

Interim Condensed Consolidated Financial Statements of

**ADVANCED PROTEOME
THERAPEUTICS CORPORATION**

(Expressed in U.S. Dollars)

THREE MONTHS ENDED OCTOBER 31, 2018 AND 2017

[Unaudited – prepared by management]

Advanced Proteome Therapeutics Corporation

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NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3), 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 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 the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

ADVANCED PROTEOME THERAPEUTICS CORPORATION
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in U.S. Dollars)
[Unaudited – prepared by management]

	October 31, 2018	July 31, 2018
ASSETS		
Current		
Cash	\$ 170,208	\$ 135,716
Prepaid expenses	<u>30,156</u>	<u>34,321</u>
Total current assets	<u>200,364</u>	<u>170,037</u>
Equipment (Note 6)	<u>12,581</u>	<u>13,601</u>
Total assets	<u>\$ 212,945</u>	<u>\$ 183,638</u>
LIABILITIES AND SHAREHOLDERS' DEFICIENCY		
Current		
Trade payables and accrued liabilities (Note 13)	\$ 506,918	\$ 460,046
Due to related party (Note 13)	154,524	152,756
Short term loans (Note 10)	<u>54,381</u>	<u>53,348</u>
Total current liabilities	<u>715,823</u>	<u>666,150</u>
Share purchase warrants (Note 11)	<u>492,822</u>	<u>413,851</u>
Total liabilities	<u>1,208,645</u>	<u>1,080,001</u>
Shareholders' deficiency		
Capital stock (Note 9)		
Authorized: No maximum number of common shares, without par value		
Issued: 166,752,016 (July 31, 2018 – 160,512,016) common shares	18,522,950	18,406,715
Reserves	2,617,810	2,596,240
Deficit	<u>(20,644,002)</u>	<u>(20,446,565)</u>
Shareholders' equity attributable to owners of the parent	<u>496,758</u>	<u>556,390</u>
Non-controlling interest (Note 5)	<u>(1,492,458)</u>	<u>(1,452,753)</u>
Shareholders' deficiency	<u>(995,700)</u>	<u>(896,363)</u>
Total liabilities and shareholders' deficiency	<u>\$ 212,945</u>	<u>\$ 183,638</u>

Nature and continuance of operations (Note 1)

Commitments (Note 8)

Subsequent events (Note 14)

On behalf of the Board:

(signed) *"Paul Woodward"*

Director

(signed) *"William Dickie"*

Director

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

ADVANCED PROTEOME THERAPEUTICS CORPORATION**INTERIM CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS**

(Expressed in U.S. Dollars)

Three months ended October 31, 2018

[Unaudited – prepared by management]

	Three months ended October 31 2018	Three months ended October 31 2017
Operating expenses		
Consulting	\$ 9,218	\$ 26,763
Depreciation (Note 6)	1,020	1,457
General and administration	6,331	7,887
Insurance	5,292	3,409
Professional fees	49,630	11,992
Regulatory filings	9,090	20,005
Rent (Note 8)	28,943	28,657
Share based payments (Notes 9 and 12)	14,878	13,055
Supplies	4,549	4,758
Technical services	-	7,057
Transactions costs – share purchase warrants	9,827	4,159
Travel and entertainment	3,660	8,331
Wages and benefits	<u>129,647</u>	<u>134,822</u>
	<u>272,085</u>	<u>272,352</u>
Other income and expenses		
Foreign exchange gain (loss)	4,971	(2,738)
Interest expense (Note 12)	(3,308)	(36,844)
Change in fair value of share purchase warrants (Note 9)	<u>33,280</u>	<u>126,711</u>
	<u>34,943</u>	<u>87,129</u>
Net loss and comprehensive loss	<u>(237,142)</u>	<u>(185,223)</u>
Net loss and comprehensive loss attributable to:		
Owners of the parent	(197,437)	(146,677)
Non-controlling interest (Note 5)	(39,705)	(38,546)
Net loss and comprehensive loss for the period	<u>\$ (237,142)</u>	<u>\$ (185,223)</u>
Basic and diluted loss per common share (Note 9)	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average number of common shares outstanding – basic and diluted	<u>165,284,190</u>	<u>138,405,045</u>

The accompanying notes are an integral part of these Interim Condensed Consolidated Financial statements.

ADVANCED PROTEOME THERAPEUTICS CORPORATION
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in U.S. Dollars)
Three months ended October 31, 2018
[Unaudited – prepared by management]

	Three months ended October 31 2018	Three months Ended October 31 2017
CASH FLOWS USED IN OPERATING ACTIVITIES		
Net loss for the year	\$ (237,142)	\$ (185,223)
Items not affecting cash:		
Depreciation	1,020	1,457
Accrued interest expense	1,540	33,383
Share-based payments	14,878	13,055
Change in fair value of share purchase warrants	(33,280)	(126,711)
Transaction cost – share purchase warrants	9,827	4,159
Changes in non-cash working capital items:		
Due to related party	1,768	(7,014)
Decrease in prepaid expenses	4,165	9,560
Increase (decrease) in trade payables and accrued liabilities	(46,872)	(42,879)
Net cash flows used in operating activities	(190,352)	(300,213)
CASH FLOWS FROM FINANCING ACTIVITIES		
Short term loans advanced net of repayments	(507)	(40,710)
Issuance of common shares	225,351	491,014
Net cash flows provided by financing activities	224,844	450,304
Change in cash during the year	34,492	150,091
Cash, beginning of year	135,716	138,034
Cash, end of year	\$ 170,208	\$ 288,125

The accompanying notes are an integral part of these Interim Condensed Consolidated Financial statements.

ADVANCED PROTEOME THERAPEUTICS CORPORATION
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF SHAREHOLDERS' DEFICIENCY

(Expressed in U.S. Dollars)

[Unaudited – prepared by management]

	Share Capital					Non-	
	Number of	Amount	Reserves	Deficit	controlling	interest	Total
	shares						
Balance July 31, 2017	133,821,634	\$ 17,715,070	\$ 2,502,073	\$(19,493,158)	\$(1,513,273)	\$	(789,288)
Issuance of common shares (Note 9)	12,637,466	383,265	-	-	-		383,265
- Less share issue costs	-	(13,135)	-	-	-		(13,135)
- Fair value of agent's warrants issued	-	(4,160)	4,160	-	-		-
Share based payments (Note 9)	-	-	13,055	-	-		13,055
Net loss and comprehensive loss for the year	-	-	-	(146,677)	(38,546)		(185,223)
Balance October 31, 2017	146,459,100	\$ 18,081,040	\$ 2,519,288	\$(19,639,835)	\$(1,551,819)	\$	(591,326)
Issuance of units (Note 9)	11,395,000	224,475	-	-	-		-
- Less share issue costs	-	(39,037)	-	-	-		(39,037)
- Fair value of agent's warrants issued	-	(41,180)	41,180	-	-		-
Issue of common shares (Note 9)							
- Exercise of warrants	1,667,916	77,686	-	-	-		77,686
- Exercise of stock options	990,000	86,436	(48,043)	-	-		38,393
Share based payments (Note 9)	-	-	87,975	-	-		-
Non-controlling interest adjustment	-	-	-	(208,634)	208,634		-
Net loss and comprehensive loss for the year	-	-	-	(598,095)	-		(598,095)
Balance July 31, 2018	160,512,016	\$ 18,406,714	\$ 2,596,240	\$(20,446,565)	\$(1,452,753)	\$	(896,364)
Issuance of units (Note 9)	6,240,000	134,078	-	-	-		134,078
- Less share issue costs	-	(11,151)	-	-	-		(11,151)
- Fair value of agent's warrants issued	-	(6,692)	6,692	-	-		-
Share based payments (Note 9)	-	-	14,878	-	-		14,878
Net loss and comprehensive loss for the year	-	-	-	(197,437)	(39,705)		(237,142)
Balance October 31, 2018	166,752,016	\$ 18,522,950	\$ 2,617,810	\$(20,644,002)	\$(1,492,458)	\$	(995,700)

The accompanying notes are an integral part of these Interim Condensed Consolidated Financial statements.

ADVANCED PROTEOME THERAPEUTICS CORPORATION**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

(Expressed in U.S. Dollars)

October 31, 2018

[Unaudited – prepared by management]**1. NATURE AND CONTINUANCE OF OPERATIONS**

Advanced Proteome Therapeutics Corporation (the “Company”), through its interest in Advance Proteome Therapeutics Inc. (“APT”) (Note 5), is a biotechnology company founded to develop and commercialize a platform that is intended to use advanced protein modification technologies to create proprietary human protein pharmaceuticals with enhanced therapeutic properties. The Company is listed on the TSX Venture Exchange (“TSX-V”) under the symbol APC.V.

The Company’s head office and principal address is BioSquare, 650 Albany Street, Boston, Massachusetts, USA 02118.

The Company emphasises that attention should be drawn to matters and conditions that indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. These financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to develop profitable operations in the future. The Company has incurred losses since its inception. The application of the going concern concept is dependent on the Company’s ability to obtain a viable operation and receive continued financial support from its shareholders and from external financing. Management is of the opinion that sufficient working capital will be obtained from external financing to meet the Company’s liabilities and commitments. The Company plans to obtain external financing when cash reserves fall below the Company’s anticipated requirements. Private placements were completed during the fiscal years ended July 31, 2018 and the three months ended October 31, 2018 (Note 9).

The Company is actively seeking additional funds to advance its core technologies for partnering and other potential revenue streams. There can be no assurances that the Company will be successful in raising additional cash to finance operations or that the continued support of creditors and shareholders will be available. These factors cast significant doubt that the Company will carry on operations. The financial statements do not include any adjustments relating to the recoverability of assets and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

	October 31, 2018	July 31, 2018
Working capital (deficiency)	\$ (515,459)	\$ (496,113)
Deficit	\$ (20,644,002)	\$ (20,446,565)

ADVANCED PROTEOME THERAPEUTICS CORPORATION
NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Expressed in U.S. Dollars)
October 31, 2018
[Unaudited – prepared by management]

2. BASIS OF PRESENTATION

These interim condensed consolidated financial statements are unaudited and have been prepared in accordance with International Accounting Standard 34 – *Interim Financial Reporting*, using accounting policies consistent with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and interpretations of the International Reporting Interpretations Committee (IFRIC). They do not include all of the information required for full annual financial statements.

The Interim Condensed Consolidated Financial statements were authorized for issue on December 28 2018 by the Board of Directors of the Company.

Basis of measurement

These financial statements have been prepared on a historical cost basis except for certain financial instruments which are measured at their fair value as explained in the accounting policies Note 3. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information.

Critical accounting estimates and judgments

The Company makes certain estimates and assumptions regarding the future. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Judgements

Critical judgements exercised in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are as follows.

i. Determination of functional currency

The Company determines the functional currency through an analysis of several indicators such as expenses and cash flow, financing activities, retention of operating cash flows, and frequency of transactions with the reporting entity.

Estimates and assumptions

Information about assumptions and estimation uncertainties that have a significant risk of resulting in material adjustments are as follows:

i. Impairment

An impairment loss is recognized for the amount by which an asset's carrying amount exceeds its recoverable amount. To determine the recoverable amount, management estimates expected future cash flows from each asset and determines a suitable interest rate in order to calculate the present value of those cash flows. In the process of measuring expected future cash flows management makes assumptions about future operating results. These assumptions relate to future events and circumstances. The actual results may vary, and may cause significant adjustments to the Company's assets within the next financial year. In most cases, determining the applicable discount rate involves estimating the appropriate adjustment to market risk and the appropriate adjustment to asset-specific risk factors.

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2. BASIS OF PRESENTATION (cont'd)

Critical accounting estimates and judgments (cont'd...)

Estimates and assumptions (cont'd...)

ii. Useful lives of equipment

Management reviews the useful lives of depreciable assets at each reporting date based on the expected utility of the assets to the Company. Actual results, however, may vary due to technical obsolescence.

iii. Income taxes

The Company is subject to different taxes in Canada and the United States. Income taxes and exposures recognized in the financial statements reflect management's best estimate of the outcome based on the facts known at the reporting date in each individual country. When the Company anticipates a future income tax payment based on its estimates, it recognizes a liability. The difference between the expected amount and the final tax outcome has an impact on current and deferred taxes when the Company becomes aware of the difference. In addition, when the Company incurs losses that cannot be associated with current or past profits, it assesses the probability of taxable profits being available in the future. When the Company estimates that sufficient deferred taxable income will be available to deduct temporary differences, a deferred tax asset is recognized for all deductible temporary differences. Management believes they have adequately provided for the probable outcome of these matters; however, the final outcome may result in a materially different outcome than the amount included in the tax liabilities.

iv. Valuation of stock-based compensation and other equity-based payment

The Company uses the Black-Scholes Option Pricing Model for valuation of stock-based compensation and other equity-based payments. This model requires the input of a number of assumptions including expected dividend yields, expected stock volatility, expected time until exercise, expected forfeitures, and risk-free interest rates. Although the assumptions used reflect management's best estimates, they involve inherent uncertainties based upon market conditions generally outside the control of the Company.

3. SIGNIFICANT ACCOUNTING POLICIES

Principles of consolidation

These consolidated financial statements include the accounts of the Company and its 80% (July 31, 2018 - 80%; October 31, 2017 - 78%) owned subsidiary, APTI, incorporated under the laws of the State of Delaware, U.S.A., and its 59.8% owned subsidiary 1090573 B.C. Ltd incorporated under the laws of British Columbia on September 23, 2016. All inter-company transactions and balances have been eliminated on consolidation.

Subsidiaries

Subsidiaries are entities over which the Company has control, where control is defined as the power to govern financial and operating policies of an entity so as to obtain benefit from its activities. Generally, the Company has a shareholding of more than one half of the voting rights in its subsidiaries. The effects of potential voting rights that are currently exercisable are considered when assessing whether control exists. Subsidiaries are fully consolidated from the date that control is transferred to the Company and are de-consolidated from the date that control ceases.

ADVANCED PROTEOME THERAPEUTICS CORPORATION**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

(Expressed in U.S. Dollars)

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[Unaudited – prepared by management]**3. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)****Equipment**

Equipment is recorded at cost and is amortized over their remaining estimated useful economic life as follows:

Laboratory equipment	Declining balance basis at 30% per annum
Computer equipment	Declining balance basis at 30% per annum

Share-based payments

The Company's Stock Option Plan (the "Plan") allows directors, officers and consultants to acquire common shares of the Company in exchange for the stock options exercised. The fair value of the options granted to employees is recognized as an expense over the vesting period using the graded vesting method with a corresponding increase in equity. An individual is classified as an employee when the individual is regarded as an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Company.

The fair value of the options granted is measured using the Black-Scholes Option Pricing Model, taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the number of options that are expected to vest based on the estimate of the forfeiture rate.

Where the options are granted to non-employees, they are measured at the fair value of goods or services received. When the fair value of goods or services received in exchange for the share-based payments cannot be reliably estimated, the fair value is measured by reference to the fair value of the equity instruments granted.

Translation of foreign currencies

The functional currency of the Company and its subsidiaries is the U.S. Dollar, which is the Company's presentation currency.

Revenues and expenses denominated in foreign currency are translated at the exchange rates in effect at the transaction dates. Monetary assets and liabilities denominated in foreign currency are translated at the exchange rate prevailing at the statement of financial position date. Exchange gains and losses on translation are recognized in profit or loss.

Research and development costs

Research costs are expensed as incurred. Development costs which meet generally accepted criteria, including reasonable assurance regarding recoverability, are capitalized and amortized when they are ready for their internal use. Annually, the Company reviews commercially viable prospects of a project. Through an evaluation of the expected future cash flows from commercialization of the associated products, the Company determines whether impairment in the recoverable amount exists. To date, no development costs have met the criteria to be capitalized.

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3. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

Research and development costs (cont'd...)

Research and development costs recognized in profit or loss are as follows:

	Three months ended October 31 2018	Three months ended October 31 2017
Research and development		
Depreciation of equipment	\$ 1,020	\$ 1,457
Insurance	1,619	1,163
Legal – intellectual property	40,060	-
Rent	28,943	28,657
Supplies	4,549	4,758
Technical services	-	7,057
Wages and benefits	<u>118,710</u>	<u>123,885</u>
	<u>\$ 194,901</u>	<u>\$ 166,977</u>

Impairment of assets

At the end of each reporting period the carrying amounts of the Company's assets are reviewed to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Where an impairment subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate and its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognized immediately in income or loss.

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

Financial assets

All financial assets are initially recorded at fair value and designated upon inception into one of the following four categories: held to maturity, available for sale, loans and receivables or at fair value through profit or loss ("FVTPL").

Financial assets classified as FVTPL are measured at fair value with unrealized gains and losses recognized through profit and loss. The Company's cash is classified as FVTPL.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

Financial assets (cont'd...)

Transaction costs associated with FVTPL financial assets are expensed as incurred, while transaction costs associated with all other financial assets are included in the initial carrying amount of the asset.

Financial liabilities

All financial liabilities are initially recorded at fair value and designated upon inception as FVTPL or other financial liabilities. Financial liabilities classified as other financial liabilities are initially recognized at fair value less directly attributable transaction costs. After initial recognition, other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. The effective interest rate method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period.

The effective interest rate is the rate that discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period. The Company's trade payables and advances from related party are classified as other financial liabilities.

Financial liabilities classified as FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Derivatives, including separated embedded derivatives are also classified as held for trading and recognized at fair value with changes in fair value recognized in earnings unless they are designated as effective hedging instruments. Fair value changes on financial liabilities classified as FVTPL are recognized in earnings. The Company's financial liabilities classified as FVTPL include the share purchase warrants.

Finance income and finance costs

Interest income comprises interest income on funds invested, dividend income, gains on sale of available-for-sale financial assets, and changes in fair value of financial assets at FVTPL. Finance costs comprise interest expense on borrowings, accretion of discounts on provisions, and changes in fair value of financial assets at FVTPL.

Income taxes

The Company follows the asset and liability method of accounting for income taxes whereby deferred income taxes are recognized for the tax consequences attributable to differences between the financial statement carrying values and their respective income tax bases (temporary differences). Deferred income tax assets and liabilities are measured using enacted or substantively enacted income tax rates expected to apply to taxable income in the years in which temporary differences are expected to be recovered or settled. The effect on deferred income tax assets and liabilities of a change in tax rates is included in income in the period in which the change occurs. The amount of deferred income tax assets recognized is limited to the amount that is more likely than not to be realized.

Loss per share

Basic loss per share are computed by dividing net loss by the weighted average number of shares outstanding during the reporting period, which is reported in U.S. Dollars. Diluted earnings per share are computed similar to basic earnings per share except that the weighted average shares outstanding are increased to include additional shares from the assumed exercise of stock options and warrants, if dilutive. The number of additional shares is calculated by assuming that outstanding stock options were exercised and that the proceeds from such exercises were used to acquire shares of common stock at the average market price during the reporting period.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

Comprehensive loss

Comprehensive loss consists of net loss and other comprehensive loss and represents the change in shareholders' deficiency which results from transactions and events from sources other than the Company's shareholders. For the periods presented, comprehensive loss was the same as net loss.

4. NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS NOT YET EFFECTED

New standard IFRS 9 "Financial Instruments"

This new standard is a partial replacement of IAS 39 "Financial Instruments: Recognition and Measurement". IFRS 9 introduces new requirements for the classification and measurement of financial assets, additional changes relating to financial liabilities, a new general hedge accounting standard which will align hedge accounting more closely with risk management. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018 with early adoption permitted.

New standard IFRS 15 "Revenue from Contracts with Customers"

This new standard contains a single model that applies to contracts with customers and two approaches to recognizing revenue: at a point in time or over time. The model features a contract-based five-step analysis of transactions to determine whether, how much and when revenue is recognized. New estimates and judgmental thresholds have been introduced, which may affect the amount and/or timing of revenue recognized. IFRS 15 is effective for annual periods beginning on or after January 1, 2018 with early adoption permitted.

New standard IFRS 16 "Leases"

This new standard was issued on January 13, 2016 and will be effective for accounting periods beginning on or after January 1, 2019. Early adoption is permitted, provided the Company has adopted IFRS 15. This standard sets out a new model for lease accounting.

The Company has not early adopted these revised standards and is currently assessing the impact that these standards will have on its 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 are not expected to have a significant impact on the Company's financial statements.

5. NON-CONTROLLING INTEREST (cont'd...)

Effective October 25, 2006, the Company acquired 56% of the outstanding common shares of APTI. Subsequent to the acquisition of the APTI shares, pursuant to the acquisition agreement, the number of issued and outstanding shares of APTI owned by the Company shall at all times equal the number of issued and outstanding shares of the Company. Consequently, during the year ended July 31, 2008, the Company acquired an additional 18,977,164 APTI shares. As at October 31, 2018, the Company is entitled to acquire an additional 95,767,555 (July 31, 2018 – 89,527,555) APTI shares yet to be issued. At October 31, 2018, the non-controlling interest reflects the transactions as if the Company has already acquired the additional shares and is therefore recorded at 20% (July 31, 2018 - 20%) of the outstanding APTI shares.

On September 23, 2016, the Company acquired all 6,875,000 outstanding common shares of its subsidiary, 1090573 B.C. Ltd ("PrivCo"), a company incorporated under the laws of British Columbia. PrivCo issued an additional 625,000 common shares for services rendered to November 15, 2016 at a price of \$0.06 Cdn per share. On December 22, 2016, PrivCo issued an additional 4,000,000 common shares pursuant to a non-brokered private placement at a price of \$0.06

ADVANCED PROTEOME THERAPEUTICS CORPORATION
NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in U.S. Dollars)

October 31, 2018

[Unaudited – prepared by management]

5. NON-CONTROLLING INTEREST (cont'd...)

Cdn per share. As at October 31, 2018 the Company held a 59.8% interest in Privco and the non-controlling interest reflects 40.2% of the transactions of the PrivCo.

The following is summarized financial information for the two subsidiaries, APTI and PrivCo prepared in accordance with IFRS 10, modified for fair value adjustments on acquisitions. The information is before inter-company eliminations within the group companies.

	APTI		PrivCo	
	October 31,	October 31,	October 31,	October 31,
	2018	2017	2018	2017
Revenue	\$ -	\$ -	\$ -	\$ -
Operating Expense	196,759	173,425	-	10
Net loss	198,527	175,194	-	9
Loss attributable to NCI	\$ 39,705	\$ 38,543	\$ -	\$ 3
Current assets	\$ 123,115	\$ 67,495	\$ 171,214	\$ 171,291
Non-current assets	12,581	17,973	-	-
Current liabilities	7,895,583	7,081,277	563	563
Net (liabilities)/assets	\$ (7,759,887)	\$ (6,995,810)	\$ 170,650	\$ 170,728

6. EQUIPMENT

	Lab equipment	Computer equipment	Total
Cost			
Balance July 31, 2017 and October 31, 2017	\$ 483,247	\$ 43,790	\$ 527,037
Additions	-	-	-
Balance July 31, 2018 and October 31, 2018	\$ 483,247	\$ 43,790	\$ 527,037
Accumulated depreciation			
Balance July 31, 2017	\$ 466,541	\$ 41,066	\$ 507,607
Depreciation	1,253	204	1,457
Balance October 31, 2017	\$ 467,794	\$ 41,270	\$ 509,064
Depreciation	3,754	613	4,372
Balance July 31, 2018	\$ 471,553	\$ 41,883	\$ 513,436
Depreciation	877	143	1,020
Balance October 31, 2018	\$ 472,430	\$ 42,025	\$ 514,455
Carrying amount			
As at July 31, 2017	\$ 16,706	\$ 2,724	\$ 19,430
As at October 31, 2017	\$ 15,453	\$ 2,520	\$ 17,973
As at July 31, 2018	\$ 11,694	\$ 1,907	\$ 19,430
As at October 31, 2018	\$ 10,817	\$ 1,766	\$ 12,581

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7. SEGMENTED INFORMATION

The Company currently conducts substantially all of its operations in the United States as a single reportable business segment. The Company's equipment is located in the United States.

8. COMMITMENTS

The Company is committed to lease a premise at a monthly rent of \$7,459 expiring December 31, 2018 which is renewable on an annual basis. Included in prepaid expenses is \$6,671 (July 31, 2018 - \$6,671) paid as a deposit for rent.

The Company entered into an exclusive option agreement with the Toronto Recombinant Antibody Centre at the University of Toronto to acquire an option to licence antibody candidates and to jointly fund a research program with the University of Toronto. Under the terms of the agreement, in consideration for completion of research milestones, the University of Toronto is entitled to receive a maximum of 2,000,000 of the Company's common shares. The shares will be subject to a hold period of four months and one day from the date of issuance.

9. CAPITAL STOCK

Common stock

The Company's authorized share capital is comprised of an unlimited number of common shares, without par value. As at October 31, 2018 there were 166,752,016 common shares outstanding. (July 31, 2018 – 160,512,016 common shares).

During the year ended July 31, 2018 the Company completed a private placement by issuing 12,637,466 units at a purchase price of \$0.05 Cdn per unit for gross proceeds of \$508,308 (\$631,873 Cdn). Each unit consists of one common share and one non-transferable share purchase warrant. Each warrant entitles the holder to purchase one additional common share at a price of \$0.10 Cdn per share. The fair value of the warrants issued, recorded as an allocation of the proceeds received, was estimated at \$125,043 (\$155,428 Cdn) using the Black-Scholes Option Pricing Model. The Company paid an aggregate finder's fee consisting of \$17,342 (\$21,508 Cdn) in cash and the issuance of 430,150 warrants as a finder's fee, exercisable into one common share at a price of \$0.10 Cdn per share.

During the year ended July 31, 2018, the Company completed a private placement by issuing 11,395,000 units at a purchase price of \$0.08 Cdn per unit for gross proceeds of \$703,930 (\$911,600 Cdn). Each unit consists of one common share and one non-transferable share purchase warrant. Each warrant entitles the holder to purchase one additional common share at a price of \$0.10 Cdn per share. The fair value of the warrants issued, recorded as an allocation of the proceeds received, was estimated at \$520,635 (\$674,310 Cdn) using the Black-Scholes Option Pricing Model. The Company paid an aggregate finder's fee consisting of \$50,142 (\$64,928 Cdn) in cash and the issuance of 811,600 warrants as a finder's fee, exercisable into one common share at a price of \$0.10 Cdn per share.

During the fiscal year ended July 31, 2018 the Company issued 1,666,665 common shares at \$0.06 Cdn and 1,250 common shares at \$0.10 Cdn per common share pursuant to the exercise of warrants, and 990,000 common shares at \$0.05 Cdn per common share pursuant to the exercise of stock options.

On August 22, 2018 the Company closed a non-brokered private placement pursuant to which it issued 6,040,000 units at a price of \$0.05 Cdn per unit for gross proceeds of \$302,000 Cdn. Each unit consists of one common share and one transferable common share purchase warrant, with each warrant being exercisable on or before August 22, 2020 at a price of \$0.075 Cdn per share. On September 11, 2018 the Company closed the final tranche of the private placement by issuing an additional 200,000 units for an additional \$10,000 Cdn, with each additional warrant being exercisable on or before September 11, 2020 at a price of \$0.075 Cdn per share. The fair value of the warrants issued, recorded as an as an allocation of the proceeds received, was estimated at \$112,251 (\$146,148 Cdn) using the Black-Scholes Option

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9. CAPITAL STOCK (cont'd...)

Common stock (cont'd...)

Pricing. The Company paid a cash commission in the amount of \$14,284 (\$18,600 Cdn) and issued 356,000 non-transferable finder's warrants exercisable on or before August 22, 2020 and 16,000 non-transferable finder's warrants exercisable on or before September 11, 2018, at a price of \$0.075 Cdn per share.

Warrants

A summary of warrant activity is as follows:

	Number of warrants	Exercise price
Balance July 31, 2017	11,961,773	\$ 0.10 Cdn
Expired during the period	(2,600,000)	0.10 Cdn
Issued and expiring on or before September 28, 2018*	11,997,616	0.10 Cdn
Issued and expiring on or before October 6, 2018	1,070,000	0.10 Cdn
Balance October 31, 2017	<u>22,429,389</u>	\$ 0.10 Cdn
Expired during the fiscal year	(2,500,000)	0.06 Cdn
Expired during the fiscal year	(7,693,858)	0.10 Cdn
Exercised during the fiscal year	(1,666,665)	0.06 Cdn
Exercised during the fiscal year	(1,250)	0.10 Cdn
Issued and expiring on or before March 5, 2022	11,024,000	0.10 Cdn
Issued and expiring on or before March 12, 2022	<u>1,182,600</u>	<u>0.10 Cdn</u>
Balance July 31, 2018	<u>25,274,216</u>	\$ 0.10 Cdn
Expired during the period	(430,150)	0.10 Cdn
Issued and expiring on or before August 22, 2020	6,396,000	0.075 Cdn
Issued and expiring on or before September 11, 2020	<u>216,000</u>	<u>0.075 Cdn</u>
Balance October 31, 2018	<u>31,456,066</u>	\$ 0.10 Cdn

* Expiry dates were extended to November 30, 2018.

During fiscal year ended July 31, 2018, the Company issued 13,067,616 warrants, including 430,150 warrants related to finders' fee, pursuant to a private placement of 12,637,466 units. Each warrant entitles the holder to purchase one additional common share at a price of \$0.10 Cdn per share. 11,997,616 warrants expire on or before September 28, 2018 and 1,070,000 on or before October 6, 2018. The expiry dates of these warrants were extended to November 30, 2018, with the exception of the 430,150 finder's warrants expired during the three months ended October 31, 2018.

During the fiscal year ended July 31, 2018, the Company issued 12,206,600 warrants, including 811,600 warrants related to finders' fee, pursuant to a private placement of 11,395,000 units. Each warrant entitles the holder to purchase one additional common share at a price of \$0.10 Cdn per share. 11,024,000 warrants expire on or before March 5, 2022 and 1,182,600 on or before March 12, 2022.

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9. CAPITAL STOCK (cont'd...)

Warrants (cont'd...)

During the three months ended October 31, 2018, the Company incurred transaction costs related to the issuance of share purchase warrants in the amount of \$9,827 (2017 - \$4,159). These costs represent period costs, based on an allocation of the warrants of amounts paid for finder's fees.

As at October 31, 2018, the warrants have a weighted average remaining life of 1.64 years (July 31, 2018 – 1.82 years).

Other than common share purchase warrants issued as a finder's fee, the common share purchase warrants are classified as a derivative financial liability due to the currency of their exercise price differing from the functional currency of the Company. The common share purchase warrants are re-valued at each reporting date, with a gain or loss reported in profit or loss.

The value of the warrants was calculated using the Black-Scholes Option Pricing Model and the assumptions were as follows:

	Three months ended October 31, 2018	Fiscal Year ended July 31, 2018
Risk-free interest rate	1.95% - 2.41%	1.21% - 2.18%
Expected life	0.00 – 4.0 years	0.00 - 5.0 years
Volatility	102.19% - 126.12%	38.93% - 132.00%
Dividend yield	0%	0%
Fair value (Cdn.)	\$0.02 - \$0.05	\$0.001 - \$0.03

During the three months ended October 31, 2018, the Company recorded an unrealized gain of \$33,280 and during the three months ended October 31, 2017 recorded an unrealized gain of \$126,711 due to change in fair value of the derivative financial liability.

Stock options

The Company's Plan allows the directors to grant stock options to directors, officers, employees and consultants to purchase up to a total of 10% of the issued and outstanding common shares, provided that stock options in favour of any one individual may not exceed 5% of the issued and outstanding common shares. No stock option granted under the Plan is transferable by the optionee other than by will or the laws of descent and distribution, and each stock option is exercisable during the lifetime of the optionee only by such optionee.

The exercise price of all stock options granted under the Plan must not be less than the Discounted Market Price (the last closing price of the listed shares before the date of the grant less the applicable discount), subject to a minimum price of \$0.05 Cdn per share, and the maximum term of each stock option may not exceed ten years. Vesting is provided at the discretion of the directors and once vested; options are exercisable at any time. Any shares issued to insiders or at discount market price on the exercise of stock options must be legended with a four-month holding period commencing on the date the stock options were granted.

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9. CAPITAL STOCK (cont'd...)

Stock options (cont'd...)

Stock option transactions and the number of share options outstanding are summarized as follows:

	Number of options		Weighted average exercise price
Balance July 31, 2017	10,475,000	\$	0.11 Cdn
Cancelled during the period	(150,000)		0.09 Cdn
Balance October 31, 2017	10,325,000	\$	0.11 Cdn
Granted and expiring on or before November 20, 2019	500,000		0.055 Cdn
Granted and expiring on or before April 5, 2020	300,000		0.055 Cdn
Granted and expiring on or before April 6, 2020	1,630,000		0.065 Cdn
Granted and expiring on or before May 17, 2023	600,000		0.055 Cdn
Granted and expiring on or before June 19, 2023	1,000,000		0.06 Cdn
Cancelled or expired during the period	(3,440,000)		0.07 Cdn
Exercised during fiscal 2018	(990,000)		0.05 Cdn
Balance July 31, 2018	9,925,000	\$	0.11 Cdn
Cancelled or expired during the period	(593,750)		0.10 Cdn
Balance October 31, 2018	9,331,250	\$	0.11 Cdn

Stock options outstanding and exercisable as at October 31, 2018:

Number of options outstanding	Number of options exercisable	Exercise price per option	Years to expiry	Expiry date
250,000	250,000	0.10 Cdn	0.07	November 27, 2018
1,391,250	1,391,250	0.24 Cdn	1.82	August 25, 2019
500,000	500,000	0.055 Cdn	1.05	November 20, 2019
100,000	100,000	0.24 Cdn	1.35	March 7, 2020
250,000	250,000	0.16 Cdn	1.68	April 2, 2020
300,000	75,000	0.055 Cdn	1.42	April 5, 2020
765,000	382,500	0.065 Cdn	1.43	April 6, 2020
100,000	100,000	0.22 Cdn	1.58	May 28, 2020
515,000	515,000	0.05 Cdn	2.16	December 29, 2020
185,000	185,000	0.30 Cdn	2.28	February 8, 2021
50,000	50,000	0.20 Cdn	2.84	September 1, 2021
135,000	135,000	0.10 Cdn	3.14	December 21, 2021
640,000	640,000	0.05 Cdn	3.23	January 23, 2022
100,000	100,000	0.06 Cdn	3.26	February 2, 2022
2,150,000	2,150,000	0.10 Cdn	3.46	April 16, 2022
150,000	150,000	0.05 Cdn	3.62	June 13, 2022
150,000	150,000	0.055 Cdn	3.76	July 31, 2022
600,000	150,000	0.055 Cdn	4.55	May 17, 2023
1,000,000	1,000,000	0.055 Cdn	4.64	June 19, 2023
9,333,250	8,731,250	\$ 0.11 Cdn	2.60	

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9. CAPITAL STOCK (cont'd...)

Stock options (cont'd...)

During the fiscal year ended July 31, 2018, the Company granted incentive stock options to a consultant to purchase up to 500,000 common shares in the capital of the Company, exercisable at a price of \$0.055 Cdn per share on or before November 20, 2019, vesting immediately on the date of grant. The fair value of each option granted has been estimated as of the date of the grant using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 1.45%, dividend yield 0%, an expected volatility of 138.711%, and expected term of 2 years, equal to the full life of the options as the Company does not expect any options to be exercised early.

During the fiscal year ended July 31, 2018, the Company granted incentive stock options to a consultant to purchase up to 300,000 common shares in the capital of the Company, exercisable at a price of \$0.055 Cdn per share on or before April 5, 2020, vesting every three months from the date of grant. The fair value of each option granted has been estimated as of the date of the grant using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 1.84%, dividend yield 0%, an expected volatility of 113.00%, and expected term of 2 years, equal to the full life of the options as the Company does not expect any options to be exercised early.

During the fiscal year ended July 31, 2018, the Company granted incentive stock options to directors, employees and consultants to purchase up to 1,630,000 common shares in the capital of the Company, exercisable at a price of \$0.065 Cdn per share on or before April 6, 2020, vesting as to one half in three months and one half in six months from the date of grant. The fair value of each option granted has been estimated as of the date of the grant using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 1.84%, dividend yield 0%, an expected volatility of 113.00%, and expected term of 2 years, equal to the full life of the options as the Company does not expect any options to be exercised early. 865,000 of these options were cancelled prior to vesting upon the resignation of certain director, officers and consultants, resulting in a balance 765,000 options being outstanding as at July 31, 2018.

During the year ended July 31, 2018, the Company granted incentive stock options to directors to purchase up to 600,000 common shares in the capital of the Company, exercisable at a price of \$0.055 Cdn per share on or before May 17, 2023, vesting as to 25% every three months. The fair value of each option granted has been estimated as of the date of the grant using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 2.27%, dividend yield 0%, an expected volatility of 120.00%, and expected term of 5 years, equal to the full life of the options as the Company does not expect any options to be exercised early.

During the year ended July 31, 2018, the Company granted incentive stock options to the Chief Executive Officer to purchase up to 1,000,000 common shares in the capital of the Company, exercisable at a price of \$0.055 Cdn per share on or before June 19, 2023, vesting immediately. The fair value of each option granted has been estimated as of the date of the grant using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 2.27%, dividend yield 0%, an expected volatility of 120.00%, and expected term of 5 years, equal to the full life of the options as the Company does not expect any options to be exercised early.

During the fiscal year ended July 31, 2018, the Company issued 990,000 common shares pursuant to the exercise of stock options at a price of \$0.05 Cdn per share for net proceeds in the amount of \$38,393 (\$49,500 Cdn). The fair value of the options at the time of issue was \$86,436 (\$115,248 Cdn).

During the fiscal year ended July 31, 2018 950,000 options exercisable at \$0.10 expired on January 18, 2018, 300,000 options exercisable at \$0.11 expired on February 20, 2018 and 100,000 options exercisable at \$0.05 expired on July 21, 2018.

During the three months ended October 31, 2018, the Company recorded a total of \$14,878 (2017 - \$108,629) in share-based payment expenses related to stock options in profit or loss.

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9. CAPITAL STOCK (cont'd...)

Stock options (cont'd...)

Stock options to purchase shares from the Company are granted to directors, officers, employees and consultants of the Company on the terms and conditions acceptable to the applicable securities regulatory authorities in Canada, in particular the TSX-V.

Loss per share

The calculation of the basic and diluted loss per share for the three months ended October 31, 2018 and 2017, was based on the loss attributable to common shareholders of the parent of \$197,437 (2017 - \$146,677) and the weighted average number of common shares outstanding of 165,284,190 (2017 - 138,405,045). Dilutive loss per share does not include the effect of the 9,331,250 (2017 - 10,325,000) stock options and 31,456,066 (2017 - 22,429,389) warrants as they are anti-dilutive.

10. SHORT TERM LOANS

The Company entered into loan agreements with three lenders for loans in the aggregate amount of \$183,075 (\$250,000 Cdn). The Loans bear interest at an annual rate of 12% and will be repayable in full on or before April 7, 2018. In addition, the Company may prepay all or a portion of the Loans in advance at any time without penalty. As at July 31, 2018 the principal loan balance was \$38,045 (\$50,000 Cdn) and as at July 31, 2017 was \$38,410 (\$50,000 Cdn), and a liability for accrued interest was \$16,336 (July 31, 2018 - \$14,938).

During the fiscal year ended July 31, 2018, the Company completed a private placement by issuing 12,637,466 units. Included in the private placement was the issuance of 1,062,466 units for the conversion of the short-term loan from one of the private lenders. The loan amount converted to common shares was \$50,000 Cdn plus accrued interest of \$3,123 Cdn.

During the fiscal year ended July 31, 2018, the Company completed a private placement by issuing 11,395,000 units. Included in the private placement was the issuance of 1,250,000 units for the conversion of the short-term loan from one of the private lenders. The loan amount converted to common shares was \$100,000 Cdn.

11. FINANCIAL INSTRUMENTS

The Company is exposed to certain financial risks as listed below. There has been no change in the exposure to risk, nor its objectives, policies and process for managing the risk from the prior year.

Credit risk

Credit risk is the risk of loss associated with counterparty's inability to fulfill its payment obligations. The Company's cash in the amount of \$170,208 (July 31, 2018 - \$135,716), held at financial institutions, subjects the Company to a significant concentration of credit risk which represents the maximum exposure to the risk. The financial institutions are major United States and Canadian banks which the Company believes lessens the degree of credit risk.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at October 31, 2018, the Company had a cash balance of \$170,208 (July 31, 2018 - \$135,716) to settle current liabilities of \$715,823 (July 31, 2018 - \$666,150). All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

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[Unaudited – prepared by management]**11. FINANCIAL INSTRUMENTS (cont'd)***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.

(a) Interest rate risk

The Company has interest-bearing debt of \$154,524 (July 31, 2018 - \$152,756) payable to an officer of the Company (Note 13). The Company believes it does not have significant interest rate risk because all interest rates are fixed and therefore does not vary with changes in market interest rates.

(b) Foreign currency risk

As at October 31, 2018, the majority of the Company's expenditures are in U.S. dollars. Any future equity raised is expected to be predominantly in Canadian dollars.

While the Company's functional currency is the U.S. dollar, it does have transactions in Canadian dollars. Accordingly, the related financial assets and liabilities are subject to fluctuations in exchange rates and can have an effect on the Company's reported results. The Company manages its exposure to foreign currency fluctuations by maintaining foreign currency bank accounts to offset foreign currency payables where possible. Management relies on the natural hedge created by this matching process and thus has chosen not to otherwise hedge its foreign exchange risk.

The significant balances in foreign currencies, as expressed in terms of U.S. dollars, are as follows:

Canadian assets and liabilities	October 31, 2018	July 31, 2018
Cash	\$ 55,071	\$ 75,294
Accounts receivable and prepaid expenses	22,185	24,926
Short term loans and accrued interest	(54,381)	(53,348)
Trade payables and accrued liabilities	(29,012)	(26,271)
Net Canadian dollar denominated financial assets	\$ (6,136)	\$ 20,601

The translation impact to the Company of a 1 percent increase in the Canadian dollar versus the U.S. dollar would have increased the net loss by \$61 (July 31, 2018 - \$206 decrease). Conversely, a 1 percent decrease in the Canadian dollar versus the U.S. dollar would have decreased the net loss by \$61 (July 31, 2018 - \$206 increase).

(a) Fair value

The fair value of the Company's financial assets and liabilities approximates their carrying amount.

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11. FINANCIAL INSTRUMENTS (cont'd)

The Company categorizes its financial assets and liabilities measured at the fair value into one of three different levels depending on the observation of the inputs used in the measurement. For the 2019 and 2018 fiscal years, the Company has financial instruments in Level 1 and Level 3. As at October 31, 2018, the Company's financial instruments are cash for an amount of \$170,208 (July 31, 2018 - \$135,716) which are measured at Level 1 inputs of the fair value hierarchy as the market value is readily available. Share purchase warrants for an amount of \$492,822 (July 31, 2018 - \$413,851) are measured at Level 3 inputs of the fair value hierarchy as it uses a combination of observable and unobservable inputs in calculating fair value (Note 9). There were no transfers between levels during the year.

Level 1: Fair value is based on unadjusted quoted prices for identical assets or liabilities in active markets.

Level 2: Fair value is based on inputs other than quoted prices included within Level 1 that are not observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3: Fair value is based on valuation techniques that require one or more significant unobservable inputs.

	Fair value hierarchy	October 31, 2018	July 31, 2018
Financial Assets			
Financial Assets at FVTPL			
Cash	Level 1	\$ 170,208	\$ 135,716
Financial Liabilities			
Financial liabilities at FVTPL			
Share purchase warrants	Level 3	\$ 492,822	\$ 413,851

	October 31, 2018	July 31, 2018
Balance – beginning of year	\$ 413,851	\$ 117,741
Issuances during the year	112,251	645,679
Change in fair value of share purchase warrants	(33,280)	(349,569)
Balance – end of period	\$ 492,822	\$ 413,851

12. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the acquisition of businesses in Canada and to maintain a flexible capital structure which optimizes the cost of capital within a framework of acceptable risk. In the management of capital, the Company includes the components of deficiency as at October 31, 2018 of \$995,700 (July 31, 2017 - \$896,363).

The Company manages the capital structure and makes adjustments to it in light of changes in the economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash. As at October 31, 2018 and July 31, 2018, the Company has entered into debt financing with respect to an amount due to a related party (Note 13).

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The Company is dependent on the capital markets as its sole source of operating capital and the Company's capital resources are largely determined by the strength of the TSX-V markets and by the status of the Company's projects in relation to these markets, and its ability to compete for investor support of its projects.

13. RELATED PARTY TRANSACTIONS

The Company entered into the following transactions with key management personnel, as being those persons having authority and responsibility for planning, directing and controlling the activities of the Company, including directors and management. The following amounts are included in the statements of comprehensive loss:

		Three Months ended October 31 2018	Three Months ended October 31 2017
	Related party		
Salaries	COO/CSO, Secretary	\$43,750	\$43,750
Professional fees	CFO	3,000	5,467
Share-based payments	Directors & Officers	7,653	2,896
Interest	COO/CSO, Secretary	1,768	1,769
Total		<u>\$56,171</u>	<u>\$53,882</u>

The amounts due to a related party of \$154,524 (July 31, 2018 - \$152,756) is payable on demand to the COO/CSO of the Company and bears interest at 5.0% per annum. This loan includes principal of \$141,525 (2017 - \$141,525) and interest accrued of \$12,999 (2017 - \$11,231). During the three months ended October 31, 2018 interest of \$Nil (2017 - \$7,014) was paid in cash. During fiscal year ended July 31, 2018, interest of \$14,090 (2017 - \$Nil) was paid in cash.

Included in trade payables and accrued liabilities is an amount of \$411,139 (July 31, 2018 - \$407,774) payable to the COO/CSO, Secretary of the Company and \$3,000 (July 31, 2018 - \$Nil) payable to the CFO.

13. SUBSEQUENT EVENTS

Subsequent to October 31, 2018:

250,000 incentive stock options excisable on or before November 27, 2018 expired without exercise.

12,637,466 warrants with extended expiry dates, exercisable on before November 30, 2018 expired without exercise.