GENESIS ACQUISITION CORP.

CONDENSED INTERIM FINANCIAL STATEMENTS

For the six months ended November 30, 2019
(Unaudited – Prepared by Management)
(Expressed in Canadian Dollars)

NOTICE TO READER

Pursuant to National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators, if an auditor has not performed a review of condensed interim financial statements, they must be accompanied by a notice indicating that the condensed interim financial statements have not been reviewed by an auditor.

The condensed interim financial statements of Genesis Acquisition Corp. (the “Company”) for the six months ended November 30, 2019 have been prepared by and are the responsibility of the Company's management.

The Company's independent auditors have not performed a review of these condensed interim financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of condensed interim financial statements by an entity’s auditor.

GENESIS ACQUISITION CORP.
CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION
(Unaudited – Prepared by management)
(Expressed in Canadian Dollars)

	November 30, 2019	May 31, 2019
ASSETS		
Current		
Restricted cash (Note 4)	$ 456,267	$ 121,250
Deferred financing costs (Note 5)	-	13,750
Total Assets	$ 456,267	$ 135,000
LIABILITIES		
Current		
Accounts payable and accruals	$ 6,948	$ 6,000
Total Liabilities	$ 6,948	$ 6,000
SHAREHOLDERS' EQUITY		
Shareholders' equity		
Share capital (Note 7)	$ 535,000	$ 135,000
Deficit	(85,681)	(6,000)
	449,319	129,000
	$ 456,267	$ 135,000

Nature of operations and going concern (Note 1)

On behalf of the Board:

"Charles Blair Wilson" Director *"Jason McDougall"* Director

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

GENESIS ACQUISITION CORP.
CONDENSED INTERIM STATEMENT OF LOSS AND COMPREHENSIVE LOSS
(Unaudited – Prepared by management)
(Expressed in Canadian Dollars)

	Six Months Ended November 30, 2019	Three Months Ended August 31, 2019
EXPENSES		
Office	$ 2,976	$ 1,500
Professional fees	61,028	6,741
Transfer agent and filing fees	15,677	5,677
Loss and comprehensive loss for the period	$ (79,681)	$ (13,918)
Loss per common share		
-Basic and diluted (Note 7)	$ (0.05)	$ -
Weighted average number of common shares outstanding		
-Basic and diluted (Note 7)	1,715,000	-

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

GENESIS ACQUISITION CORP.
CONDENSED INTERIM STATEMENT OF CASH FLOWS
(Unaudited – Prepared by management)
(Expressed in Canadian Dollars)

	Six Months Ended November 31, 2019
CASH FLOWS FROM OPERATING ACTIVITIES	
Loss for the period	$ (79,681)
Changes in non-cash working capital items:	
Accounts payable and accruals	948
Net cash used in operating activities	(78,733)
CASH FLOWS FROM FINANCING ACTIVITIES	
Proceeds from the issuance of shares	460,000
Deferred financing costs	13,750
Share issue costs	(60,000)
	413,750
Change in cash during the period	335,017
Cash, beginning of period	121,250
Cash, end of period	$ 456,267

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

GENESIS ACQUISITION CORP.
CONDENSED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIENCY)
(Expressed in Canadian Dollars)

	Share Capital								
	Number of shares		Amount		Deficit		Share compensation reserve		Total
Balance at incorporation April 12, 2019	-	$	-	$	-	$	-	$	-
Shares issued for: Private placement	1,350,000		135,000		-		-		-
Balance, May 31, 2019	1,350,000	$	135,000	$	(6,000)		-	$	(6,000)
Loss for the period	-		-		(7,918)				(7,918)
Balance, August 31, 2019	1,350,000	$	135,000	$	(13,918)	$	-	$	(13,918)
Shares issued for: Initial Public Offering	2,300,000		460,000						
Loss for the period					(65,763				(65,763)
Balance, November 30, 2019	3,650,000	$	595,000	$	(79,681)	$		$	(79,681)

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Genesis Acquisition Corp. (the "**Company**") was incorporated on April 12, 2019 by Certificate of Incorporation issued pursuant to the provisions of the *Business Corporations Act* (British Columbia). The Company is classified as a Capital Pool Company as defined in Policy 2.4 of the TSX Venture Exchange (the "**Exchange**"). The principal business of the Company is to identify and evaluate assets or businesses with a view to potentially acquire them or an interest therein by completing a purchase transaction, by exercising of an option or by any concomitant transaction. The purpose of such an acquisition is to satisfy the related conditions of a qualifying transaction under the Exchange rules. The head office and registered office of the Company is located at 301 – 1665 Ellis Street, Kelowna, British Columbia, V1Y 2B3.

On October 30, 2019, the Company announced the completion of its initial public offering (the "**IPO**") of 2,300,000 common shares at the price of $0.20 per common share. The common shares of the Company commenced trading, on the Exchange, on October 30, 2019 under the trading symbol REBL.P.

As at November 30, 2019, the Company has working capital of $449,319 (August 31, 2019 – $121,082) and an accumulated deficit of $85,681 (August 31, 2019 - $13,918).

Where an acquisition or participation is warranted, 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 identify a business or asset that warrants acquisition or participation within the time limitations permissible under the policies of the Exchange, at which time the Exchange may suspend or de-list the Company's shares from trading.

2. BASIS OF PREPARATION

Statement of Compliance

The Board of Directors of the Company approved the condensed interim financial statements.

These condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards ("**IFRS**") as issued by the International Accounting Standards Board ("**IASB**") applicable to the preparation of interim financial statements, including International Accounting Standard ("**IAS**") 34, "Interim Financial Reporting". The condensed interim financial statements do not include all note disclosures required by IFRS for annual financial statements and should be read in conjunction with the audited financial statements of the Company for the period from incorporation on April 12, 2019 to May 31, 2019, which have been prepared in accordance with IFRS as issued by the IASB. In the opinion of management, all adjustments considered necessary for fair presentation of the Company's financial position, results of operations and cash flows have been included. Operating results for the six-month period ended November 30, 2019 are not necessarily indicative of the results that may be expected for the year ending May 31, 2020.

Basis of presentation

These condensed interim financial statements have been prepared on a historical cost basis, except for financial instruments classified as held-for-trading, which are stated at their fair value. In addition, these condensed interim financial statements have been prepared using the accrual basis of accounting. These condensed interim financial statements are prepared in Canadian dollars.

3. SIGNIFICANT ACCOUNTING POLOCIES

Significant accounting policies

The accounting policies estimates and critical judgments, methods of computation and presentation applied in these financial statements are consistent with those of the most recent annual audited financial statements and are those the Company expects to adopt in its financial statements for the year ended May 31, 2020.

New standards adopted

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or IFRIC that are mandatory for accounting periods beginning on or after January 1, 2019. The following new standard has been adopted by the Company:

- IFRS 16 – *Leases*: New standard to establish principles for recognition, measurement, presentation and disclosure of leases with an impact on lessee accounting, effective for annual periods beginning on or after January 1, 2019. The adoption of this new standards is not expected to have a significant impact on the Company's condensed interim financial statements.

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

4. RESTRICTED CASH

The proceeds raised from the issuance of share capital may only be used to identify and evaluate assets or businesses for future investment, with the exception that not more than the lesser of 30% of the gross proceeds may be used to cover prescribed costs of issuing the common shares or administrative and general expenses of the Company. These restrictions may apply until completion of a Qualifying Transaction by the Company as defined under the policies of the Exchange.

5. DEFERRED FINANCING COSTS

Deferred financing costs, consisting of agency fees, were incurred for the public offering (Note 9). They have been charged against share capital upon the completion of the IPO.

6. RELATED PARTY TRANSACTIONS

Key management personnel include those persons having the authority and responsibility of planning, directing and executing the activities of the Company. The Company has determined that its key management personnel consist of its Executive Officers and Directors. Other related parties to the Company include companies in which key management have control or significant influence. Key management personnel receive no salaries or other remuneration directly from the Company.

7. SHARE CAPITAL

Authorised – Unlimited common shares without par value.

During the period from incorporation on April 12, 2019 to November 30, 2019, the Company completed a private placement of 1,350,000 common shares at $0.10 per common share for gross proceeds of $135,000. All common shares are subject to escrow.

(Expressed in Canadian Dollars)

7. SHARE CAPITAL (cont'd…)

On October 30, 2019, the Company completed its IPO of 2,300,000 common shares at $0.20 per common share for gross proceeds of $460,000. The Company paid a cash fee of $46,000 and issued 230,000 agent warrants valued at $46,000. Each agent warrant entitles the holder to acquire one common share of the Company at an exercise price of $0.20 per agent warrant and is exercisable for a period of 2 years. Additional share issue costs incurred in connection with this financing, will be recorded as an offset to share capital, as share issue costs.

Escrow Shares

The Company has 1,350,000 Common Shares subject to an escrow agreement whereby 10% of the shares will be released from escrow upon the issuance of the Final Exchange Bulletin. An additional 15% of the escrowed Common Shares will be released on each six-month anniversary thereafter unless otherwise permitted by the Exchange. Common Shares issued upon the exercise of options held by officers and directors are subject to the same escrow conditions to the extent of options exercised prior to the completion of a Qualifying Transaction.

Stock options

The Company has adopted an incentive stock 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 Exchange requirements, grant to directors, officers, employees and consultants to the Company, non-transferable options to purchase Common Shares, provided that the number of Common Shares reserved for issuance will not exceed 10% of the issued and outstanding Common Shares. However, other than in connection with a Qualifying Transaction (as defined in Exchange Policy 2.4), during the time that the Company is a CPC, the aggregate number of Common Shares issuable upon exercise of all options granted under the Option Plan shall not exceed 10% of the Common Shares of the Company issued and outstanding at the closing of the Company's initial public offering. Such options will be exercisable for a period of up to ten years from the date of grant.

As of November 30, 2019, the Company had stock options outstanding enabling the holders to acquire common shares as follows.

Number of Options	Exercise Price	Expiry Date	Weighted Average Life Remaining
365,000	$0.20	October 30, 2029	10

Stock option transactions are summarized as follows:

	Number of Options	Weighted Average Exercise Price
As at May 31, 2019	-	$ -
Granted	365,000-	0.20
As at November 30, 2019	365,000	$ 0.20

(Expressed in Canadian Dollars)

7. SHARE CAPITAL (cont'd…)

Warrants

The following common shares purchase warrants entitle the holder thereof to purchase one common share for each warrant. Warrant transactions are summarized as follows:

	Number of Warrants	Weighted Average Exercise Price
As at May 31, 2019	-	-
Issued	230,000	0.20
As at November 30, 2019	230,000	$ 0.20

The weighted average remaining contractual life of warrants outstanding at November 30, 2019 is 2 years.

Warrants that will be outstanding are as follows:

Number of Warrants	Exercise Price	Expiry Date
230,000	$ 0.20	October 31, 2021

8. CAPITAL MANAGEMENT

The Company is a Capital Pool Company and considers items included in shareholders' equity as capital. The Company has no long-term debt.

The Company's primary objective with respect to its capital management is to ensure that it has enough cash resources to fund the identification and evaluation of potential acquisitions. To secure the additional capital necessary to pursue the plans of identifying and completing a Qualifying Transaction, the Company may attempt to raise additional funds through the issuance of equity or by securing strategic partners.

The Company is not subject to any externally imposed capital requirements and does not presently utilize any quantitative measures to monitor its capital. There has been no change to the Company's capital management practices since incorporation.

9. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

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

9. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd…)

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

The fair value of cash is measured at Level 1 of the fair value hierarchy. The carrying value of receivables and accounts payable and accrued liabilities approximate their fair value because of the short-term nature of these instruments.

Financial risk factors

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

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and receivables. Management believes that the credit risk

9. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd…)

concentration with respect to financial instruments included in receivables is remote and has deposited cash in high credit quality financial institutions.

Liquidity risk

As of November 30, 2019, the Company had a cash balance of $456,267 (May 31, 2019 - $121,250) to settle current liabilities of $6,948 (May 31, 2019 - $6,000). The Company is not exposed to liquidity risk.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

Interest rate risk

The Company has cash balances and no interest-bearing debt. The Company's current policy is to invest excess cash in investment-grade demand investments issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks.

Foreign currency risk

The Company is not exposed to foreign currency risk as no assets or liabilities are denominated in foreign currency.

Price risk

The Company's exposure to price risk with respect to equity prices is insignificant. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market.