FITCH STREET CAPITAL CORP.

FINANCIAL STATEMENTS

For the Three Months Ended June 30, 2016 and 2015

(Unaudited)

(Expressed in Canadian Dollars)

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by the 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 standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

FITCH STREET CAPITAL CORP.
STATEMENTS OF FINANCIAL POSITION
(unaudited)
(Expressed in Canadian Dollars)

	Note	**June 30, 2016**	March 31, 2016
Current			
Cash		**$ 5,764**	$ 885
Other receivables	3	**30,243**	29,483
		$ 36,007	$ 30,368
Current			
Accounts payable	4	**$ 198,553**	$ 177,713
Accrued liabilities		**16,250**	7,250
		214,803	184,963
Share capital	5	**296,331**	296,331
Contributed surplus	5	**112,892**	112,892
Deficit	5	**(588,019)**	(563,818)
		(178,796)	(154,595)
		$ 36,007	$ 30,368

Nature of Operations and Ability to Continue as a Going Concern – Note 1
Subsequent Events – Note 9

APPROVED BY THE DIRECTORS:

"Balraj Mann"	Director	*"Anthony Zelen"*	Director
Balraj Mann		Anthony Zelen	

FITCH STREET CAPITAL CORP.
STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
For the Three Months Ended June 30, 2016 and 2015
(unaudited)
(Expressed in Canadian Dollars)

	2016	2015
General and administrative expenses		
Bank charges and interest	**$ 7**	$ 7
Listing and filing fees	**2,442**	1,250
Office and miscellaneous - Note 4	**10,500**	600
Professional fees – Note 4	**9,000**	3,313
Transfer agent fees	**2,253**	830
	24,201	6,000
Net loss and comprehensive loss for the year	**(24,201)**	(6,000)
Basic and diluted loss per share	**$ (0.02)**	$ (0.00)
Weighted average number of shares outstanding	**1,323,083**	5,292,333

FITCH STREET CAPITAL CORP.
STATEMENTS OF CASH FLOWS
For the Three Months Ended June 30, 2016 and 2015
(unaudited)
(Expressed in Canadian Dollars)

	For the Three Months Ended June 30,	
	2016	2015
Cash Flows provided by (used in) Operating Activities		
Net loss for the year	**$ (24,201)**	$ (11,400)
Changes in non-cash working capital items related to operations:		
Other receivables	**(760)**	(426)
Accounts payable and accrued liabilities	**27,340**	4,741
Net cash used in operating activities	**2,379**	(7,085)
Cash Flows provided by Financing Activity		
Short-term loan by director	**2,500**	-
Net cash provided by financing activities	**2,500**	
Increase (decrease) in cash during the year	**4,879**	(7,085)
Cash, beginning of the period	**885**	13,955
Cash, end of the period	**$ 5,764**	$ 6,870

FITCH STREET CAPITAL CORP.
STATEMENTS OF SHAREHOLDERS' EQUITY (DEFICIT)
For the Years Ended March 31, 2016 and 2015
(Expressed in Canadian Dollars)

	Number of Shares		Common Shares		Contributed Surplus		Deficit		Total Shareholders' Equity
Balance, March 31, 2014	5,292,333	$	296,331	$	112,892	$	(497,195)	$	(87,972)
Net loss for the period	-		-		-		(11,400)		(11,400)
Balance, June 30, 2015	5,292,333	$	296,331	$	112,892	$	(508,595)	$	(99,372)
Balance, March 31, 2016	5,292,333	$	296,331	$	112,892	$	(563,818)	$	(154,595)
Share consolidation	(3,969,250)		-		-		-		-
Net loss for the period	-		-		-		(24,201)		(24,201)
Balance, June 30, 2016	1,323,083	$	296,331	$	112,892		(588,019)		(178,796)

Note 1 Nature of Operations

The Company was incorporated under the Business Corporations Act of British Columbia on June 20, 2007. The Company is in the development stage and was classified and listed as a Capital Pool Company as defined by Policy 2.4 (the "CPC Policy") of the TSX Venture Exchange (the "Exchange") on June 13, 2008.

The Company was required to complete a Qualifying Transaction (as defined under the policies of the Exchange) by September 14, 2010. The Company did not complete a Qualifying Transaction within the prescribed time frame and trading in its shares was suspended by the TSX-V. During the year ended March 31, 2011, the Company was transferred to the NEX.

The address of the Company's corporate office and principal place of business is Suite 600 – 666 Burrard Street, Vancouver, British Columbia V6C 2X8.

These financial statements were authorized for issue on August 29, 2016 by the directors of the Company.

Going Concern

While the Company's financial statements have been prepared using International Financial Reporting Standards ("IFRS") applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they come due, certain conditions and events cast significant doubt on the validity of this assumption. For the three months ended June 30, 2016, the Company reported a net loss of $24,201 (2015: $6,000) and as at that date had an accumulated deficit of $588,019 (March 31, 2016: $563,818). As of June 30, 2016, the Company has a net working capital deficiency of $178,796 (March 31, 2016 - $154,595). The Company expects to incur further losses in the development of its business, all of which casts substantial doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent on its ability to generate future profitable operations and/or to obtain the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they become due.

These financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary were the going concern assumption deemed to be inappropriate. These adjustments could be material. The directors of the Company have approved these financial statements.

Note 2 Significant Accounting Policies

(a) Statement of Compliance

These financial statements have been prepared in accordance with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

The policies applied in these financial statements are based on IFRS issued and outstanding as of August 29, 2016, the date the Board of Directors approved the financial statements for issue.

(Expressed in Canadian Dollars)

Note 2 Significant Accounting Policies – (cont'd)

(b) ***New accounting standards and amendments to existing standards***

New and amended standards adopted by the Company

- Amendments to IAS 32 - Financial Instruments: Presentation amendment provides clarification on the application of offsetting rules. This standard becomes effective for annual periods beginning on or after January 1, 2014. There was no impact to the Company arising from the adoption of this standard.

New or revised standards and amendments to existing standards not yet effective

- New standard IFRS 9, Financial Instruments, classification and measurement is the first part of a new standard on classification and measurement of financial assets that will replace IAS 39, "Financial Instruments: Recognition and Measurement." IFRS 9 has two measurement categories: amortized cost and fair value. All equity instruments are measured at fair value. A debt instrument is at amortized cost only if the entity is holding it to collect contractual cash flows and the cash flows represent principal and interest. Otherwise it is at fair value through profit and loss. This standard is effective for years beginning on or after January 1, 2018.

- Amendments to IAS 36 – Impairment of Assets, clarifies the recoverable amount disclosures for non-financial assets, including additional disclosures about the measurement of the recoverable amount of impaired assets when the recoverable amount was based on fair value less costs of disposal. The amendments apply retrospectively for annual periods beginning on or after January 1, 2014. Earlier application is permitted except an entity shall not apply those amendments in periods (including comparative periods) in which it does not also apply IFRS 13.

The Company is currently assessing the impact that these standards will have on the Company's financial statements. The Company plans to adopt these standards as soon as they become effective for the Company's reporting period.

Note 3 Other Receivables

	June 30, 2016	March 31, 2016
HST/GST receivable	**$ 30,243**	$ 29,483

Note 4 Related Party Transactions

During the three month period ended June 30, 2016 the company incurred $6,750 (2015 - $4,500) in expenses for rent, $3,750 for office expenses (2015 - $1,500) and $nil for professional services (2015 - $1,250) of which $69,300 was payable at June 30, 2016 (2015 - $16,250). These transactions have been recorded at the exchange amount which is the amount of consideration established and agreed to by the related parties.

A director has advanced the Company $6,000 payable at June 30, 2016 (March 31, 2016 – $3,500) for general corporate purposes. The advance carries no interest and is payable upon demand.

Key Management Compensation

There was no key management compensation for the three months ended June 30, 2016 (2015 – nil).

Note 5 Share Capital

a) Authorized:

Unlimited number of common voting shares without par value.

b) Issued and outstanding:

On June 21, 2016, the Company consolidated its outstanding shares on a one-new-for-four-old basis. As at June 30, 2016, the Company had 1,323,083 shares issued and outstanding.

A summary of changes in share capital is contained on the statement of changes in shareholders' equity for the three months ended June 30, 2016 and 2015.

c) Share Purchase Warrants:

There were no share purchase warrants transactions during the three months ended June 30, 2016 and 2015. As at June 30, 2016 and 2015, the Company had no warrants outstanding and exercisable.

d) Stock Options:

The Company has a stock option plan under which it is authorized to grant options to directors, employees and consultants for up to a maximum 10% of the issued and outstanding common shares of the Company. The exercise price shall not be less than the discounted market price of the Company's shares as at grant date. The options may be granted for a maximum term of 5 years. Options granted to directors, employees and consultants, other than the consultants engaged in investor relations activities, will vest fully upon the expiry of the hold period four months from the award date.

Options granted to consultants engaged in investor activities will vest in stages over a minimum period of twelve months.

There were no stock options transactions for the three months ended June 30, 2016 and 2015. As at June 30, 2016 and 2015, there were no stock options outstanding.

During the year ended March 31, 2010, the Company granted 500,000 stock options to Directors and Officers of the Company. These Options are exercisable at a price of $0.10 per share and expired on August 7, 2014.

e) Escrow Shares:

As at March 31, 2010, 3,466,666 common shares were subject to an escrow agreement to be released in accordance with the CPC policy guidelines. Under the escrow agreement, 10% of the shares will be released on the issuance of the Final Exchange Bulletin (the Exchange's acceptance of the Qualifying Transaction) and an additional 15% will be released on each of the dates which are 6 months, 12 months, 18 months, 24 months, 30 months and 36 months following the initial release. During the year ended March 31, 2011, 1,333,333 escrow shares were cancelled leaving a balance of 2,133,333 common shares in escrow.

On June 21, 2016, the Company consolidated its outstanding shares on a one-new-for-four-old basis. This reduced the number of escrow shares to 533,333.

Note 6 Financial Instruments

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

a) Capital Risk

The Company manages its capital to ensure that there are adequate capital resources for the Company to identify, evaluate and negotiate the acquisition of an interest in properties, assets or a business which is considered a Qualifying Transaction. The capital structure of the Company consists primarily of cash and share capital.

b) Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's cash is exposed to credit risk. The Company reduces its credit risk on cash by placing these instruments with institutions of high credit worthiness. As at June 30, 2016, the Company is not exposed to any significant credit risk.

c) Liquidity Risk

Liquidity risk is the risk that the Company is not able to meet its financial obligations as they fall due. There can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favorable. The Company may seek additional financing through equity offerings, but there can be no assurance that such financing will be available on terms acceptable to the Company or at all.

d) Market Risk

Market risk incorporates a range of risks. Movements in risk factors, such as market price risk and currency risk, affect the fair values of financial assets and liabilities. It is the responsibility of the Company to identify, evaluate and negotiate the acquisition of an interest in properties, assets or a business which is considered a Qualifying Transaction.

i) Interest Rate Risk

The Company's interest rate risk mainly arises from changes in the interest rates on cash. Cash generates interest based on market interest rates. At June 30, 2016, the Company was not subject to significant interest rate risk.

ii) Foreign Currency Risk

Foreign currency exchange rate risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in foreign exchange rates. As the Company is in the stage of identifying, evaluating and negotiating the acquisition of an interest in properties, assets or a business which is considered a Qualifying Transaction, the Company is not exposed to foreign currency risk at this time.

Note 6 Financial Instruments – (cont'd)

iii) Price Risk

The Company is not exposed to price risk with respect to commodity pricing.

In 2009, the CICA amended Section 3862, "Amendment to Financial Instruments – Disclosures" to require disclosures about the inputs to fair value measurements, including their classification within a hierarchy that prioritizes the inputs to fair value measurement.

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

The following table presents the financial instruments recorded at fair value in the statement of financial position, classified using the fair value hierarchy:

	Level 1	Level 2	Level 3	Total financial assets at fair value
Financial Assets				
Cash	$ 5,764	$ -	$ -	$ 5,764
	$ 5,764	$ -	$ -	$ 5,764

Note 7 Capital Risk Management

The Company's objectives when managing capital are: to safeguard the Company's ability to continue as a going concern; to maintain optimal capital structure, while ensuring the Company's strategic objectives are met and to provide an appropriate return to shareholders relative to the risk of the Company's underlying assets.

The capital structure of the Company consists of equity attributable to common shareholders, comprised of issued capital, stock options and deficit.

The Company maintains and adjusts its capital structure based on changes in economic conditions and the Company's planned requirements. The Company may adjust its capital structure by issuing new equity, selling and/or acquiring assets, and controlling its capital expenditures program.

The Company's primary activities are to identify, evaluate and negotiate the acquisition of an interest in properties, assets or a business which is considered a Qualifying Transaction. As such, the Company is dependent on existing working capital to fund its activities and raise additional amounts as needed and if available.

Management reviews its capital management approach on an ongoing basis. The Company is not subject to any externally imposed capital requirements.

Note 8 Subsequent Events

On August 12, 2016, the Company announced it is continuing with its private placement and debt settlement announced on June 17, 2016.

Private Placement

The Company intends to raise up to $500,000 through a private placement (post-consolidation) at a price of five cents per share. The proceeds will be used for general working capital, and expenses related to evaluation and completion of a qualifying transaction. The private placement is subject to TSX-V approval.

Debt Settlement

The Company has entered into debt settlement agreements with certain creditors of the Company, whereby the Company would issue common shares at a deemed price of five cents per common share in full and final settlement of the amounts owing to such creditors. Pursuant to the debt settlement agreement, $85,585 in debts would be settled and a total of 1,711,700 common shares would be issued to the creditors. The common shares received as part of the shares-for-debt settlement will be subject to TSX-V approval.