

INSURAGUEST TECHNOLOGIES INC.
(Formerly “Manado Gold Corp.”)
(An Exploration Stage Company)

CONDENSED INTERIM FINANCIAL STATEMENTS
(Expressed in Canadian dollars)
(Unaudited, prepared by management)

DECEMBER 31, 2019

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

The accompanying unaudited condensed interim financial statements for Insuraguest Technologies Inc. (the “Company”) have been prepared by management in accordance with International Financing Reporting Standards (IAS 34). These condensed financial statements, which are the responsibility of management are unaudited and have not been reviewed by the Company's auditors. The Company's Audit Committee and Board of Directors has reviewed and approved these interim financial statements.

The Company's independent auditors have not performed a review of these interim condensed financial statements in accordance with the disclosure requirements of National Instruments 51-102 released by the Canadian Securities Administrators.

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp.)

(An Exploration Stage Company)

CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

	December 31, 2019	June 30, 2019
ASSETS		
Current assets		
Cash	\$ 135,020	\$ 18,698
Receivables	92,385	12,173
Loans Receivable	25,000	25,000
	<u>252,405</u>	<u>55,871</u>
Reclamation bond (Note 6)	45,271	45,271
Mineral properties (Note 6)	1	1
Deferred Insuraguest Costs	7,513	-
Total assets	<u>\$ 305,190</u>	<u>\$ 101,143</u>

LIABILITIES AND SHAREHOLDERS' EQUITY**Current liabilities**

Accounts payable and accrued liabilities (Note 7)	\$ 349,792	\$ 325,130
	<u>349,792</u>	<u>325,130</u>

Shareholders' equity

Share capital (Note 8)	3,345,636	3,345,636
Subscriptions Receivable	433,000	89,500
Contributed surplus	643,253	643,253
Deficit	(4,456,491)	(4,302,376)
	<u>(44,602)</u>	<u>(223,987)</u>

Total liabilities and shareholders' equity	<u>\$ 305,190</u>	<u>\$ 101,143</u>
---	-------------------	-------------------

Nature of operations and going concern (Note 1)**Approved and authorized by the Board on February 26, 2020***“Donald Archibald”*

Director

“David Ryan”

Director

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp.”)

(An Exploration Stage Company)

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

	Six month period ended December 31, 2019	Six month period ended December 31, 2018	Three month period ended December 31 2019	Three month period ended December 31, 2018
EXPENSES				
Office and General	31,644	34,230	23,140	27,197
Professional fees	66,917	28,418	12,784	15,877
Management Fees	36,000	36,000	18,000	18,000
Directors Fees	30,000	30,000	15,000	15,000
Total operating loss	164,561	128,648	68,924	76,074
Interest	446	403	446	403
Loss and comprehensive loss for the period	\$ 164,115	\$ 128,245	\$ 68,478	\$ 75,671
Deficit, Beginning of period	4,302,376	3,833,418	4,398,013	3,885,992
Deficit, End of period	4,466,491	3,961,663	4,466,491	3,961,663
Loss per share – basic and diluted	\$ (0.00)	\$ (0.01)	\$ (0.00)	\$ (0.00)
Basic and diluted weighted average number of common shares outstanding	20,008,519	12,581,853	20,008,519	15,081,853

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly Manado Gold Corp.)

(An Exploration Stage Company)

CONDENSED CONSOLIDATION INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(DEFICIENCY)

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

	Six Months Ended December 31, 2019	Six Months Ended December 31, 2018
CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES		
Net loss for the period	(164,115)	(128,245)
Item not affecting cash:		
Changes in non-cash working capital items:		
Accounts payable and accrued liabilities	24,662	(129,912)
Accounts receivable	(80,212)	(594)
Net cash used in operating activities	<u>(219,665)</u>	<u>(258,751)</u>
CASH FLOWS USED IN INVESTING ACTIVITIES		
Mineral property costs	-	-
Deferred Acquisition costs	7,513	
Net cash used in investing activities	<u>(7,513)</u>	<u>-</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issuance of common shares	-	408,200
Subscriptions Received	343,500	(65,000)
Net cash from financing activities	<u>343,500</u>	<u>343,200</u>
Increase (decrease) in cash	116,322	84,449
Cash, beginning of period	<u>18,698</u>	<u>5,172</u>
Cash, end of period	<u>\$ 135,020</u>	<u>\$ 89,621</u>
NON-CASH INVESTING ACTIVITIES	-	-

There were no other non-cash financing or investing activities during the six month period ended December 31, 2019 or 2018.

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly Manado Gold Corp.)

(An Exploration Stage Company)

**CONDENSED CONSOLIDATION INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(DEFICIENCY)**

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

	Number Common Shares	of Share Capital	Subscriptions Received	Contributed Surplus	Deficit	Total
Balance as at June 30, 2018	11,748,250	\$ 3,061,336	\$ 65,000	\$ 484,727	\$ (3,833,418)	\$ (222,355)
Shares Issued in Private Placement	8,259,999	\$ 408,200	\$ (65,000)	-	-	343,200
Loss for the period	-	-	-	-	\$ (128,245)	(128,245)
Balance as at December 31, 2018	20,008,519	\$ 3,469,536	\$ -	\$ 484,727	\$ (3,961,663)	\$ 7,400
Balance as at June 30 2019	20,008,519	\$ 3,345,636	\$ 89,500	\$ 643,253	\$ 4,302,376	\$ (223,987)
Subscriptions received	-	-	\$ 343,500	-	-	\$ 343,500
Loss for the period	-	-	-	-	\$ (164,115)	\$ (164,115)
Balance as at December 31, 2019	20,008,519	\$ 3,345,636	\$ 433,000	\$ 643,253	\$ 4,466,491	\$ (44,602)

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp”.)

(An Exploration Stage Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

DECEMBER 31, 2019

1. NATURE OF OPERATIONS AND GOING CONCERN

Insuraguest Technologies Inc. (the “Company” or “ISG”) was incorporated in British Columbia on August 13, 2010 under the name of Manado Gold Corp (“Manado”). It changed its name on January 23, 2020 to Insuraguest Technologies Inc.

The Company’s head office is located at Suite 510, 744 West Hastings Street, Vancouver BC V7C 1A5.

The consolidated financial statements of the Company are presented in Canadian dollars which is the functional currency of the Company.

^[1]
^[1]
SEP

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”). These consolidated financial statements have been prepared on the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation.

^[1]
^[1]
SEP

At the date of the consolidated financial statements, the Company has not identified a known body of commercial grade mineral on any of its properties. The Company’s continuing operations as intended are dependent upon its ability to identify, evaluate and negotiate an acquisition of, a participation in or an interest in properties, assets or businesses. Such an acquisition will be subject to regulatory approval and may be subject to shareholder approval. In order to continue as a going concern and meet its corporate objectives, the Company will require additional financing through debt or equity issuances or other available means. There is no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

Management is actively targeting sources of additional financing through alliances with financial, exploration and mining entities, and other business and financial transactions which would assure continuation of the Company’s operation and exploration programs. In addition, management closely monitors commodity prices of precious metals, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company if favorable or adverse market conditions occur.

^[1]
^[1]
SEP

The Company estimates that it will need additional capital to operate for the upcoming year. These material uncertainties may cast significant doubt on the Company’s ability to continue as a going concern.

2. BASIS OF PREPARATION

a) Statement of compliance

These unaudited condensed interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by IASB and interpretations issued by IFRIC.

Except for the mandatory adoption of new IFRS, which are described under the heading “Adoption of new IFRS”, these unaudited condensed consolidated interim financial statements have been prepared according to the same accounting policies as those disclosed in Note 3 of the Company’s audited financial statements for the year ended June 30, 2019.

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp.”)

(An Exploration Stage Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

DECEMBER 31, 2019

2. BASIS OF PREPARATION (cont’d...)

b) Basis of measurement

These condensed interim financial statements have been prepared on a historical cost basis except for financial instruments which are classified as at fair value through profit or loss which are measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for the cash flow information.

c) Interim Financial Statements

These interim condensed consolidated financial statements have been prepared using the same accounting policies and methods of computation as the annual financial statements of the Company for the year ended June 30, 2019. Accordingly, the interim condensed consolidated financial statements should be read in conjunction with the consolidated financial statements for the year ended June 30, 2019.

d) Principles of consolidation

These consolidated financial statements include the balances and results of the Company and those entities over which the Company exercises control. Control is achieved where the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain the benefits from its operations.

These consolidated financial statements include the assets, liabilities, income and expenses of the Company and its wholly-owned subsidiaries, MDO Mining Corp. and ISG Acquisition Corp. All intercompany transactions and balances have been eliminated on consolidation. Unless otherwise indicated, all amounts are reported in Canadian dollars.

e) Adoption of new IFRS

The following new accounting policies were adopted in 2019 as a result of prescribed IFRS changes:

IFRS 15, Revenue from Contracts with Customers

In May 2014, the IASB issued IFRS 15 – Revenue from Contracts with Customers (“IFRS 15”) which supersedes IAS 11 – Construction Contracts, IAS 18 – Revenue, IFRIC 13 – Customer Loyalty Programmes, IFRIC 15 – Agreements for the Construction of Real Estate, IFRIC 18 – Transfers of Assets from Customers, and SIC 31 – Revenue – Barter Transactions Involving Advertising Services. IFRS 15 establishes a single five-step model framework for determining the nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with a customer. The adoption of this standard did not have a significant impact on the Company’s interim consolidated financial statements.

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp.”)

(An Exploration Stage Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

DECEMBER 31, 2019

2. BASIS OF PREPARATION (cont’d...)

e) Adoption of new IFRS (cont’d)

IFRS 9, Financial Instruments

The IASB intends to replace IAS 39 – “Financial Instruments: Recognition and Measurement” in its entirety with IFRS 9 in three main phases. IFRS 9 will be the new standard for the financial reporting of financial instruments that is principles-based and less complex than IAS 39. IFRS 9 requires that all financial assets be classified and subsequently measured at amortized cost or at fair value based on the Company’s business model for managing financial assets and the contractual cash flow characteristics of the financial assets.

Financial liabilities are classified and subsequently measured at amortized cost except for financial liabilities classified as at fair value through profit or loss, financial guarantees and certain other exceptions 8. The adoption of this standard did not have a significant impact on the Company’s interim consolidated financial statements.

IFRS 16, Leases, the new standard on leases, supersedes IAS 17, Leases, and related interpretations. The standard is effective for years beginning on or after January 1, 2019 and is not expected to have a significant impact on the Company’s consolidated financial statements.

There are no other standards or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Company.

f) Significant Accounting Estimates and Judgments

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

Critical accounting estimates:

- The carrying value and the recoverability of mineral properties;
- Deferred income taxes; and
- Share-based payments.

Critical accounting judgments

Examples of significant judgments, apart from those involving estimation, include:

- The accounting policies for mineral properties; and
- Classification of financial instruments.

Assessment of the Company’s ability to continue as a going concern.

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp.”)

(An Exploration Stage Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

DECEMBER 31, 2019

2. BASIS OF PREPARATION (cont'd...)**f) Significant Accounting Estimates and Judgments**

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

Critical accounting estimates:

- The carrying value and the recoverability of mineral properties;
- Deferred income taxes; and
- Share-based payments.

Critical accounting judgments

Examples of significant judgments, apart from those involving estimation, include:

- The accounting policies for mineral properties; and
- Classification of financial instruments.
- Assessment of the Company's ability to continue as a going concern

3. CAPITAL DISCLOSURES

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust its capital structure, the Company may issue new shares through private placements, sell assets to reduce debt or return capital to shareholders. The Company is not subject to externally imposed capital requirements. There were no changes in the Company's approach to capital management during the six month period ended December 31, 2019.

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp.”)

(An Exploration Stage Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

DECEMBER 31, 2019

4. FINANCIAL INSTRUMENTS AND RISKS

The Company thoroughly examines the various financial instrument risks to which it is exposed and assesses the impact and likelihood of those risks. These risks may include interest rate risk, credit risk, liquidity risk, and currency risk. The carrying value of the Company’s financial instruments approximates their fair value due to their short term nature.

a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. Current financial assets and financial liabilities are generally not exposed to interest rate risk because of their short-term maturity.

b) Credit risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company’s credit risk is primarily attributable to its liquid financial assets including cash and GST receivables. The Company limits exposure to credit risk on liquid financial assets through maintaining its cash with high-credit quality financial institutions.

The Company’s cash is held with a major Canadian based financial institution. Receivables mainly consist of harmonized sales tax due from the government of Canada.

c) Liquidity risk

Liquidity risk arises from the excess of financial obligations over available financial assets due at any point in time. The Company’s objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements. The Company addresses its liquidity through equity financing obtained through the sale of common shares and the exercise of warrants and options. As at December 31, 2019, the Company was holding cash of \$135,020 and had a working capital deficit of \$97,387. The Company’s accounts payable and accrued liabilities are due in the short term and as a result the Company will need to raise additional funds in order to meet its ongoing obligations.

d) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company operates in Canada and is not exposed to currency risk.

e) Price risk

The Company is exposed to price risk with respect to commodity and equity prices. The ability of the Company to explore its mineral properties and future profitability of the Company are directly related to the market price of commodities. The Company monitors commodity prices to determine appropriate actions to be undertaken.

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp.”)

(An Exploration Stage Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

DECEMBER 31, 2019

4. FINANCIAL INSTRUMENTS (cont’d...)**f) Fair value**

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

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

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

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

The fair value of cash is measured based on level 1 inputs of the fair value hierarchy.

5. MINERAL PROPERTIES

	Clisbako Claims	Total
Balance June 30, 2018	1	1
Balance December 31, 2018	\$ 1	\$ 1
Balance June 30, 2019	1	1
Balance December 31, 2019	\$ 1	\$ 1

Although the Company has taken steps to verify title to mineral properties in which it has an interest, these procedures do not guarantee its title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects.

As at December 31, 2019, the Company held reclamation deposits of \$45,271 (June 30, 2019 - \$45,271) in interest-bearing accounts.

a) Clisbako Claims

On September 15, 2010, the Company entered into an option agreement with the subsidiary of Pengram Corporation (“Pengram”), whereby the Company was granted an option to acquire a 75% interest in the Clisbako Property located in the Cariboo mining division of British Columbia. Under the terms of the Option Agreement, the Company agreed to the following:

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp.”)

(An Exploration Stage Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

DECEMBER 31, 2019

5. MINERAL PROPERTIES (cont’d...)

1. Paying an aggregate of US\$150,000 as follows:
 - a) US\$50,000 on execution of the agreement (paid);
 - b) A further US\$50,000 on or before February 28, 2011(paid); and
 - c) A further US\$50,000 on or before April 30, 2011. (This was waived on April 30, 2011, in exchange to terminate the option agreement with respect to the ISG Gold property, Sulawesi Indonesia).
2. Issuing an aggregate of 600,000 shares as follows:
 - a) 100,000 shares on or before September 15, 2011 (issued);
 - b) A further 200,000 shares on or before September 15, 2012 (issued); and
 - c) A further 300,000 shares on or before September 15, 2013 (issued).
3. Incurring exploration expenditures of \$650,000 on the Clisbako Property as follows:
 - a) \$100,000 on or before September 15, 2011 (incurred);
 - b) A further \$300,000 on or before September 15, 2012 (incurred); and
 - c) A further \$250,000 on or before September 15, 2013 (see below).

The Company will also be responsible to make all government payments required to keep the claims in good standing.

On September 13, 2013 Pengram accepted the total exploration expenditures incurred to date as full and final satisfaction of the Company’s remaining requirement and confirmed that the option had been exercised and the Company holds an undivided 75% interest in the Clisbako claims.

During the year ended June 30, 2016, the Company wrote down the carrying value of its mineral properties based on the presence of impairment indicators in respect of a difficult economic environment for raising and spending money in Canada. The Company has not performed any work on the property in the last three years and currently has no exploration plans however it retains title to the properties.

6. INSURAGUEST AGREEMENT

On January 24, 2019 the Company announced that it has entered into an arrangement agreement dated January 14, 2019, (the “Agreement”) with InsuraGuest, Inc., a Utah based software as a service company (“InsuraGuest”). Under the terms of the Agreement, a wholly owned subsidiary of ISG will acquire 100% of InsuraGuest’s issued and outstanding common shares. The transaction will constitute a change of business for ISG with the Company transitioning from the Mining Sector to the Technology Sector.

The transaction is at arm’s length and no existing ISG director, officer or insider holds any interest in InsuraGuest.

Under the proposed terms of the Agreement:

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp.”)

(An Exploration Stage Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

DECEMBER 31, 2019

6. INSURAGUEST AGREEMENT (Cont’d...)

1. ISG will consolidate its issued and outstanding shares on a one (1) for two (2) basis (rollback);
2. Shareholders of InsuraGuest will receive post consolidated shares of ISG on a ratio of 1.12 for every InsuraGuest share held;
3. Shareholders of InsuraGuest shall receive ISG Series A Warrants on a ratio of 0.11 for each InsuraGuest share held, each whole warrant will be exercisable to purchase an additional common share of ISG at \$0.20 per share, exercisable until two (2) years from closing of the Agreement and subject to the total revenue of InsuraGuest exceeding \$1,000,000 within two (2) years from the closing of the Agreement;
4. Shareholders of InsuraGuest shall receive ISG Series B Warrants on a ratio of 0.32 for each InsuraGuest share held, each whole warrant will be exercisable to purchase an additional common share of ISG at \$0.20 per share, exercisable until five (5) years from closing of the Agreement subject to the total revenue of InsuraGuest exceeding \$5,000,000 within five (5) years from the closing of the Agreement;
5. Shareholders of InsuraGuest shall receive ISG Series C Warrants on a ratio of 0.37 for each InsuraGuest share held, each whole warrant will be exercisable to purchase an additional common share of ISG at \$0.20 per share, exercisable until seven and a half (7.5) years from closing of the Agreement subject to the total revenue of InsuraGuest exceeding \$10,000,000 within seven and a half (7.5) years from the closing of the Agreement;
6. Shareholders of InsuraGuest shall receive ISG Series D Warrants on a ratio of 0.64 for each InsuraGuest share held, each whole warrant will be exercisable to purchase an additional common share of ISG at \$0.20 per share, exercisable until ten (10) years from closing of the Agreement subject to the total revenue of InsuraGuest exceeding \$20,000,000 within ten (10) years from the closing of the Agreement;
7. Holders of 5,180,000 of InsuraGuest’s outstanding warrants will be issued equivalent ISG warrants, which will be exercisable at a price of \$0.20 per share and expire on November 27, 2020; and
8. ISG advanced \$25,000 by way of a loan to InsuraGuest to cover its legal, accounting and related costs. The loan is unsecured, non-interest bearing and repayable on demand.

Following closing of the transaction, the board of directors of ISG will consist of seven (7) persons. There shall be four (4) nominee of InsuraGuest appointed as directors of ISG and three (3) existing ISG directors.

ISG will be applying to the TSX – Venture Exchange for a waiver of sponsorship in connection with this transaction.

Completion of the Arrangement is subject to a number of conditions:

1. ISG completing a one (1) for (2) share consolidation (rollback);
2. The ISG completing a private placement of 10,000,000 units at \$0.20 per unit (the “Units”). Each Unit consisting of one (1) post consolidated common share and one half (1/2) of one (1) warrant to purchase an additional post consolidated common share at a price of \$0.35 per share, for a period of eighteen (18) months from closing;

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp.”)

(An Exploration Stage Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

DECEMBER 31, 2019

6. INSURAGUEST AGREEMENT (Cont’d...)

3. Shareholder approvals by both companies;
4. Regulatory approvals, including TSX Venture Exchange approval;
5. ISG obtaining a fairness opinion; and
6. Supreme Court of British Columbia granting an interim and final order approving the arrangement.

Immediately prior to the Agreement closing, following consolidation and assuming completion of the private placement, ISG will have 20,004,259 shares outstanding. After completion of the Arrangement, ISG will have 41,085,250 shares outstanding and the shareholders of InsuraGuest will hold approximately 51.3% of the outstanding shares of ISG.

7. RELATED PARTY TRANSACTIONS

Key management personnel are the persons responsible for planning, directing and controlling the activities of the Company and include both executive and non-executive directors, and entities controlled by such persons. The Company considers all Directors and Officers of the Company to be key management personnel.

Related party transactions during the six month period ended December 31, 2019 and not disclosed elsewhere in these financial statements are as follows:

- a) Paid or accrued \$30,000 (2018 - \$30,000) for management fees to a company controlled by a director.
- b) Paid or accrued \$6,000 (2018 - \$6,000) for management fees to a director.
- c) Paid or accrued \$30,000 (2018 - \$30,000) of directors’ fees to five directors.
- d) Paid or accrued \$6,000 (2018 - \$6,000) of investor relations’ fees to a director.
- e) Included in accounts payable and accrued liabilities is \$ 154,500 (2018 - \$111,000) owed to directors.

8. SHARE CAPITAL**Authorized share capital**

Unlimited common shares without par value
Unlimited preferred shares without par value

Issued during the six month period December 31, 2019

No shares were issued during the period. As at December 31, 2019 the Company had received \$433,000 in subscriptions for a private placement that was announced on January 24, 2019 and July 18, 2019.

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp.”)

(An Exploration Stage Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

DECEMBER 31, 2019

8. SHARE CAPITAL (cont’d...)**Issued during the six month period December 31, 2018**

On November 27, 2018, the Company closed a 8,259,999 unit private placement financing by issuing 8,259,999 units at a price of \$0.05 per unit for gross proceeds of \$412,999.95.

Each unit consists of one common share of the Company (“Share”) and one share purchase warrant (“Warrant”), with each Warrant entitling the holder to acquire one additional Share at a price of \$0.10 per Share for 24 months from the date of issuance.

The company paid finder’s fees totaling \$4,800.00 to registered investment dealers in connection with the private placement.

Warrants

	Number of Warrants	Weighted Average Exercise Price
Balance June 30, 2018	4,500,000	\$ 0.18
Expired	(3,000,000)	0.15
Issued	8,259,999	0.10
Balance December 31, 2018	9,759,999	\$ 0.12
Balance June 30, 2019	9,759,999	
Expired	(1,500,000)	0.15
Balance December 31, 2019	8,259,999	\$ 0.10

As of December 31, 2019, the following warrants are outstanding:

Expiry Date	Number of warrants	Exercise price	Remaining life in years
November 27, 2020	8,259,999	\$ 0.10	0.92
Total	8,259,999	\$0.10	

Stock options

The Company adopted a stock option plan (the “Stock Option Plan”) under which the Company can grant options to directors, officers, employees and consultants for up to 10% of the issued and outstanding common shares. Under the Stock Option Plan, the exercise price of an option may not be less than the closing market price during the trading day immediately preceding the date of the grant of the option, less any applicable discount allowed by the TSX Venture Exchange. The options can be granted for a maximum term of ten years and vest at the discretion of the Board of Directors.

The accompanying notes are an integral part of these financial statements

INSURAGUEST TECHNOLOGIES INC.

(Formerly “Manado Gold Corp.”)

(An Exploration Stage Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

(Unaudited, prepared by management)

DECEMBER 31, 2019

8. SHARE CAPITAL (cont'd...)**Stock options**

	Number of Options	Weighted Average Exercise Price
Outstanding, June 30, 2018 and December 31, 2018	600,000	\$ 0.105
Issued	1,400,000	\$ 0.10
Expired	(600,000)	\$ 0.105
Outstanding, June 30, 2019 and December 31, 2019	1,400,000	\$ 0.10

As of December 31, 2019, the following stock options are outstanding:

Expiry Dates	Number of option outstanding	Number of options exercisable	Exercise price	Remaining life in years
June 21, 2021	1,400,000	1,400,000	\$ 0.10	1.48

On June 21, 2019, the Company granted 1,400,000 stock options to directors and officers. The fair value of the options granted was calculated using the Black-Scholes option pricing model for a total of \$34,626 based on the following assumptions: an expected life of 2 years, expected stock volatility of 141%, a risk-free interest rate of 1.48 % and no dividend yield.

See Note 10, Subsequent Events.

9. SEGMENTED INFORMATION

The Company currently conducts substantially all of its operations in one business segment being the acquisition and exploration of a resource property which is located in Canada.

10. SUBSEQUENT EVENTS

Subsequent to December 31, 2019 and pursuant to a resolution passed by shareholders at a Special meeting of Shareholder held on November 29, 2019, the Company has consolidated its capital on a (2) two old for (1) one new basis. The name of the Company has also been changed to Insuraguest Technologies Inc. subsequent to December 31, 2019. These are conditions of the Insuraguest Agreement (see Note 6.)

The accompanying notes are an integral part of these financial statements