dollars

	Note	September 30, 2020	December 31, 2019
ASSETS		\$	\$
Current assets			
Cash		26,923	63,523
Sales tax receivable		1,188	1,618
TOTAL ASSETS		28,111	65,141
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities		21,693	33,340
Due to related parties	5	137,000	104,500
		158,693	137,840
SHAREHOLDERS' EQUITY (DEFICIT)			
Share capital	4	13,949,715	13,949,715
Reserves	4	1,838,157	1,838,157
Accumulated deficit		(15,918,454)	(15,860,571)
		(130,582)	(72,699)
TOTAL LIABILITIES & SHAREHOLDERS' EQUITY (DEFICIT)		28,111	65,141

Nature and continuance of operations (Note 1)

Approved on Behalf of the Board of Directors:

/s/ William Pettigrew
Director

/s/ Ryan Cheung
Director

The accompanying notes are integral to these interim financial statements.

MIDASCO CAPITAL CORP.
CONDENSED INTERIM STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIT)
Expressed in Canadian Dollars

	Share Capital		Reserves			Accumulated Deficit	Total	
	Note	Number of Shares	Amount \$	Equity settled benefits \$	Warrants \$			Other
Balance, December 31, 2018		12,273,360	13,949,715	1,445,965	292,192	100,000	(15,784,830)	3,042
Loss for the period		-	-	-	-	-	(44,326)	(44,326)
Balance, September 30, 2019		12,273,360	13,949,715	1,445,965	292,192	100,000	(15,829,156)	(41,284)
Balance, December 31, 2019		12,273,360	13,949,715	1,445,965	292,192	100,000	(15,860,571)	(72,699)
Loss for the year		-	-	-	-	-	(57,883)	(57,883)
Balance, September 30, 2020		12,273,360	13,949,715	1,445,965	292,192	100,000	(15,918,454)	(130,582)

The accompanying notes are integral to these interim financial statements.

MIDASCO CAPITAL CORP.
CONDENSED INTERIM STATEMENTS OF COMPREHENSIVE LOSS
Expressed in Canadian Dollars

		For the three months ended September 30		For the nine months ended September 30	
	Note	2020	2019	2020	2019
		\$	\$	\$	\$
EXPENSES					
Consulting fees	5	6,282	19,500	22,500	45,000
Investor relations		-	788	-	3,021
Office and general	5	6,646	1,317	19,570	12,731
Professional fees (recovery)	5	3,000	3,000	4,086	9,000
Transfer agent and filing fees		1,988	(822)	10,267	5,623
Travel and promotion		731	170	1,460	1,416
Cost recovery		-	-	-	(32,465)
TOTAL COMPREHENSIVE LOSS		(18,647)	(23,953)	(57,883)	(44,326)
Weighted Average Number of Shares Outstanding					
		12,273,360	12,273,360	12,273,360	12,273,360
Basic and Diluted Loss Per Share					
		(0.00)	(0.00)	(0.00)	(0.00)

The accompanying notes are integral to these interim financial statements.

MIDASCO CAPITAL CORP.
CONDENSED INTERIM STATEMENTS OF CASH FLOW
Expressed in Canadian Dollars

	For the nine months ended	
	September 30	
	2020	2019
	\$	\$
CASH FLOWS USED IN OPERATING ACTIVITIES		
Loss for the year	(57,883)	(44,326)
Changes in non-cash working capital items:		
Other receivables	430	(1,680)
Due to related parties	32,500	31,500
Accounts payable and accrued liabilities	(11,647)	(5,998)
	(36,600)	(20,504)
CASH FLOWS FROM IN FINANCING ACTIVITIES		
Proceeds from warrant exercises	-	-
	-	-
Net decrease in cash	(36,600)	(20,504)
Cash, beginning of the period	63,523	102,881
Cash, end of the period	26,923	82,377

The accompanying notes are integral to these interim financial statements.

MIDASCO CAPITAL CORP.
NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2020
Expressed in Canadian Dollars

1. NATURE OF OPERATIONS

Midasco Capital Corp. ("Midasco" or the "Company") is a Canadian resident company listed on the NEX board of the TSX Venture Exchange and trades under the symbol MGC.H. The Company's head office is at 12216 Boundary Drive North, Surrey, British Columbia, Canada.

The financial statements have been prepared on the basis of accounting principles applicable to a going concern which assumes that the Company will continue its operations and will be able to realize the carrying value of its assets and discharge its liabilities in the normal course of business. The ability of the Company to continue as a going concern and realize its assets and discharge its liabilities in the normal course of business is dependent upon continued financial support from related parties, the ability of the Company to raise equity financing to continue operations, and successfully identifying a new business opportunity for the Company. These uncertainties may cast significant doubt on the ability of the Company to continue operations as a going concern. The financial statements do not reflect adjustments to the carrying values of assets, liabilities or reported results should the Company be unable to continue as a going concern. Different bases of measurement may be appropriate if the Company were not expected to continue operations for the foreseeable future.

The Company will seek additional financing through related party loans and equity raises. As at September 30, 2020, the Company had a working capital deficit of \$130,582 and accumulated losses of \$15,918,454.

On April 25, 2019, the Company entered into a binding letter of intent (the "LOI") with an established California-based cannabis company, OutCo Labs Inc. ("OutCo"). The LOI proposed terms and conditions, pursuant to which, subject to regulatory approval, the Company and OutCo would affect a business combination that will result in a reverse takeover of the Company by the security holders of OutCo. Upon signing of the LOI, OutCo paid to Midasco \$25,000 USD (CDN \$32,465) as a non-refundable deposit (received) and in the event either party terminates the LOI, a break fee of \$50,000 USD will become payable to the other party subject to the terms of the LOI.

On August 13th, 2019 the Company issued a news release announcing that the April 25th, 2019 binding letter of intent was terminated by Outco when they breached certain binding standstill terms of the LOI by signing a non-disclosure agreement and actively negotiating a term sheet with a third party. Midasco has requested that Outco forward to Midasco the \$50,000 break fee. To date Midasco has not received the break fee.

2. BASIS OF PRESENTATION

Statement of compliance with International Financial Reporting Standards

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). 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 the IASB. The policies applied in these unaudited condensed interim financial statements are based on IFRSs issued and outstanding as of July 28, 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 as noted below. Any subsequent changes to IFRS that are given effect in the Company's annual financial statements for the year ending December 31, 2020 could result in restatement of these unaudited condensed consolidated interim financial statements.

The financial statements were authorized for issue by the Board of Directors on October 23, 2020.

MIDASCO CAPITAL CORP.
NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2020
Expressed in Canadian Dollars

Basis of preparation

The financial statements of the Company have been prepared on an accrual basis and are based on historical costs, modified where applicable. The financial statements are presented in Canadian dollars unless otherwise noted.

Use of estimates and judgments

Significant estimates and assumptions

The preparation of financial statements in accordance with IFRS requires the Company to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reported period. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Estimates and assumptions where there is risk of material adjustments to assets and liabilities in future accounting periods include estimates of the recoverability and measurement of deferred tax assets, and contingent liabilities.

Significant judgments

The preparation of financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments applying to the Company's financial statements include the classification of financial instruments and the going concern basis of accounting.

Foreign currency transactions

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items or on settlement of monetary items are recognized in the statement of comprehensive loss in the period in which they arise, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognized in other comprehensive income into the extent that gains and losses arising on those non-monetary items are also recognized in other comprehensive income. Where the non-monetary gain or loss is recognized in profit or loss, the exchange component is also recognized in profit or loss.

Income taxes

Current income tax:

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date, in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognized directly in other comprehensive income or equity is recognized in other comprehensive income or equity and not in profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

MIDASCO CAPITAL CORP.
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Deferred income tax:

Deferred income tax is recognized, using the asset and liability method, on temporary differences at the reporting date arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

The carrying amount of deferred income tax assets is reviewed at the end of each reporting period and recognized only to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred income tax assets and deferred income tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

Share-based payments

The Company grants stock options to buy common shares of the Company through its stock option plan as described in Note 4. The Company accounts for share-based payments using the fair value method. Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the option reserve. The fair value of options is determined using the Black–Scholes Option Pricing Model. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

Financial instruments

The Company adopted IFRS 9 in its financial statements on January 1, 2019. Due to the nature of its financial instruments, the adoption of IFRS 9 had no impact on the opening deficit balance on January 1, 2019. The impact on the classification and measurement of its financial instruments is set out below:

Financial Instrument	Original classification – IAS 39	New classification – IFRS 9
Cash	Loans and receivables	FVTPL
Accounts payable and accrued liabilities	Other payables	Amortized Cost

Financial assets

The Company classifies its financial assets into the following categories, depending on the purpose for which the asset was acquired. Management determines the classification of its financial assets at initial recognition.

Amortized cost - Amortized cost are those assets which are held within a business whose objective is to hold financial assets to collect contractual cash flows; and the terms of the financial assets must provide on specified dates cash flows solely through the collection of principal and interest.

Fair value through profit or loss (“FVTPL”) - A financial asset shall be measured at fair value through profit or loss unless it is measured at amortized cost or FVOCI. The Company may however make the irrevocable option to classify particular investments as FVTPL. The Company has classified cash as FVTPL.

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Fair value through other comprehensive income ("FVOCI") - FVOCI assets are those assets which are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets; and the contractual terms of the financial assets give rise on specified dates to cash flows solely through the collection of principal and interest.

All financial instruments are initially recognized at fair value on the statement of financial position. Subsequent measurement of financial instruments is based on their classification. Financial assets and liabilities classified at FVTPL are measured at fair value with changes in those fair values recognized in the statement of comprehensive loss for the year.

Financial liabilities

Management determines the classification of its financial liabilities at initial recognition.

Amortized cost - The Company classifies all financial liabilities as subsequently measured at amortized cost using the effective interest method, except for financial liabilities carried at FVTPL and certain other exceptions.

Financial liabilities are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities.

Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If, at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in the statements of comprehensive loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in the statements of comprehensive loss.

Financial liabilities

The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. Generally, the difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in the statements of comprehensive loss.

Share capital

Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's common shares, and share warrants are classified as equity instruments. Incremental costs directly attributable to the issue of new shares, and warrants are recognized as a deduction from equity, net of tax.

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Valuation of equity units issued in private placements

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component.

The fair value of common shares issued in private placements was determined to be the more easily measurable component and are valued at their fair value, as determined by the closing quoted bid price on the announcement date. The balance, if any, is allocated to attached warrants. Any fair value attributed to warrants is recorded to warrants reserves.

Income (loss) per share

Basic income (loss) per share is calculated by dividing the net earnings available to common shareholders divided by the weighted average number of common shares outstanding during the year. The diluted earnings per share are calculated based on the weighted average number of common shares outstanding during the year, plus the effects of the dilutive common share equivalents. This method requires that the dilutive effect of outstanding options and warrants issued be calculated using the treasury stock method. This method assumes that all common share equivalents have been exercised at the beginning of the year (or at the time of issuance, if later), and that the funds obtained thereby were used to purchase common shares of the Company at the average trading price of common shares during the year.

Accounting standards adopted in the new year

New Standard IFRS 16 "Leases"

IFRS 16, Leases, new standard contains a single lessee accounting model, eliminating the distinction between operating and financing leases from the perspective of the lessee. The accounting requirements from the perspective of the lessor remains largely in line with previous IAS 17 requirements, effective for annual reporting periods beginning on or after January 1, 2019. The adoption of this standard on January 1, 2019 did not have a significant effect on the Company's financial statements.

3. FINANCIAL RISK AND CAPITAL MANAGEMENT

Management of Industry and Financial Risk

The Company was engaged primarily in mineral exploration and managed related industry risk issues directly. The Company is currently inactive and seeking new business opportunities. The Company may be at risk for environmental issues and fluctuations in commodity pricing. Management is not aware of and does not anticipate any significant environmental remediation costs or liabilities in respect of its prior operations.

The Company's financial instruments are exposed to certain financial risks, which include the following:

Credit risk

Credit risk is the risk of loss due to the counterparty's inability to meet its obligations. The Company's exposure to credit risk is on its cash and sales tax receivables. Risk associated with cash is managed through the use of major banks which are high credit quality financial institutions as determined by rating agencies. Sales tax receivables comprise refundable sales tax credits from the Canadian federal government.

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Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in meeting obligations when they become due. The Company ensures that there is sufficient capital in-order to meet short-term operating requirements, after taking into account the Company's holdings of cash. Liquidity risk has been assessed as high.

Foreign exchange risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company does not have any direct exposure to foreign exchange risk.

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. The Company is not exposed to significant interest rate risk.

Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor and creditor confidence and to sustain future development of the business. The capital structure of the Company consists of equity, net of cash and cash equivalents. There were no changes in the Company's approach to capital management during the year. The Company is not subject to any externally imposed capital requirements.

4. SHARE CAPITAL AND RESERVES

Share Capital

Authorized share capital of the Company consists of an unlimited number of fully paid common shares without par value.

For the period ended September 30, 2020

There was no share capital activity during this period.

For the year ended December 31, 2019

There was no share capital activity during this year.

Stock Options

Under TSX Venture Exchange NEX policies the Company has reserved for issuance 1,227,336 common shares as incentive stock options available for issuance to directors and employees of the Company. The exercise price, term and vesting provisions are authorized by the Board of Directors at the time of the grant. There were no stock options outstanding at September 30, 2020 and December 31, 2019.

MIDASCO CAPITAL CORP.
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Expressed in Canadian Dollars

Equity settled benefits and warrant reserve

Equity settled benefits reserve records items recognized as stock-based compensation expense until such time that the stock options are exercised, at which time the corresponding amount will be transferred to share capital. If the options expire unexercised, the amount remains in reserves. Warrant reserve records the value of warrants until such time that the warrants are exercised, at which time the corresponding amount will be transferred to share capital. If the warrants expire unexercised, the amount remains in reserves.

5. RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. The Company has identified its directors and officers as its key management personnel.

	September 30, 2020	September 30, 2019
	\$	\$
Office and general	13,500	13,500
Professional	9,000	9,000
Consulting	22,500	22,500

As at September 30, 2020, \$137,000 was owing to related parties of the Company (2019 - \$104,500). Balances owing to related parties are unsecured, did not bear interest, and had no fixed terms of payments.

6. INCOME TAX LOSSES

The Company has the following deductible temporary differences for which no deferred tax asset has been recognized:

	December 31, 2019	December 31, 2018
		\$
Non-capital loss carry-forwards	859,768	838,425
Exploration and evaluation assets	434,097	434,097
Tax basis of investments in excess of book value	197,122	197,122
Equipment	1,194	1,706
Capital losses	365,976	365,976
	1,858,157	1,837,326

The tax pools relating to these deductible temporary differences expire as follows: non-capital losses – \$3,184,326 expiring between 2026 through 2039; net capital losses of \$2,710,932 and resource pools of \$1,607,768 – no expiry.