

Financial Statements
(Expressed in Canadian Dollars)

KANE BIOTECH INC.

Years ended December 31, 2019 and 2018

Independent Auditor's Report

To the Shareholders of Kane Biotech Inc.:

Opinion

We have audited the financial statements of Kane Biotech Inc. (the "Company"), which comprise the statements of financial position as at December 31, 2019 and December 31, 2018, and the statements of comprehensive loss, changes in equity (deficit) and cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2019 and December 31, 2018, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audits of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2(c) in the financial statements, which indicates that the Company incurred a net loss of \$960,178 and cash flows used in operating activities of \$955,372 during the year ended December 31, 2019. As stated in Note 2(c), these events or conditions, along with other matters as set forth in Note 2(c), indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information comprises Management's Discussion and Analysis.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audits of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audits or otherwise appears to be materially misstated. We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Jeffrey Eckstein.

Winnipeg, Manitoba

March 30, 2020

MNP LLP

Chartered Professional Accountants

KANE BIOTECH INC.
Statement of Financial Position

	Note	December 31, 2019	December 31, 2018
Assets			
Current assets:			
Cash and cash equivalents		\$ 834,128	\$ 75,425
Trade and other receivables	5	431,514	116,314
Inventory	6	587,039	324,458
Other current assets		56,744	40,370
Total current assets		1,909,425	556,567
Non-current assets:			
Property and equipment	7	79,779	54,005
Intangible assets	8	766,488	945,364
Total non-current assets		846,267	999,369
Total assets		\$ 2,755,692	\$ 1,555,936
Liabilities and Shareholders' Equity (Deficit)			
Current liabilities:			
Accounts payable and accrued liabilities	9	\$ 1,226,544	\$ 893,018
Deferred license revenue - current	4	67,073	67,073
Due to related party	10	41,841	600,000
Loan payable	11(a)	-	500,000
Lease liability - current	12	6,195	-
Total current liabilities		1,341,653	2,060,091
Non-current liabilities:			
Deferred license revenue	4	413,612	480,685
Long-term government loan	11(b)	152,964	-
Lease liability	12	10,656	-
Total non-current liabilities		577,232	480,685
Shareholders' Equity (Deficit)			
Share capital	14(b)	20,162,950	17,683,418
Contributed surplus		3,948,002	3,866,103
Warrants	14(d)	1,614,884	1,394,490
Deficit		(24,889,029)	(23,928,851)
Total		836,807	(984,840)
Going Concern	2(c)		
Commitments and contingencies	15		
Subsequent events	23		
Total liabilities and shareholders' equity (deficit)		\$ 2,755,692	\$ 1,555,936

The notes on pages 5 to 26 are an integral part of these financial statements

KANE BIOTECH INC.
Statement of Loss and Comprehensive Loss

	Note	Year ended December 31, 2019	Year ended December 31, 2018
Revenue			
License	4	\$ 67,073	\$ 67,073
Royalty		129,456	44,260
Sales of goods and services		1,496,995	394,940
Total Revenue		1,693,524	506,273
Cost of sales-sales of goods and services		1,083,612	390,802
Gross Profit		609,912	115,471
Expenses			
General and administration		2,658,727	2,371,777
Research		1,541,381	922,526
		4,200,108	3,294,303
Loss from operations		(3,590,196)	(3,178,832)
Finance costs (income):			
Finance income		(454)	(9,620)
Finance costs		141,675	89,777
Fair value adjustment - government loan		(108,623)	-
Foreign exchange loss		5,984	2,010
Net finance costs		38,582	82,167
Total loss from operations and finance costs		(3,628,778)	(3,260,999)
Other (income):			
Settlement from lawsuit		(2,668,600)	-
Loss and comprehensive loss for the period		\$ (960,178)	\$ (3,260,999)
Basic and diluted loss per share for the period	14(e)	\$ (0.01)	\$ (0.04)

The notes on pages 5 to 26 are an integral part of these financial statements

KANE BIOTECH INC.
Statement of Changes in Equity (Deficit)

	Note	Share Capital	Contributed Surplus	Warrants	Deficit	Total
Balance January 1, 2018		\$ 17,683,418	\$ 3,734,904	\$ 1,372,751	\$ (20,667,852)	\$ 2,123,221
Loss and comprehensive loss for the period					(3,260,999)	(3,260,999)
Transactions with owners, recorded directly in equity						
Share based payments	14(c)	-	102,707	-	-	102,707
Warrants granted	14(d)	-	-	50,231	-	50,231
Warrants expired	14(d)	-	28,492	(28,492)	-	-
Total transactions with owners		-	131,199	21,739	-	152,938
Balance December 31, 2018		\$ 17,683,418	\$ 3,866,103	\$ 1,394,490	\$ (23,928,851)	\$ (984,840)
Loss and comprehensive loss for the period					(960,178)	(960,178)
Transactions with owners, recorded directly in equity						
Issue of common shares	14(b)	2,199,532	-	-	-	2,199,532
Share based payments	14(c)	-	31,667	-	-	31,667
Warrants granted	14(d)	-	-	270,626	-	270,626
Warrants exercised	14(d)	280,000	50,232	(50,232)	-	280,000
Total transactions with owners		2,479,532	81,899	220,394	-	2,781,825
Balance December 31, 2019		\$ 20,162,950	\$ 3,948,002	\$ 1,614,884	\$ (24,889,029)	\$ 836,807

The notes on pages 5 to 26 are an integral part of these financial statements.

KANE BIOTECH INC.
Statement of Cash Flows

	Note	Year ended December 31, 2019	Year ended December 31, 2018
Cash provided by (used in):			
Operating activities:			
Loss and comprehensive loss for the period		\$ (960,178)	\$ (3,260,999)
Adjustments for:			
Inventory allowance	6	-	7,472
Depreciation of property and equipment	7	15,445	14,359
Amortization of intangible assets	8	38,979	57,422
Derecognition of intangible assets	8	213,365	222,017
Accretion Expense	11(b)	4,389	-
Fair value adjustment - government loan	11(b)	(108,623)	-
Share based compensation	14(c)	31,667	102,707
Interest expense		137,286	89,777
Change in the following:			
Trade and other receivables	5	(315,200)	2,085
Inventory	6	(262,581)	(196,772)
Other current assets		(16,374)	(19,429)
Accounts payable and accrued liabilities	9	333,526	233,983
Deferred license revenue	4	(67,073)	(67,073)
Cash used in operating activities		(955,372)	(2,814,451)
Financing activities:			
Issuance of common shares	14(b)	1,599,532	-
Warrants granted	14(d)	270,626	50,231
Cash received from related party	10	1,050,000	600,000
Repayment of cash to related party	10	(770,000)	-
Interest paid		(95,445)	(89,777)
Issuance (repayment) of short-term note	11(a)	(500,000)	500,000
Long-term loan government repayable	11(b)	257,198	-
Repayment of lease liability	12	(460)	-
Cash provided by financing activities		1,811,451	1,060,454
Investing activities:			
Purchase of property and equipment	7	(23,908)	(8,085)
Additions to intangible assets	8	(73,468)	(138,216)
Cash used in investing activities		(97,376)	(146,301)
Increase (decrease) in cash		758,703	(1,900,298)
Cash, beginning of period		75,425	1,975,723
Cash, end of period		\$ 834,128	\$ 75,425

Supplemental cash flow information for non-cash financing activities:

Warrant proceeds used to settle due to related party	280,000	-
Issuance of shares in settlement of due to related party	600,000	-

The notes on pages 5 to 26 are an integral part of these financial statements.

KANE BIOTECH INC.
Notes to the Financial Statements
Years ended December 31, 2019 and 2018

1. Reporting entity:

Kane Biotech Inc. (the "Company") is a biotechnology company engaged in the research, development and commercialization of technologies and products that prevent and remove microbial biofilms. The Company is domiciled and incorporated in Canada. Its registered office is 162-196 Innovation Drive, Winnipeg, Manitoba, Canada.

2. Basis of preparation of financial statements:

(a) Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board (IASB).

The financial statements were authorized for issue by the Board of Directors on March 25, 2020.

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following items:

- financial instruments at fair value at the issue date
- equity settled share-based payment awards are measured at fair value at the grant date

(c) Going concern

These financial statements have been prepared using IFRSs that are applicable to a going concern, which contemplates that Kane Biotech Inc. will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business. There is material uncertainty about the appropriateness of the use of the going concern assumption because the Company has experienced operating losses and cash outflows from operations since inception and has not yet achieved profitability from the commercialization of its products which casts significant doubt on the Company's ability to continue as a going concern.

The Company's future operations are completely dependent upon its ability to negotiate collaboration or licence agreements with upfront and milestone payments as well as royalties, generate product and services revenue, obtain grant funding and/or secure additional funds. While the Company is striving to achieve the above plans, there is no assurance that such sources of funds will be available or obtained on favourable terms. If the Company cannot negotiate collaboration or licence agreements, generate product and services revenue, obtain grant funding, or if it cannot secure additional financing on acceptable terms, the Company will have to consider additional strategic alternatives. These may include, among other strategies, exploring the monetization of certain tangible and intangible assets as well as seeking to license assets, potential asset divestitures, winding up, dissolution or liquidation of the Company.

The ability of the Company to continue as a going concern and to realize the carrying value of its assets and discharge its liabilities and commitments when due is dependent on the successful completion of the actions taken or planned, some of which are described above, which management believes will mitigate the adverse conditions and events which raise doubt about the validity of the going concern assumption used in preparing these financial statements. There is no certainty that these and other strategies will be sufficient to permit the Company to continue as a going concern.

These financial statements do not reflect adjustments in the carrying values of the Company's assets and liabilities, revenue and expenses, and the statement of financial position classifications used, that would be necessary if the going concern assumption were not appropriate. Such adjustments could be material.

(d) Functional and presentation currency

The financial statements are presented in Canadian dollars, which is the Company's functional currency. All financial information presented has been rounded to the nearest dollar except where indicated otherwise.

KANE BIOTECH INC.
Notes to the Financial Statements
Years ended December 31, 2019 and 2018

2. Basis of preparation of financial statements (continued):

(e) Use of estimates and judgments

The preparation of these financial statements in conformity with IFRSs requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, revenue and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements and information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial years are included in the following notes:

- Note 3(a) Revenue recognition
- Note 3(c) Fair value of long-term government loan
- Note 3(f)(i) Research and development costs
- Note 3(f)(ii) Patents and trademarks
- Note 3(g)(ii) Impairment of non-financial assets
- Note 3(h)(ii) and Note 13 Share-based payment transactions
- Note 3(j) Fair value of long-term government loan

3. Significant accounting policies:

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

(a) Revenue recognition

The Company has consistently applied accounting policies in accordance with IFRS 15 *Revenue from Contracts with Customers* ("IFRS 15") to all periods presented in these financial statements. These policies are as follows:

(i) License fees

Non-refundable payments received at the time of executing a license agreement are recognized when the Company satisfies a performance obligation by transferring control of a promised good or service to a customer. The Company concluded that license fees that are paid up front represent a material right to use over the duration of the contract term and as such the Company recognises upfront consideration received as a contract liability (i.e. deferred license revenue) in its statement of financial position. License revenue related to these non-refundable payments is recognized on a straight-line basis over the life of the license agreement.

(ii) Milestone revenue

Revenue associated with license agreement milestones is recognized when it is highly probable that the performance obligation is met and the risk of reversal of revenue recognition is remote.

(iii) Royalties

Royalty income earned from a license agreement is recognized when contractually earned.

(iv) Sales of goods and services

Revenue from the sales of goods and services, net of discounts, is recognized when control of those goods has been transferred to the customer or the performance obligation on services is met.

KANE BIOTECH INC.
Notes to the Financial Statements
Years ended December 31, 2019 and 2018

3. Significant accounting policies (continued):

(b) Foreign currency transactions

Transactions in foreign currencies are translated at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are re-translated at the exchange rate at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

(c) Financial instruments

IFRS 9 contains three principle classification categories for financial instruments: measured at amortized cost, fair value through other comprehensive income (“FVOCI”) and fair value through profit or loss (“FVTPL”). IFRS 9 bases the classification of financial instruments on the contractual cash flow characteristics and the company’s business model for managing the financial asset.

Cash and cash equivalents, accounts receivable, accounts payable and accrued liabilities, and interest and non-interest-bearing debt are all classified as amortized cost under this standard, except the long-term government loan is classified at fair value through profit or loss.

The long-term government loan is measured at fair value based on management’s best estimate of the effective interest rate at initial recognition. The fair value is also based on the Company’s estimate that the amount will be repayable over 5 years starting April 2023.

(d) Inventory

Inventories are stated at the lower of cost and net realizable value. Cost is determined using the weighted average method. The cost of finished goods and work in progress comprises raw materials, direct labour and other direct costs. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and selling expenses. Obsolete, redundant and slow-moving inventories are identified and written down to net realizable values.

(e) Property and equipment

(i) Recognition and measurement

Items of property and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. When parts of an item of property and equipment have different useful lives, they are accounted for as separate items (major components) of property and equipment. The costs of the day-to-day servicing of property and equipment are recognized in the statement of comprehensive loss in the period in which they are incurred.

(ii) Depreciation

Depreciation is recognized in profit or loss over the estimated useful lives of each part of an item of property and equipment in a manner which most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful lives and depreciation method for the current and comparative periods are as follows:

Asset	Basis	Rate
Computer and office equipment	Diminishing balance	20-30%
Scientific and manufacturing equipment	Diminishing balance	20%
Right-of-use asset	Straight-line	Over the term of the lease

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

KANE BIOTECH INC.

Notes to the Financial Statements
Years ended December 31, 2019 and 2018

3. Significant accounting policies (continued):

(f) Intangible assets

(i) Research and development

Expenditures on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, are recognized in profit or loss as incurred.

Development activities involve a plan or design to produce new or substantially improved products and processes. Development expenditures are capitalized only if development costs can be measured reliably, the product or process is technically, and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use or sell the asset. No development costs have been capitalized to date.

(ii) Patents and trademarks

Costs incurred in obtaining a patent are capitalized and are amortized on a straight-line basis over the legal life of the respective patent once the patent has been issued. Trademarks have an indefinite life and are not amortized. Costs incurred in successfully obtaining a patent or trademark are measured at cost less accumulated amortization and accumulated impairment losses. The cost of servicing the Company's patents and trademarks is expensed as incurred.

(iii) Subsequent expenditures

Subsequent expenditures are capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditures are recognized in profit or loss as incurred.

(g) Impairment

(i) Financial assets

At each reporting date, the Company assesses whether there is objective evidence that a financial asset is impaired.

If such evidence exists, the Company recognizes an impairment loss for financial assets. The carrying amount of the asset is reduced by this amount either directly or indirectly using an allowance account.

(ii) Non-financial assets

The carrying amount of long-lived non-financial assets, including intangible assets and property and equipment, is reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Intangible assets with indefinite lives and intangible assets not yet put into use are evaluated for impairment at least annually.

An impairment exists when the carrying value of an asset exceeds its recoverable amount, which is the higher of its fair value less costs to sell or its value in use. The fair value less costs to sell calculation is based on available data from observable market prices less incremental costs. The value in use calculation is based on a discounted cash flow model. These calculations require the use of estimates and forecasts of future cash flows. Qualitative factors, including market size and market growth trends, strength of customer demand and degree of variability in cash flows, as well as other factors, are considered when making assumptions about future cash flows and the appropriate discount rate. A change in any of the significant assumptions of estimates used to evaluate the underlying assets could result in a material change to the results of operations.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed, to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of amortization, if no impairment had been recognized. Write-downs because of impairment are recognized in research expense in the statement of comprehensive loss.

KANE BIOTECH INC.

Notes to the Financial Statements
Years ended December 31, 2019 and 2018

3. Significant accounting policies (continued):

(h) Employee benefits

(i) Short-term employee benefits

Short-term employee benefit obligations are expensed as the related service is provided.

(ii) Share-based payment transactions

The grant date fair value of share-based payment awards granted to employees is recognized as a personnel expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognized as an expense is adjusted to reflect the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognized as an expense is based on the number of awards that do meet the related service and non-market performance conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

Share-based payment arrangements in which the Company receives goods or services as consideration for its own equity instruments are accounted for as equity-settled share-based payment transactions. In situations where equity instruments are issued and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at fair value of the share-based payment.

(l) Government grants

Grants are recognized in profit or loss as deductions from the related expenditures when the grants become receivable. Grants that compensate the Company for the cost of an asset are recognized in profit or loss on a systematic basis over the useful life of the asset.

(j) Finance income and finance costs

Finance income comprises interest income on funds invested which is recognized as it accrues in profit or loss using the effective interest method. Finance costs are comprised of accretion expense on long-term borrowings, which are recognized in profit or loss using the effective interest method, as well as other costs incurred to secure loan financing. Foreign currency gains and losses are reported on a net basis.

(k) Income tax

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that it relates to items recognized directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. No deferred tax assets have been recognized to date.

KANE BIOTECH INC.

Notes to the Financial Statements
Years ended December 31, 2019 and 2018

3. Significant accounting policies (continued):

Refundable scientific research and development tax credits, which are earned as a result of incurring qualifying research and development expenditures, are recorded as a reduction of the related expense when there is reasonable assurance that they will be realized. Non-refundable scientific research and development tax credits, which are also earned on qualifying research and development expenditures, are not recorded in the financial statements.

(l) Earnings (loss) per share

The Company presents basic earnings per share (EPS) data for its common voting shares. Basic EPS is calculated by dividing the profit or loss attributable to common voting shareholders of the Company by the weighted average number of common voting shares outstanding during the period, adjusted for own shares held. Common voting share equivalents have been excluded from the calculation of diluted loss per share as their effect is anti-dilutive.

(m) New standards and interpretations, adopted and not yet adopted

The Company adopted the new IFRS 16 Leases standard, which replaced the IAS 17 Leases standard, for its interim and annual financial statements commencing January 1, 2019. The Company elected to apply the practical expedient for the existing leases as of January 1, 2019 as these lease terms ended within 12 months of the date of initial application. There was no impact to the financial statement upon transition.

Leases – Accounting Policy

For adoption of IFRS 16 on new leases, the Company assesses whether a contract is, or contains, a lease by determining whether the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. A right-of-use asset and lease liability are recognized at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and estimated restoration costs, less any lease incentives received. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date. The lease payments are discounted using the implicit interest rate in the lease. If the rate cannot be readily determined, the Company's incremental rate of borrowing is used.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate or the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

The Company has elected not to recognize right-of-use assets and lease liabilities for short-term leases that have a lease term of twelve months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Standards and interpretations not yet adopted

Certain new standards, interpretations and amendments to existing standards issued by the IASB or the International Financial Reporting Interpretations Committee (IFRIC) that are not yet effective up to the date of issuance of the Company's financial statements are listed below.

IFRS 3 Business Combinations has been amended for annual reporting periods beginning on or after January 1, 2020 with earlier adoption permitted. The update to this standard clarifies the definition of a business by providing a new framework for determining whether transactions should be accounted for as acquisitions (or disposals) of assets or businesses. Currently, the Company does not expect the amendment to IFRS 3 to have a significant impact on its financial statements.

IFRS 8 Accounting Policies, Changes in Accounting Estimates and Errors has been amended for annual reporting periods beginning on or after January 1, 2020 with earlier adoption permitted. The update to this standard clarifies the definition of materiality and how it should be applied. Currently, the Company does not expect the amendment to IAS 8 to have a significant impact on its financial statements.

KANE BIOTECH INC.
Notes to the Financial Statements
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4. License and distribution agreement

During 2017, the Company signed an exclusive license and distribution agreement with Dechra Veterinary Products LLC (“Dechra”) that provides for an initial payment of \$500,000 USD along with a series of potential payments linked to various commercial milestones to a combined maximum of \$2.0 million USD. In addition, Kane Biotech receives ongoing royalty payments on net sales of products by Dechra in North America, subject to certain minimum annual royalty payments from Dechra to the Company.

IFRS 15 requires the Company to use a five-step model to determine when the recognition of revenue with respect to payments received from Dechra will be recorded. Under the five-step approach, the Company exercised judgement in determining revenue recognition, specifically tied to the initial payment received during 2017.

The Dechra agreement includes many rights and obligations, the most significant being Dechra’s exclusive “right to use” as it relates to the selling and distribution of the Company’s StrixNB™ and DispersinB® antibiofilm technologies in the North American veterinary market. The entity concluded that the license fees that were paid up front of \$500,000 USD (CDN 670,725) represent a material right to use over the duration of the term as such the entity recognised the consideration received as deferred license revenue in its statement of financial position.

	December 31, 2019	December 31, 2018
Deferred license revenue - current port	67,073	67,073
Deferred license revenue - non-current	413,612	480,685
	\$ 480,685	\$ 547,758

The non-current deferred license revenue will be recognised over the remaining life of the agreement which was 7.2 years as at December 31, 2019 (2018 - 8.2 years).

The agreement also provides for subsequent lump-sum payments from Dechra to the Company related to the completion of specific milestones. The completion of these milestones is related to specific performance obligations and the Company will be recognizing revenue in full as those performance obligations are fulfilled and there is certainty that the related payments will be received.

5. Trade and other receivables:

	December 31, 2019	December 31, 2018
Trade receivables	\$ 332,202	\$ 73,916
Other receivables	99,312	42,398
	\$ 431,514	\$ 116,314

6. Inventory:

	December 31, 2019	December 31, 2018
Raw materials	\$ 241,569	\$ 131,933
Work-in-progress	3,495	6,152
Finished goods	341,975	193,845
Allowance for inventory obsolescence	-	(7,472)
	\$ 587,039	\$ 324,458

The cost of inventories recognized as an expense and included in cost of sales for 2019 was \$667,565 (2018-\$88,506).

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7. Property and equipment:

The following is a summary of property and equipment as at December 31, 2019:

Cost	Computer and Office Equipment	Scientific and Manufacturing Equipment	Right-of-use Asset	Total
Balance January 1, 2018	\$ 38,175	\$ 182,890	\$ -	\$ 221,065
Additions - 2018	-	8,085	-	8,085
Balance December 31, 2018	\$ 38,175	\$ 190,975	\$ -	\$ 229,150
Additions - 2019	17,066	6,842	17,311	41,219
Balance December 31, 2019	\$ 55,241	\$ 197,817	\$ 17,311	\$ 270,369

Depreciation	Computer and Office Equipment	Scientific and Manufacturing Equipment	Right-of-use Asset	Total
Balance January 1, 2018	\$ 22,926	\$ 137,860	\$ -	\$ 160,786
Additions - 2018	14,359	-	-	14,359
Balance December 31, 2018	\$ 37,285	\$ 137,860	\$ -	\$ 175,145
Additions - 2019	5,668	9,344	433	15,445
Balance December 31, 2019	\$ 42,953	\$ 147,204	\$ 433	\$ 190,590

Carrying amounts	Computer and Office Equipment	Scientific and Manufacturing Equipment	Right-of-use Asset	Total
Balance December 31, 2018	890	53,115	-	54,005
Balance December 31, 2019	12,288	50,613	16,878	79,779

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8. Intangible assets:

The following is a summary of intangible assets as at December 31, 2019:

Cost	Patents	Trademarks	Total
Balance January 1, 2018	\$ 1,225,662	\$ 69,108	\$ 1,294,770
Additions - 2018	132,501	5,715	138,216
Change due to derecognition 2018	(286,585)	(10,298)	(296,883)
Balance December 31, 2018	\$ 1,071,578	\$ 64,525	\$ 1,136,103
Additions - 2019	62,377	11,091	73,468
Change due to derecognition 2019	(213,993)	-	(213,993)
Balance December 31, 2019	\$ 919,962	\$ 75,616	\$ 995,579
Accumulated amortization and derecognition	Patents	Trademarks	Total
Balance January 1, 2018	\$ 208,183	\$ -	\$ 208,183
Amortization - 2018	\$ 57,422	\$ -	57,422
Change due to derecognition 2018	(74,866)	-	(74,866)
Balance December 31, 2018	\$ 190,739	\$ -	\$ 190,739
Amortization - 2019	38,979	-	38,979
Change due to derecognition 2019	(628)	-	(628)
Balance December 31, 2019	\$ 229,090	\$ -	\$ 229,090
Carrying amounts	Patents	Trademarks	Total
Balance December 31, 2018	880,839	64,525	945,364
Balance December 31, 2019	690,872	75,616	766,488

The Company has considered indicators of impairment as of December 31, 2019 and has determined that it wasn't feasible to pursue certain patents and accordingly has written-down patents in the amount of \$213,365 (2018 - \$222,017). To December 31, 2019, the Company has recorded aggregate impairment losses of \$1,376,122 (2018 - \$1,162,757), primarily resulting from patent applications not pursued.

Amortization and derecognition expenses are recognized in research expense.

9. Accounts payable and accrued liabilities:

	December 31, 2019	December 31, 2018
Trade payables	\$ 509,239	\$ 415,199
Non-trade payables and accrued expenses	717,305	477,819
	\$ 1,226,544	\$ 893,018

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10. Due to related party:

During the year ended December 31, 2019 the Company received cash advances of \$1,050,000 (2018 - \$600,000) from a related party. During the current period, the Company repaid all principal owing on these advances. This was settled in part through the exercising of warrants. The balance due to related party at December 31, 2019 is accumulated interest of \$41,841. These advances bear interest at 8% per annum as of January 1, 2019 and are repayable upon demand by the lender.

11. Loans payable:

(a) Short-term loan

During the year ended December 31, 2018 the Company received a loan in the amount of \$500,000 from an arm's length third party lender. The Loan bore interest at 12% per annum and was repayable after six months. Additional consideration for the loan guarantee was the issuance of 3,500,000 share purchase warrants at a price of \$0.08 per common share for a period of one year from the date of issuance of the warrants. During 2019, this loan was extended for two additional six-month terms and then it was subsequently repaid. In addition, during 2019 the share purchase warrants were exercised.

(b) Long-term government loan

During the year ended December 31, 2019, the Company signed a funding agreement with Western Economic Diversification Canada ("WD"). The Company will be entitled to receive up to \$3.793 million from WD in the form of interest-free repayable contributions which will be provided to the Company over three years on an expense-incurred basis retroactive to April 1, 2019. Repayment of these contributions will take place over five years starting in April 2023. Repayable contributions advanced to the Company during the current period were \$257,198.

The Company has recorded a \$108,623 fair value adjustment related to this long-term government loan at initial recognition using an effective interest rate of 10%. This amount has been offset with an accretion expense of \$4,389 that was recorded as a finance cost during the year. This accretion expense is based on the repayment of the long-term government loan starting April 2023 over five years. The total liability at year end recorded on the statement of the financial position was \$152,964 at December 31, 2019.

12. Lease liabilities:

During the year ended December 31, 2019, the Company signed a new car lease. The carrying amount of the lease liabilities as at December 31, 2019 was \$16,850 and the breakdown of contractual undiscounted cash flows for lease liabilities as at December 31, 2019 is presented below:

	December 31, 2019	
Less than one year	\$	6,195
One to five years		10,656
	\$	16,850

The Company has recognized the lease payments associated with short-term leases during the year ending December 31, 2019 as an expense of \$174,351 (2018 - \$108,750) on a straight-line basis over the lease term. For the year ended December 31, 2019, interest expense on lease liabilities was \$72, and lease amortization expenses was \$433.

13. Income tax

(a) Income tax provision

The reconciliation of the income tax provision using statutory income tax rates prevailing in Canada with the income tax expense reported in the financial statements is as follows:

KANE BIOTECH INC.
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13. Income tax (continued):

	2019	2018
Canadian federal and provincial income tax rates at 27% (2018 - 27%)	\$ (259,248)	\$ (880,470)
Change in unrecognized deductible temporary differences and unused tax losses	370,363	846,131
Permanent differences and other	(111,115)	34,339
	\$ -	\$ -

The Company recognized no income taxes in the statement of comprehensive loss as it has been incurring losses since inception.

(b) Unrecognized deferred tax assets:

Deferred tax asset based on temporary differences not recognized were as follows:

	2019	2018
Tax losses	\$ 5,066,097	\$ 4,781,324
Scientific research and experimental development costs	816,550	783,650
Financing costs	138,566	54,827
Accounts payable and accrued liabilities	67,116	72,179
Deferred revenue	129,785	147,895
	\$ 6,218,114	\$ 5,839,875

Given the Company's past losses, management does not believe that it is more probable than not that the Company can utilize its deferred tax assets and therefore it has not recognized any amount in the statement of financial position.

(c) Deferred tax liabilities:

Deferred tax liabilities were as follows:

	2019	2018
Intangible assets	\$ 79,802	\$ 102,245
Property and equipment	7,681	5,504
Other	48,479	48,479
Long-term government loan	28,143	-
	\$ 164,105	\$ 156,228

The deferred tax liability for temporary differences of \$607,796 (2018 - \$578,622) have been offset by sufficient deductible temporary differences (SR&ED costs) from (b) above which are available to reverse in the same period as the taxable temporary differences.

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13. Income tax (continued):

(d) The Company has the following available for application in future years:

	2019	2018
Unutilized scientific research and development expenditures without time limitation	\$ 3,024,260	\$ 2,902,407
Unutilized non-capital loss carried forward balances		
2026	\$ 767,228	\$ 767,228
2027	846,139	846,139
2028	851,022	851,022
2029	843,989	843,989
2030	810,574	810,574
2031	975,188	975,188
2032	1,222,411	1,222,411
2033	1,062,842	1,062,842
2034	1,295,259	1,295,259
2035	1,573,354	1,573,354
2036	2,384,174	2,384,174
2037	2,518,425	2,518,425
2038	2,558,002	2,558,004
2039	1,054,716	
	\$ 18,763,323	\$ 17,708,609

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13. Income tax (continued):

	2019	2018
Unutilized scientific research and development tax credits		
2020	5,567	5,567
2021	339	339
2022	958	958
2023	4,105	4,105
2024	47,104	47,104
2025	71,115	71,115
2026	154,908	154,908
2027	91,412	91,412
2028	180,498	180,498
2029	116,161	116,161
2030	134,256	134,256
2031	105,143	105,143
2032	118,519	118,519
2033	115,359	115,359
2034	48,373	48,373
2035	33,789	33,789
2036	49,400	49,400
2037	70,292	70,292
2038	77,915	77,915
2039	36,544	
	\$ 1,461,757	\$ 1,425,213

14. Share capital:

(a) Authorized

The Company has authorized share capital of an unlimited number of common voting shares.

(b) Shares issued and outstanding

Shares issued and outstanding are as follows:

	Number of Common Voting Shares	Amount
Balance January 1, 2018 and December 31, 2018	80,113,536	\$ 17,683,418
Warrants exercised	3,500,000	280,000
Issued in Private Placement Offerings, net of issue costs of \$38,382	17,918,137	2,199,532
Balance December 31, 2019	101,531,673	\$ 20,162,950

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14. Share capital (continued):

During the year ended December 31, 2018, the Company had no changes in shares issued and outstanding.

During the year ended December 31, 2019, the Company closed its first tranche of an aggregate private placement offering. At the closing, 17,918,137 units at a price of \$0.14 per unit were issued for aggregate gross proceeds of \$2,508,540. Issue costs associated with the common shares was \$38,382. Each unit is comprised of one common share of the Company and one-half a share purchase warrant. Each warrant will expire two years from the date the warrant was issued and will entitle the holder to purchase one common share at a price of \$0.18 up to the expiry date. The shares and warrants will be restricted from transfer for a period of four months from the issue date in accordance with applicable securities laws and the policies of the TSX Venture Exchange.

(c) Stock option plan

The Company has an equity-settled Stock Option Plan ("Plan") in place for employees, directors, officers and consultants of the Company which is administered by the Board of Directors. The number of common shares reserved for issuance of stock options is limited to a maximum of 10% of the issued and outstanding shares of the Company at any one time. At December 31, 2019, an aggregate maximum of 10,153,167 (December 31, 2018 – 8,011,354) common share options are reserved for issuance under the Plan with 6,204,167 (December 31, 2018 – 1,814,021) of those common share options remaining available.

Share options issued to employees, directors and officers of the Company under the Plan expire five years from the grant date. The attributed exercise price of the grant per the Plan cannot be less than the closing price per common share on the date of the grant.

Effective on all stock options issued after October 1, 2015;

- i) The exercise price shall, at a minimum, be equal to the fair market value of the Company's common stock on the grant date (TSXV share price);
- ii) Each stock option shall vest in 3 equal annual installments, beginning on the grant date;
- iii) The options shall expire 5 years from the date of issue;
- iv) Grants to executive officers shall be made by the compensation committee. Grants to staff shall be made by authorized officers (the CEO and CFO). The authorized officers may not approve any stock option awards exceeding 500,000 shares to any staff member;
- v) All exceptions must be approved by the compensation committee;

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14. Share capital (continued):

Changes in the number of options outstanding during the year ended December 31, 2019 and 2018 are as follows:

	December 31, 2019		December 31, 2018	
	Options	Weighted average exercise price	Options	Weighted average exercise price
Balance, beginning of period	6,197,333	\$ 0.24	3,808,000	\$ 0.34
Granted	-	\$ -	3,100,000	\$ 0.14
Forfeited, cancelled or expired	(2,248,333)	\$ 0.28	(710,667)	\$ 0.45
Balance, end of period	3,949,000	\$ 0.21	6,197,333	\$ 0.24
Options exercisable, end of period	3,179,000	\$ 0.23	3,930,667	\$ 0.28
Weighted average fair value per unit of option granted during the period		\$ -		\$ 0.04

Options outstanding at December 31, 2019 consist of the following:

Range of exercise prices	Outstanding number	Weighted average remaining contractual life	Weighted average exercise price	Exercisable number
\$0.10	1,535,000	3.81	\$0.10	1,023,333
\$0.20	775,000	3.42	\$0.20	516,667
\$0.30	1,259,000	2.06	\$0.30	1,259,000
\$0.35	280,000	0.03	\$0.35	280,000
\$0.40	100,000	1.02	\$0.40	100,000
	3,949,000	2.66	\$0.21	3,179,000

During the year ended December 31, 2019, no new stock options were issued. For the year ended December 31, 2019, the Company recorded share option compensation expense of \$31,667 (December 31, 2018 – \$102,707) with a corresponding credit to contributed surplus. Share option compensation expense was based on the fair value of the options at the date of measurement using the Black-Scholes option pricing model with the following weighted average assumptions:

	2019	2018
Expected option life	-	5 years
Risk free interest rate	-	2.23%
Expected volatility	-	85.55%
Grant-date share price	-	\$0.07
Option exercise price	-	\$0.14

For awards that vest at the end of a vesting period, compensation cost is recognized on a straight-line basis over the period of service. For awards subject to graded vesting, each instalment is treated as a separate award with separate fair value and a separate vesting period.

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14. Share capital (continued):

(d) Warrants

During the year ended December 31, 2018, the Company received a loan in the amount of \$500,000 from an arm's length third-party lender. Additional consideration for the loan guarantee was the issuance of 3,500,000 share purchase warrants at a price of \$0.08 per common share for a period one year from the date of issuance of the warrants. During the year ended December 31, 2019, the 3,500,000 share purchase warrants were exercised.

During the year ended December 31, 2019, the Company issued 8,994,816 warrants as part of the first tranche of its aggregate private placement offering. Each warrant expires two years from the date the warrant was issued and entitles the holder to purchase one common share at a price of \$0.18 up to the expiry date. Each warrant issued under the offering has a call right allowing the Company to call the warrants from the holders upon 30 days notice following the price of shares closing at \$0.25 for five consecutive trading days.

Changes in the number of warrants outstanding during the year ended December 31, 2019 and 2018 are as follows:

	December 31, 2019			December 31, 2018		
	Warrants	Amount	Weighted average exercise price	Warrants	Amount	Weighted average exercise price
Balance, beginning of year	38,004,997	\$ 1,394,490	\$ 0.18	35,304,997	\$ 1,372,751	\$ 0.18
Granted	8,994,816	\$ 270,626	\$ 0.18	3,500,000	\$ 50,231	\$ 0.08
Exercised	(3,500,000)	\$ (50,232)	\$ 0.08	-	\$ -	\$ -
Forfeited, cancelled or expired	-	-	-	(800,000)	(28,492)	\$ 0.18
Balance, end of period	43,499,813	\$ 1,614,884	\$ 0.18	38,004,997	\$ 1,394,490	\$ 0.18
Weighted average remaining contractual life	1.08 years			0.32 years		

The relative fair value of warrants was determined at the date of measurement using the Black-Scholes option pricing model with the following weighted average assumptions:

	2019	2018
Expected option life	2 years	1 years
Risk free interest rate	1.69%	1.91%
Expected volatility	75.05%	84.05%
Grant-date share price	\$0.14	\$0.06
Option exercise price	\$0.18	\$0.08

(e) Per share amounts

The weighted average number of common voting shares outstanding for the year ended December 31, 2019 and 2018 was 82,303,996 and 80,113,536 respectively.

The dilution created by options and warrants has not been reflected in the per share amounts as the effect would be anti-dilutive.

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15. Commitments and contingencies:

(a) Commitments

As at December 31, 2019 and in the normal course of business, the Company has obligations to make future payments, representing contracts and other commitments that are known and committed.

Contractual obligation payments due by fiscal year ending December 31:

	USD	CND
2020	\$ 10,000	\$ 74,884
2021	\$ 10,000	\$ 50,244
2022	\$ 10,000	\$ 16,285
2023	\$ 10,000	-
2024	\$ 10,000	-
	\$ 50,000	\$ 141,413

In 2019, the Company signed a binding Letter of Intent to lease office and laboratory space for a 10-year term commencing in 2020. The approximately dollar value of this commitment is \$1.3 million.

The Company holds a worldwide exclusive right to Competence Stimulating Peptide (CSP) technology from the University of Toronto Innovations Foundation (UTIF). In consideration for the right, the Company will pay UTIF a royalty of a stipulated percentage of the net sales, if any, of the licensed products. If the Company sublicenses any rights to a third party, the Company will pay UTIF a percentage of a sublicense fee or sublicense royalty fees. The Company does not expect to make royalty payments under this agreement in fiscal 2020 and cannot predict when such royalties will become payable, if at all.

Also, the Company holds a worldwide exclusive license to DispersinB® enzyme from the University of Medicine and Dentistry of New Jersey (UMDNJ), now part of Rutgers University (Rutgers). In consideration for the right, the Company will pay a royalty to Rutgers of a stipulated percentage of the net sales, if any, of the licensed products. If the Company sublicenses any rights to a third party, the Company will pay Rutgers a percentage of a sublicense fee and/or sublicense royalty fees. A minimum royalty fee of \$10,000 USD per annum is payable for the life of the license, with additional milestone payments possible throughout the term of the agreement.

(b) Guarantee

The Company periodically enters into research and licence agreements with third parties that include indemnification provisions customary in the industry. These guarantees generally require the Company to compensate the other party for certain damages and costs incurred because of claims arising from research and development activities undertaken on behalf of the Company. In some cases, the maximum potential amount of future payments that could be required under these indemnification provisions could be unlimited. These indemnification provisions generally survive termination of the underlying agreement. The nature of the indemnification obligations prevents the Company from making a reasonable estimate of the maximum potential amount it could be required to pay. Historically, the Company has not made any indemnification payments under such agreements and no amount has been accrued in the accompanying financial statements with respect to these indemnification obligations.

16. Government and other assistance:

During the year ended December 31, 2019, the Company recorded \$98,207 in government assistance. During the year ended December 31, 2019, government assistance was recorded as a reduction in research and general and administrative expenditures. During the year ended December 31, 2018 the Company recorded \$145,098 in government assistance for the purpose of research and product market development. During the year ended December 31, 2018, government assistance was recorded as a reduction in research expenditures.

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17. Related parties:

(a) Key management personnel compensation

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company. The Board of Directors, President & CEO and CFO are key management personnel.

In addition to their salaries, the Company also provides non-cash benefits and participation in the Stock Option Plan (Note 13(c)). The following table details the compensation recorded for key management personnel:

	December 31, 2019	December 31, 2018
Salaries, fees and short-term		
employee benefits	\$ 442,202	\$ 736,844
Share-based payments	29,786	39,865
	\$ 471,988	\$ 776,709

(b) Key management personnel and director transactions

In the year ended December 31, 2018, the company recorded \$337,500 in separation costs relating to the departure of the Company's former President and CEO.

Directors and key management personnel control 29.5% of the voting shares of the Company.

During the year ended December 31, 2019 the Company received \$1,050,000 (2018 - \$600,000) from one of the Directors of the Company (Note 10). During the current period, the Company repaid all principal owing on these advances. The balance due to related party at December 31, 2019 is accumulated interest of \$41,841. These advances bear interest at 8% per annum as of January 1, 2019 and are repayable upon demand by the lender.

Key management personnel acquired shares in the Company valued at \$375,000 as part of the first tranche of the aggregate private placement offering which closed during the year ended December 31, 2019.

During the year ended December 31, 2019, the Company provided cash advances totalling \$70,000, which is recorded in trade and other receivables on the statement of financial position, to a company which is wholly owned by the President & CEO of Kane Biotech as part of a demand loan of up to \$150,000 approved by the Board of Directors in 2019. This loan bears interest at 8% per annum and is secured by all of the assets of the borrower.

Accrued liabilities owing to key management personnel was \$24,786 as of December 31, 2019 (2018 – \$7,576).

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18. Expenses by nature:

Expenses incurred for the year ended December 31, 2019 and 2018 are as follows:

	December 31, 2019	December 31, 2018
Personnel expenses		
Wages and salaries	\$ 1,734,110	\$ 1,589,247
Short-term benefits and insurance premiums	33,218	37,257
Share-based payments	31,667	101,600
	1,798,995	1,728,104
Depreciation, amortization and writedowns	267,789	293,798
Science consumables and contract research	592,177	237,301
Occupancy	103,583	103,663
License fees	39,434	12,851
Investor relations	164,633	210,927
Consulting	173,763	11,095
Marketing	481,897	223,769
Other	676,043	617,893
Less: Government assistance	(98,207)	(145,098)
	\$ 4,200,108	\$ 3,294,303

19. Segmented information:

The Company has one operating segment and one reportable segment.

In terms of geographic segmentation, a substantial proportion of its revenues come from non-Canadian sources. The breakdown of Canadian to non-Canadian revenues is as follows:

	December 31, 2019	December 31, 2018
Domestic	\$ 585,295	\$ 181,235
International	1,108,229	325,038
	\$ 1,693,524	\$ 506,273

Two of the Company's largest customers accounted for 61% of the Company's total sales for the year ended December 31, 2019 (2018 – 62%).

20. Determination of fair values:

A number of the Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values that have been determined for measurement and/or disclosure purposes based on certain models are indicated below. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

(a) Share-based payment transactions:

The fair value of the employee share options is measured using the Black-Scholes formula. Measurement inputs include share price on measurement date, exercise price of the instrument, expected volatility (based on weighted average historic volatility adjusted for changes expected due to publicly available information), weighted average expected life of the instruments, expected dividends, and the risk-free interest rate (based on government bonds). Service and non-market performance conditions attached to the transactions are not taken into account in determining fair value.

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20. Determination of fair values (continued):

(b) Financial assets and liabilities:

The Company has determined the estimated fair values of its financial instruments based on appropriate valuation methodologies. The carrying values of current monetary assets and liabilities approximate their fair values due to their relatively short periods to maturity except for the long-term government loan which has a carrying value of \$257,198 and fair value of \$152,964.

Financial assets and liabilities that are recognised on the statement of financial position at fair value follow in a hierarchy that is based on the significance of the inputs used in making the measurements. The long-term government loan represents a level 2 input that represents inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).

21. Financial risk management:

The Company's activities expose it to a variety of financial risks: market risk (including foreign exchange and interest rate risks), credit risk and liquidity risk. Risk management is the responsibility of the Company, which identifies, evaluates and, where appropriate, mitigates financial risks.

(i) Market risk:

(a) Foreign exchange risk:

The Company operates in Canada and has relationships with entities in other countries. Foreign exchange risk arises because the cost of transactions denominated in foreign currencies may vary due to changes in exchange rates.

Balances in foreign currencies at December 31, were approximately:

	2019	2018
	U.S. Dollars	U.S. Dollars
Cash and cash equivalents	\$ 18,723	\$ 17,551
Trade and other receivables	152,460	32,373
Accounts payables and accrued liabilities	(111,218)	(84,618)
	<u>\$ 59,965</u>	<u>\$ (34,694)</u>

Fluctuations in the U.S. dollar exchange rates may potentially have a significant impact on the Company's results of operations. The Company estimates the impact of a 10% change in the Canadian dollar exchange rate on its net current monetary assets to be \$5,996 (2018 - \$3,469).

(b) Interest rate risk:

The Company is exposed to interest rate risk to the extent that short-term deposits are at a floating short-term rate of interest and their market value will vary with the change in short-term market interest rates. The Company's maximum exposure to interest rate risk is based on the effective interest rate and the current carrying value of these assets.

There is a risk that future cash flows from invested cash, cash equivalents and short-term deposits will vary as the market interest rates fluctuate because these investments earn interest at market rates. Based on the December 31, 2019 balance of approximately \$794,038 (2018 - \$75,425), a variation of 100 basis points in the market interest rate would not affect the financial statements of comprehensive loss by a material amount. For the year ended December 31, 2019, the Company recorded interest income of \$454 (2018 - \$9,620) in relation to these assets.

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21. Financial risk management (continued):

(ii) Credit risk:

The Company limits its exposure to credit risk by investing only in banks that have a strong credit rating. Trade and other receivables are subject to normal credit risk. The maximum exposure to credit risk is equal to the carrying value of the receivables. The Company regularly assesses the trade and other receivables and takes action to collect the amounts or provide adequate reserves against doubtful accounts. The Company currently has no reserve for doubtful accounts as there have been no bad debts to date.

(iii) Liquidity risk:

Liquidity risk is the risk that the current financial obligations exceed the cash available to satisfy those obligations at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available cash in order to meet its liquidity requirements. The Company achieves this by primarily relying on private placement offerings of common shares and warrants.

The following table summarizes the Company's financial liabilities with corresponding maturity.

	Less than 1 Year	1-3 years	3-5 years	5-10 years	Total
Due to related party	\$ 41,841	\$ -	\$ -	\$ -	\$ 41,841
Long-term government loan	-	-	91,545	165,653	\$ 257,198
Accounts payable and accrued liabilities	1,226,544	-	-	-	\$ 1,226,544
	\$ 1,268,385	\$ -	\$ 91,545	\$ 165,653	\$ 1,525,583

(iv) Capital management:

The Company's primary objective when managing capital, defined as shares and warrants, is to ensure that it has sufficient cash resources to fund its development and commercialization activities and to maintain its ongoing operations.

The capital at December 31, 2019 was \$21,777,834 (2018- \$19,077,908).

To fund its activities, the Company relies primarily on private placements of its common shares. To secure the additional capital the Company may attempt to raise additional funds through the issuance of equity or by securing strategic partners. The Company is not subject to externally imposed capital requirements and there has been no change with respect to the overall capital management strategy during the year ended December 31, 2019.

22. Changes in liabilities from financing activities

Changes in liabilities from financing activities during the year ended December 31, 2019 and 2018 are as follows:

	January 1, 2018	Cash - Principal	Cash - Interest	Interest Accrued	Non-Cash	December 31, 2018
Short-term borrowin	-	1,100,000	-	-	-	1,100,000
	\$ -	\$ 1,100,000	\$ -	\$ -	\$ -	\$ 1,100,000
	January 1, 2019	Cash - Principal	Cash - Interest	Interest Accrued	Non-Cash	December 31, 2019
Long-term borrowin	\$ -	\$ 257,198	\$ -	\$ 4,389	\$ (108,623)	\$ 152,964
Short-term borrowin	1,100,000	(220,000)	(18,718)	60,559	(880,000)	41,841
	\$ 1,100,000	\$ 37,198	\$ (18,718)	\$ 64,948	\$ (988,623)	\$ 194,805

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23. Subsequent events:

(a) Share Capital

On February 24, 2020, the Company closed its second and final tranche of an aggregate private placement offering. At the closing, 7,081,862 shares at \$0.14 per share were issued for gross proceeds of \$991,461 and net proceeds of \$66,117. Each unit is comprised of one common share of the Company and one-half a share purchase warrant. Each warrant will expire two years from the date the warrant was issued and will entitle the holder to purchase one common share at a price of \$0.18 up to the expiry date. Each warrant issued under the offering has a call right allowing the Company to call the warrants from the holders upon 30 days notice following the price of shares closing at \$0.25 for five consecutive trading days. The shares and warrants will be restricted from transfer for a period of four months from the issue date in accordance with applicable securities laws and the policies of the TSX Venture Exchange.

(b) Stock Options

On February 28, 2020, the Company issued 3,650,000 stock options to certain directors, officers, employees and consultants of the Company. Each option is exercisable into one common share of the Company at a price of \$0.18 per share for a period of five years from the date of grant. The options will vest over 24 months with one third vesting immediately, one third vesting 12 months from the date of grant and one third vesting 24 months from the date of grant.

(c) COVID-19 Pandemic

Since December 31, 2019, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has resulted in a widespread health crisis that has affected economies and financial markets around the world resulting in an economic downturn. The effects of this pandemic on the Company may include decreased customer demand, interruptions to supply chains, manufacturing activities and research and development programs and increased government regulations or interventions. The duration and impact of the COVID-19 outbreak is unknown at this time and it is not possible to reliably estimate the length and severity of these developments nor the impact of these developments on the financial results and condition of the Company in future periods.