Metron Capital Corp.

Interim Financial Statements

For the six months ended November 30, 2016 and 2015

(Unaudited - expressed in Canadian Dollars)

Notice to Reader

These condensed interim financial statements of Metron Capital Corp. have been prepared by management and approved by Board of Directors of the Company. In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its external auditors have not reviewed these condensed interim financial statements, notes to financial statements and the related quarterly Management Discussion and Analysis.

Metron Capital Corp.
Condensed Interim Statements of Financial Position
(Unaudited - expressed in Canadian Dollars)

	Note	November 30, 2016	May 31, 2016
Assets			
Current			
Cash		$ 114,156	$ 1,610
Restricted Cash		-	15,000
		$ 114,156	$ 16,610
Liabilities			
Current			
Accounts payable and accrued liabilities	*4*	$ 161,459	$ 95,731
Private placements funds held in trust		-	15,000
		161,459	110,731
Equity			
Common shares	*5*	$ 593,061	$ 496,088
Reserves	*5*	55,350	55,350
Deficit		(695,714)	(645,559)
		(47,303)	(94,121)
		$ 114,156	$ 16,610
Going concern	*1*		

Approved and authorized on behalf of the Board of Directors on January 30, 2017:

"Gurminder Sangha"

"Jurgen Wolf"

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

Metron Capital Corp.

Condensed Interim Statements of Comprehensive Loss

(Unaudited - expressed in Canadian Dollars)

	Three months ended November 30, 2016	Three months ended November 30, 2015	Six months ended November 30, 2016	Six months ended November 30, 2015
Expenses				
Accounting and audit fees	$ 3,074	$ -	$ 7,610	$ 2,030
Filing fees	8,947	-	35,991	1,416
Legal fees	10,129	-	13,488	-
Office and administrative	60	-	60	-
	22,210	-	57,149	3,446
Other items				
Gain on recovery of accounts receivable	(6,994)	-	(6,994)	-
Gain on settlement of accounts payable and accrued liabilities	-	(6,048)	-	(6,048)
	(6,994)	(6,048)	(6,994)	(6,048)
Comprehensive loss (income) for the period	$ 15,216	$ (6,048)	$ 50,155	$ (2,602)
Basic and diluted loss (income) per share	$ 0.00	$ (0.00)	$ 0.00	$ (0.00)
Weighted average number of common shares outstanding	16,250,000	6,250,000	16,250,000	6,250,000

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

Metron Capital Corp.
Condensed Interim Statements of Changes in Equity
(Unaudited - expressed in Canadian Dollars)

	Common shares								
	Shares		Amount		Reserves		Deficit		Total shareholders' equity
Balance, May 31, 2015	6,250,000	$	496,088	$	55,350	$	(620,541)	$	(69,103)
Net income for the period	-		-		-		2,602		2,602
Balance, November 30, 2015	6,250,000	$	496,088	$	55,350	$	(617,939)	$	(66,501)
Balance, May 31, 2016	6,250,000	$	496,088	$	55,350	$	(645,559)	$	(94,121)
Net loss for the period	-		-		-		(50,155)		(50,155)
Share issuance:									
Private placement	10,000,000		100,000		-		-		100,000
Share issue costs	-		(3,027)		-		-		(3,027)
Balance, November 30, 2016	16,250,000	$	593,061	$	55,350	$	(695,714)	$	(47,303)

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

Metron Capital Corp.
Condensed Interim Statements of Cash Flows
(Unaudited - expressed in Canadian Dollars)

	Three months ended November 30, 2016	Three months ended November 30, 2015	Six months ended November 30, 2016	Six months ended November 30, 2015
Operating activities				
Net income (loss)	$ (15,216)	$ 6,048	$ (50,155)	$ 2,602
Items not affecting cash:				
Gain on recovery of accounts receivable	(6,994)	-	(6,994)	-
Gain on settlement of accounts payable and accrued liabilities	-	(6,048)	-	(6,048)
Changes in non-cash working capital items:				
Accounts payable and accrued liabilities	26,894	-	72,722	3,446
	4,684	-	15,573	-
Financing activities:				
Shares issued	-	-	100,000	-
Share issue costs	(499)	-	(3,027)	-
	(499)	-	96,973	-
Net decrease in cash	4,185	-	112,546	-
Cash, beginning of the period	109,971	-	1,610	-
Cash, end of the period	$ 114,156	$ -	$ 114,156	$ -

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

1. Nature and continuance of operations

Metron Capital Corp. (the “Company”) is a Canadian company incorporated under the laws of the Province of British Columbia and is a reporting issuer in British Columbia, Ontario and Alberta. The corporate head office and registered office of the Company are located at 1206 - 588 Broughton Street, Vancouver, BC, V6G 3E3.

The Company was initially formed as a Capital Pool Company (“CPC”) as defined in the TSX Venture Exchange (the “Exchange”). The Company was as unable to complete a Qualifying Transaction within the prescribed time frame of the Company’s listing date on the Exchange and as result, the trading in the shares of the Company were suspended on February 4, 2013 and were subsequently delisted on April 10, 2015.

In March 2016, the Company made application with the securities commissions for a revocation of the cease trade orders issued against the Company and on November 1, 2016, the Company announced that the cease trade orders have been fully revoked by the securities commissions. The Company is now working towards completing its relisting application for TSX Venture Exchange.

The principal business of the Company is to identify, evaluate and negotiate an acquisition of, a participation in or an investment in significant assets located in Canada.

These unaudited condensed interim 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. If the going concern assumption were not appropriate for these financial statements then adjustments would be necessary in the carrying amount of assets and liabilities, the reported revenue and expenses and the balance sheet classifications used.

During the period ended November, 2016, the Company experienced operating losses and the Company expects to incur further losses in the development of its business, all of which cast substantial doubt about the Company’s ability to continue as a going concern.

2. Significant accounting policies and basis of preparation

Statement of compliance

These unaudited condensed interim financial statements have been prepared in accordance with International Accounting Standard, *Interim Financial Reporting* (“IAS 34”) as issued by the International Accounting Standards Board (“IASB”). The policies applied in these financial statements are based on International Financial Reporting Standards (“IFRS”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”) issued and outstanding as at January 30, 2016, the date the board of directors approved these unaudited condensed interim financial statements for issue.

Basis of preparation

These unaudited condensed interim financial statements, prepared in conformity with IAS 34, follow the same accounting policies and methods of computation as the most recent audited annual financial statements.

Since these unaudited condensed interim financial statements do not include all disclosures required by the International Financial Reporting Standards (“IFRS”) for annual financial statements, they should be read in conjunction with the Company’s audited annual financial statements for the year ended May 31, 2016.

Foreign currency translation

The Company's functional and reporting currency is the Canadian dollar. Foreign currency monetary assets and liabilities are initially recorded at the functional currency rate prevailing at the date of transaction, and retranslated at the spot rate of exchange at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange at the transaction date. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Foreign exchange gains and losses are included in the determination of net loss.

2. Significant accounting policies and basis of preparation (continued)

Financial instruments – recognition and measurement

Financial assets and liabilities are initially recognized at fair value and are subsequently measured based on their classification as fair value through profit or loss (“FVTPL”), available-for-sale assets, held-to-maturity, loans and receivables, available-for-sale, or other financial liabilities, as described below:

i) Fair value through profit or loss

Financial assets and financial liabilities that are purchased or incurred with the intention of generating profits in the near term are classified as FVTPL. Any financial instrument can be designated as FVTPL as long as its fair value can be reliably measured. These instruments are measured at fair value with subsequent changes in fair value included in earnings.

The Company has classified cash on hand and deposits in bank as FVTPL assets, which accordingly are carried at their fair values.

ii) Held-to-maturity

Financial assets that have a fixed maturity date and fixed or determinable payments, where the Company intends and has the ability to hold the financial asset to maturity are classified as held-to-maturity and measured at amortized cost using the effective interest rate method. Any gains and losses arising from the sale of held-to-maturity financial assets are included in earnings. Currently, the Company has no held-to-maturity financial assets.

iii) Loans and receivables

Items classified as loans and receivables are measured at amortized cost using the effective interest method. Any gains or losses on the realization of loans and receivables are included in earnings. The Company has classified receivable as loans and receivables. Due to the short-term nature of these assets, their fair values approximate their carrying values.

iv) Available-for-sale

Available-for-sale assets are those financial assets that are not classified as FVTPL, held-to-maturity or loans or receivables, and are carried at fair value. Any gains or losses arising from the change in fair value are recorded as other comprehensive income. Available-for-sale securities are written down to fair value through earnings whenever it is necessary to reflect other-than-temporary impairment. Cumulative gains and losses arising upon the sale of the instrument are included in earnings. Transaction costs related to the purchase or sale of available-for-sale securities will be added to or deducted from the cost or proceeds of the relevant securities. Currently, the Company has no available-for-sale financial assets.

v) Other financial liabilities

Financial liabilities that are not classified as FVTPL are classified as other financial liabilities, and are carried at amortized cost using the effective interest method. Any gains or losses arising from the realization of other financial liabilities are included in earnings.

The Company has classified accounts payable and accrued liabilities as other financial liabilities. Due to the short-term nature of these assets, their fair values approximate their carrying values.

vi) Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the statement of comprehensive income.

Subsequent measurement at fair value of financial assets and liabilities are recorded through profit and loss.

2. Significant accounting policies and basis of preparation (continued)

Use of estimates

The preparation of financial statements in accordance with IFRS requires the Company to make estimates and assumptions concerning the future. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted prospectively in the period in which the estimates are revised.

Significant areas of estimation made by management are as follows:

i) Recoverability of exploration and evaluation assets

The application of the Company's accounting policy for exploration and evaluation expenditures requires judgment in determining whether it is likely that future economic benefits are likely either from future exploitation or sale or where activities have not reached a stage which permits a reasonable assessment of the existence of reserves. Management has made certain estimates and assumptions about future events or circumstances, in particular whether an economically viable extraction operation can be established. Estimates and assumptions made may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in profit or loss in the period when the new information becomes available.

Significant judgements used in the preparation of these financial statements are as follows:

i) Those relating to the assessment of the Company's ability to continue as a going concern

ii) The classification of financial instruments

iii) The recognition of deferred tax

3. New standards, interpretations and amendments issued but not yet effective

A number of new standards, amendments to standards and interpretations are not yet effective as of November 30, 2016, and have not been applied in preparing these consolidated financial statements.

i) New Standard IFRS 7- Financial Instruments: Disclosures

The amendments to IFRS 7 outline the disclosures required when initially applying *IFRS 9 Financial Instruments*, *classification and measurement* including added disclosure about investments in equity instruments measured at fair value in OCI and guidance on financial liabilities and derecognition of financial instruments.

ii) New Standard IFRS 9 - Financial instruments, classification and measurement

IFRS 9 as issued reflects the first phase of the IASBs work on the replacement of IAS 39 and applies to classification and measurement of financial assets as defined in IAS 39. The standard is effective for annual periods beginning on or after 1 January 2018.

iii) 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, 2017 with early adoption permitted.

iv) New standard IFRS 16 - Leases

This new standard was issued with the objective to recognize all leases on the balance sheet. IFRS 16 requires lessees to recognize a "right of use" asset and a lease liability calculated using a prescribed methodology. The mandatory effective date of IFRS 16 is for annual periods beginning on or after January 1, 2019. Early adoption is permitted provided that *IFRS 15, Revenue from Contracts with Customers*, is also

(Unaudited - expressed in Canadian Dollars)

3. New standards, interpretations and amendments issued but not yet effective (continued)

adopted. The Company is currently evaluating the effect the standard will have on its consolidated financial statements.

The Company has not early adopted these new and revised standards and none of these standards are expected to have a material effect on the consolidated financial statements.

4. Accounts Payable

		November 30, 2016		May 31, 2015
Trade and other payables	$	58,998	$	67,500
Amounts payable and accrued liabilities to related parties	$	102,461	$	28,231
	$	161,459	$	95,731

5. Share capital

a) Authorized

The Company has unlimited number of common and preferred shares authorized, without par value.

b) Issued share capital

The Company had 16,250,000 common shares issued and outstanding as at November 30, 2016 (May 31, 2016 - 6,250,000).

Share issuances for the six months ended November 30, 2016

On August 26, 2016, the Company completed a non-brokered private placement of 10,000,000 units ("Units") at a price of $0.01 per Unit for gross proceeds of $100,000. Each Unit is comprised of one common share and one common share purchase warrant. Each warrant entitles the holder to purchase one additional common share of the Company at an exercise price of $0.02 until August 26, 2017. The Company incurred share issue costs of $3,027.

c) Escrow

At November 30, 2016, there are 1,250,000 common shares held in escrow (May 31, 2016 – 1,250,000).

d) Options

The Company has adopted a stock option plan which allows the Company to issue options to certain directors, officers, employees and consultants of the Company to acquire up to 10% of the issued and outstanding common stock. Under the policies of the TSX-V, the exercise price of each option equals the market price of the Company's stock as calculated on the date of grant. The options can be granted for a maximum term of 5 years. Stock options granted under the plan vest immediately subject to vesting terms which may be imposed at the discretion of the directors.

As at November 30, 2016, there were no options outstanding.

e) Share purchase warrants

The continuity for share purchase warrants for the six months ended November 31, 2016 is as follows:

Expiry date	Exercise price	Balance May 31, 2016	Issued	Exercised	Expired	Balance November 30, 2016
August 26, 2017	$ 0.02	-	10,000,000	-	-	10,000,000
Weighted average exercise price		$ -	$ 0.02	$ -	$ -	$ 0.02

(Unaudited - expressed in Canadian Dollars)

5. Share capital (continued)

The following table summarizes information concerning outstanding share purchase warrants at November 30, 2016:

Exercise Price	Expiry Date	Warrants outstanding	Weighted average exercise price	Weighted average remaining contractual life in years
$0.02	August 26, 2017	10,000,000	$0.02	0.74

6. Related party transactions and key management compensation

The Company's related parties consist of the following officers and directors:

Name of related party	Position
Gurminder Sangha	President, CEO and director
Jurgen Wolf	CFO and director

Related party transactions

During the six months ended November 30, 2016 and 2015, the Company did not accrue or pay any amounts to its officers and directors.

Key management personnel compensation

During the six months ended November 30, 2016 and 2015, the Company did not accrue or pay any amounts to its key management. Key management includes the Company's directors and officers.

There were no standard compensation arrangements, or other arrangements in addition to or in lieu of standard arrangements, under which the officers and directors of the Company were compensated for services in their capacity as officers and directors (including any additional amounts payable for committee participation or special assignments), or for services as consultants or experts.

Related party balances

At November 30, 2016, an amount of $102,461, for expenses incurred on behalf of the Company, is owed to officers and directors and are included in accounts payable and accrued liabilities (May 31, 2016 - $28,231) (Note 4).

7. Financial instruments and financial risk management

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

a) Credit risk

Financial instruments that potentially subject the Company to a significant concentration of credit risk consist primarily of cash and cash equivalents. The Company limits its exposure to credit loss by placing its cash and cash equivalents with major financial institutions. The Company is not subject to significant credit risk on cash as it is held on deposit with credit worthy financial institutions.

b) Liquidity risk

All of the Company's financial liabilities are classified as current and are anticipated to mature within the next fiscal period. The Company intends to settle these with funds from its working capital position.

Cash resources, repayment obligations and spending plans are monitored and actions are taken with the objective of ensuring that there is sufficient capital in order to meet short-term business requirements. To facilitate its expenditure program, funds are raised primarily through investment equity financing. Adequate liquidity is anticipated to fund its financial liabilities through future equity contributions.

7. Financial instruments and financial risk management (continued)

As at November 30, 2016, financial liabilities were comprised of accounts payable and accrued liabilities, which have a maturity of less than one year.

c) Market risk

i. Interest rate risk

The Company is exposed to interest rate risk to the extent that the cash and cash equivalents maintained at the financial institutions is subject to a floating rate of interest. The interest rate risks on cash and cash equivalents and on the Company's obligations are not considered significant.

ii. Price risk

The Company is exposed to price risk with respect to commodity prices. The Company closely monitors commodity prices to determine the appropriate course of action to be taken by the Company.

iii. 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 rate. As all the Company's cash balances are denominated in Canadian dollars, the Company is not exposed to foreign currency exchange risk.

d) Fair value

The recorded value of the Company's financial assets and liabilities approximate their fair values due to their demand nature and their short term to maturity.

e) Sensitivity analysis

Based on management's knowledge and experience of the financial markets, the Company does not expect any material movements in the underlying market risk variables over a three-month period.

8. Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Company manages the capital structure and makes adjustments to it in light of changes in 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 debt, acquire or dispose of assets or adjust the amount of cash held by the Company.

In order to facilitate the management of its capital requirements, the Company prepares expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions.

The Company does not have sufficient capital resources to carry out all of its obligations and, accordingly, will attempt to raise additional capital when necessary.

(Unaudited - expressed in Canadian Dollars)

9. Fair value of financial instruments

a) Classification

At November 30, 2016 and May 31, 2016, the Company held financial instruments carried at fair value on the statement of financial position. The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities.
Cash, restricted cash, receivable, accounts payable and accrued liabilities, and private placements funds held in trust are valued using quoted market prices and have been included in Level 1 of the fair value hierarchy.

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly.

Level 3 – Inputs that are not based on observable market data.

The following table illustrates the classification of the Company's financial instruments within the fair value hierarchy as at November 30, 2016 and May 31, 2016:

November 30, 2016	**Level 1**	**Level 2**	**Level 3**	**Total**
Fair value through profit or loss				
Cash	$ 114,156	$ -	$ -	**$ 114,156**
Other financial liabilities				
Accounts payable and accrued liabilities	161,459	-	-	**161,459**
May 31, 2016	**Level 1**	**Level 2**	**Level 3**	**Total**
Fair value through profit or loss				
Cash	$ 1,610	$ -	$ -	**$ 1,610**
Restricted Cash	15,000	-	-	**15,000**
Other financial liabilities				
Accounts payable and accrued liabilities	95,731	-	-	**95,731**
Private placements funds held in trust	15,000	-	-	**15,000**