

SEASIDE EXPLORATION PARTNERS CORP.
(A Capital Pool Company)
Interim Financial Statements
For the nine months ended October 31, 2017
(Expressed in Canadian Dollars)
(unaudited)

SEASIDE EXPLORATION PARTNERS CORP.**(A Capital Pool Company)**

Interim Statements of Financial Position

As at October 31, 2017 and January 31, 2017

(Expressed in Canadian dollars)

(unaudited)

	Notes	October 31, 2017	January 31, 2017
Assets			
Current Assets			
Cash		\$ 194,282	\$ 89,992
Prepaid expenses		15,000	10,000
Total Assets		\$ 209,282	\$ 99,992
Liabilities			
Current Liabilities			
Accounts payable and accrued liabilities	4	\$ -	\$ 602
Total Liabilities		-	602
Shareholders' Equity			
Share capital	5	246,548	100,000
Reserves	6	58,354	-
Deficit		(95,620)	(610)
Total Shareholders' Equity		209,282	99,390
Total Liabilities and Shareholders' Equity		\$ 209,282	\$ 99,992

On behalf of the Board:

"Toby Pierce", Director

"Chris Beltgens", Director

See accompanying notes to the interim financial statements.

SEASIDE EXPLORATION PARTNERS CORP.**(A Capital Pool Company)**

Interim Statements of Comprehensive Loss

For the three and nine months ended October 31, 2017

(Expressed in Canadian dollars)

(unaudited)

	Three months ended October 31, 2017		Nine months ended October 31, 2017	
Expenses				
Consulting fees	\$	3,878	\$	3,878
Filing fees		7,035		26,501
Interest and bank charges		27		145
Meals and entertainment		360		360
Office expense		943		943
Professional fees		6,733		18,048
Share-based compensation		45,135		45,135
Net loss and comprehensive loss for the period	\$	(64,111)	\$	(95,010)
Basic and diluted loss per share	\$	(0.03)	\$	(0.05)
Weighted average number of shares outstanding		2,152,174		2,051,282

See accompanying notes to the interim financial statements.

SEASIDE EXPLORATION PARTNERS CORP.**(A Capital Pool Company)**

Interim Statements of Changes in Shareholders' Equity

For the nine months ended October 31, 2017

(Expressed in Canadian dollars)

(unaudited)

	Share Capital					Total
	Number of Shares Issued	Share Capital	Reserves	Deficit		
Balance at October 21, 2016 (date of incorporation)	-	\$ -	\$ -	\$ -	\$ -	-
Proceeds from share issuance (Note 5)	2,000,000	100,000	-	-	-	100,000
Net loss for the period	-	-	-	(610)	-	(610)
Balance at January 31, 2017	2,000,000	\$ 100,000	\$ -	\$ (610)	\$ -	99,390
Proceeds from share issuance (Note 5)	2,000,000	200,000	-	-	-	200,000
Share issuance costs	-	(53,452)	13,219	-	-	(40,233)
Options granted (Note 6)	-	-	45,135	-	-	45,135
Net loss for the period	-	-	-	(95,010)	-	(95,010)
Balance at October 31, 2017	4,000,000	\$ 246,548	\$ 58,354	\$ (95,620)	\$ -	209,282

See accompanying notes to the interim financial statements.

SEASIDE EXPLORATION PARTNERS CORP.**(A Capital Pool Company)**

Interim Statements of Cash Flows

For the three and nine months ended October 31, 2017

(Expressed in Canadian dollars)

(unaudited)

	Three months ended October 31, 2017		Nine months ended October 31, 2017
Operating Activities			
Net loss for period	\$ (64,111)	\$	(95,010)
Item not involving cash:			
Share-based compensation	45,135		45,135
Changes in non-cash working capital items:			
Prepaid expenses	-		(5,000)
Accounts payable and accrued liabilities	(500)		(602)
Net cash flows used in operating activities	(19,476)		(55,477)
Financing Activity			
Proceeds from share issuance, net of issue costs	172,707		159,767
Net cash flows provided by financing activity	172,707		159,767
Increase in cash	153,231		104,290
Cash, beginning	41,051		89,992
Cash, ending	\$ 194,282	\$	194,282

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1. Nature of operations and going concern

Seaside Exploration Partners Corp. (“Seaside”, the “Company”) was incorporated under the *Business Corporations Act* (British Columbia) on October 21, 2016 and is a Capital Pool Company under the policies of the TSX Venture Exchange (the “Exchange”). The Company's common shares are listed for trading on the TSX-V under the trading symbol SSX.P effective October 26, 2017.

The head office, principal and registered address and records office of the Company are located at 885 West Georgia St., Suite 2040, Vancouver, British Columbia V6C 3E8.

The principal business of the Company is the identification and evaluation of assets or businesses with a view to completing a “Qualifying Transaction” as it is defined in the policies of the Exchange. The Company has commenced the process of identifying potential acquisitions. There is no assurance that the Company will identify and complete a Qualifying Transaction within the time period described by the policies of the Exchange. Moreover, even if a potential Qualifying Transaction is identified by the Company, it may not meet the requirements of the Exchange. The net proceeds from the public financing completed on October 24, 2017, described at Note 5(b) will only be sufficient to identify and evaluate a limited number of assets and businesses and additional funds may be required to finance the Company’s Qualifying Transaction.

On October 29, 2017, the Company entered into a binding letter of agreement with DelphX Corp. (“DelphX”) whereby the Company will acquire all of the issued and outstanding securities of DelphX by way of a share exchange, amalgamation or such other form of business combination as the parties may determine. Upon successful completion of the proposed acquisition of the securities of DelphX, it is anticipated that the company will be listed as a Tier 2 technology issuer on the TSX Venture Exchange and will carry on the business of DelphX. (Note 8, 9)

The Company has no source of operating revenue, has incurred net losses since inception and as at October 31, 2017 has a deficit of \$95,620. Its continued existence will be dependent on the receipt of related party debt or equity financing on terms which are acceptable to the Company.

These interim financial statements do not include adjustments relating to the recoverability of assets and classification of assets or liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. Significant accounting policies and basis of preparation

The interim financial statements were authorized for issue on December 21, 2017 by the directors of the Company.

Statement of compliance

The financial statements of the Company have been prepared in accordance with International Accounting Standards 34, “*Interim Financial Reporting Standards*” (“IAS 34”) using accounting policies consistent with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”).

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2. Significant accounting policies and basis of preparation (cont'd)

Basis of preparation

The financial statements of the Company have been prepared on an accrual basis except for cash flow information and are based on historical costs, modified where applicable. The financial statements are presented in Canadian dollars, which is also the Company's functional currency.

Significant accounting judgments, estimates and assumptions

Critical accounting estimates and judgments

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the statement of financial position, and the reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These financial statements include estimates, which, by their nature, are uncertain. The impact of such estimates appear throughout the financial statements and may require adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions, and other relevant factors that are believed to be reasonable under the circumstances.

Critical accounting judgments

Management must make judgments given the various options available as per accounting standards for items included in the financial statements. Judgments involve a degree of uncertainty and could result in material adjustment to the carrying amounts of assets and liabilities, in the event that actual events differ from a judgment made.

Going concern

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its ongoing operating expenditures, meet its liabilities for the ensuing year, and to fund exploration programs, involves significant judgment based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances.

Financial instruments

Financial assets

Financial assets are classified into one of the following categories based on the purpose for which the asset was acquired. All transactions related to financial instruments are recorded on a trade date basis. The Company's accounting policy for each category is as follows:

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2. Significant accounting policies and basis of preparation (cont'd)

Financial instruments (cont'd)

Fair value through profit or loss ("FVTPL")

Financial assets are classified as FVTPL when the financial asset is held-for-trading or is designated as FVTPL. A financial asset is classified as FVTPL when it has been acquired principally for the purpose of selling in the near future, it is a part of an identified portfolio of financial instruments that the Company manages and has an actual pattern of short-term profit-taking or if it is a derivative that is not designated and effective as a hedging instrument. Upon initial recognition, attributable transaction costs are recognized in profit or loss when incurred. Financial instruments at FVTPL are measured at fair value, and changes therein are recognized in profit or loss. The Company has no assets included in this category.

Loans and receivables

These assets are non-derivative financial assets resulting from the delivery of cash or other assets by a lender to a borrower in return for a promise to repay on a specified date or dates, or on demand. They are initially recognized at fair value less 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 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 has no assets included in this category.

Available-for-sale

Non-derivative financial assets that do not meet the definition of loans and receivables are classified as available-for-sale and comprise principally the Company's strategic investments in entities not qualifying as subsidiaries or associates. Available-for-sale investments are carried at fair value with changes in fair value recognized in other comprehensive loss/income. Where there is a significant or prolonged decline in the fair value of an available-for-sale financial asset (which constitutes objective evidence of impairment), the full amount of the impairment, including any amount previously recognized in other comprehensive loss/income, is recognized in profit or loss. If there is no quoted market price in an active market and fair value cannot be readily determined, available-for-sale investments are carried at cost.

On sale or impairment, the cumulative amount recognized in other comprehensive loss/income is reclassified from accumulated other comprehensive loss/income to profit or loss. The Company has no assets included in this category.

Held-to-maturity

Non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company has the positive intention and ability to hold to maturity are classified as held-to-maturity. Financial assets classified as held-to-maturity are measured at amortized cost using the effective interest method.

At each reporting date the Company assesses whether there is any objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after

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2. Significant accounting policies and basis of preparation (cont'd)

Financial instruments (cont'd)

the initial recognition of the asset and that event has an impact on the estimated future cash flows of the financial asset or the group of financial assets. The Company has no assets included in this category.

Financial liabilities

Financial liabilities are classified as other financial liabilities, based on the purpose for which the liability was incurred. These liabilities are initially recognized at fair value net of any transaction costs directly attributable to the issuance of the instrument and subsequently carried at amortized cost using the effective interest rate method. This ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the statements of financial position. Interest expense in this context includes initial transaction costs and premiums payable on redemption, as well as any interest or coupon payable while the liability is outstanding. Bank indebtedness, accounts payable and accrued liabilities, due to related party amounts and loan payable are included in this category.

Impairment of non-financial assets

The carrying amount of the Company's assets (which include exploration and evaluation assets) is reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss.

An impairment loss is recognized whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognized in profit or loss.

The recoverable amount of assets is the greater of an asset's fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is only reversed if there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount, however, not to an amount higher than the carrying amount that would have been determined had no impairment loss been recognized in previous years.

Assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment.

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.

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2. Significant accounting policies and basis of preparation (cont'd)

Income taxes (cont'd)

Current income tax (cont'd)

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.

Deferred income tax

Deferred income tax is provided using the asset and liability method on temporary differences at the reporting date 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 income tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

Loss per share

Basic loss per share is computed by dividing the net loss available to common shareholders by the weighted average number of shares outstanding during the reporting period. Diluted loss per share is computed using the treasury stock method, under which the weighted average number of shares outstanding is increased to include additional shares for the assumed exercise of stock options and warrants, if dilutive. The number of additional shares is calculated by assuming that outstanding stock options and warrants are exercised.

Shares held in escrow, other than where their release is subject to the passage of time, are not included in the calculation of the weighted average number of common shares outstanding. The Company has 2,000,000 shares held in escrow as at the end of the reporting period. (Note 5)

Share capital

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

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2. Significant accounting policies and basis of preparation (cont'd)

Share-based compensation

In connection with incentive stock options granted by the Company to its officers, directors, employees and consultants, an expense is recognized over the vesting period based on the estimated fair value of the options on the date of the grant as determined using an option pricing model. The expense is charged to share-based compensation and the offset is credited to share option reserve. Cash received on exercise of incentive stock options is credited to share capital along with any share option reserve amounts previously recorded that are applicable to the options exercised.

3. Accounting standards and amendments not yet adopted

A number of new standards, amendments to standards and interpretations applicable to the Company are not yet effective for the year ended January 31, 2017 and have not been applied in preparing these interim financial statements:

IFRS 9 – Financial Instruments: Classification and Measurement applies to classification and measurement of financial assets and liabilities as defined in IAS 39. It is effective for annual periods beginning on or after January 1, 2018 with early adoption permitted. The Company does not expect any effect on the Company's financial statements.

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or not expected to have a significant impact on the Company's financial statements.

4. Related party disclosures

As of January 31, 2017, the Company has a balance owing to its Chief Financial Officer of \$602, for expenses paid on behalf of the Company. The amount due to the Chief Financial Officer is non-interest-bearing and repayable upon demand. During the nine months ended October 31, 2017, the Company settled this amount.

5. Share capital

(a) Authorized

Unlimited number of common shares without par value.

(b) Issued and outstanding

During the period ended January 31, 2017, the Company issued 2,000,000 shares at a price of \$0.05 per share for gross proceeds of \$100,000.

All of these issued shares are subject to escrow restrictions and will be released from escrow in tranches over 36 months from the date that the Company's shares are first listed for trading on the Exchange.

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5. Share capital (cont'd)

(b) Issued and outstanding (cont'd)

On October 24, 2017, the Company completed its initial public offering of 2,000,000 common shares issued at a price of \$0.10 per share pursuant to an amended and restated prospectus dated July 26, 2017, for gross proceeds of \$200,000. The agent engaged in connection with the Offering of the common shares was paid a commission of 8% of the gross proceeds. In addition, the agent received 160,000 non-transferable warrants to acquire up to 160,000 shares at a price of \$0.10 per share for a period of two years. The Company also granted 400,000 incentive stock options to its directors, officers and certain technical consultants, exercisable at a price of \$0.10 per share for a period of five years, vesting immediately.

6. Stock options and share purchase warrants

(a) Stock options

On October 24, 2017, pursuant to an amended and restated prospectus dated July 26, 2017, the Company granted 400,000 incentive stock options to its directors, officers and certain technical consultants, exercisable at a price of \$0.10 per share for a period of five years, vesting immediately.

The fair value of these options were valued at \$45,135 using the Black-Scholes Option Pricing Model, assuming a risk-free interest rate of 1.65%, an expected life of 5 years, an expected volatility of 163.08%, forfeiture rate of 0%, and no expected dividends.

(b) Share purchase warrants

On October 24, 2017, pursuant to an amended and restated prospectus dated July 26, 2017, the Company issued 160,000 warrants to its agent. Each agent warrant entitles the holder to purchase one additional share at a price of \$0.10 per share at a period of two years.

The fair value of these warrants were valued at \$13,219 using the Black-Scholes Option Pricing Model, assuming a risk-free interest rate of 1.46%, an expected life of 2 years, an expected volatility of 132.89%, forfeiture rate of 0%, and no expected dividends.

7. Financial risk and capital management

Capital management

The Company 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.

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7. Financial risk and capital management (cont'd)

Capital management (cont'd)

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 were no changes to the Company's capital management approach during the period ended October 31, 2017.

Management of financial risk

The Company has classified its accounts payable and accrued liabilities as other financial liabilities. The carrying value of all financial liabilities approximates fair value due to the short-term nature of these financial instruments. The types of risk exposure and the Company's methods of managing the risk remain consistent and are as follows:

(a) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will significantly fluctuate due to changes in market prices. The value of financial instruments can be affected by changes in interest rates, foreign currency rates and other price risk.

(i) Interest rate risk

The Company is not subject to significant interest rate risk with respect to its financial instruments.

(ii) Currency risk

The Company is not exposed to currency risk, as all financial instruments and expenditures incurred by the Company are denominated in Canadian dollars.

(iii) Other price risk

Other price risk is the risk that the fair value of a financial instrument will fluctuate as a result of changes in market prices. The Company is not exposed to significant other price risk on its financial instruments.

(b) Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's cash. The Company limits exposure to credit risk through maintaining its cash with high-credit quality Canadian financial institutions. The Company is not exposed to significant credit risk on receivables, as these amounts are due from government agencies. The carrying amount of financial assets represents the maximum credit exposure.

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(unaudited)

7. Financial risk and capital management (cont'd)

Management of financial risk (cont'd)

(c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's approach to managing liquidity risk is to provide reasonable assurance that it will have sufficient funds to meet liabilities when due by forecasting cash flows for operations, anticipated investing and financing activities, and through management of its capital structure. All of the Company's financial liabilities have contractual maturities of less than 90 days.

The fair values of the Company's financial assets and liabilities approximate the carrying amounts due to their short-term nature.

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

8. Qualifying Transaction - Definitive agreement with DelphX Corp.

On October 29, 2017, the Company entered into a binding letter of agreement with DelphX Corp. ("DelphX") whereby the Company will acquire all of the issued and outstanding securities of DelphX by way of a share exchange, amalgamation or such other form of business combination as the parties may determine.

Pursuant to the transaction, the Company will issue common shares in the capital of the Company ("Seaside share") to the holders of common shares in the capital of DelphX ("DelphX share") on the basis of one Seaside share for each DelphX share. The transaction is an arm's length transaction. There are currently 56,714,249 DelphX shares outstanding. Upon the completion of the transaction, it is expected that DelphX will become a wholly owned subsidiary of the Company.

Pursuant to the letter of agreement, it is a condition of the transaction that DelphX completes a private placement of up to 10,000,000 subscription receipts of DelphX at a price of \$0.35 per subscription receipt for aggregate gross proceeds to DelphX of up to \$3,500,000. DelphX has entered into an engagement letter with Beacon Securities Ltd. on its own behalf and on behalf of Haywood Securities Inc. to carry out the private placement on a best-efforts basis.

Upon completion of the transaction, the Company intends to change its name to DelphX Capital Markets Inc. or such other name as DelphX and the company may determine, and the parties expect that the TSX-V will assign a new trading symbol for the resulting issuer. (Note 9)

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9. Subsequent event

On December 13, 2017, the Company executed its definite share-exchange agreement with DelphX Corp. The Company and DelphX also announced that DelphX has completed a non-brokered private placement of 2,857,571 DelphX common shares at a price of \$0.35 per share, generating gross proceeds of \$1,000,149.85. DelphX intends to use the proceeds of the non-brokered financing to finance the transaction and for working capital and general corporate purposes.

Pursuant to the transaction, the company will issue common shares in the capital of the Company to the holders of DelphX shares on the basis of one Seaside share for each DelphX share. The transaction is an arm's-length transaction. There are currently 59,771,820 DelphX shares outstanding following the completion by DelphX of the non-brokered financing (Note 8).