Financial Statements of

POCML 4 INC.

(a Capital Pool Corporation)

Condensed Interim Financial Statements
(Unaudited – prepared in Canadian Dollars)
For the Three Months and Nine Months Ended June 30, 2018

POCML 4 INC.

Condensed Interim Statements of Financial Position
(Unaudited - in Canadian Dollars)
As at June 30, 2018

	June 30, 2018	Sept 30, 2017 (Audited)
Assets		
Current		
Cash	**$ 508,989**	$ 400,000
	$ 508,989	$ 400,000
Liabilities		
Current		
Accounts payable and accruals	**$ 12,578**	$ -
Shareholders' Equity		
Share capital (note 3)	**$ 557,650**	$ 400,000
Contributed surplus (note 3)	**46,515**	**-**
Deficit	**(107,754)**	-
	496,411	400,000
	$ 508,989	$ 400,000

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

Approved on Behalf of the Board:

"David D'Onofrio" (signed)
David D'Onofrio
Director

"Adam Parsons" (signed)
Adam Parsons
Director

POCML 4 INC.

Condensed Interim Statements of Loss and Comprehensive Loss
(Unaudited - in Canadian Dollars)
For the Three Months and Nine Months Ended June 30, 2018 and 2017

Expenses	**Three Months Ended June 30, 2018**	Three Months Ended June 30, 2017	**Nine Months Ended June 30, 2018**	Nine Months Ended June 30, 2017
Operating, general and administrative	**$ 11,949**	$ -	**$ 42,603**	$ -
Professional fees	**-**	-	**25,142**	-
Stock-based compensation	**-**	-	**41,000**	-
Loss for the period	**$ 11,949**	$ -	**$ 108,745**	$ -
Interest income	**991**	-	**991**	-
Total comprehensive loss	**$ 10,958**	$ -	**$ 107,754**	$ -
Net loss per common share				
Basic and diluted (note 6)	**$ 0.00**	$ -	**$ 0.10**	$ -
Weighted average number of common shares outstanding				
Basic and diluted (note 6)	**2,000,000**	-	**1,062,271**	-

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

POCML 4 INC.

Condensed Interim Statements of Changes in Equity
(Unaudited - in Canadian Dollars)
For the Nine Months Ended June 30, 2018

	Share Capital	Contributed Surplus	Deficit	Total Equity
Balance, January 23, 2017	**$ -**	**$ -**	**$ -**	**$ -**
Loss for the period	-	-	-	-
Balance, June 30, 2017	**$ -**	**$ -**	**$ -**	**$ -**
Balance, September 30, 2017	**$ 400,000**	**$ -**	**$ -**	**$ 400,000**
Private placements	200,000			200,000
Stock based compensation		41,000	-	41,000
Share Issuance cost	(42,350)	5,515		(36,835)
Loss for the period	-	-	(107,754)	(107,754)
Balance, June 30, 2018	**$ 557,650**	**$ 46,515**	**$ (107,754)**	**$ 496,411**

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

POCML 4 INC.

Condensed Interim Statements of Cash Flows
(Unaudited - in Canadian Dollars)
For the Nine months ended June 30, 2018 and June 30, 2017

	For the Three Months Ended June 30, 2018	For the Three Months Ended June 30, 2017
Cash flows used in operating activities:		
Loss for the period	**$ (107,754)**	$ -
Items not involving cash		
Stock based compensation	**41,000**	-
Changes in non-cash working capital items:		
Accounts payable and accruals	**12,578**	
	54,176	-
Financing activities		
Net proceeds from private placement, net	**163,165**	
Increase in cash during the period	**108,998**	
Cash, beginning of period	**400,000**	
Cash, end of period	**$ 508,989**	$ -

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

1. Incorporation and nature of business:

POCML 4 Inc. (the "Corporation") was incorporated under the Ontario Business Corporation Act on January 23, 2017 and is classified as a Capital Pool Corporation as defined in the Policy 2.4 of the TSX Venture Exchange (the "Exchange"). The Corporation's continuing operations, as intended, are dependent on its ability to secure equity financing with which it intends to identify and evaluate potential acquisitions of businesses, and once identified and evaluated, to negotiate an acquisition thereof or participation therein subject to receipt of regulatory and, if required, shareholders' approval.

The Corporation's continuing operations as intended are dependent upon its ability to identify, evaluate and negotiate an acquisition or business, or an interest therein. Such an acquisition will be subject to the approval of the regulatory authorities concerned and, in the case of a non-arm's-length transaction, of the majority of the minority shareholders.

The head office and the registered head office of the Corporation is located at 130 King Street West, Suite 2210, Toronto, Ontario M5X 1E4.

On August 15, 2018 the Board of Directors approved the condensed interim financial statements for the nine months ended June 30, 2018.

2. Significant accounting policies:

(a) Statement of Compliance:

These condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

These condensed interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting, as issued by the International Accounting Standards Board. Accordingly, these unaudited condensed interim financial statements do not include all of the information and footnotes required by International Financial Reporting Standards ("IFRS") for complete financial statements for year-end reporting purposes. Results for the period ended June 30, 2018 are not necessarily indicative of future results. The accounting policies applied by the Corporation in these unaudited condensed interim financial statements are the same as those applied by the Corporation in its September 30, 2017 audited financial statements.

(b) Basis of presentation:

These condensed interim financial statements are presented in Canadian dollars ("CAD"), which is the Corporation's functional and presentation currency. The condensed interim financial statements are prepared on a historical cost basis except for certain financial instruments classified as fair value through profit or loss ("FVPTL"), which are stated at their fair value. The accounting policies have been applied consistently throughout the entire period presented in these condensed interim financial statements.

2. Significant accounting policies (continued):

(b) Basis of presentation (continued):

In the opinion of management, all adjustments (including normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the interim period are not necessarily indicative of the results that may be expected for the full fiscal year ending September 30, 2018.

(c) Loss per share:

Basic earnings (loss) per common share is determined by dividing loss attributable to common shareholders by the weighted average number of common shares outstanding during the period, excluding shares in escrow. Diluted loss per common share is calculated in accordance with the treasury stock method and is based on the weighted average number of common shares and dilutive common share equivalents outstanding. 8,000,000 common shares were excluded from the calculation as they were contingently issuable and all conditions necessary for their issuance have not been satisfied (note 3).

(d) Financial Instruments:

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

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

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

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

The Corporation has classified its financial instruments as follows:

Financial Instrument	Classification
Cash	FVTPL
Accounts Payable and accruals	Other Financial Liabilities

The Corporation's financial instruments measured at fair value on the statements of financial position consist of cash. Cash is measured at level 1 of the fair value hierarchy. There are three levels of the fair value hierarchy as follows:

Level 1: Values based on unadjusted quoted prices in active markets that are accessible at the measurement date for identical assets or liabilities.

2. Significant accounting policies (continued):

(d) Financial Instruments (continued):

Level 2: Values based on quoted prices in markets that are not active or model inputs that are observable either directly of indirectly for substantially the full term of the asset or liability.

Level 3: Values based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement.

(e) Stock-based compensation:

The Corporation accounts for all stock-based compensation awarded to directors and officers and non-employees using the fair value method. Under this method, cost is measured at the grant date at fair value using the Black-Scholes option pricing model that takes into account the exercise price, the expected life of the option, the current price of the underlying stock, the expected volatility, the expected dividends and the risk-free interest rate for the expected term of the option. The compensation cost will be expensed in the statements of loss over the service period, that is the vesting period for directors and officers and over the performance period for awards provided to non-employees in exchange for goods and services. On the exercise of the stock options, the proceeds received by the Corporation, together with the respective amount from reserves, are credited to share capital.

(f) Income taxes:

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

Current tax is recognized and measured at the amount expected to be recovered from or payable to the taxation authorities based on the income tax rates enacted or substantively enacted at the end of the reporting period and includes any adjustment to taxes payable in respect of previous periods.

Deferred tax is recognized on any temporary differences between the carrying amounts of assets and liabilities in the condensed interim financial statements and the corresponding tax bases used in the computation of taxable earnings. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized and the liability is settled. The effect of a change in the enacted or substantively enacted tax rates is recognized in net earnings and comprehensive income or in equity depending on the item to which the adjustment relates.

Deferred tax assets are recognized to the extent future recovery is probable. At each reporting period end, deferred tax assets are reduced to the extent that it is no longer probable that sufficient taxable earnings will be available to allow all or part of the asset to be recovered.

2. Significant accounting policies (continued):

(g) Measurement uncertainty:

The preparation of condensed interim financial statements in conformity with IFRS accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates used in the condensed interim financial statements.

3. Share capital:

(a) Authorized
Unlimited number of common shares
Unlimited number of special shares

(b) Issued

(i) On September 15, 2017, the Corporation issued 8,000,000 common shares at $0.05 per share for total proceeds of $400,000.

The issued and outstanding common shares will be held in escrow pursuant to the requirements of the Exchange to be released as to 10% thereof on the completion of the Corporation's Qualifying Transaction, as defined in the policies of the Exchange, and as to 15% thereof on each of the 6th, 12th, 18th, 24th, 30th and 36th months following the initial release.

All common shares acquired on exercise of stock options granted to directors and officers prior to the completion of a Qualifying Transaction, must also be deposited in escrow until the final exchange bulletin is issued.

All common shares of the Corporation acquired in the secondary market prior to the completion of a Qualifying Transaction by a Control Person, as defined in the policies of the Exchange, are required to be deposited in escrow. Subject to certain permitted exemptions, all securities of the Corporation held by principals of the resulting issuer will also be escrowed.

(ii) On February 6, 2018, the Corporation completed an initial public offering of 2,000,000 common shares at $0.10 per share for gross proceeds of $200,000 pursuant to a prospectus dated November 14, 2017. The Corporation paid to the agent; cash commission of $14,000, representing 7% of the aggregate gross proceeds of the offering as compensation for acting as agent, a corporate finance fee of $10,000, and other expenses of $12,835. The Corporation also issued 140,000 agent options to the agent valued at $5,515 using the Black-Scholes pricing model with the following assumptions: share price of $0.10, expected dividend yield of 0%, expected volatility of 100%, risk-free rate of return of 1.79% and an expected life of 2 years. Each agent option entitles the holders to purchase the common shares at a price of $0.10 per common share until February 9, 2020.

3. Share capital (continued):

(b) Issued (continued)

(iii) The Corporation granted an aggregate of 1,000,000 options to purchase common shares, exercisable at a price of $0.10 per shares for five years from the date of grant valued at $41,000 using the Black-Scholes pricing model with the following assumptions: share price of $0.10, expected dividend yield of 0%, expected volatility of 100%, risk-free rate of return of 1.79% and an expected life of 5 years.

4. Contingency:

There is no assurance that the Corporation will identify a business or asset that warrants acquisition or participation within the time limitations permissible under the policies of the Exchange, at which time the Exchange may suspend or de-list the Corporation's shares from trading.

5. Financial Risk Management Objectives and Policies:

(a) Capital Management:

The Corporation's objective when managing capital is to maintain its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders.

The Corporation includes equity, comprised of issued common shares, in the definition of capital.

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

The proceeds raised from the issuance of common shares may only be used to identify and evaluate assets or businesses for future investment, with the exception that not more than the lesser of 30% of the gross proceeds from the issuance of shares or $210,000 may be used to cover prescribed costs of issuing the common shares or administrative and general expenses of the Corporation. These restrictions apply until completion of a Qualifying Transaction by the Corporation as defined under the Exchange policy 2.4.

(b) Risk Disclosures and Fair Values:

It is management's opinion that the Corporation is not exposed to significant interest, currency or credit risks arising from its financial instruments.

6. Loss per Share

The basic and fully diluted loss per share has been calculated using the weighted average number of common shares outstanding for the period excluding 8,000,000 common shares which were excluded from the calculation as they are contingently issuable and all conditions necessary for their issuance have not been satisfied (note 3).

7. Subsequent events:

Qualifying Transaction

The Corporation entered an agreement with MediPharm Labs Inc. (“MediPharm”) on July 16, 2018, to form a business combination between the Corporation and MediPharm. The transaction will result in a reverse take-over of the Corporation by the shareholders of MediPharm and is intended to constitute the “Qualifying Transaction” of the Corporation as such term is defined in the policies of the Exchange.

The Transaction will then proceed by way of a three cornered amalgamation pursuant to which MediPharm shall amalgamate with a wholly-owned subsidiary of the Corporation, and the Corporation will acquire all of the issued and outstanding Class A common shares of MediPharm (the “MediPharm Shares”), in exchange for the Corporation’s Post-Consolidation Shares on the basis of 12.68 Post-Consolidation Shares for every one MediPharm share issued and outstanding.

For further information regarding the Transaction, please refer to the press releases of the Corporation dated May 15, 2018, May 31, 2018 and June 29, 2018 available on SEDAR at www.sedar.com.