

PRIYANKA CAPITAL INC.

**Unaudited Condensed Interim Financial Statements
Six Months Ended April 30, 2015
(Expressed in Canadian Dollars)**

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MANAGEMENT'S RESPONSIBILITY FOR UNAUDITED CONDENSED INTERIM FINANCIAL REPORTING

The accompanying unaudited condensed interim financial statements of Priyanka Capital Inc. [the "Company"] are the responsibility of the management and Board of Directors of the Company. The unaudited condensed interim financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the unaudited condensed interim financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the balance sheet date. In the opinion of management, the unaudited condensed interim financial statements have been prepared within acceptable limits of materiality and are in accordance with International Accounting Standard 34 Interim Financial Reporting consistent with International Financial Reporting Standards appropriate in the circumstances.

Management has established systems of internal control over the financial reporting process, which are designed to provide reasonable assurance that relevant and reliable financial information is produced. The Board of Directors is responsible for reviewing and approving the unaudited condensed interim financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

Glen Macdonald
Director

Vancouver, BC
June 29, 2015

NOTICE TO READERS

The accompanying unaudited condensed interim financial statements of the Company have been prepared by and are the responsibility of management. The unaudited condensed interim financial statements for the six months ended April 30, 2015 have not been reviewed by the Company's auditors.

PRIYANKA CAPITAL INC.
Unaudited Condensed Interim Statements of Financial Position
(Expressed in Canadian dollars)

	April 30, 2015	October 31, 2014
Assets		
Current		
Cash and equivalents	\$ 4,965	\$ 1
GST receivable	1,794	-
Loan receivable (Note 8)	35,833	-
Total Assets	\$ 42,592	\$ 1
Liabilities and Shareholders' Equity		
Current Liabilities:		
Accounts payable	\$ 13,386	\$ -
Accrued liabilities	500	-
Due to a related party (Note 7)	525	-
	14,411	-
Shareholders' Equity:		
Capital stock (Note 5)	65,833	1
Deficit	(37,652)	-
	28,181	1
Total Liabilities and Shareholders' Equity	\$ 42,592	\$ 1

Nature and Continuance of Operations (Note 1)

Approved by:

Glen Macdonald (signed)
Glen Macdonald, Director

Ken Ralfs (signed)
Ken Ralfs, Director

PRIYANKA CAPITAL INC.**Unaudited Condensed Interim Statements of Loss and Comprehensive Loss****For the three and six months ended April 30, 2015****(Expressed in Canadian dollars)**

	Three Months Ended April 30, 2015		Six Months Ended April 30, 2015	
Expenses				
Bank charges	\$	20	\$	34
Management		17,500		17,500
Office and Miscellaneous		2,212		2,212
Professional fees		2,169		13,869
Rent		2,100		2,100
Transfer agent and filing fees		1,937		1,937
Net loss and total comprehensive loss for the period	\$	(25,938)	\$	(37,652)
Basic and diluted loss per common share	\$	(0.02)	\$	(0.07)
Weighted average number of common shares outstanding		1,141,114		564,288

- No condensed interim statement of loss and comprehensive loss for the three and six months ended April 30, 2014 was presented as the Company was incorporated on October 16, 2014.

PRIYANKA CAPITAL INC.**Unaudited Condensed Interim Statements of Changes in Shareholders' Equity**

For the six months ended April 30, 2015

(Expressed in Canadian dollars except the number of shares)

	Number of Outstanding Shares	Share Capital	Deficit	Total Shareholders' Equity
		\$	\$	\$
Share issued for cash on incorporation, Note (5)	1	1	–	1
Balance, October 31, 2014	1	1	–	1
Cancellation of share issued for cash on incorporation	(1)	(1)	–	(1)
Share issued pursuant to arrangement agreement, Note (1)	1,316,670	65,833	–	65,833
Net loss and comprehensive loss for the period	–	–	(37,652)	(37,652)
Balance, April 30, 2015	1,316,670	65,833	(37,652)	28,181

• No condensed interim statement of changes in shareholders' equity (deficiency) for the six months ended April 30, 2014 was presented as the Company was incorporated on October 16, 2014.

PRIYANKA CAPITAL INC.
Unaudited Condensed Interim Statements of Cash Flows
For the six months ended April 30, 2015
(Expressed in Canadian dollars)

	Six Months Ended April 30, 2015
Cash (used in) /provided by:	
Operating activities	
Net loss for the period	\$ (37,652)
Change in non-cash working capital components	
GST receivable	(1,794)
Accounts payable and accrued liabilities	13,885
Net cash provided by (used in) operating activities	(25,561)
Financing activities	
Shares issuance pursuant to arrangement agreement (Note 1)	30,000
Due to a related party	525
Net cash provided by financing activities	30,525
Change in cash	4,964
Cash, beginning of the period	1
Cash , end of the period	\$ 4,965
Cash paid during the period for interest expense	\$ -
Cash paid during the period for income taxes	\$ -
Share issued pursuant to arrangement agreement	\$ 65,833

- No condensed interim statement of cash flows for the six months ended April 30, 2014 was presented as the Company was incorporated on October 16, 2014.

PRIYANKA CAPITAL INC.

Notes to the Unaudited Condensed Interim Financial Statements

For Six Months Ended April 30, 2015

(Expressed in Canadian Dollars)

1. NATURE AND CONTINUANCE OF OPERATIONS

Priyanka Capital Inc. (the “Company”) was incorporated under the *Business Corporations Act* (British Columbia) on October 16, 2014, and was a wholly-owned subsidiary of Leucadia Finance Partners Inc. until February 12, 2015. The principal business of the Company is to identify, evaluate and then acquire an interest in a business or assets. The address of its head office is located at 488 - 625 Howe Street, Vancouver, British Columbia, Canada V6C 2T6.

The Company entered into an arrangement agreement dated December 8, 2014 (the “**Arrangement Agreement**”) with Leucadia Finance Partners Inc. (“**Leucadia**”), Glenmac Capital Inc., Nishal Capital Inc., Ravensden Capital Inc. and Real Difference Capital Inc. Final court approval of the plan of arrangement (the “**Arrangement**”) was obtained on January 15, 2015 and the Company completed its arrangement on February 12, 2015 (the “**Effective Date**”). Shareholders of record of Leucadia on the Effective Date (the “**Shareholders**”) received, among other things, one new common share of Leucadia and one-half of one Class 1 Reorganization Share of Leucadia (each whole share, a “**Reorganization Share**”) for each Leucadia share held, which Reorganization Shares were then, pursuant to the Arrangement and requisite corporate approvals, automatically transferred by Shareholders to the Company in exchange for an aggregate of 1,316,670 common shares of the Company (each, a “**Priyanka Share**”), after accounting for rounding, which shares were issued to the Shareholders on a *pro rata* basis, such that the 1,316,667 Reorganization Shares were exchanged for 1,316,670 Priyanka Shares. Fractional shares of the Company were not issued, and any fractional shares resulting from the Arrangement were rounded up or down to the nearest whole number. Immediately following this, Leucadia redeemed all of the Reorganization Shares by the transfer to the Company of \$30,000 cash and a promissory note in the principal amount of \$35,833.

These unaudited condensed interim financial statements have been prepared on a going concern basis in accordance with International Financial Reporting Standards (“IFRS”) with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. The Company had not yet achieved profitable operations with negative working capital and expects to incur further losses in the development of its business, all of which casts material uncertainty about the Company’s ability to continue as a going concern.

The Company’s continuing operations, as intended, are dependent upon its ability to identify, evaluate and negotiate an acquisition of or participation in an interest in properties, assets or businesses.

2. BASIS OF PRESENTATION

(a) Statement of compliance

These unaudited condensed interim financial statements are prepared in accordance with IFRS, as issued by the International Accounting Standards Board (“IASB”). These unaudited condensed interim financial statements have been prepared in accordance with IAS 34 Interim Financial Reporting.

PRIYANKA CAPITAL INC.

Notes to the Unaudited Condensed Interim Financial Statements

For Six Months Ended April 30, 2015

(Expressed in Canadian Dollars)

2. BASIS OF PRESENTATION (Continued)

(a) Statement of compliance (Continued)

These unaudited condensed interim financial statements are presented in Canadian dollars, which is also the Company's functional currency. All values are rounded to the nearest dollar unless otherwise indicated.

The significant accounting policies set out in note 3 have been applied consistently to all periods presented.

(b) Approval of the financial statements

The unaudited condensed interim financial statements of the Company were approved by the director and authorized for issue on June 25, 2015.

(c) New accounting pronouncements

IFRS 9 Financial Instruments (2014)

The finalized version of IFRS 9 contains accounting requirements for financial instruments, replacing IAS 39. The standard contains requirements in the following areas:

- **Classification and measurement.** Financial assets are classified by reference to the business model within which they are held and their contractual cash flow characteristics. The 2014 version of IFRS 9 introduces a "fair value through other comprehensive income" category for certain debt instruments. Financial liabilities are classified in a similar manner to under IAS 39; however, there are differences in the requirements applying to the measurement of an entity's own credit risk.
- **Impairment.** The 2014 version of IFRS 9 introduces an "expected credit loss" model for the measurement of the impairment of financial assets, so it is no longer necessary for a credit event to have occurred before a credit loss is recognized.
- **Hedge accounting.** Introduces a new hedge accounting model that is designed to be more closely aligned with how entities undertake risk management activities when hedging financial and non-financial risk exposures.
- **Derecognition.** The requirements for the derecognition of financial assets and liabilities are carried forward from IAS 39.

Applicable to annual periods beginning on or after January 1, 2018.

PRIYANKA CAPITAL INC.

Notes to the Unaudited Condensed Interim Financial Statements

For Six Months Ended April 30, 2015

(Expressed in Canadian Dollars)

3. SIGNIFICANT ACCOUNTING POLICIES

a. Financial instruments

i. Financial assets

The Company classifies its financial assets as FVTPL. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of financial assets at recognition.

Fair value through profit or loss

Financial assets are classified as FVTPL when the financial asset is held-for-trading or it is designated as FVTPL. A financial asset is classified as FVTPL when it has been acquired principally for the purpose of selling in the near future; it is a part of an identified portfolio of financial instruments that the Company manages and has an actual pattern of short-term profit-taking or if it is a derivative that is not designated and effective as a hedging instrument. Upon initial recognition, attributable transaction costs are recognized in profit or loss when incurred. Financial instruments at FVTPL are measured at fair value, and changes therein are recognized in profit or loss. Cash is included in this category of financial assets.

ii. Fair value hierarchy

Fair value measurements of financial instruments are required to be classified using a fair value hierarchy that reflects the significance of inputs used in making the measurements. The levels of the fair value hierarchy are defined as follows:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 - Inputs for assets or liabilities that are not based on observable market data.

b. Capital stock

Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's common shares are classified as equity instruments.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

PRIYANKA CAPITAL INC.

Notes to the Unaudited Condensed Interim Financial Statements

For Six Months Ended April 30, 2015

(Expressed in Canadian Dollars)

4. RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

The Company classifies its financial instrument as follows:

- Cash is classified as a financial asset at FVTPL
- Loan receivables are classified as loans and receivable
- Accounts payable, accrued liabilities and due to a related party are classified as other liabilities.

The carrying values of these financial assets and liabilities approximate their fair values because of the relatively short-term nature of these instruments. Cash has been determined using Level 1 inputs.

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

Foreign exchange risk

The Company's functional and reporting currency is the Canadian dollar and major purchases are transacted in Canadian dollars. As a result, the Company's exposure to foreign currency risk is minimal.

Credit risk

The Company's cash is largely held in large Canadian financial institutions. The Company does not have any asset-backed commercial paper. The Company maintains cash deposits with Schedule A financial institutions, which from time to time may exceed federally insured limits. The Company has not experienced any significant credit losses and believes it is not exposed to any significant credit risk.

Interest rate risk

Interest rate risk is the risk the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to cash flow interest rate risk. The Company does not hold any financial liabilities with variable interest rates. The Company does maintain bank accounts which earn interest at variable rates but it does not believe it is currently subject to any significant interest rate risk.

Liquidity risk

The Company's ability to continue as a going concern is dependent on management's ability to raise required funding through future equity issuances and through short-term borrowing. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments.

PRIYANKA CAPITAL INC.

Notes to the Unaudited Condensed Interim Financial Statements

For Six Months Ended April 30, 2015

(Expressed in Canadian Dollars)

5. CAPITAL STOCK

- a. Authorized - Unlimited number of common shares and preferred shares without par value.
- b. Issued and outstanding

The Company issued one common share at a price of \$0.01 on October 16, 2014 and, subsequently, cancelled it during the period ended April 30, 2015.

The Company issued 1,316,670 common shares at \$65,833 pursuant to arrangement agreements during the period April 30, 2015 (Note 1).

6. CAPITAL MANAGEMENT

The Company is actively looking to acquire an interest in a business or assets and this involves a high degree of risk. The Company has not determined whether it will be successful in its endeavours and does not generate cash flows from operations. The Company's primary source of funds comes from the issuance of capital stock. The Company does not use other sources of financing that require fixed payments of interest and principal due to lack of cash flow from current operations, and is not subject to any externally imposed capital requirements.

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern.

The Company defines its capital as equity. Capital requirements are driven by the Company's general operations. To effectively manage the Company's capital requirements, the Company monitors expenses and overhead to ensure costs and commitments are being paid.

7. RELATED PARTY TRANSACTIONS

Due to a related party as at April 30, 2015 is \$525 (2014: \$nil) owing to Nishal Capital Inc., a company related by the common directors. The balances are unsecured, non-interest bearing and have no fixed terms of repayment.

Refer to Note 8 for additional related party transactions.

These transactions above are in the normal course of operations and are measured at the agreed to amounts, which is the amount of consideration established and agreed to by the related parties.

8. LOAN RECEIVABLE

Pursuant to arrangement agreement (Note 1), the Company made a loan of \$35,833 to Leucadia Finance Partners Inc., a company related by the common directors. This loan is non-interest bearing and due on demand, and has no fixed terms of repayment.