VON Capital Corp.

Condensed Interim Financial Statements

Six months ended December 31, 2017

(Unaudited)

Notice to Reader

The accompanying unaudited condensed interim financial statements of VON Capital Corp. ("the Company") have been prepared by and are the responsibility of the Company's management. The Company's independent auditor has not performed a review of the Company's unaudited condensed interim financial statements as at and for the six months ended December 31, 2017.

VON Capital Corp.

Condensed Interim Statements of Financial Position

(Stated in Canadian Dollars)
(Unaudited)

	Notes	December 31, 2017	June 30, 2017
ASSETS			
Current assets			
Cash	**3**	$ 291,767	$ 68,822
GST receivable		2,944	1,005
Prepaid expenses		-	20,000
TOTAL ASSETS		$ 294,711	$ 89,827
LIABILITIES AND EQUITY			
Current liabilities			
Trade and other payables		$ 8,888	$ 18,278
Equity			
Common shares	**4**	315,633	100,000
Share-based payments	**5**	80,007	-
Deficit		(109,817)	(28,451)
Total equity		285,823	71,549
TOTAL LIABILITIES AND EQUITY		$ 294,711	$ 89,827
Nature and continuance of operations	**1**		

Approved on behalf of the Board of Directors:

"David Patterson"

David Patterson, Director

"Colin Watt"

Colin Watt, Director

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

VON Capital Corp.

Condensed Interim Statements of Loss and Comprehensive Loss

(Stated in Canadian Dollars)

(Unaudited)

	Notes	Three months ended December 31, 2017	Six months ended December 31, 2017
Expenses			
General and administrative	**6**	$ 66,437	$ 81,366
Loss and comprehensive loss for the period		$ (66,437)	$ (81,366)
Weighted average number of common shares outstanding	**4**		
Basic		4,054,348	3,027,174
Diluted		4,054,348	3,027,174
Basic and diluted loss per common share		$ (0.02)	$ (0.03)

VON Capital Corp.

Condensed Interim Statement of Changes in Equity

(Stated in Canadian Dollars)

(Unaudited)

	Common Shares		Share-based Payments		
	Number	Amount	Reserve	Deficit	Total
Balance at June 30, 2017	2,000,000	$ 100,000	$ -	$ (28,451)	$ 71,549
Initial public offering	3,000,000	300,000	-	-	300,000
Share issue costs on initial public offering	-	(84,367)	13,089	-	(71,278)
Share-based payments	-	-	66,918	-	66,918
Loss for the period	-	-	-	(81,366)	(81,366)
Balance at December 31, 2017	5,000,000	$ 315,633	$ 80,007	$ (109,817)	$ 285,823

VON Capital Corp.

Condensed Interim Statement of Cash Flows

(Stated in Canadian Dollars)

(Unaudited)

		Six months ended December 31, 2017
Operating activities		
Loss for the period	$	(81,366)
Item not involving cash:		
Share-based payments		66,918
Changes in non-cash working capital items:		
GST receivable		(1,939)
Prepaid expenses		20,000
Trade and other payables		(9,390)
Net cash used in operating activities		(5,777)
Financing activities		
Common shares issued for cash		300,000
Share issue costs		(71,278)
Net cash provided by financing activities		228,722
Change in cash during the period		222,945
Cash, beginning of period		68,822
Cash, end of period	$	291,767

1. Nature and Continuance of Operations

VON Capital Corp. (the "Company") was incorporated on February 24, 2017 as 1108775 BC Ltd. pursuant to the Business Corporations Act of British Columbia and is applying to be classified as a Capital Pool Company as defined in the TSX Venture Exchange ("TSX-V") Policy 2.4. The Company changed its name on March 16, 2017.

As at December 31, 2017, the Company had no business operations and its only significant asset was cash. During the six months ended December 31, 2017, the Company did not enter into any agreements to acquire interests in businesses or assets. As a Capital Pool Company, the Company's principal business will be the identification and evaluation of assets, properties or businesses with a view to acquisition or participation therein subject, in certain cases, to shareholder approval and acceptance by the TSX-V. Where an acquisition or participation is warranted (the "Qualifying Transaction"), additional funding may be required. The ability of the Company to fund its potential future operations and commitments is dependent upon the ability of the Company to obtain additional financing. There is no assurance that the Company will complete a Qualifying Transaction within twenty-four months from the date the Company's shares were listed on the TSX-V, at which time the TSX-V may suspend or de-list the Company's shares from trading. The Company's shares commenced trading on the TSX-V on October 30, 2017.

The head office, principal address and registered and records office of the Company are located at Suite 1100 – 1111 Melville Street, Vancouver, BC, V6E 3V6.

The financial statements are presented in Canadian dollars and all values are rounded to the nearest dollar except where otherwise indicated.

2. Basis of Preparation

a) Statement of compliance

These condensed interim financial statements, including comparatives, are unaudited and have been prepared in accordance with IAS 34, *Interim Financial Reporting* ("IAS 34") using accounting policies consistent with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

b) Basis of presentation

These condensed interim financial statements have been prepared on the basis of accounting policies and methods of computation consistent with those applied in the Company's June 30, 2017 financial statements for the period from incorporation on February 24, 2017 to June 30, 2017.

The preparation of interim financial statements in conformity with IAS 34 requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. These condensed interim financial statements do not include all of the information required for full annual financial statements.

These condensed interim financial statements, including comparatives, have been prepared on the basis of IFRS standards that are published and effective at the time of preparation.

These condensed interim financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair value.

2. Basis of Preparation (cont'd)

c) Approval of the condensed interim financial statements

The condensed interim financial statements of the Company for the six months ended December 31, 2017 were reviewed, approved and authorized for issue by the board of directors on February 28, 2018.

3. Cash Restriction

In accordance with TSX-V Policy 2.4, the proceeds raised from the issuance of common shares may only be used to identify and evaluate assets or businesses for future investment, with the exception that no more than the lesser of 30% of the gross proceeds from the issuance of shares ($120,000) or $210,000 may be used to cover prescribed costs of issuing the common shares or administrative and general expenses of the Company not related to the identification and evaluation of a Qualifying Transaction. These restrictions apply until completion of a Qualifying Transaction by the Company pursuant to the CPC Policy.

4. Shareholders' Equity

a) Authorized:

An unlimited number of common shares without par value.

b) During the six months ended December 31, 2017, the Company issued common shares as follows:

On October 30, 2017, the Company completed its initial public offering ("IPO") of 3,000,000 common shares at $0.10 per common share for gross proceeds of $300,000. The Company paid a cash commission of 10% of the gross proceeds, paid a corporate finance fee of $10,000 and issued to the IPO agent 300,000 non-transferable agent's options (the "Agent's Options") to purchase an aggregate of 300,000 common shares of the Company at an exercise price of $0.10 per share. The Agent's Options expire on October 30, 2019. The Company recognized $13,089 for share-based payments related to the Agent's Options (note 5b).

c) Escrowed shares:

Pursuant to an escrow agreement dated August 30, 2017 (the "Escrow Agreement") between the Company and certain shareholders of the Company, 2,000,000 common shares (the "Escrowed Shares"), being all of the issued and outstanding common shares prior to the completion of the initial public offering, were deposited in escrow. Pursuant to the Escrow Agreement, the Escrowed Shares shall be released pro-rata to the shareholders as to 10% upon issuance of notice of final acceptance of a Qualifying Transaction by the TSX-V and as to the remainder in six equal tranches of 15% every six months thereafter for a period of 36 months. These Escrowed Shares may not be transferred, assigned or otherwise dealt without the consent of the regulatory authorities.

(Stated in Canadian Dollars)

4. Shareholders' Equity (cont'd)

d) Loss per share:

	Three months ended December 31, 2017	Six months ended December 31, 2017
Numerator:		
Net (loss) income	$ (66,437)	$ (81,366)
Denominator:		
Weighted average number of common shares (basic)	4,054,348	3,027,174
Dilutive effect of share options	-	-
Dilutive effect of warrants	-	-
Weighted average number of common shares (diluted)	4,054,348	3,027,174
Basic and diluted (loss) income per common share	$ (0.02)	$ (0.03)

Basic and diluted weighted average number of shares outstanding includes the 2,000,000 shares expected to be included in escrow, as these shares are not expected to be cancelled.

5. Share-based Payments

a) Stock options

The Company has adopted an incentive stock option plan in accordance with the policies of the TSX-V (the "Stock Option Plan") which provides that the Board of Directors of the Company may from time to time, in its discretion, grant to directors, officers, employees and consultants of the Company non-transferable options to purchase common shares, provided that the number of common shares reserved for issuance under the Stock Option Plan shall not exceed ten percent (10%) of the issued and outstanding common shares. The options will be exercisable for a period of up to ten (10) years. In addition, the number of common shares reserved for issuance to any one person shall not exceed five percent (5%) of the issued and outstanding common shares and the number of common shares reserved for issuance to any one consultant will not exceed two percent (2%) of the issued and outstanding common shares. The Board of Directors will determine the price per common share and the number of common shares which may be allocated to each director, officer, employee and consultant and all other terms and conditions of the option, subject to the rules of TSX-V.

On November 23, 2017, the Company granted 500,000 stock options to directors and officers with an exercise price of $0.21. The stock options will be exercisable for a period of five years expiring on November 23, 2022. The Company recognized $66,918 for share-based payments.

(Stated in Canadian Dollars)

5. Share-based Payments (cont'd)

The fair value of the stock options is estimated using the Black-Scholes option pricing model assuming a risk-free interest rate of 1.62%, a dividend yield of nil, an expected annual volatility of the Company's share price of 80%, a weighted average expected life of 5 years, and a forfeiture rate of 1%. The fair value of the stock options was $0.135 per option. The expected volatility assumption is based on the estimated volatility of early stage companies trading on the TSX-V. The risk-free interest rate is based on yield curves on the Canadian government zero-coupon bonds or Canadian government treasury bills with a remaining term equal to the stock options' expected life.

b) Agent's options

The fair value of the Agent's Options is estimated using the Black-Scholes option pricing model assuming a risk-free interest rate of 1.39%, a dividend yield of nil, an expected annual volatility of the Company's share price of 80% and a weighted average expected life of 2 years. The fair value of Agent's Options was $0.04 per option. The expected volatility assumption is based on the estimated volatility of early stage companies trading on the TSX-V. The risk-free interest rate is based on yield curves on the Canadian government zero-coupon bonds or Canadian government treasury bills with a remaining term equal to the stock options' expected life.

6. General and Administrative

	Three months ended December 31, 2017	Six months ended December 31, 2017
Filing and listing fees	$ (6,000)	$ 4,389
Office and miscellaneous	753	753
Professional fees	623	5,163
Share-based payments	66,918	66,918
Transfer agent fees	4,143	4,143
	$ 66,437	$ 81,366

7. Financial Instruments – Fair Value

Fair value estimates are made at the condensed interim statement of financial position date, based on relevant market information and other information about financial instruments. As at December 31, 2017, the Company's financial instruments are cash and trade and other payables. The amounts reflected in the condensed interim statements of financial position are carrying amounts and approximate their fair values due to their short-term nature.