Bougainville Ventures Inc.
(Formerly Teaghlach Asset Acquisition Corp.)

UNAUDITED CONDENCED INTERIM FINANCIAL STATEMENTS

For the Nine Months Ended April 30, 2017, and 2016

(Expressed in Canadian Dollars)

Bougainville Ventures Inc.
(Formerly Teaghlach Asset Acquisition Corp.)

NOTICE OF NO AUDITOR REVIEW OF CONDENSED 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 condensed interim financial statements; the statements must be accompanied by a notice indicating that the interim financial statements have not been reviewed by an auditor. 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 financial statements by an entity's auditor.

Management has prepared the information and representations in this interim report. The condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards and, where appropriate, reflect management's best estimates and judgment. The financial information presented throughout this report is consistent with the data presented in the condensed interim financial statements.

The company maintains adequate systems of internal accounting and administrative controls, consistent with reasonable cost. Such systems are designed to provide reasonable assurance that relevant and reliable financial information is produced.

"Donald Gordon"
Chief Financial Officer

June 29, 2017

Bougainville Ventures Inc. (Formerly Teaghlach Asset Acquisition Corp.).
Unaudited Condensed Interim Statements of Financial Position
(Expressed in Canadian Dollars)

As at	**April 30, 2017**	**July 31, 2016**
	$	**$**
Assets		
Current		
Cash	**102,493**	
Taxes recoverable	**241**	**-**
Total assets	**102,734**	**-**
Liabilities and shareholders' equity		
Current		
Accounts payable and accrued liabilities	**12,361**	**10,350**
Due to related parties (Note 7)	**162,900**	**52,103**
Total Liabilities	**175,261**	**62,453**
Shareholders' Equity		
Share Capital (Note 4)	**100**	**100**
Deficit	**(72,627)**	**(62,553)**
	(72,527)	**(62,453)**
Total shareholders' equity and liabilities	**102,734**	**-**

Nature and Continuance of operations (Note 1)

Approved and authorized for issuance by the Board of Directors on June 29, 2017

"Brian Peterson"
Brian Peterson, Director

"Donald Gordon"
Donald Gordon, Director

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

Bougainville Ventures Inc.
(Formerly Teaghlach Asset Acquisition Corp.)
Unaudited Condensed Interim Statements of Comprehensive Income (Loss)
(Expressed in Canadian Dollars)

	For the Three Months Ended		**For the Nine Months Ended**	
	April 30, 2017	**April 30, 2016**	**April 30, 2017**	**April 30, 2016**
General & Administration Expenses				
Administration fees	267	3,000	267	15,000
Accounting Fees	2,060	2,000	2,060	4,617
Management fees	-	-	-	18,000
Legal Fees	-	-	-	-
Regulatory Filings	7,747	-	7,747	325
Rent	-	3,000	-	9,000
Loss and comprehensive loss	**(10,074)**	**(8,000)**	**(10,074)**	**(46,942)**
Basic and diluted income per common share	**(107.74)**	**(80.00)**	**(107.74)**	**(469.42)**
Weighted average number of common shares outstanding – basic and diluted	**100**	**100**	**100**	**100**

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Bougainville Ventures Inc.
(Formerly Teaghlach Asset Acquisition Corp.)
Unaudited Condensed Interim Statements of Changes in Equity
(Expressed in Canadian Dollars)

	Number of Outstanding Shares	Share Capital	Deficit	Total Shareholders' Equity
		$	$	$
Balance, July 31, 2015	**100**	**100**	**(15,313)**	**(15,213)**
Net loss for the period			**(46,942)**	**(46,942)**
Balance, April 30, 2016	**100**	**100**	**(62,255)**	**(62,155)**
Net loss for the period			**(298)**	**(298)**
Balance, July 31, 2016	**100**	**100**	**(62,553)**	**(62,453)**
Net loss for the period			**(10,074)**	**(10,074)**
Balance, April 30, 2017	**100**	**100**	**(72,627)**	**(72,527)**

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

Bougainville Ventures Inc.
(Formerly Teaghlach Asset Acquisition Corp.).
Unaudited Condensed Interim Statements of Cash Flows
(Expressed in Canadian Dollars)

	For the Three Months Ended		For the Nine Months Ended	
	April 30, 2017	**April 30, 2016**	**April 30, 2017**	**April 30, 2016**
Cash provided by (used in):				
Operating activities				
Net income (loss)	**(10,074)**	(**8,000**)	**(10,074)**	(**46,942**)
Change in non-cash working capital components				
Taxes recoverable	(241)	-	(241)	(255)
Accounts payable and accrued liabilities	2,010	2,000	2,010	5,197
Net cash used in operating activities	**(8,305)**	**(6,000)**	**(8,305)**	**(42,000)**
Investing activity				
	-	-	-	-
Net cash used in investing activity	**-**	**-**	**-**	**-**
Financing activities				
Due to (from) to related parties	110,798	6,000	110,798	42,000
Proceeds from share issuance	-	-	-	-
Net cash provided by financing activities	**110,798**	**6,000**	**110,798**	**42,000**
Change in cash	**102,493**	**-**	**102,493**	**-**
Cash , beginning	**-**	**-**	**-**	**-**
Cash, end	**102,493**	**-**	**102,493**	**-**
Cash paid for interest expense	**-**	**-**	**-**	**-**
Cash paid for income taxes	**-**	**-**	**-**	**-**

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

1. NATURE AND CONTINUANCE OF OPERATIONS

Bougainville Ventures Inc. (Formerly Teaghlach Asset Acquisition Corp.) (the "Company") was incorporated under the Business Corporations Act on April 29, 2014 as a wholly owned subsidiary of 0941092 B.C. Ltd. ("BC0941092"). The Company and BC0941092 entered into the Arrangement Agreement on June 25, 2014 to conduct a corporate restructuring by way of a statutory plan of arrangement (the "Plan of Arrangement") to commence its operations as a preclinical stage biotechnology, upon the approval from the shareholders of BC0941092 and GEEC.

Upon completion of the Arrangement, BC0941092 will transfer to the Company all of BC0941092's interest in the letter of intent with Network Immunology Inc. in consideration for 8,576,567 the Company's Class A Preferred Shares multiplied by the Conversion Factor, which shares will be distributed to the BC0941092 Shareholders who hold BC0941092 Shares on the Share Distribution Record Date on the basis of one Company Share for each BC0941092 Share held.

As a result of the Arrangement, BC0941092 shareholders will be entitled, on a pro rata basis, a total of approximately 8,576,567 shares of the Company's Class A Preferred Shares multiplied by the Conversion Factor, which shares will be distributed to the BC0941092 Shareholders who hold BC0941092 Shares on the Share Distribution Record Date on the basis of one Company Share for each BC0941092 Share held.

On June 11, 2015 Network Immunology Inc. and BC0941092 confirmed the performance conditions for entering into an amalgamation agreement were not met and the letter of intent was terminated.

On January 22, 2016 the Company changed its name to Bougainville Ventures Inc.

On April 3, 2017 the Company entered into the agreement with Marijuana Company of America Inc ("MCOA'') to form a joint venture that includes the organization of a limited liability company to engage in the development and promotion of the products in the high yield crop industry in Washington State USA. As of April 30, 2017 the joint venture was not formed.

The address of the Company's corporate office and place of business is 440 - 890 W Pender Street, Vancouver, British Columbia, Canada.

<u>Going concern of operations</u>

These financial statements have been prepared on the basis of accounting principles applicable to a going concern which assumes 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.

As at April 30, 2017 the Company had not yet achieved profitable operations, had recurring losses, a deficit of $72,627 (2016 - $62,255), a working capital deficiency of $72,527 (2016 - $62,155), and 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 upon 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 come due. These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

2. BASIS OF PRESENTATION

These financial statements have been prepared in accordance with International Accounting Standard (IAS) 34, Interim Financial Reporting, as issued by the International Accounting Standards Board (IASB), and as such do not include all of the information required for full annual financial statements.

These financial statements are presented in Canadian dollars, which is the Company's functional and reporting currency. These financial statements are prepared on a historical cost basis except for financial instruments classified as at fair value through profit or loss ("FVTPL") as described in Note 3, which are stated at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

3. SIGNIFICANT ACCOUNTING POLICIES

a. Cash and Cash Equivalents

Cash and cash equivalents are comprised of cash in banks, and all short-term investments that are highly liquid in nature, cashable, and have an original maturity date of three months or less

b. Share-based Payments

Pursuant to the Company's option plan ("Option Plan"), the Company may grant stock options to directors, officers and employees for the purchase of the capital stock of the Company. Included in the Option Plan are provisions that provide that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Company. At the discretion of the Board of Directors of the Company, options granted under the Option Plan can have a maximum exercise term of 5 years from the date of grant. Vesting terms will be determined at the time of grant by the Board of Directors.

The fair value of the options is measured at grant date, using the Black-Scholes option pricing model, and is recognized over the period that the employees earn the options. The fair value is recognized as an expense with a corresponding increase in equity. The amount recognized as expense is adjusted to reflect the number of share options expected to vest. No options are granted at present.

c. Deferred Income Taxes

Deferred income tax assets and liabilities are recognized for deferred income tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred income tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled. The effect on deferred income tax assets and liabilities of a change in tax rates is recognized in income in the period that substantive enactment occurs. To the extent that the Company does not consider it more likely than not that a deferred income tax asset will be recovered, the deferred income tax assets is reduced. Deferred income tax assets and liabilities are offset only if a legally enforceable right exists to offset current tax assets against liabilities and the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

d. Provisions

Provisions are recorded when a present legal or constructive obligation exists as a result of past events where it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount can be made. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. As at April 30, 2017, and 2016, no provision has been recorded in the Company.

e. Loss Per Share

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

f. Financial Instruments

All financial instruments are recorded initially at fair value. In subsequent periods, all financial instruments are measured based on the classification adopted for the financial instruments: held to maturity, loans and receivables, fair value through profit or loss (“FVTPL”), available-for-sale, FVTPL liabilities or other liabilities.

FVTPL assets and liabilities are subsequently measured at fair value with the change in the fair value recognized in net income (loss) during the period.

Held to maturity assets, loans and receivable, and other liabilities are subsequently measured at amortized cost using the effective interest rate method.

Available for sale assets are subsequently measured at fair value with the change in fair value recorded in other comprehensive income (loss), except for equity instruments without a quoted market price in active markets and whose fair value cannot be reliably measured, which are measured at cost.

The Company has classified its financial instruments as follows:

Financial Instrument	**Classification**
Taxes recoverable	FVTPL
Accounts payable	Other liabilities
Due to related parties	Other liabilities

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

The Company's financial instruments measured at fair value on the balance sheet consist of cash which is measured at level 1 of the fair hierarchy. The three levels of the fair value hierarchy are as follows:

> Level 1: Values based on unadjusted quoted prices in active markets that are accessible at the measurement date for identical assets or liabilities.
>
> Level 2: Values based on quoted prices in markets that are not active or models inputs that are observable either directly or indirectly for substantially the full term of the asset or liability.
>
> Level 3: Values based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement.

g. Impairment

i) Non-financial Assets

The carrying amounts of the Company's non-financial assets, other than deferred income tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the assets' recoverable amount is estimated. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or group of assets (the "cash-generating unit").

An impairment loss is recognized if the carrying amount of a cash-generating unit exceeds its estimated recoverable amount. The recoverable amount of an asset or a cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cost flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the assets. Impairment losses are recognized in net income (loss).

Impairment losses recognized in prior years are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss has been recognized.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

ii) Financial Assets

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognized in net income (loss) and reflected in an allowance account against receivables. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through net income (loss).

h. Comprehensive Income (Loss)

Comprehensive income (loss) is the change in the Company's net assets that results from transactions, events and circumstances from sources other than the Company's shareholders and includes items that are not included in net profit. Other comprehensive income consists of changes to unrealized gain and losses on available for sale financial assets, changes to unrealized gains and losses on the effective portion of cash flow hedges and changes to foreign currency translation adjustments of self-sustaining foreign operations during the period. Comprehensive income measures net earnings for the period plus other comprehensive income. Amounts reported as other comprehensive income are accumulated in a separate component of shareholders' equity as Accumulated Other Comprehensive Income. The Company has not had other comprehensive income since inception.

i. Segment Reporting

A reportable segment, as defined by 'IFRS 8 Operating Segments', is a distinguishable business or geographical component of the Company, which are subject to risks and rewards that are different from those of other segments.

j. Significant Accounting Judgements and Estimates

The preparation of these financial statements requires management to make judgements and estimates that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these judgements and estimates. The financial statements include judgements and estimates, which, by their nature, are uncertain. The impacts of such judgements and 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 the revision affects both current and future periods.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Judgements and estimates made by management that have the most significant effect on the financial statements include, but are not limited to, the followings:

- Impairment See Note 3g
- Fair Value of Financial Instruments See Note 3f
- Future Income Tax See Note 3c
- Going Concern See Note 1

k. Adoption of new IFRS pronouncements

The adoption of the following IFRS standards and amendments to existing standards effective August 1, 2014 did not have any effect on the Company's financial statements:

i. IAS 32, "Financial Instruments: Presentation" is effective for annual periods beginning on or after Jan 1, 2014
ii. IAS 36, "Impairment of Assets" is effective for annual periods beginning on or after January 1, 2014
iii. IFRIC 21, "Levies" is effective for annual periods beginning on or after January 1, 2014.

l. New accounting standards not yet adopted

The following standard will be effective for annual periods beginning on or after January 1, 2016:

i. IFRS 10, "Consolidated Financial Statements" (amended standard) is effective for annual periods beginning on or after January 1, 2016.
ii. IFRS 11, "Consolidated Financial Statements" (amended standard) in respect of joint arrangements is effective for annual periods beginning on or after January 1, 2016.
iii. IAS 16, "Property, Plant and Equipment" (amended standard) is to be applied prospectively.
iv. IAS 34, "Interim Financial Reporting" (amended standard) is effective for annual periods beginning on or after January 1, 2016.
v. IFRS 7, "Financial Instruments: Disclosure" is effective (proposed) for annual periods beginning on or after January 1, 2018.
vi. IFRS 9, "Financial Instruments: Classification and Measurement" is effective for annual periods beginning on or after January 1, 2018.

The Company has initially assessed that there will be no material impact on the statements of financial position or results of operations as a result of adopting the new standards above; however, enhanced disclosure requirements are expected.

(Expressed in Canadian Dollars)

4. CAPITAL STOCK

a. Authorized:

Unlimited Common shares without par value

b. Issued and Outstanding:

	Number of Shares	$
Shares issued on incorporation on April 29, 2014	101	101
Shares redeemed	(1)	(1)
Balance, April 30, 2017, and 2016	**100**	**100**

On issuance of the Distributed Shares, the Company redeem the 1 common share at $1.

c. Stock Options

The Company has adopted an incentive stock option plan (the "Option Plan") which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the applicable stock exchange's requirements, grant to directors, officers, employees and consultants to the Company, non-transferable options to purchase common shares. Pursuant to the Option Plan, the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Company. Options granted under the Option Plan can have a maximum exercise term of 5 years from the date of grant. Vesting terms will be determined at the time of grant by the Board of Directors.

As at April 30, 2017, and 2016, no options were granted or outstanding.

5. CAPITAL DISCLOSURES

The Company's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders. The Company considers the items included in shareholders' equity and cash as capital. The Company manages the capital structure and makes adjustments to it in response to changes in economic conditions and the risk characteristics of the underlying assets. The Company's primary objective with respect to its capital management is to ensure that it has sufficient cash resources to fund the operation of the Company.

To secure the additional capital necessary to pursue these plans, the Company intends to raise additional funds through the equity or debt financing. The Company is not subject to any capital requirements imposed by a regulator.

6. FINANCIAL INSTRUMENTS

The Company's financial instrument consist of cash, taxes recoverable, accounts payable, and due to the related parties the fair values of which are considered to approximate their carrying values due to their short-term maturities.

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

Strategic and operational risks
Strategic and operational risks are risks that arise if the Company fails to carry out business operations and/or to raise sufficient equity and/or debt financing in financing development. These strategic opportunities or threats arise from a range of factors that might include changing economic and political circumstances and regulatory approvals and competitor actions. The risk is mitigated by consideration of other potential development opportunities and challenges which management may undertake.

Credit risk
Credit risk is the risk that one party to a financial instrument will cause a loss for the other party by failing to discharge an obligation. The Company is subject to normal industry credit risks. Therefore, the Company believes that there is minimal exposure to credit risk.

Liquidity risk
Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at April 30, 2017, the Company had $102,734 (2016-$Nil) in cash and current liabilities of $175,261 (2016– $63,000).

Interest risk
Interest risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in market risk. The Company's sensitivity to interest rates is currently immaterial.

Foreign 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 holds no financial instruments that are denominated in a currency other than Canadian dollar. Accrued liabilities are denominated in Canadian currency. Therefore, the Company's exposure to currency risk is minimal.

7. RELATED PARTY TRANSACTIONS

For the nine months period ended April 30, 2017 management fees of $nil (2016 - $18,000) administration fees of $nil (2016 - $15,000) and rent $nil (2016 - $9,000) were charged by a company controlled by the Chief Financial Officer (CFO). As at April 30, 2017, the Company had $49,991 (2016 - $40,233) due to a company controlled by a CFO.

As at April 30, 2017 the Company had $98,040 ($75,000 USD) (2016 - $Nil) deposit from MCOA (Note 1).

As at April 30, 2017 the Company had $14,870 (2016 - $11,695) due to a parent company.

These balances are non-interest bearing and are due on demand.

(Expressed in Canadian Dollars)

8. INCOME TAXES

At April 30, 2017, the Company has accumulated non-capital losses of approximately $72,627 which may be available to offset future income for income tax purposes. Tax attributes are subject to revision and potential adjustment by tax authorities. The non-capital losses expire as follows:

Years of Expiry	Losses
	$
2034	351
2035	14,962
2036	47,240
2037	10,074
Total	**72,627**

A reconciliation of income taxes at statutory rates with the reported dates is as follows:

	2017	2016
	$	**$**
Loss for the period	**(10,074)**	**(47,240)**
Computed income taxes recovery at statutory rate at 26% (2016 – 26%)	**(2,619)**	**(12,300)**
Change in unrecognized deferred tax assets	**2,619**	**12,300**
	-	-

The significant components of the Company's future tax assets, after applying enacted corporation income tax rates of 26%, are as follows:

	2016	2015
	$	**$**
Non-capital losses	2,619	12,300
	2,619	12,300
Less: Unrecognized deferred tax assets	(2,619)	(12,300)
	-	-

At April 30, 2017, the Company had deductible temporary differences for which deferred tax assets have not been recognized because it is not probable that the related tax benefit will be realized.

9. SUBSEQUENT EVENTS

The Company has analyzed its operations from April 30, 2017 to the date these financial statements were issued, June 29, 2017, and has determined that it does not have any material subsequent events to disclose in these financial statements.