Condensed Consolidated Interim Financial Statements of

GREENSPACE BRANDS INC.

For the three month periods ended June 30, 2017 and 2016

These condensed consolidated interim financial statements and the notes thereto have not been reviewed by the Company's external auditors.

GreenSpace Brands Inc.

Table of Contents

For the three month periods ended June 30, 2017 and 2016

Condensed Consolidated Interim Statements of Financial Position	1
Condensed Consolidated Interim Statements of Operations and Comprehensive Loss	2
Condensed Consolidated Interim Statements of Changes in Shareholders' Equity	3
Condensed Consolidated Interim Statements of Cash Flows	4
Notes to the Condensed Consolidated Interim Financial Statements	5 - 29

GreenSpace Brands Inc.

Condensed Consolidated Interim Statements of Financial Position

(unaudited)
(Expressed in thousands of Canadian dollars)

	June 30 2017 $	March 31 2017 $
Assets		
Current assets		
Accounts receivable, net of allowance for doubtful accounts of $286 (March 31, 2017 - $286)	**7,593**	6,461
HST receivable	**164**	265
Income tax receivable	**-**	8
Prepaid expenses	**773**	275
Inventory (note 7)	**5,845**	5,148
Due from related parties (note 13)	**38**	38
Total current assets	**14,413**	12,195
Property, plant and equipment (note 8)	**773**	777
Intangible assets (note 5 and 9)	**13,341**	13,552
Goodwill and other intangible assets (note 5)	**19,176**	19,176
Total assets	**47,703**	45,700
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities (note 13)	**5,906**	5,720
HST payable	**116**	196
Loans from related parties (note 5 and 12)	**1,010**	1,391
Loans payable (note 10)	**71**	71
	7,103	7,378
Loans payable - non-current (note 10)	**149**	167
Long term debt (note 11)	**4,553**	3,147
Deferred tax liabilities (note 5)	**2,926**	2,995
Total liabilities	**14,731**	13,687
Shareholders' equity		
Share capital (note 12)	**44,602**	43,185
Contributed surplus (note 5, 12(c) and 12(d))	**1,969**	2,186
Accumulated deficit	**(13,599)**	(13,358)
	32,972	32,013
Total liabilities and shareholders' equity	**47,703**	45,700

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

Approved by the Board:

Matthew von Teichman-Logischen
Chairman

James Haggarty
Director

GreenSpace Brands Inc.

Condensed Consolidated Interim Statements of Operations and Comprehensive Loss

For the three month periods ended June 30, 2017 and 2016

(unaudited)

(Expressed in thousands of Canadian dollars, except per share and number of shares amounts)

	Three months ended	
	June 30 2017	June 30 2016
	$	$
Gross revenue	**14,233**	9,144
Less: rebates and discounts	**(1,674)**	(655)
Less: listing fees	**(130)**	(128)
Net revenue	**12,429**	8,361
Cost of goods sold	**9,694**	6,253
Gross profit	**2,735**	2,108
Expenses		
General and administrative	**673**	452
Storage and delivery	**551**	224
Salaries and benefits	**1,016**	956
Advertising and promotion	**266**	208
Professional fees	**122**	84
Stock-based compensation (note 12 (c))	**29**	63
Amortization of intangible assets	**260**	260
Total expenses	**2,917**	2,247
Net loss before interest expense, accretion expense and income taxes	**(182)**	(139)
Interest expense	**81**	160
Net loss before accretion expense and income taxes and discontinued operations	**(263)**	(299)
Accretion expense	**47**	307
Deferred income tax (recovery)	**(69)**	(69)
Loss from continuing operations	**(241)**	(537)
Loss from discountinued operations, net of income taxes (note 6)	**-**	(64)
Net loss and comprehensive loss	**(241)**	(601)
Net loss per share		
Basic and diluted from discontinued operations	**-**	-
Basic and diluted from continuing operations	**-**	(0.02)
Weighted average number of shares basic and diluted	**55,353,913**	35,849,662

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

GreenSpace Brands Inc.

Condensed Consolidated Interim Statements of Changes in Shareholders' Equity (unaudited)

(Expressed in thousands of Canadian dollars, except for number of shares)

	Share capital		Contributed	Accumulated	Total Shareholders'
	Number	Amount	Surplus	Deficit	Equity
		$	$	$	$
March 31, 2017	54,787,510	43,185	2,186	(13,358)	32,013
Issuance of share options	-	-	29	-	29
Exercise of warrants	352,345	445	(59)	-	386
Execise of options	262,501	544	(187)	-	357
Shares issued for repayment of loan from related parties	263,714	428	-	-	428
Net loss and comprehensive loss	-	-	-	(241)	(241)
June 30, 2017	**55,666,070**	**44,602**	**1,969**	**(13,599)**	**32,972**
March 31, 2016	35,849,662	22,483	2,202	(10,101)	14,584
Issuance of share options	-	-	63	-	63
Net loss and comprehensive loss	-	-	-	(601)	(601)
June 30, 2016	**35,849,662**	**22,483**	**2,265**	**(10,702)**	**14,046**

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

GreenSpace Brands Inc.

Condensed Consolidated Interim Statements of Cash Flows

For the three month periods ended June 30, 2017 and 2016

(unaudited)

(Expressed in thousands of Canadian dollars)

	2017	2016
	$	$
Cash flow from operating activities		
Loss and comprehensive loss	**(241)**	(601)
Loss from discontinued operations	**-**	64
Items not affecting cash:		
Depreciation and amortization	**304**	303
Deferred income tax recovery	**(69)**	(69)
Stock-based compensation	**29**	63
Inventory provision	**21**	110
Interest expense	**81**	160
Accretion expense	**47**	307
Changes in non-cash working capital (note 16)	**(2,131)**	(536)
Cash utilized in operating activities - continuing operations	**(1,959)**	(199)
Cash utilized in operating activities - discontinued operations	**-**	(64)
Total cash utilized in operating activities	**(1,959)**	(263)
Cash flow from investing activities		
Additions to property, plant and equipment	**(40)**	(51)
Additions to indefinite life intangible assets	**(49)**	-
Total cash utilized in investing activities	**(89)**	(51)
Cash flow from financing activities		
(Decrease) increase in bank overdraft	**-**	563
Warrants exercised	**386**	-
Options exercised	**357**	-
Proceeds from (repayment of) advances from related party, net	**-**	200
(Repayment of) proceeds from loans payable	**(18)**	(292)
Advance from long term debt, net	**1,394**	-
Interest paid	**(71)**	(157)
Total cash provided by financing activities	**2,048**	314
Increase in cash and cash equivalents	**-**	-
Cash and cash equivalents, beginning of the period	**-**	-
Cash and cash equivalents, end of the period	**-**	-

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

1. Nature of Operations

On April 13, 2015, Aumento Subco, a wholly-owned subsidiary of Aumento Capital IV Corporation ("Aumento" or the "Corporation") and Life Choices Natural Foods Corp. ("Life Choices") entered into a definitive agreement (the "Definitive Agreement"). Pursuant to the terms of the Definitive Agreement, on April 30, 2015, Life Choices, Aumento and Aumento Subco completed a three-cornered amalgamation (the "Amalgamation") whereby Life Choices and Aumento Subco amalgamated to form a new entity named Life Choices Natural Food Corp. (referred to herein as "Amalco"). After the Amalgamation, the property of each of Life Choices and Aumento Subco became the property of Amalco, and Amalco became liable for the obligations of each of Life Choices and Aumento Subco. Amalco will continue to carry on the business and operations of Life Choices as a wholly-owned subsidiary of the Corporation.

Prior to closing the Amalgamation, the Corporation's name was changed to GreenSpace Brands Inc.

GreenSpace Brands Inc. ("GreenSpace" or the "Company") is an organic and natural food company whose principal business is to create natural food products and brands for sale into the Canadian natural food marketplace. The Company's main brands include Life Choices Natural Foods, Rolling Meadow Dairy, Nudge, Kiwi Pure and Holistic Choice Pet Food.

On October 19, 2015, the Company completed the acquisition of Love Child (Brands) Inc. ("Love Child"). Love Child is a Canadian-based producer of 100% organic food for infants and toddlers. Love Child's mission is to bring to market only the purest, most natural and nutritionally-rich food, without the addition of any synthetic preservatives, refined sugars or other additives. Love Child's products include organic purees in BPA-free squeezable pouches and an extensive infant and toddler organic snack range. Refer to note 6 for further details on the Love Child acquisition.

On February 25, 2016, the Company completed the 70% share acquisition of Central Roast Inc. ("Central Roast"). Central Roast is a leading all-natural functional snacks company that manufactures, markets, and distributes healthy snacks to major consumer retail customers in Canada. The acquisition strengthened the Company's brand penetration with Canadian retail and distribution partners, provided extensive opportunities for increased penetration of existing product lines into the high velocity single serve snack category and into the new gas and convenience distribution channels. On October 7, 2016, as part of finalizing the terms on a new three year, $7.5 million revolving senior secured asset based lending facility with Toronto-Dominion Bank the Company acquired the remaining 30% of the issued and outstanding shares of Central Roast. Refer to note 6 for further details on the Central Roast acquisition.

On January 18, 2017, the Company completed the acquisition of Nothing But Nature Inc. ("Nothing But Nature"). Nothing But Nature owns the organic juice brand Kiju and sells a wide variety of organic juices and drinks throughout Canada and select USA customers. The brand focuses on providing consumers with sustainable, healthy drinks without compromising quality and taste. Refer to Note 6 for further details on the Nothing But Nature acquisition.

The Corporation was incorporated under the Ontario Business Corporations Act and domiciled in Ontario, Canada on June 11, 2013.

The head office of the Company is 176 St. George Street, Toronto, Ontario, Canada M5R 2M7.

2. Statement of Compliance, Going Concern and Basis of Presentation

Statement of Compliance
These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34 Interim Financial Reporting ("IAS 34"), under International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), following the same accounting policies and methods of computation as the audited consolidated financial statements for the fiscal year ended March 31, 2017. The condensed interim consolidated financial statements do not include all of the disclosures included in the annual audited consolidated financial statements and the notes thereto included in the Company's audited consolidated financial statements for the year ended March 31, 2017.

These condensed interim consolidated financial statements were approved by the Company's Board of Directors on August 23, 2017.

Going concern
These condensed interim consolidated financial statements have been prepared on the going concern basis, which assumes that the Company will be able to continue as a going concern and realize its assets and discharge its liabilities in the normal course of business, and do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in the accompanying condensed interim consolidated financial statements.

As at June 30, 2017, the Company had a positive working capital of $7,310 (March 31, 2017 - $4,817), an accumulated deficit of $13,599 (March 31, 2017: 13,358). During the three month period ended June 30, 2017, the Company, as a result of numerous revenue opportunities invested significantly in working capital and as a result the Company generated negative cash flows from operations of $1,959 (2016: $263). One of the Company`s strategic growth objectives is to be a consolidator in the Canadian natural and organic marketplace. In order to do so, the strategic decision was made by management to make the overhead investments in advance of the strategic acquisitions. Consequently, the current organizational structure allows the Company to expand and integrate a number of strategic acquisitions without significant incremental headcount additions. With the completion of both the Love Child and Central Roast acquisitions (see note 6), the Company has proven it has obtained the required revenue scale to more then cover those consolidated overhead costs and become profitable.

On October 7, 2016, the Company finalized the terms on a $7.5 million revolving senior secured asset based lending facility with The Toronto-Dominion Bank. After closing the ABL Facility, the Company has now refinanced the majority of its short-term loan obligations under a long-term, cost effective borrowing facility.

On January 10, 2017, the Company completed a bought deal offering of 7,085,417 shares for gross proceeds of $8.5 million. The net proceeds was used by the Company to finance the acquisition of all outstanding shares of Nothing But Nature Inc. and for working capital and general corporate purposes.

On August 3, 2017, subsequent to June 30, 2017, the Company completed a short form prospectus of 7,300,000 shares for gross proceeds of $10.8 million, which included the exercise of the over allotment option for an additional 500,000 shares. The net proceeds will be used by the Company to continue the Company's acquisition strategy, including identifying future acquisitions of high-quality natural and organic food brands in North America, and for general working capital and corporate purposes.

2. Statement of Compliance, Going Concern and Basis of Presentation - continued

Management's continued strategy is to stay focused on increasing revenue and at the same time exercise careful cost control to sustain profitable operations in the near term. In the event that cash flow from operations, together with the proceeds from existing and any future financings are insufficient to cover planned expenditures, management will allocate available resources in such manner as deemed to be in the Company's best interest. This may result in a significant reduction in the scope of existing and planned operations. These factors raise some doubt about the Company's ability to continue as a going concern. If the going concern assumption is not appropriate, material adjustments to the condensed interim consolidated financial statements could be required.

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

Principles of Consolidation
These condensed interim consolidated financial statements include the accounts of the Company and its wholly- owned subsidiaries, Life Choices Natural Food Corp., Rolling Meadow Dairy Ltd., 1706817 Ontario Ltd., the Everyday Fundraising Group, Grandview Farms Sales Ltd., Love Child (Brands) Inc., GSB Investment Corp., Central Roast Inc., Nothing But Nature Inc. and GSB Beverage Inc. from their respective dates of acquisition. All inter-company balances and transactions have been eliminated.

3. Significant Accounting Judgments, Estimates and Assumptions

The preparation of condensed interim consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. By their nature, these estimates are subject to measurement uncertainty. Actual results could differ from these estimates. The effect of changes in such estimates on the condensed interim consolidated financial statements in future periods could be significant. Accounts specifically affected by estimates in these condensed interim consolidated financial statements are:

Allowance for Doubtful Accounts: Management assesses the credit worthiness and the financial position of all customers to arrive at and provide for an allowance for doubtful accounts on receivables.

Provisions for Inventory: Management makes estimates of the future customer demand for the Company’s products when establishing appropriate provisions for inventory. In making these estimates, management considers product life of inventory and the profitability of recent sales of inventory. In many cases, product sold by the Company turns over quickly and inventory on-hand values are lower, thus reducing the risk of material misstatement. Management ensures that systems are in place to highlight and properly value inventory that may be approaching “best before” dates. To the extent that actual losses on inventory differ from those estimated, both inventory and net loss will be affected.

Business Combinations: In a business combination: substantially all identifiable assets, liabilities and contingent liabilities acquired are recorded at the date of acquisition at their respective fair values. One of the most significant areas of judgment and estimation relates to the determination of the fair value of these assets and liabilities, including the fair value of contingent consideration, if applicable. If any intangible assets are identified, depending on the type of intangible asset and the complexity of determining its fair value, an independent external valuation expert may

3. Significant Accounting Judgments, Estimates and Assumptions - continued

develop the fair value, using appropriate valuation techniques, which are generally based on a forecast of the total expected future net cash flows. These valuations are linked closely to the assumptions made by management regarding the future performance of the assets concerned and any changes in the discount rate applied. In certain circumstances where estimates have been made, the Company may obtain third-party valuations of certain assets, which could result in further refinement of the fair-value allocation of certain purchase prices and accounting adjustments.

Intangible assets valuation: The values associated with intangible assets involve significant estimates and assumptions, including those with respect to future cash inflows and outflows, discount rates and asset lives. These estimates and assumptions could affect the Company's future results if the current estimates of future performance and fair values change. These determinations will affect the amount of amortization expense on definite life intangible assets recognized in future periods. The Company assesses impairment by comparing the recoverable amount of an intangible asset with its carrying value. The recoverable amount is defined as the higher of value in use, or fair value less cost to sell. The determination of recoverable amount involves management estimates.

Goodwill impairment: Goodwill is tested for impairment annual or more frequently if there is an indication of impairment. The carrying value of intangible assets with definite lives (customer relationships and non-compete agreement) and equipment is reviewed each reporting period to determine whether there is any indication of impairment. If the carrying amount of an asset exceeds its recoverable amount, the asset is impaired and an impairment loss is recognized in the condensed consolidated statement of operations and comprehensive loss. The assessment of fair value requires the use of estimates and assumptions related to future operating performance and discount rates; differences in these estimates and assumptions could have a significant impact on the consolidated financial statements. During the quarter ended June 30, 2017, the Company recognized no write-down of intangibles or impairment of goodwill.

4. Significant Accounting Policies

The Company's accounting policies are set out in the Company's annual consolidated financial statements for the year ended March 31, 2017 and were consistently applied to all the periods presented unless otherwise noted below.

(a) Future accounting policies

The International Accounting Standards Board (IASB) or IFRS Interpretations Committee (IFRIC) issued certain new standards, interpretations, amendments and improvements to existing standards, the standards that may be applicable to the Company are as follows:

IFRS 9 – Financial Instruments
In July 2014, the IASB issued in its final form IFRS 9 - Financial Instruments (IFRS 9) which replaces IAS 39 - Financial Instruments: Recognition and Measurement. IFRS 9 establishes principles for the financial reporting of financial assets and financial liabilities that will present relevant and useful information to users of financial statements for their assessment of the amounts, timing and uncertainty of an entity's future cash flows. This new standard is effective for the Company's interim and annual consolidated financial statements commencing January 1, 2018. The Company is in the process of reviewing the standard to determine the impact on the consolidated financial statements.

4. Significant Accounting Policies - continued

IFRS 15 – Revenue from Contracts with Customers
In May 2014, the IASB issued IFRS 15 - Revenue from Contracts with Customers (IFRS 15), which covers principles for reporting about the nature, amount, timing and uncertainty of revenue and cash flows arising from contracts with customers. IFRS 15 is effective for annual periods beginning on or after January 1, 2018, with earlier adoption permitted. Entities will transition following either a full or modified retrospective approach. The Company is in the process of reviewing the standard to determine the impact on the consolidated financial statements.

IFRS 16 – Leases
In January 2016, the IASB issued IFRS 16 – Leases (IFRS 16), its new leases standard that requires lessees to recognize assets and liabilities for most leases on their balance sheets. Lessees applying IFRS 16 will have a single accounting model for all leases, with certain exemptions. Lessor accounting is substantially unchanged. The new standard will be effective from January 1, 2019 with limited early application permitted. The Company is in the process of reviewing the standard to determine the impact on the consolidated financial statements.

Amendments to IFRS 2 - Share-based Payments
In June 2016, the IASB issued amendments to IFRS 2 - Share-based Payments (IFRS 2), clarifying how to account for certain types of share-based payment transactions. The amendments provide requirements on the accounting for: the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments; share-based payment transactions with a net settlement feature for withholding tax obligations; and a modification to the terms and conditions of a share-based payment that changes the classification from cash-settled to equity-settled. The amendments to IFRS 2 are effective prospectively for annual periods beginning on or after January 1, 2018, with earlier adoption permitted. The Company is currently in the process of reviewing the standard to determine the impact on the annual consolidated 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 consolidated financial statements.

The Company does not intend to adopt any of these standards before their respective effective dates.

5. Business Combinations

(i) Acquisition of Love Child (Brands) Inc. ("Love Child")

On October 19, 2015, the Company completed a share acquisition of 100% of the outstanding common shares of Love Child a Canadian-based producer of organic food for infants and toddlers.

The aggregate purchase price for Love Child was comprised of:

- $2,100 cash;
- $1,250 in common shares issued at a price of $1.05 per share;
- $810 in vendor take back notes valued up to $900 ("LCO VTB Notes") which initially had a term of 1 year and an interest rate of 9%. The LCO VTB Notes have been discounted using a discount rate of 16% which represents the time value of money. In conjunction with the LCO VTB Notes, holders received warrants exercisable for a total of 225,000 Common Shares ("LCO VTB Warrants"). The LCO VTB Warrants were exercisable for a period of one year at a price of $1.00 per Common Share. The LCO VTB Warrants were valued using the Black-Scholes pricing model with the following assumptions: dividend yield 0%, risk-free interest rate of 0.52%, expected volatility of 43.6% and an expected life of one year. On the date of acquisition, the value attributed to the VTB Warrants was $72 recognized in contributed surplus. As well, the LCO VTB Notes were secured against the assets of the Company and Love Child. The LCO VTB Notes were classified as loans from related parties on the condensed consolidated interim statements of financial position.

  On March 22, 2016, $100 of the LCO VTB Notes were repaid. The Company extended the term on the LCO VTB Notes to April 1, 2017 and in doing so incurred a 1.25% extension fee and the interest rate on LCO VTB Notes increased to 12% per annum immediately and 1.5% per annum every three months thereafter. The changes made to the LCO VTB Notes have been accounted for as a debt modification.

  The LCO VTB Notes were fully repaid during the year ended March 31, 2017.

- $232 in earn-out warrants exercisable for up to 714,286 Common Shares at a price of $1.05 per share ("Earn-out Warrants"). These Earn-out Warrants are contingent on the Love Child gross revenue for the twelve-month period ended September 30, 2017 exceeding certain revenue targets. On the date of acquisition the probability of Love Child achieving those revenue targets was set at 100% and the Earn-out Warrants were valued using the Black-Scholes pricing model with the following assumptions: dividend yield 0%, risk-free interest rate of 0.52%, expected volatility of 43.6% and an expected life of two years. The value attributed to the Earn-out Warrants was $232 recognized in contributed surplus; and

- $557 in earn-out shares valued up to $750 ("Earn-out Shares"), issuable after the financial results from the quarter-ended September 30, 2017 are publicly released. The Earn-out Shares were discounted using a discount rate of 16% which represents the time value of money. These Earn-out Shares are contingent on the Love Child gross revenue for the twelve-month period ended September 30, 2017 exceeding certain revenue targets. The issue price on the Earn-out Shares will be determined at the time of public dissemination of the September 30, 2017 quarter-end financial results based on the lower of i) the 5 day volume weighted average price ("VWAP") of the Company's common shares pre-announcement of the Love Child acquisition or ii) the 5 day VWAP of the Company's Common Shares pre- public dissemination of the September 30, 2017 quarter-end consolidated financial results. On the date of acquisition, at March 31, 2017 and at June 30, 2017, the probability of Love

5. Business Combinations - continued

Child achieving those gross revenue targets were set at 100%. The Earn-out Shares were classified as loans from related parties on the condensed consolidated interim statements of financial position (see Note 13).

In accordance with IFRS 3 Business Combinations, the acquisition was accounted for using the purchase method. The allocation of the purchase price to the estimated fair value of the net assets acquired is as follows:

Purchase price:	
Cash	$ 2,100
Common Shares	1,250
LCO VTB Notes	810
LCO VTB Warrants	72
Earn-out Warrants	232
Earn-out Shares	557
Total purchase price	5,021

Fair Value of assets acquired and liabilities assumed:	
Accounts receivable	$ 581
Tax assets receivable	21
Inventory	1,462
Prepaid expenses	30
Property, plant and equipment	37
Bank indebtedness	(942)
Accounts payable and accrued liabilities	(1,131)
Promissory note	(750)
Loans payable	(156)
Total net assets acquired and liabilities assumed	(848)
Fair value of intangible assets	
Customer relationships (Note 9)	1,360
Brand (Note 9)	1,730
Product recipes (Note 9)	200
Deferred tax liability	(360)
Fair value of goodwill	$ 2,939

The Company finalized its assessment of the purchase price allocation during the quarter ended September 30, 2016. This resulted in an adjustment being booked to the previously presented March 31, 2016 balance sheet between goodwill and intangible assets. The allocation of the consideration paid remained consistent with the initial valuation. Intangible assets of customer relations, brand name, product recipes and goodwill have been separately accounted for. Customer relationships are being amortized over a useful life of 8 years and brand name and product recipes have been identified as indefinite life intangible assets. The acquired goodwill is primarily related to personnel and value attributed to acquiring a company that is experiencing accelerated growth. A deferred tax liability of $360 was set up to account for the temporary differences on amortization of the identified intangible assets using an expected tax rate of 26.5%.

5. Business Combinations - continued

The prior year net loss was adjusted for additional amortization expense of $70 related to the purchase price allocation to intangible assets and income tax recovery of $38 for the reduction of deferred tax liabilities due to amortization of intangible assets.

On March 22, 2016, the Love Child Promissory note of $0.8 million was repaid and the general security agreement on the Love Child assets was consequently released.

Financing for the acquisition was completed using cash from the Company and a private equity placement.

(ii) Acquisition of Central Roast Inc. ("Central Roast")

On February 25, 2016, the Company completed a share acquisition of 70% of the outstanding common shares of Central Roast a leading, Canadian-based, all-natural functional snack company that manufactures, markets, and distributes healthy snacks through the major retail channels in Canada.

The aggregate purchase price for Central Roast was comprised of:

- $7,500 cash;
- $3,000 in GreenSpace units ("Unit Consideration"). Each Unit consisting of one common share in the capital of GreenSpace issued at a price of $0.90 per share and one-half of one common share purchase warrant ("Unit Warrant"), with each whole Unit Warrant entitling the holder to purchase one Common Share at a price of $1.20 per share until February 25, 2019. The Unit Warrants were valued using the Black-Scholes pricing model with the following assumptions: dividend yield 0%, risk-free interest rate of 0.43%, expected volatility of 42.7% and an expected life of three years. On the date of acquisition, the value attributed to the Unit Warrants was $256 recognized in contributed surplus;
- $230 vendor take back note valued up to $250 ("CR VTB"). The CR VTB is unsecured, non-interest bearing and repayable over twelve monthly installments from the closing of the Central Roast acquisition. The CR VTB was discounted using a discount rate of 16% which represents the time value of money and it were classified as a loan from related parties on the condensed consolidated interim statements of financial position. The CR VTB was fully repaid during the year ended March 31, 2017;
- The share purchase agreement contained a net working capital settlement whereby any difference between the net working capital acquired and a target net working capital balance needed to be settled between the former shareholders of Central Roast and the Company ("Net Working Capital Settlement"). On the date of acquisition, the Net Working Capital Settlement resulted in a payable of $293 which was classified as a loan from related parties on the condensed consolidated interim statements of financial position. It was fully repaid during the year ended March 31, 2017;
- Earn-out consideration valued at up to $1,500 ("Earn-out Consideration") was discounted using a discount rate of 16% which represents time value of money. The discounted value of $1,262 was classified as a loan from related parties on the consolidated statements of financial position. The Earn-out Consideration are contingent on the annualized gross revenue for the three-month period ended March 25, 2017 exceeding certain revenue thresholds. The first $0.5 million of the Earn-out Consideration was to be settled in cash and any remainder in common shares valued at the 20-trading day volume weighted average price prior to issuance. See Note 13.

5. Business Combinations - continued

- $4,500 in Deferred Consideration ("Deferred Consideration") was discounted using a discount rate of 16%, which represents the time value of money, and the discounted value of $3,834 was classified as loan from related parties on the consolidated statements of financial position. The Company and the former shareholders of Central Roast entered into a mandatory purchase agreement to acquire the remaining 30% of the Central Roast outstanding common shares on or before March 25, 2017. The Deferred Consideration was to be settled with:
  - $3,600 in cash;
  - $792 million in common shares, each common share valued at the 20-trading day volume weighted average price prior to issuance; and
  - $108 million in warrants with the same terms as the Unit Warrant, valued at the volume weighted average price of the Unit Warrants for 20 consecutive trading days prior to the date of issuance.

$1,600 of the Deferred Consideration was secured by a personal guarantee from the Company's Chief Executive Officer ("CEO"). The Deferred Consideration was discounted using a discount rate of 16% which represents the time value of money and was classified as a loan from related parties on the condensed consolidated interim statements of financial position. The amount was fully repaid during the year ended March 31, 2017.

In accordance with IFRS 3 Business Combinations, the acquisition was accounted for using the purchase method. The allocation of the purchase price to the estimated fair value of the net assets acquired is as follows:

Purchase price:		
Cash	$	7,500
Unit Consideration		3,000
CR VTB1		230
Net Working Capital Settlement		293
Earn-out Consideration		1,262
Deferred Consideration		3,834
Total purchase price		16,119
Fair Value of assets acquired and liabilities assumed:		
Accounts receivable (net allowance of $102)	$	1,984
Inventory		1,163
Prepaid expenses		43
Property, plant and equipment		443
Bank indebtedness		(735)
Accounts payable and accrued liabilities		(1,834)
HST payable		(64)
Loan from related parties		(793)
Loan payable – TD Equipment Finance (Note 10)		(133)
Total net assets acquired and liabilities assumed		74
Fair value of intangible assets		
Customer relationships (Note 9)		6,430
Brand (Note 9)		4,050
Non-compete (Note 9)		680
Deferred tax liability		(2,948)
Fair value of goodwill	$	7,833

5. Business Combinations - continued

The Company finalized its assessment of the purchase price allocation during the quarter ended December 31, 2016. This resulted in an adjustment being booked to the previously presented March 31, 2016 balance sheet between goodwill and intangible assets. The allocation of the consideration paid remains consistent with the initial valuation. Intangible assets of customer relations, brand name, non-compete and goodwill have been separately accounted for. Customer relations is being amortized over a useful life of 10 years, non-compete is being amortized over a useful life of 3 years and brand name were identified as an indefinite life intangible asset. The acquired goodwill is primarily related to personnel and value attributed to acquiring a company that is experiencing accelerated growth. A deferred tax liability of $2,948 was set up to account for the temporary differences on amortization of the identified intangible assets using an expected tax rate of 26.5%. This was also adjusted in the previously presented March 31, 2016 balance sheet.

The prior period net loss was adjusted for additional amortization expense of $72 related to the purchase price allocation to intangible assets and income tax recovery of $19 for the reduction of deferred tax liabilities due to amortization of intangible assets.

Financing for the acquisition was completed through a short-form prospectus.

The Company retains full economic benefit of Central Roast from the date of acquisition and consequently there is no proportionate allocation of post-acquisition profit and loss to the non-controlling partners.

(iii) Acquisition of Nothing But Nature Inc. (“Nothing But Nature”)

On January 18, 2017, the Company completed a share acquisition of 100% of the outstanding common shares of Nothing But Nature. Nothing But Nature owns the Kiju brand and sells a wide variety of organic juices and drinks throughout Canada and select USA customers. The brand focuses on providing consumers with sustainable, healthy drinks without compromising quality and taste.

The aggregate purchase price for Nothing But Nature was comprised of:

- $6,216 cash;
- $2,664 million in GreenSpace common shares (“Share Consideration”), each common share issued at a price of $1.27 per share;
- Earn-out consideration valued at up to $1,000 (“Earn-out Consideration”). The Earn-out Consideration are contingent on the annualized net revenue for the twelve-month period ended December 31, 2017 exceeding certain revenue thresholds. The Earn-out Consideration will be settled in common shares valued at the lower of the 20 day volume weighted average price before and after the announcement date of the Company’s December 31, 2017 quarterly financial results. At January 18, 2017, March 31, 2017 and June 30, 2017, the probability of Nothing But Nature achieving those net revenue targets was determined to be likely with a value of $330. Discounted at a rate of 16%, which represents time value of money, $288 was classified as loan from related parties on the condensed consolidated interim statements of financial position (Note 13);

In accordance with IFRS 3 Business Combinations, the acquisition was accounted for using the purchase method. The preliminary allocation of the purchase price to the estimated fair value of the net assets acquired is as follows:

5. Business Combinations - continued

Purchase price:		
Cash	$	6,216
Share Consideration		2,664
Earn-out Consideration		288
Total purchase price		9,168

Fair Value of assets acquired and liabilities assumed:

Cash		$
Accounts receivable (net allowance of $77)		785
Inventory		856
Income tax receivable		8
Prepaid expenses		3
Property, plant and equipment		48
Accounts payable and accrued liabilities		(1,252)
Total net assets acquired and liabilities assumed		764
Goodwill and other intangible assets	$	8,404

The goodwill and other intangible assets relate to Nothing But Nature's brand name, customer relationships, supplier relationships and assembled workforce. As of March 31, 2017 the allocation of the purchase consideration has not been finalized and is currently based on preliminary estimates in regards to the fair value of the assets acquired and the contingent consideration paid. The actual fair value of the contingent consideration may differ from the amount disclosed in the preliminary purchase price allocation and is subject to change. It is expected that the unallocated purchase price will be allocated between goodwill and intangibles upon completion of the valuation of the acquisition. It is expected that the customer relationships and supplier relationships will be valued over a period of 10 years and 5 years, respectively, which Management considers reasonable useful lives.

Financing for the acquisition was completed through a private equity placement and a short-form prospectus public equity completed in January 2017 (See Note 12).

6. Discontinued Operations

In October 2016, the Company exited the United States (US) business carried on by Love Child. The operating results of the US business of Love Child have been presented as a discontinued operation.

The following table summarizes the operations of the US business of Love Child as classified as discontinued operations for the three period ended June 30, 2017 and 2016:

	Three month period ended June 30, 2017 $	Three month period ended June 30, 2016 $
Net revenue	**-**	49
Cost of goods sold	**-**	54
Gross profit	**-**	(5)
Expenses	**-**	59
Loss from discontinued operations, net of tax.	**-**	(64)
Loss attributed to common shareholders	**-**	(64)

Due to the accumulated net losses there is no income tax expense recorded in respect of the discontinued operations.

The US business of Love Child had current assets of $nil as at June 30, 2017 (March 31, 2017 - $nil) and current liabilities of $54 as at June 30, 2017 (March 31, 2017 - $54). It did not have any non-current assets. These amounts have been treated as a disposal group for the US business, but have not been classified as held-for-sale because their carrying amount will be principally recovered through continuing use, being the collection of cash and receivables, disposition of inventory and the settlement of liabilities.

The following table summarizes the net cash flows attributable to the discontinued operations for the three-month period ended June 30, 2017 and 2016:

	Three month period ended June 30, 2017 $	Three month period ended June 30, 2016 $
Cash flows from operations	**-**	(64)
Cash flows from financing activities	**-**	-

7. Inventory

Inventory consists of:

	June 30 2017 $	March 31 2017 $
Raw materials	**538**	544
Packaging	**1,181**	936
Finished goods	**4,126**	3,668
Total	**5,845**	5,148

Included in cost of goods sold is a provision for inventory amounting to $21 for the three month period ended June 30, 2017 (2016 - $110).

The amount of inventory recognized as an expense in cost of goods sold was $9,673 for the three month period ended June 30, 2017 (2016 - $6,196).

8. Property, Plant and Equipment

	Furniture and equipment	Leasehold improvements	Computer equipment	Software	Fixture at customer locations	Printing and production plates	Warehouse equipment	Design	Total
Cost									
Balance, March 31, 2017	351	58	86	31	37	146	487	44	1,240
Additions	7	-	10	-	1	14	8		40
Disposals									-
Balance, June 30, 2017	358	58	96	31	38	160	495	44	1,280
Accumulated depreciation									
Balance, March 31, 2017	90	37	54	24	14	58	186	-	463
Depreciation for the year	15	2	4	1	2	4	15	1	44
Disposals									-
Balance, June 30, 2017	105	39	58	25	16	62	201	1	507
Net book value									
Balance, March 31, 2017	261	21	32	7	23	88	301	44	777
Balance, June 30, 2017	253	19	38	6	22	98	294	43	773

Depreciation expense charged to the condensed interim consolidated statements of loss and comprehensive loss for the three months ended June 30, 2017 and 2016 was $44 and $43 respectively.

9. Intangible Assets

	Customer Relationship	Brand	Product Recipes	Non-Compete Agreement	Total
Cost					
Balance, March 31, 2017	7,790	6,065	200	680	14,735
Additions	-	49	-	-	49
Balance, June 30, 2017	7,790	6,114	200	680	14,784
Accumulated amortization					
Balance, March 31, 2017	937	-	-	246	1,183
Amortization for the period	203			57	260
Balance, June 30, 2017	1,140	-	-	303	1,443
Net book value					
As at March 31, 2017	6,853	6,065	200	434	13,552
As at June 30, 2017	6,650	6,114	200	377	13,341

10. Loans Payable

	June 30 2017	March 31, 2017
BDC Loans		
BDC loan payable, interest at BDC's floating base rate plus 1% per annum, repayable in payments of principal of $1 monthly plus interest (payable monthly), maturing November 2018	**18**	21
BDC loan payable, interest at BDC's floating base rate plus 3% per annum, repayble in payments of principal of $2 monthly plus interest (payable monthly), maturing February 23, 2019	**44**	49
BDC loan payable, interest at BDC's floating base rate plus 3% per annum, repayble in payments of principal of $1 monthly plus interest (payable monthly), maturing February 23, 2022	**65**	68
TD Equipment Finance	**93**	100
	220	238
Less amounts due within one year	**71**	71
Loans payable - non-current	**149**	167

10. Loans Payable - continued

TD Equipment Finance

As part of the acquisition of Central Roast the Company retained a leasing loan agreement with TD Equipment Finance. The machinery lease contract is repayable in monthly instalments of $2, includes interest calculated at 3.85% and matures on August 15, 2020.

BDC Loans

On June 24, 2014 the Company entered into two loan payables with the Business Development Bank of Canada ("BDC") for a total of $0.15 million. The first loan payable was for $0.05 million bearing interest at the BDC's floating base rate plus 1% per annum and matures in November 2018. The second loan payable was for $0.1 million bearing interest at the BDC's floating base rate plus 3.25% per annum. On April 20, 2015, proceeds from the Concurrent Financing were used to repay the second loan payable with BDC, which had an outstanding balance of $92 on the date of repayment.

As part of the acquisition of Love Child (note 6), the Company acquired two additional BDC loans. The first acquired BDC loan was for $0.1 million bearing interest at BDC's floating base rate plus 3% per annum, interest payable monthly and the loan matures on February 23, 2019. The second acquired BDC loan was again for $0.1 million bearing interest at BDC's floating base rate plus 3% per annum, interest payable monthly and the loan matures on February 23, 2022.

The Company is in the process of consolidating all of its BDC loans. The loans are presently secured by a personal guarantee from the Company's Chief Executive Officer ("CEO").

The required future principal repayments are as follows:

2018	71
2019	64
2020	42
2021	28
2022	13
Thereafter	2
	220

11. Long Term Debt

On October 7, 2016, the Company finalized the terms on a $7.5 million revolving senior secured asset based lending facility with The Toronto-Dominion Bank ("ABL Facility"). The ABL Facility has a three-year term.

The Company incurred a total of $0.1 million in transaction costs related to the ABL Facility. All transaction costs are being amortized to net earnings as interest expense over the three-year term. The maximum availability under the ABL facility is subject to a borrowing base calculation determined as a percentage of the Company's accounts receivable, inventory less priority payables and availability reserves.

Proceeds from the new facility were used to complete the acquisition of the remaining 30% of the issued and outstanding shares of Central Roast Inc. ("Central Roast"), making Central Roast a wholly-owned subsidiary of GreenSpace.

11. Long Term Debt - continued

After closing the ABL Facility, the Company refinanced the majority of its short-term loan obligations under a long-term, cost effective borrowing facility. Remaining initial proceeds from the new ABL Facility were used to finance working capital and capacity is still available to assist in financing future acquisitions.

The ABL Facility is secured by substantially all of the assets of the Company and contains a standard fixed charge coverage financial covenant of 1.1:1. Effective March 31, 2017, the fixed charge coverage covenant was amended to allow the Company to add back unfinanced capital expenditures, debt repayments or listing fees that were financed with equity in calculating the covenant. At June 30, 2017, the Company was in compliance with this financial covenant.

12. Share Capital

(a) Authorized: Unlimited number of common shares

Common shares issued and fully paid:

	Number	Amount
		$
Balance at March 31, 2016	35,849,662	22,483
Shares issued from September 2016 Short Form Prospectus (i)	6,210,000	7,017
Shares issued for repayment of loan from related parties (iii)	1,202,686	1,492
Shares issued from Nothing But Nature Equity Raise (iv)	7,085,417	8,503
Shares issued for business combination (Note 5)	2,097,638	2,664
Shares issued for convertible loan (v)	521,739	600
Exercise of options	41,618	40
Exercise of warrants	1,778,750	1,776
Share issuance costs	-	(1,390)
Balance at March 31, 2017	54,787,510	43,185
Shares issued for repayment of loan from related parties (iii)	263,714	428
Exercise of options	262,501	544
Exercise of warrants	352,345	445
Balance at June 30, 2017	55,666,070	44,602

12. Share Capital - continued

(i) On February 25, 2016, in closing its Acquisition of 70% of the shares of Central Roast Inc., the Company completed a short form prospectus of 9,917,184 units of GreenSpace at a purchase price of $0.90 per unit. Each unit consists of one common share and one half of one common share purchase warrant, for gross proceeds of $8.9 million. Each whole Warrant entitles the holder to purchase one Common Share at a price of $1.20 per share until February 25, 2019. The warrants were fair valued at $0.8 million (see note 14(d)).

On September 2, 2016, the Company completed a bought deal short form prospectus offering ("September Equity Financing") of 6,210,000 common share at an issue price of $1.13 per share for aggregate gross proceeds of $7.0 million.

(ii) On April 30, 2015, in closing its Qualifying Transaction, the Company incurred cash transaction costs of $0.4 million and also issued 262,501 agent options which were fair valued at $0.2 million (see note 14(c)(iii) below).

On October 19, 2015, in closing its first tranche of private placement, the Company incurred cash transaction costs of $0.07 million and also issued 20,556 broker warrants which were fair valued at $6 (see note 14(d))

On November 20, 2015, in closing its second tranche of private placement, the Company incurred cash transaction costs of $72 and also issued 7,244 warrants which were fair valued at $2 (see note 14(d))

On February 25, 2016, in consideration for the services of the Underwriters in connection with the Offering, GreenSpace paid a cash commission of $0.5 million and issued 487,321 broker warrants fair valued at $0.09 million (see note 14(d)), with each broker warrant exercisable by the holder thereof into one Common Share at a price of $0.90 until February 25, 2018. In addition, 45,878 Units fair valued at $4 (see note 14(d)) were issued as part of an advisory fee owing in relation to the Offering and cash commissions of $83, of which $41 was a payable as of March 31, 2016. In closing its short form prospectus, the Company incurred professional fees for $0.4 million, of which $0.2 million was settled with units.

On September 2, 2016, the Company paid $0.4 million to the Underwriters for their services and $0.2 million paid to legal counsels for completion of the September Equity Financing.

(iii) On October 7, 2016, the Company issued $1.2 million in 1,006,114 common shares based on the 20 day volume weighted average trading price ("VWAP") as part of the settlement of the Deferred Consideration for acquisition of the remaining interest of Central Roast. See Note 5.

(iv) On January 10, 2017, the Company closed a bought deal, public equity offering and private equity placement to sell 7,085,417 common shares of the Company at a price of $1.20 per share (the "Nothing But Nature Equity Raise ") for aggregate gross proceeds of $8,502.

A total of 7,085,417 common shares were sold pursuant to the Nothing But Nature Equity Raise, including 543,750 common shares issued as a result of the Underwriters' full exercise of the over-allotment option. An aggregate of 4,168,750 common shares were issued by way of a short form prospectus filed in each of the Provinces of Canada (other than Quebec) and in the United States. An aggregate of 2,916,667 common shares were issued by way of a private equity placement.

12. Share Capital - continued

(v) On December 18, 2015, the Company issued a promissory note to a shareholder for proceeds of $0.4 million. The promissory note bears interest at 10.0% per annum, had a 1% placement fee and initially matured the earlier of June 30, 2016 or 10 business days subsequent to the completion of any equity financing. On February 25, 2016, the repayment term on the promissory note was extended by the current shareholder to April 1, 2017. On June 29, 2016, the Company issued a second promissory note to the same shareholder for proceeds of $0.2 million. This second promissory note, similar to the first, bears interest at 10.0% per annum, had a 1% placement fee and was initially expected to mature on April 1, 2017. On October 17, 2016, in exchange for an extension of the repayment term to October 1, 2017, these two outstanding promissory notes became convertible debt loans which provided the shareholder the ability to convert any portion of the loan principle into common shares of the Company at a price of $1.15 per common share. The notes were converted into 521,739 common shares on March 2, 2017.

(b) Escrowed Shares:

As of June 30, 2017, all escrows shares were released and no more common shares held in escrow.

(c) Stock options:

The Company has established a stock option plan for its directors, officers and technical consultants under which the Company may grant options from time to time to acquire a maximum of 10% of the issued and outstanding common shares. The exercise price of each option granted under the plan shall be determined by the Company's Board of Directors.

Options may be granted for a maximum term of ten years from the date of the grant, are non-transferable and expire within 90 days of termination of employment or holding office as director or officer of the Corporation and, in the case of death, expire within one year thereafter.

Upon death, the options may be exercised by legal representation or designated beneficiaries of the holder of the option. Any shares issued upon exercise of the options prior to the Corporation entering into a Qualifying Transaction will be subject to escrow restrictions. Unless otherwise stated, the options fully vest when granted.

The following table reflects the continuity of stock options:

	Number of stock options	Range of Exercise Price ($)	Weighted average exercise price ($)
Balance, March 31, 2017	1,736,317	0.92 – 1.36	1.01
Granted (i)	91,909	1.27	1.27
Exercised	(262,501)	1.36	1.36
Cancelled	(114,499)	0.96 – 1.34	1.12
Balance, June 30, 2017	1,451,226	0.92 – 1.34	1.04

12. Share Capital - continued

(i) On June 23, 2017, the Company's Board of Directors granted 91,909 options to acquire common shares to its new employees that recently joined the Company. These options vested over a period of five years, have an exercise price of $1.27 per share and are exercisable within ten years from the date of grant. The options were valued on June 23, 2017, using the Black-Scholes option-pricing model with the following assumptions: dividend yield 0%, risk-free interest rates of 1.11%, expected volatility of 41% and an expected life of 5 to 8 years. The value attributed to the 91,909 options was $71 and these options are being expensed using a graded vesting method over the five-year vesting period.

The following table summarizes the outstanding and exercisable options held by directors, officers and employees as at June 30, 2017:

	Outstanding			Exercisable	
Exercise Price Range ($)	Number of options	Remaining Contractual Life (years)	Weighted Average Exercise Price ($)	Vested Options	Weighted Average Exercise Price ($)
0.92 – 0.96	1,106,472	8.17	0.96	507,817	0.96
0.99 – 1.24	119,426	3.37	1.16	63,404	1.19
1.27 – 1.34	225,328	9.77	1.31	-	-
	1,451,226	8.22	1.04	571,221	0.99

(d) Warrants:

The following table reflects the continuity of warrants:

	Number of warrants	Exercisable warrants	Value	Weighted Average Exercise Price	Weighted Average Remaining Contractual Life
			$	$	(year)
Balance as of March 31, 2017	8,312,460	7,598,174	1,478	1.12	1.57
Warrants exercised	(352,345)	(352,345)	(60)	1.09	-
Balance as of June 30, 2017	**7,960,115**	**7,245,829**	**1,418**	**1.17**	**1.41**

13. Related Party Balances and Transactions

Loans from Related Parties

	June 30, 2017	March 31, 2017
	$	$
Love Child Earn-out Shares (i)	**702**	666
Central Roast Earn-out Consideration (ii)	**-**	427
Nothing But Nature Earn-Out Consideration (iii)	**308**	298
	1,010	1,391
Less amounts due within one year	**1,010**	1,391
Loans from related party - non current	**-**	-

i) At June 30, 2017 and at March 31, 2017, the probability of Love Child achieving those gross revenue targets were set at 100%. The Earn-out Shares are issuable after the financial results from the quarter-ended September 30, 2017 are publicly released. Discounted at the rate of 16%, accretion expense recognized within the three month period ended June 30, 2017 is $36 (2016 - $nil).

ii) Earn-out consideration valued at up to $1,500 was discounted to be $1,262 with discount rate of 16%.

On February 25, 2017, the Earn-out Consideration was revalued to be $1,228 and was settled as follows:

- $500 in cash;
- $300 in common shares; each common share valued at the 20-trading day volume weighted average price prior to issuance;

In April 2017, the remaining $427 earn-out obligation was settled with the issuance of 263,714 Common Shares at a price of $1.62 per share. The Common Shares were valued at the 20-trading day volume weighted average trading price prior to the required issuance date. Accretion expense recognized for the three month period ended June 30, 2017 is $nil (2016 - $55).

iii) Nothing But Nature Earn-out consideration will be settled in common shares before March 31, 2018. Earn-out amount of $331 discounted at 16% to be $289 as of January 18, 2017. Accretion expense recognized for the three month period ended is $11 (2016 - $nil).

Transactions with Related Parties

The Company has a lease arrangement for office space with a shareholder of the Company. The Company paid rent expense of $42 during the three month period ended June 30, 2017 (2016 – $23).

The Company has an outstanding balance of $149 at June 30, 2017 (March 31, 2017 - $159) due to the CEO included in accounts payable and accrued liabilities. These amounts relate to unpaid compensation, accordingly, there are no specified repayment terms and this amount does not bear interest.

The Company purchases raw materials for the production of its finished products through a meat broker whose principal is also a shareholder of our Company. At June 30, 2017, $nil (March 31, 2017 - $220) was due to that meat broker. The balance was included in accounts payable and accrued liabilities. For the three month period ended June 30, 2017 total purchases from that meat broker amounted to $nil (2016 - $621). These purchases of raw materials are on an arm's length commercial terms and do not bear interest.

13. Related Party Balances and Transactions - continued

The Company has made a number of purchases for an unrelated company controlled by a common shareholder. The purchases are completed on arm's length commercial terms and are expected to be repaid within the upcoming fiscal year. At June 30, 2017, $38 was owed by the unrelated company controlled by a common shareholder (March 31, 2017 – $38). The amount owed is non-interest bearing with no specified terms of repayment.

Key management includes the Company's directors and officers. Compensation awarded to key management includes a salary, stock based compensation and director fees. The following table presents key management compensation:

(Expressed in thousands of Canadian dollars)	**Three month period ended**	
	June 30, 2017	June 30, 2016
Salary and director fees	**$163**	$196

14. Commitments and Contingencies

Commitments
The Company has a non-material vehicle lease agreement expiring in January 2019.

On June 23, 2015, the Company also issued a stand-by letter of credit for $161 U.S. dollars from a Canadian financial institution to one of its U.S. suppliers as security. On October 26, 2015, that stand-by letter of credit was returned by the U.S supplier and cancelled by the Canadian financial institution.

On July 4, 2016, the Company entered into a 10-year lease agreement for a 50,000 square foot warehouse facility. The lease agreement commences on November 1, 2016 and the space will be sufficient to accommodate the current year inventory build as a result of new revenue opportunities and the new facility also gives the Company adequate space for growth. The new leased facility has an annual rent of $0.4 million.

In October 2016, under its new ABL Facility, the Company issued a stand-by letter of credit for $0.2 million to one of its Canadian suppliers for extended credit terms.

Contingencies
The Company may become involved in certain claims and litigation arising out of the ordinary course and conduct of business where certain claims are made against or by the Company. Management assesses such claims and, if they are considered likely to result in a loss and the amount of loss is quantifiable, provisions for loss are made, based on management's assessment of the most likely outcome. Management does not provide for claims for which the outcome is not determinable or claims where the amount of the loss cannot be reasonably estimated or where the litigation may result in a contingent gain.

15. Expenses by Nature

	3 month ended June 30, 2017	3 months ended June 30, 2016
Raw materials and consumables used	**9,673**	6,196
Storage and delivery	**551**	224
Salaries and benefits	**1,016**	956
Advertising and promotion	**266**	208
Professional fees	**122**	84
Stock-based compensation	**29**	63
Amortization of intangible assets	**260**	-
Other expenses	**693**	770
	12,610	8,501

16. Changes in Non-Cash Working Capital

	3 month ended June 30, 2017	3 months ended June 30, 2016
HST receivable	**102**	212
Accounts receivable	**(1,131)**	(629)
Prepaid expenses	**(498)**	188
Income taxes recoverable	**8**	-
Inventory	**(718)**	(779)
Accounts payable and accrued liabilities	**186**	472
HST payable	**(80)**	**-**
	(2,131)	(536)

17. Financial Risk Management

(a) Concentration Risk

The Company currently has heavy reliance on a small number of large customers for revenue. The Company continues to expand its customer base to reduce this reliance. A new sales team is focused on expanding the business in Western Canada and new customers have been obtained from across Canada. Management will continue to monitor and reduce this reliance.

For the three months ended June 30, 2017, the Company had two (2016 - one) customer representing over 10% of total revenue for an aggregate of approximately 43% (2016 – 30%) of total revenue.

(b) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer, investee or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's accounts receivable.

In the normal course of business, the Company is exposed to credit risk from its customers and the related accounts receivable are subject to normal industry credit risk.

To mitigate this risk the Company reviews the creditworthiness of material new customers, monitors customer payment performance and, where appropriate, reviews the financial condition of existing customers. The Company establishes an allowance for doubtful accounts that corresponds to the specific credit risk of its customers and economic circumstances.

The Company's maximum credit exposure is represented by the balance of accounts receivable at each reporting date. As at June 30, 2017, $337 (March 31, 2017 - $297) of accounts receivable are past due but have been determined not to be impaired.

(c) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's objective to managing liquidity risk is to ensure that it has sufficient liquidity available to meet its liabilities when due. The Company uses cash to settle its financial obligations as they fall due. The ability to do this relies on the Company collecting its accounts receivables in a timely manner and by maintaining sufficient cash on hand through equity financing, loans from related parties and loans payable.

Significant commitments in years subsequent to June 30, 2017 are as follows:

	Carrying value $	Contractual cash flows $	Payable in 1 year $	2-5 years $
Accounts payable and accrued liabilities	5,906	5,906	5,906	-
Loans from related party	1,010	-	-	-
Loans payable	220	220	71	149
Long term debt	4,553	4,553	-	4,553
	11,689	10,679	6,048	4,702

(d) Market Risk

i. Interest Rate Risk

Interest rate risk arises because the Company has loan payables with variable interest rates. The Company's objective in managing interest rate risk is to minimize the interest expense on liabilities and debt. The Company does not believe that its profit and loss or cash flows would be affected to any significant degree by a sudden change in market interest rates. The interest rates that it pays on the line of credit and loan payable can fluctuate with the prime rate.

ii. Foreign Currency Risk

The Company is exposed to some foreign currency risk as some of the product ingredients are denominated in U.S. dollars and Euros. Accordingly, the Company's results are affected, and may be affected in the future, by sudden exchange rate fluctuations of the U.S. dollar and Euro. Currently the Company manages foreign currency risk by forecasting need and incorporating forecasted U.S. and Euro foreign exchange rates into customer prices.

18. Capital Management

Management defines capital as the Company's share capital and long-term debt. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support its sales, expenses, working capital and any required capital expenditures. The Company is not subject to any externally imposed capital requirements.

The capital management objectives for fiscal 2018 remain the same as those of the previous fiscal year.

19. Subsequent Events

Exercise of Warrants

Subsequent to June 30, 2017, the Company had 528,130 warrants exercised resulting in the issuance of 528,130 additional common shares for cash proceeds of $571.

Closing of Short Form Prospectus

On August 3, 2017, the Company closed a bought deal short form prospectus offering of 7,300,000 common shares of the Company at a price of $1.48 per share (the "Offering"), which includes 500,000 common share issued pursuant to the exercise of the over-allotment option, for aggregate gross proceeds of $10.804 million. The Offering was conducted by a syndicate of underwriters (the "Underwriters") led by Beacon Securities Limited and Cormark Securities Inc., and including Laurentian Bank Securities Inc., PI Financial Corp. and Raymond James Ltd.

In consideration of the services rendered by the Underwriters in connection with the Offering, GreenSpace paid the Underwriters a commission equal to 6% of the gross proceeds of the Offering, including any proceeds raised pursuant to the exercise of the over-allotment option, provided, however, that a fee of 3% was payable in respect of proceeds raised from certain "president's list" subscribers totaling 804,200 Common Shares.

The net proceeds from the Offering will be used to continue the Company's existing acquisition strategy and for working capital and general corporate purposes.

Acquisition of The Cold Press Corp. ("Cedar")

On August 23, 2017, GreenSpace closed the acquisition of The Cold Press Corp. ("Cedar"). Cedar is the brand leader in the cold pressed juice category and has recently developed a line of probiotic drinks within their cold pressed juice business that compliments the GreenSpace strategy of launching products in the 'gut health' space. GreenSpace hopes to grow the distribution of Cedar and launch new products under the Cedar brand. The total consideration is approximately $5.385 million to $6.385 million, comprised of $4.113 million in cash, $1.029 million in common shares in the capital of GreenSpace ("Common Shares") (each Common Share issued at a price of $1.48), unsecured vendor take-back loans of $0.243 million, payable over 12 months, and an earn-out that can be up to $1 million based on the CEDAR net revenue in the 12 month period ending on September 30, 2018. The earn-out is calculated and payable in Common Shares at a price per share equal to GreenSpace's 20 day volume weighted average trading price for a period ending five days before September 30 2018, based on a formula providing for $20,000 of earn-out consideration for each $100,000 in CEDAR net revenue in excess of $5.142 million for the 12 month period ending on September 30, 2018.

Stock Option Grant

On August 23 2017, the Board of Directors of the Company approved the granting of incentive stock options (the "Options") pursuant to the terms of the Corporation's stock option plan to a number of employees and directors to acquire up to an aggregate of 200,000 common shares in the capital of the Company.

All Options granted to the employees and directors are exercisable for a period of ten years at a price of $1.04 per common share. These Options vest over a five-year period with 20.0% of the Options vesting one year after the date of the grant and the remainder vesting 20.0% annually thereafter.