PROSMART ENTERPRISES INC.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

(Unaudited – prepared by management)

FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2020 AND 2019

Notice of Non-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 the financial statements have not been reviewed by an auditor.

The attached unaudited condensed interim consolidated financial statements for the three and six months ended March 31, 2020 have been prepared by and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company.

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

PROSMART ENTERPRISES INC.
Condensed Interim Consolidated Statements of Financial Position
As at March 31, 2020 and September 30, 2019
Expressed in Canadian dollars

	Note		**March 31, 2020**		September 30, 2019
ASSETS					
Current					
Cash and cash equivalents		**$**	**1,961**	$	14,164
Receivables			**2,919**		2,231
Prepaid expenses and deposits			**647**		5,276
			5,527		21,671
Software and platform development	3		**2**		2
		$	**5,529**	$	21,673
SHAREHOLDERS' DEFICENCY AND LIABILITIES					
Current					
Accounts payable and accrued liabilities		**$**	**1,354,383**	$	1,344,818
Short-term loans payable	4		**24,023**		24,023
Convertible debt	5		**693,333**		693,333
			2,071,739		2,062,174
Share capital	6		**22,719,952**		22,719,952
Reserves	6		**459,235**		458,056
Deficit			**(25,246,516)**		(25,249,039)
Other comprehensive income			**1,119**		30,530
Shareholders' deficency			**(2,066,210)**		(2,040,501)
		$	**5,529**	$	21,673

Nature of operations and going concern (Note 1)

Approved on behalf of the Board of Directors on October 19, 2020

"Cale Thomas" Director *"Roger He"* Director

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

PROSMART ENTERPRISES INC.

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss

For the three and six months ended March 31, 2020 and 2019

Expressed in Canadian dollars

	Three Months Ended		Six Months Ended	
	March 31, 2020	March 31, 2019	**March 31, 2020**	March 31, 2019
REVENUES	**$ -**	$ 131,000	**$ -**	$ 177,541
Cost of Good Sold	**-**	(6,708)	-	(13,416)
Gross Margin	**-**	124,292	**-**	164,125
EXPENSES				
Amortization of equipment	**-**	1,340	**-**	2,680
Filing and other fees	**-**	4,722	**472**	4,722
General and administrative	**1,564**	315,104	**6,518**	682,387
Investor relations	**-**	-	**-**	79,431
Management and consulting fees	**-**	40,613	**-**	97,106
Professional fees	**-**	17,348	**1,658**	54,010
Software and platform development	**-**	600	**-**	39,886
	(1,564)	(379,727)	**(8,648)**	(960,222)
OTHER ITEMS				
Financing income, net	**-**	179,753	**-**	(179,753)
Foreign exchange loss	**(1,539)**	(6,402)	**12,350**	3,073
Share-based payments	**(590)**	(9,317)	**(1,179)**	(18,634)
Income (loss) and comprehensive income (loss) for the period	**(3,693)**	(91,401)	**2,523**	(952,519)
Other comprehensive income				
Foreign currency translation adjustment	(11,739)	(262)	**(29,411)**	(14,279)
Loss and comprehensive loss for the period	**$ (15,432)**	$ (91,663)	**$ (26,888)**	$ (966,798)
Loss per share				
- basic and diluted	**$ (0.00)**	$ (0.00)	**$ 0.00**	$ (0.03)
Weighted average number of shares outstanding				
- basic and diluted	**32,108,092**	32,108,092	**32,108,092**	32,119,081

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

PROSMART ENTERPRISES INC.
Condensed Interim Consolidated Statements of Cash Flows
For the six months ended March 31, 2020 and 2019
Expressed in Canadian dollars

	For the Six Months Ended **March 31, 2020**	March 31, 2019
Operating activities		
Income (loss) for the period	**$ 2,523**	$ (952,519)
Items not involving cash:		
Amortization of equipment	**-**	2,680
Gain on settlement of debt	**-**	(38,892)
Interest accrued on short-term loan, net of recoveries	**-**	179,752
Interest and accretion expense on convertible debentures	**-**	(73)
Share-based payments	**1,179**	18,634
	3,702	(790,418)
Net changes in non-cash working capital items		
Receivables	**(688)**	97,520
Prepaid expenses and deposits	**4,629**	104,796
Accounts payable and accrued liabilities	**9,565**	235,405
Net cash from (used in) operating activities	**17,208**	(352,697)
Financing activities		
Refund of proceeds received from private placements	**-**	(50,000)
Proceeds received from issuance of convertible debentures	**-**	370,000
Loans received	**-**	4,182
Net cash provided by financing activities	**-**	324,182
Investing activities		
Proceeds from disposal of equipment	**-**	1,425
Net cash from investing activities	**-**	1,425
Effect of foreign exchange on cash	**(29,411)**	(14,279)
Net decrease in cash	**(12,203)**	(41,369)
Cash, beginning of period	14,164	132,101
Cash, end of period	**$ 1,961**	$ 90,732

Supplemental disclosure with respect to cash flows (Note 9)

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

PROSMART ENTERPRISES INC.
Condensed Interim Consolidated Statements of Changes in Shareholders' Deficiency
For the six months ended March 31, 2020 and 2019
Expressed in Canadian dollars

	Number of Shares		Share Capital		Reserves		Obligation to Issue Shares		Deficit		Other Comprehensive Income		Total
Balance as at September 30, 2018	**31,722,799**	**$**	**22,626,270**	**$**	**1,135,336**	**$**	**43,555**	**$**	**(25,024,327)**	**$**	**4,505**	**$**	**(1,214,661)**
Share issuance costs, warrant cancellation	-		14,286		(14,286)		-		-		-		**-**
Shares issued on conversion of debt	350,373		85,841		-		-		-		-		**85,841**
Shares issued to settle obligation to issue shares	177,777		43,555		-		(43,555)		-		-		**-**
Share-based payments	-		-		37,268		-		-		-		**37,268**
Shares returned to treasury	(142,857)		(50,000)		-		-		-		-		**(50,000)**
Expiry of stock options	-		-		(706,681)		-		706,681		-		**-**
Equity component of convertible debenture	-		-		6,419		-		-		-		**6,419**
Foreign currency translation adjustment	-		-		-		-		-		26,025		**26,025**
Loss and comprehensive loss for the year	-		-		-		-		(931,393)		-		**(931,393)**
Balance as at September 30, 2019	**32,108,092**	**$**	**22,719,952**	**$**	**458,056**	**$**	**-**	**$**	**(25,249,039)**	**$**	**30,530**	**$**	**(2,040,501)**
Share-based payments	-		-		1,179		-		-		-		**1,179**
Foreign currency translation adjustment	-		-		-		-		-		(29,411)		**(29,411)**
Loss and comprehensive loss for the period	-		-		-		-		2,523		**-**		**2,523**
Balance as at March 31, 2020	**32,108,092**	**$**	**22,719,952**	**$**	**459,235**	**$**	**-**	**$**	**(25,246,516)**	**$**	**1,119**	**$**	**(2,066,210)**

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

1. NATURE OF OPERATIONS AND GOING CONCERN

ProSmart Enterprises Inc. (the "Company") was incorporated under the laws of the State of Nevada on October 29, 1999. On January 27, 2009, the Company was continued from the State of Nevada to the Province of British Columbia under the Business Corporation Act.

The Company's registered and records office is #1500 - 1055 West Georgia Street Vancouver, BC V6E 4N7. Its principal business activity is the business of investing in technology companies, which involves a high degree of risk and there can be no assurance that current investment programs will result in profitable operations.

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation.

The Company has incurred losses from inception and does not currently have the financial resources to sustain operations in the long-term. While the Company has been successful in obtaining its required funding in the past, there is no assurance that such future financing will be available on favourable terms. An inability to raise additional financing may impact the future assessment of the Company as a going concern. These material uncertainties may cast significant doubt about the ability of the Company to continue as a going concern.

On March 11, 2020, the World Health Organization categorized COVID-19 as a pandemic. The potential economic effects within the economy and in the global markets and measures being introduced at various levels of government to curtail the spread of the virus (such as travel restrictions, closures of non-essential municipal and private operations, imposition of quarantines and social distancing) could have a material impact on the Company's future operations and ability to access future capital. The extent of the impact of this outbreak and related containment measures on the Company's operations cannot be reliably estimated at this time.

These unaudited condensed interim consolidated financial statements do not include adjustments to amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue operations. Continued operations of the Company are dependent on the Company's ability to receive financial support, necessary financings, or generate profitable operations in the future.

2. BASIS OF PREPARATION

Statement of Compliance

The Company prepares its unaudited condensed interim consolidated financial statements (the "financial statements") in accordance with Canadian generally accepted accounting principles ("GAAP") as set out in the Chartered Professional Accountants of Canada Handbook - Accounting - Part 1 ("CPA Canada Handbook"), which incorporates International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34") as issued by the International Accounting Standards Board and on a basis consistent with the accounting policies disclosed in the annual audited consolidated financial statements for the year ended September 30, 2019. They do not include all of the information required for annual financial statements and should be read in conjunction with the annual audited consolidated financial statements for the year ended September 30, 2019.

The condensed interim consolidated financial statements of the Company for the three and six months ended March 31, 2020 were approved for issue by the Board of Directors on October 19, 2020.

2. BASIS OF PREPARATION *(cont'd…)*

Basis of Presentation and Consolidation

The condensed interim consolidated financial statements have been prepared on a historical cost basis except for certain financial assets measured at fair value. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

These condensed interim consolidated financial statements include the financial statements of the Company, ProSmart Sports Development Inc. ("**PSD**"), RosterBot Inc. ("**RosterBot**"), and DL Hockey Consulting Limited ("**DL Hockey**"), the entities controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of the subsidiaries are included in the condensed interim consolidated financial statements from the date that control commences until the date that control ceases. All significant intercompany transactions and balances have been eliminated.

Business Combinations

Business combinations are accounted for using the acquisition method. The cost of the acquisition is measured at the aggregate of the fair values at the date of acquisition, of assets transferred, liabilities incurred or assumed, and equity instruments issued by the Company. The acquiree's identifiable assets and liabilities assumed are recognized at their fair value at the acquisition date. Acquisition-related costs are recognized in profit and loss as incurred. The excess of the consideration over the fair value of the net identifiable assets and liabilities acquired is recorded as goodwill. Any gain on a bargain purchase is recorded in profit or loss immediately. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities. Any goodwill that arises is tested annually for impairment.

Use of Estimates and Judgments

The preparation of the March 31, 2020 condensed interim consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and the reported expenses during the year. Actual results could differ from these estimates. Refer to Note 2 of the Company's consolidated financial statements for the year ended September 30, 2019 for more information on the use of estimates and judgements.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to:

Critical accounting estimates

i. Stock-based compensation is subject to estimation of the value of the award at the date of grant using pricing models such as the Black-Scholes option valuation model. The option valuation model requires the input of highly subjective assumptions including the expected stock price volatility. Because the Company's stock options have characteristics significantly different from those of traded options and because the subjective input assumptions can materially affect the calculated fair value, such value is subject to measurement uncertainty.

ii. The determination of income tax is inherently complex and requires making certain estimates and assumptions about future events. While income tax filings are subject to audits and reassessments, the Company has adequately provided for all income tax obligations. However, changes in facts and circumstances as a result of income tax audits, reassessments, jurisprudence and any new legislation may result in an increase or decrease in our provision for income taxes.

Expressed in Canadian Dollars (unaudited)

2. BASIS OF PREPARATION *(cont'd…)*

Critical accounting judgments

i. The determination that the Company will continue as a going concern for the next year.

ii. The application of the Company's accounting policy for software in development and web platform expenditures requires judgment in determining whether it is likely that future economic benefits will flow to the Company, which may be based on assumptions about future events or circumstances. Estimates and assumptions made may change if new information becomes available. If, after the expenditure is capitalized, information becomes available suggesting that the recovery of the expenditure is unlikely, the amount capitalized is written off in the statement of comprehensive loss in the period the new information becomes available.

iii. When testing for impairment, the Company considers software in development, the web platform, and goodwill to be one cash-generating unit in its estimate of carrying amount.

Significant Accounting Policies

Except as otherwise indicated hereunder, these condensed interim consolidated financial statements have been prepared using the same policies and methods as the consolidated financial statements of the Company for the year ended September 30, 2019. Refer to Note 3 of the Company's consolidated financial statements for the year ended September 30, 2019 for more information on new accounting standards and amendments not yet effective.

3. SOFTWARE AND PLATFORM DEVELOPMENT

	Software in Development	Web Platform	Total
Cost			
Balance at September 30, 2019 and March 31, 2020	**$ 252,201**	**$ 577,243**	**$ 829,444**
Accumulated amortization			
Balance at September 30, 2019 and March 31, 2020	**$ 252,200**	**$ 577,242**	**$ 829,442**
Carrying amount			
September 30, 2019	$ 1	$ 1	$ 2
March 31, 2020	**$ 1**	**$ 1**	**$ 2**

During prior periods, the Company determined the investment in software and platform development was significantly impaired and elected to write down the value of the assets to a nominal amount.

4. SHORT TERM LOANS PAYABLE

As at September 30, 2019, the Company issued a series of unsecured promissory notes accruing interest at 15% per annum. $8,000 of which was held by related parties and $15,000 was held by a third party. The notes are due three months after issuance being October 16, 2019 and August 28, 2019 respectively.

As at March 31, 2020, the Company is in negotiations with the promissory note holders in regards to repayment and interest accruals. As at March 31, 2020, the Company has not made any additional interest accruals for the period.

Expressed in Canadian Dollars (unaudited)

5. CONVERTIBLE DEBT

On January 8, 2019, the Company issued $520,000 convertible debentures. The convertible debentures are secured and include the following terms:

- The principal amount of the debenture totals $693,333, which includes 33.33% added face value, but bear no interest;
- Repayable in full at the earlier of July 8, 2019 and the holder's chosen date to convert debentures into common shares of the Company at a value of $0.15 per share, and;
- Secured by a general security interest over all the assets of the Company and its subsidiaries.

The liability component of the debentures was initially recorded at $513,580, representing the fair value of the obligation. The equity component was allocated a value on initial recognition of $6,420. The difference between the face value of the debentures and the present value of future cash flows net of allocated transaction costs is the equity component of the debentures. The fair value of the liability component was determined based on the present value of the expected futures cash flows from principal and interest.

During the period ended March 31, 2020, the Company recognized accretion expense of $nil (2019 - $6,420) and interest expense of $nil (2019 - $173,333), as described in the following table:

Balance as at September 30, 2018	$ -
- issuance for cash	370,000
- issued for repayment of short-term loan	150,000
Total proceeds received	520,000
- equity component	(6,420)
Fair value of convertible debenture liability	513,580
- accretion expensed during the year	6,420
- interest expense during the year	173,333
Balance as at September 30, 2019 and March 31, 2020	**$ 693,333**

During fiscal 2019, the Company received a notice of default from the convertible debtholders. Subsequent to March 31, 2020, the Company and the convertible debtholders have agreed to settle the amounts owing (Note 12).

Expressed in Canadian Dollars (unaudited)

6. SHARE CAPITAL AND RESERVES

a) Authorized share capital

Unlimited number of common and preferred shares without par value.

b) Issued share capital

During the period ended March 31, 2020, the Company has not issued any additional share capital.

During the year ended September 30, 2019, the Company;

- Agreed to refund a subscriber of the June 25, 2018 private placement $50,000 of proceeds with the return of 142,857 common shares to treasury and the cancellation of 142,857 warrants at a fair value of $14,286;
- Issued 177,777 shares at a fair value of $43,555 which were obligated in fiscal 2018, and;
- Issued 350,373 common shares on conversion of $124,733 of debt, resulting in a gain on settlement of debt of $39,262.

c) Stock options

During fiscal 2018, the Company adopted a rolling stock option plan whereby the maximum number of shares reserved for issue under the plan shall not exceed 10% of the outstanding common shares of the Company, as at the date of the grant. The exercise price of each option granted under the plan may not be less than the Discounted Market Price (as defined in the policies of the Toronto Stock Exchange). Options may be granted for a maximum term of ten years from the date of the grant, are non-transferable and expire 90 days after termination of employment or holding office as a director or officer of the Company and, in the case of death, expire twelve months thereafter.

Share purchase stock option transactions for the six month period ended March 31, 2020 are summarized as follows:

	As at March 31, 2020			As at September 30, 2019		
	Number of Options		**Weighted Ave. Exercise Price**	Number of Options		Weighted Ave. Exercise Price
Outstanding, beginning of period	**100,000**	**$**	**0.88**	1,338,375	$	0.73
Expired/Cancelled	**-**	**$**	**-**	(1,238,375)	$	0.52
Outstanding, end of period	**100,000**	**$**	**0.88**	100,000	$	0.88

As at March 31, 2020, the following stock options are outstanding and exercisable:

Number of options outstanding	*Number of options exercisable*		*Exercise price*	*Remaining life (yrs)*	Expiry
100,000	97,589	$	0.88	7.48	September 21, 2027

During the three and six months ended March 31, 2020, the Company recognized stock-based compensation of $590 and $1,179 (2019 - $9,317 and $18,634) in relation to stock options.

The fair value of all compensatory options granted is estimated on grant date using the Black-Scholes option pricing model. The weighted average assumptions used in calculating the fair values are as follows:

Grant Date	Options Granted		Exercise Price	Annual Volatility Rate	Risk Free Interest Rate		Fair Value at Grant Date	Expected Life	Dividend rate
Sep 21, 2017	100,000	$	0.88	144%	2.12%	$	0.80	10	0%

Expressed in Canadian Dollars (unaudited)

6. SHARE CAPITAL AND RESERVES *(cont'd…)*

d) Warrants

Share purchase warrants for the six month period ended March 31, 2020 are summarized as follows:

	As at March 31, 2020			As at September 30, 2019		
	Number of Warrants		**Weighted Ave. Exercise Price**	Number of Warrants		Weighted Ave. Exercise Price
Outstanding, beginning of period	**7,079,948**	**$**	**0.45**	9,826,660	$	0.75
Expired/Cancelled	**-**	**$**	**0.45**	(2,746,712)	$	1.54
Outstanding, end of period	**7,079,948**	**$**	**-**	7,079,948	$	0.45

As at June 30, 2020, all of the issued and outstanding warrants had expired, unexercised

Number of warrants outstanding		*Exercise price*	*Remaining life (yrs)*	Expiry
3,946,298	$	0.45	0.05	April 20, 2020
2,877,600	$	0.45	0.24	June 25, 2020
256,050	$	0.45	0.24	June 25, 2020
7,079,948			0.13	

Subsequent to March 31,2020, all of the outstanding warrants issued by the Company had expired, unexercised.

7. RELATED PARTY TRANSACTIONS

For the six months ended March 31, 2020, the remuneration of the key management personnel, comprised of the directors and officers is as follows:

a) Paid or accrued salaries for the
   i. CEO of the Company in the amount of $nil (2019 - $109,426),
   ii. COO of the Company in the amount of $nil (2019 - $64,991) and;

b) Paid or accrued professional fees of:
   i. $nil (2019 – $67,200) to a company of which the CFO of the Company is an owner, and;
   ii. $nil (2019 – $5,541) to a law firm of which a former director is a partner.

c) Paid or accrued share-based payments of $1,768 (2019 - $26,492) to directors and officers of the Company.

As at March 31, 2020, $236,286 (2019 - $236,286) is due to related parties and former related parties and included in accounts payable and accrued liabilities.

Expressed in Canadian Dollars (unaudited)

8. SEGMENTED INFORMATION

The Company's operations comprise two reportable operating segments, one engaged in technology investment in Canada and the other in coaching services in China. Amounts disclosed in the financial statements for loss and loss per share represent both segments.

The following are the Company's operations and long-term assets between its Canada and China segments;

	China	Canada	Total
Net income (loss)			
- for the period ended March 31, 2020	$ (12,601)	$ (14,287)	$ (26,888)
- for the period ended March 31, 2019	$ 6,405	$ (973,203)	$ (966,798)
Long-term assets			
- as at March 31, 2020	$ -	$ 2	$ 2
- as at September 30, 2019	$ -	$ 2	$ 2

9. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

There were no significant non-cash transactions for the six month period ended March 31, 2020.

10. CAPITAL MANAGMENT

The Company's primary objectives in capital management are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and to maintain sufficient funds to finance the exploration and development of its technology investment interests. Capital is comprised of the Company's shareholders' equity (deficiency). The Company manages its capital structure to maximize its financial flexibility, making adjustments to it in response to changes in economic conditions and the risk characteristics of the underlying assets and business opportunities. The Company does not presently utilize any quantitative measures to monitor its capital and is not subject to externally imposed capital requirements.

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The carrying value of cash and cash equivalents, receivables, accounts payable and accrued liabilities, short-term loans payable and convertible debt approximated their fair value because of the short-term nature of these instruments.

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

Financial risk factors

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its liquid financial assets including cash. The Company limits exposure to credit risk on liquid financial assets through maintaining its cash with high-credit quality financial institutions. Receivables mainly consist of Goods and Service Tax receivable from the government of Canada.

Liquidity risk

The Company's approach to managing liquidity risk is to try and have sufficient liquidity to meet liabilities when due. As at March 31, 2020, the Company had a cash and cash equivalents balance of $1,961 to settle current liabilities of $2,071,739. All of the Company's accounts payable and accrued liabilities have contractual maturities of 30 days or due on demand and are subject to normal trade terms. To maintain liquidity, the Company is currently investigating alternative financing opportunities.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. The Company does not have a practice of trading derivatives.

a) Interest rate risk

The Company's financial assets exposed to interest rate risk consist of cash and cash equivalents balances. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. As at March 31, 2020, the Company did not have any investments in investment-grade short-term deposit certificates.

b) Foreign currency risk

The Company's foreign exchange risk arises from transactions denominated in other currencies. The Company has minimal financial assets outside of Canada and therefore considers this low risk.

12. SUBSEQUENT EVENT

Subsequent to March 31, 2020, the Company is closing a Sales Purchase Agreement ("SPA") for sale of the Company's three subsidiaries (DL Hockey, Rosterbot Inc. and ProSmart Sports Development Inc.) and 10% of the issued and outstanding common shares of the Company in exchange for the purchaser assuming all $693,333 of convertible debenture debt. The closing of the transaction is subject to the Company achieving shareholder approval.