



CONVALO

HEALTH INTERNATIONAL CORPORATION

Convvalo Health International, Corp.

Condensed Consolidated Interim Financial Statements

2015 Fourth Quarter

*For the three and twelve month periods ended
November 30, 2015 (unaudited) and 2014
(Expressed in Canadian dollars in thousands)*

Convalo Health International, Corp.

Condensed consolidated interim statements of financial position

As at November 30, 2015 (unaudited) and November 30, 2014
(CAD \$000s)

November 30, 2015

November 30, 2014

Assets

Current

Cash and cash equivalents	\$23,840	\$1,841
Net accounts receivable	5,134	326
Prepaid expenses	678	9
Other current assets	207	167

Non-current

Property and equipment (Note 5)	1,336	53
Restricted cash (Note 6(iii))	-	277
Unallocated purchase price (Note12)	13,328	-
Deposits and other assets	681	402

Total assets	\$45,204	\$3,075
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Liabilities

Current

Accounts payable and accrued liabilities	\$3,265	\$749
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Equity

Share capital (Note 6)	33,939	4,114
Contributed surplus	7,620	44
Accumulated other comprehensive gain	2,821	111
Deficit	(2,441)	(1,943)

Total equity	\$41,939	\$2,326
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Total Equity and Liabilities	\$45,204	\$3,075
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Approved on behalf of the Board

Michael Dalsin
Director [signed]

Roger Greene
Director [signed]

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

Convalo Health International, Corp.

Condensed consolidated interim statements of income and comprehensive income

Three and twelve month periods ended November 30, 2015 (unaudited) and 2014

(CAD \$000s)

	Three months ended November 30,		Twelve months ended November 30,	
	2015	2014	2015	2014
Net revenues	\$8,072	\$345	\$17,266	\$781
Cost of services	3,663	171	6,409	334
Gross profit	\$4,409	\$174	\$10,857	\$447
Expenses				
Facilities	604	131	1,546	332
Sales & marketing	1,498	242	3,158	543
General and administrative	1,813	242	4,237	389
Depreciation and amortization	96	2	149	5
New facility start-up costs	96	-	573	-
Net profit/ (loss) before undernoted items	\$302	\$(443)	\$1,194	\$(822)
Stock based compensation (Note 7)	801	250	2,339	1,060
Realized foreign exchange (gain)	(667)	-	(667)	-
Interest expense	37	-	20	-
Net Income (loss)	\$131	\$(693)	\$(498)	\$(1,882)
Other comprehensive income (loss)				
Unrealized gains (loss) on translation of financial statements of foreign operations	414	145	2,710	122
Comprehensive income (loss)	\$545	\$(548)	\$2,212	\$(1,760)
Basic and Diluted earnings (loss) per share (Note 14)	\$ 0.001	(\$ 0.014)	(\$ 0.003)	(\$ 0.038)

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

Convalo Health International, Corp.
Condensed consolidated interim statements of changes in equity

*Twelve months ended November 30, 2015 (unaudited) and 2014
(CAD \$000s)*

	<i>Shares</i>	<i>Share capital</i>	<i>Contributed surplus</i>	<i>Deficit</i>	<i>Accumulated other comprehensive gain (loss)</i>	<i>Total equity</i>
Balance November 30, 2013	37,534,300	\$1,024	\$15	(\$61)	(\$11)	\$967
Net loss	-	-	-	(1,882)	-	(1,882)
Other comprehensive loss	-	-	-	-	122	122
Shares issued (net of costs)	15,700,250	1,289	4	-	-	1,293
Shares in escrow (net of costs)	17,855,000	1,801	25	-	-	1,826
Balance November 30, 2014	71,089,550	\$4,114	\$44	(\$1,943)	\$111	\$2,326
Net loss	-	-	-	(498)	-	(498)
Other comprehensive gain	-	-	-	-	2,710	2,710
Private placement (net of costs)	29,070,000	2,285	423	-	-	2,708
Issuance of shares to Valiant shareholders	5,900,000	590	-	-	-	590
Private placement- bought deal (net of costs)	43,125,000	10,970	4,814	-	-	15,784
Warrant exercises (net of costs)	51,756,928	9,775	-	-	-	9,775
Option exercises (net of costs)	2,000,000	205	-	-	-	205
Issuance of shares for purchase of Harmony Hollywood, LLC and Reflections Recovery	12,000,000	6,000	-	-	-	6,000
Stock based compensation	-	-	2,339	-	-	2,339
Balance November 30, 2015	214,941,478	\$33,939	\$7,620	(\$2,441)	\$2,821	\$41,939

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

Convalo Health International, Corp.
Condensed consolidated interim statements of cash flows
Twelve months periods ended November 30, 2015 (unaudited) and 2014
(CAD \$000s)

	Twelve months ended November 30,	
	2015	2014
Operating activities		
Loss for the period	(498)	(1,882)
Items not affecting cash		
Stock based compensation	2,339	1,060
Non-cash lease expense	23	33
Non-cash transaction fee	286	-
Depreciation & amortization	149	5
Changes in working capital	(4,046)	114
Accounts receivable	(3,380)	(326)
Prepaid expenses	(762)	(9)
Deposits and other assets	(125)	(235)
Accounts Payable and accrued liabilities	221	684
Cash used in operating activities	(1,747)	(670)
Investing activities		
Cash paid for Acquisitions, net of cash acquired	(5,924)	-
Advances of loan receivable, net	16	(16)
Purchases of property and equipment	(969)	(58)
Cash flow used in investing activities	(6,877)	(74)
Financing activities		
Proceeds from issuance of common shares, net of issue costs	18,516	1,879
Proceeds from warrants and options exercised, net of issue costs	9,954	-
Cash acquired in amalgamation (Note 2)	304	-
Decrease/ (increase) in restricted cash (Note 6(iii))	277	(277)
Cash flow provided by financing activities	29,051	1,602
Effect of foreign exchange rates on cash	1,572	(72)
Increase in cash and cash equivalents	21,999	786
Cash and cash equivalents, beginning of period	1,841	1,055
Cash and cash equivalents, end of period	23,840	1,841

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

Convalo Health International, Corp.

Notes to the condensed consolidated interim financial statements

Three and twelve month periods ended November 30, 2015 (unaudited) and 2014
(CAD \$000s)

1. Incorporation and operations

Convalo Health International, Corp. (the "Company" or "Convalo") was incorporated under the Business Corporations Act (British Columbia) ("BCBCA") on June 7, 2013. On February 11, 2015, as a result of the Amalgamation transaction described in Note 2, Convalo obtained the listing status of Valiant on the NEX trading board of the TSX Venture Exchange (the "Exchange"). Convalo trades under the trading symbol "CXV"

Convalo is focused on the United States detoxification and outpatient rehabilitation market. The Company operates high-end treatment centers in Los Angeles and Orange County California.

2. Amalgamation and private placement

On February 11, 2015 Convalo and Valiant Minerals Ltd. ("Valiant"), a corporation incorporated under the BCBCA and listed on the Exchange, completed a triangular amalgamation (the "Amalgamation"), whereby Valiant amalgamated with a wholly owned subsidiary of Convalo, 0986282 B.C. Ltd. (the "Amalgamation Entity"), to form an amalgamated corporation (named Convalo Health Corp.). As a result of the Amalgamation all of the property and assets of Valiant and the Amalgamation Entity became the property and assets of Convalo Health Corp., and all of the liabilities and obligations of Valiant and the Amalgamation Entity became liabilities of Convalo Health Corp. Following the Amalgamation, Convalo obtained the listing status on the Exchange and Valiant ceased to be a reporting issuer.

The Amalgamation provided for the issuance of 5,900,000 Convalo common shares to the Valiant shareholders being one Convalo common share issued in exchange for every two Valiant common shares issued and outstanding. Convalo Health Corp. issued to Convalo one fully paid issued and outstanding common share in the capital of the Convalo Health Corp. in exchange for each one Amalgamation Entity common share held and subsequently Convalo Health Corp. became a wholly owned subsidiary of Convalo. Since Valiant was a capital pool company and therefore not a business as defined by IFRS 3 *Business Combinations* the transaction has been accounted for as a purchase of Valiant's net assets and not a business combination. The fair value of the shares issued by Convalo in connection with the Amalgamation has been accounted for in accordance with IFRS 2 *Share Based Payments* and the assets and liabilities of Valiant have been recorded at their carrying value as of the closing date as follows:

Consideration	
5,900,000 common shares at \$0.10 per share	\$590
Net assets acquired	
Cash and cash equivalents	\$304
Accounts payable	(32)
	<u>272</u>
Excess attributed to transaction costs	317
Total	\$589

In conjunction with the Amalgamation, Valiant completed a non-brokered private placement of 58,140,000 subscription receipts for gross proceeds of \$3. Each subscription receipt entitled the holder, prior to the Amalgamation, to acquire one common share in the capital of Valiant and one warrant. These subscription receipts were automatically exchanged for 29,070,000 Convalo common shares and warrants exercisable for 29,070,000 Convalo common shares. Broker warrants issued in connection with the private placement were automatically exchanged for warrants exercisable for 1,989,400 Convalo common shares. In the three months ended November 30, 2015 the Company incurred an additional \$33, bringing total excess attributed to transactions cost to \$350 in the twelve months ended November 30, 2015.

3. Basis of presentation

Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC"). These unaudited condensed interim consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended November 30, 2014.

Convalo Health International, Corp.

Notes to the condensed consolidated interim financial statements

Three and twelve month periods ended November 30, 2015 (unaudited) and 2014
(CAD \$000s)

The condensed consolidated interim financial statements were approved and authorized for issue by the Board of Directors on January 22, 2016.

Basis of presentation and measurement

The condensed consolidated interim financial statements are prepared on a going concern basis and have been presented in Canadian dollars. These condensed consolidated interim financial statements have been prepared under the historical cost convention, except for the measurement of certain financial instruments at fair value as required by IFRS. The same accounting policies and methods of computation used in the most recent annual financial statements have been followed in these interim financial statements. The Board of Directors of the Company has approved a change in the Company's fiscal year end from November 30 to February 28/29 of each year.

Basis of consolidation

The Company consolidates all subsidiaries. As such, assets, liabilities, revenues and expenses of all subsidiaries have been consolidated. All inter-company transactions and balances with subsidiaries have been eliminated. The functional currency for Convalo Health International, Corp. is Canadian dollars.

The consolidated entities include the following wholly-owned subsidiaries:

<i>Entity</i>	<i>Country of domicile</i>	<i>% ownership</i>	<i>Functional currency</i>
Convalo Health International, Corp.	Canada	100%	Canadian dollars
Accredited Rehab and Treatment Services, LLC	United States	100%	United States dollars
BLVD Centers Inc.	United States	100%	United States dollars
Convalo Health, Inc.	United States	100%	United States dollars
Harmony Hollywood, LLC	United States	100%	United States dollars
Reflections Recovery, LLC	United States	100%	United States dollars

At November 30, 2015 and 2014, and for all the periods then ended, all of the Company's revenues were earned and all of the Company's non-current assets were located in the United States.

4. Summary of significant accounting policies

The condensed consolidated interim financial statements include the following significant accounting policies:

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value. Cash held in trust or escrow, or that the Company is otherwise restricted from using, is classified as restricted cash.

Accounts receivable

Accounts receivable are recorded at the time revenue is recognized, net of contractual allowances and are presented on the balance sheet net of allowance for doubtful accounts. The Company performs analyses to evaluate the net realizable value of accounts receivable as of the balance sheet date. Specifically, the Company considers historical realization data, accounts receivable aging trends, other operating trends and relevant business conditions. Because of continuing changes in the health care industry and third party reimbursement, it is possible that our estimates could change, which could have a material impact on our operations and cash flows. At November 30, 2015, accounts receivable consisted of \$5,377 less an allowance for doubtful accounts of \$243, (at November 30, 2014: accounts receivable of \$326 with no allowance for doubtful accounts).

Convalo Health International, Corp.

Notes to the condensed consolidated interim financial statements

Three and twelve month periods ended November 30, 2015 (unaudited) and 2014
(CAD \$000s)

Property and equipment

All assets having limited useful lives are depreciated using the straight-line method over their estimated useful lives depreciated from the date of acquisition.

The methods of depreciation and useful life applicable for each class of asset during the period are as follows:

	<i>Method</i>	<i>Useful life</i>
Furniture and fixtures	Straight-line	3-7 years
Computer hardware and software	Straight-line	3 years
Vehicles	Straight-line	5 years
Leasehold improvements	Straight-line	Term of lease

Income taxes

The Company and its subsidiaries are generally taxable under the statutes of their country of incorporation. Current income tax assets and liabilities for the current and prior period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Company operates and generates taxable income. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of comprehensive income. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate. The Company follows the liability method of accounting for deferred taxes. Under this method, income tax liabilities and assets are recognized for the estimated tax consequences attributable to the temporary differences between the carrying value of the assets and liabilities on the financial statements and their respective tax bases.

Deferred tax liabilities are recognized for all taxable temporary differences, except where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss or in respect of taxable temporary differences associated with investments in subsidiaries, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to offset current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, would be recognized subsequently if information about facts and circumstances changed. The adjustment would either be treated as a reduction to goodwill if it occurred during the measurement period or in the statement of comprehensive income, when it occurs subsequent to the measurement period.

Foreign currency translation

Each entity in the Company determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Transactions in foreign currencies are initially recorded by the Company's

Convalo Health International, Corp.

Notes to the condensed consolidated interim financial statements

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(CAD \$000s)

entities in their respective functional currency at rate prevailing at the date of the transaction.

The assets and liabilities of foreign operations are translated into Canadian dollars at the rate of exchange prevailing at the reporting date and their statements of comprehensive income are translated at the average rate of exchange for the period being reported. The exchange differences arising on the translation are recognized in other comprehensive income. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognized in profit or loss.

Leases

The economic ownership of a leased asset is transferred to the lessee if the lessee bears substantially all the risks and rewards related to the ownership of the leased asset. The related asset is then recognized at the inception of the lease at the fair value of the leased asset or, if lower, the present value of the lease payments plus incidental payments, if any. A corresponding amount is recognized as a finance leasing liability, irrespective of whether some of these lease payments are payable up-front at the date of inception of the lease. Leases of land and building are classified separately and the minimum lease payments are allocated between the land and building elements in proportion to the relative fair values of the leasehold interests at the inception of the lease.

Assets under finance lease are amortized on a straight-line basis, over the shorter of the useful life and the lease term. The depreciation policy for depreciable leased assets is consistent with that for depreciable assets that are owned by the Company. The corresponding finance leasing liability is reduced by lease payments less finance charges, which are expensed as part of finance costs.

All other leases are accounted for as operating leases, and payments are expensed on a straight-line basis over the term of the lease. Associated costs, such as maintenance and insurance, are expensed as incurred.

Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If such an indication exists, the asset's recoverable amount is estimated in order to determine the extent of the impairment loss, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the "cash-generating unit" (CGU) to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGU's, or they are allocated to the smallest group of CGU's for which a reasonable and consistent allocation basis can be identified.

The recoverable amount is the higher of an asset's or CGU's fair value less costs to sell and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Value in use is determined by discounting estimated future cash flows using a pre-tax discount rate that reflects the current market assessment of the time value of money and the specific risks of the asset. In determining fair value less costs to sell, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. The recoverable amount of assets that do not generate independent cash flows is determined based on the CGU to which the asset belongs.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's CGUs to which the individual assets are allocated.

An impairment loss is recognized in the statement of comprehensive income if an asset's carrying amount or that of the CGU to which it is allocated is higher than its recoverable amount. Impairment losses of CGUs are first charged against the carrying value of the goodwill balance included in the CGU and then against the value of the other assets, in proportion to their carrying amount. In the statement of comprehensive income the impairment losses are recognized in those expense categories consistent with the function of the impaired asset.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such a reversal is recognized in the statement of comprehensive income.

Convalo Health International, Corp.

Notes to the condensed consolidated interim financial statements

Three and twelve month periods ended November 30, 2015 (unaudited) and 2014
(CAD \$000s)

Financial instruments

Financial assets and liabilities

The Company classifies its financial assets as [i] financial assets at fair value through profit or loss, [ii] loans and receivables or [iii] available-for-sale, and its financial liabilities as either [i] financial liabilities at fair value through profit or loss or [ii] other financial liabilities. Appropriate classification of financial assets and liabilities is determined at the time of initial recognition or when reclassified in the statement of financial position.

Financial instruments are recognized when the Company becomes a party to the contractual provisions of the instrument.

Financial assets at fair value through profit or loss ("FVTPL")

Financial assets at FVTPL include financial assets held-for-trading and financial assets designated upon initial recognition as FVTPL. Financial assets are classified as held-for-trading if they are acquired for the purpose of selling or repurchasing in the near term. This category includes derivative financial instruments entered into that are not designated as hedging instruments in hedge relationships as defined by IAS 39.

Financial assets at FVTPL are carried in the statement of financial position at fair value with changes in the fair value recognized in the statement of comprehensive income. Transaction costs on FVTPL are expensed as incurred.

Derivatives embedded in host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held-for-trading. These embedded derivatives are measured at fair value with changes in fair value recognized in the statement of comprehensive income. Reassessment only occurs if there is a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables are initially recognized at fair value plus transaction costs. They are subsequently measured at amortized cost using the effective interest method less any impairment. The effective interest amortization is included in finance costs in the statement of comprehensive income. The losses arising from impairment are recognized in the statement of comprehensive income in finance costs.

Derecognition

A financial asset is derecognized when the rights to receive cash flows from the asset have expired or when the Company has transferred its rights to receive cash flows from the asset.

Impairment of financial assets

The Company assesses at each reporting date whether there is any objective evidence that a financial asset or a group of financial assets is impaired. A financial asset is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset, an incurred 'loss event', and that loss event has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated.

For financial assets carried at amortized cost, the Company first assesses whether objective evidence of impairment exists for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Company determines that no objective evidence of impairment exists for an individually assessed financial asset, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be, recognized are not included in a collective assessment of impairment.

Convalo Health International, Corp.

Notes to the condensed consolidated interim financial statements

Three and twelve month periods ended November 30, 2015 (unaudited) and 2014
(CAD \$000s)

If there is objective evidence that an impairment loss has occurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows. The present value of the estimated future cash flows is discounted at the financial asset's original effective interest rate.

The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognized in profit or loss. Interest income continues to be accrued on the reduced carrying amount and is accrued using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. The interest income is recorded as part of finance costs.

Loans and receivables together with the associated allowance are written off when there is no realistic prospect of future recovery. If, in a subsequent year, the amount of the estimated impairment loss increases or decreases because of an event occurring after the impairment was recognized, the previously recognized impairment loss is increased or reduced by adjusting the allowance account. If a write-off is later recovered, the recovery is credited to finance costs.

Other financial liabilities

Financial liabilities are measured at amortized cost using the effective interest method. All financial liabilities are initially measured at fair value. Transaction costs related other financial liabilities are included in the value of the instruments and amortized using the effective interest method. The effective interest expense is included in finance costs.

Financial instrument classification

The Company has designated its cash and cash equivalents, accounts receivable and loans receivable as loans and receivables and accounts payable and accrued liabilities as other financial liabilities.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expired.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the statement of comprehensive income.

Interest income and expense

For all financial instruments measured at amortized cost, interest income or expense is recorded using the effective interest method, which is the rate that discounts the estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability. Interest income and expense is included in finance cost.

Fair value of financial instruments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial instruments that are traded in active markets at each reporting date is determined by reference to quoted market prices, without any deduction for transaction costs.

For financial instruments not traded in an active market, the fair value is determined using appropriate valuation techniques that are recognized by market participants. Such techniques may include using recent arm's length market transactions, reference to the current fair value of another instrument that is substantially the same, discounted cash flow analysis or other valuation models.

For those financial instruments where fair value is recognized in the statement of financial position the methods and assumptions used to develop fair value measurements have been classified into one of the three levels of the fair value hierarchy for financial instruments:

Level 1 includes quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 includes inputs that are observable other than quoted prices included in Level 1.

Level 3 includes inputs that are not based on observable market data.

Convalo Health International, Corp.

Notes to the condensed consolidated interim financial statements

Three and twelve month periods ended November 30, 2015 (unaudited) and 2014
(CAD \$000s)

The following methods and assumptions were used to estimate the fair values:

Cash and cash equivalents, accounts receivable and accounts payable and accrued liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of loans receivable is determined by discounting future cash flows using rates currently available for instruments and debt on similar terms, credit risk and remaining maturities.

Use of estimates and judgments

The preparation of 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 amount of revenues and expenses during the reporting period. Actual results may differ from those estimates.

Revenue is generated from client treatment services provided in both inpatient and outpatient settings. We receive the vast majority of payments from commercial payors at out-of-network rates. Client service revenues billed to commercial payors are recognized once insurance coverage has been verified and when services are performed. Client service revenues from commercial payors are recorded at net realizable value. Net realizable value is determined using established billing rates less adjustments to estimate the amount expected to be collected for the service provided based on historic collections rates for out-of-network services not under contract. Client service revenues billed to patients are recognized as collected.

Management reviews accounts receivable in detail at each reporting period and provides for specific accounts that are deemed to not be collectible. The depreciation recorded on property and equipment is based on the estimated useful life of the assets based on management's judgement.

The Company determines the functional currency for each entity by performing an assessment of the primary economic environment in which each entity operates. The determination of functional currency affects how the Company translates foreign currency balances and transactions. The Company considered the currency that primarily influences or determines the selling price of its services and the cost of providing those services to be United States dollars for BLVD Centers Inc. As an investment holding company, management of Convalo Health International, Corp. reviewed the secondary indicators of functional currency including its issuance of shares, incurring of costs and cash holdings, all of which are in Canadian dollars. Management thus concluded that the functional currency of Convalo Health International, Corp. was Canadian dollars.

The Company measures share based payments to employees and contractors by reference to the fair value of the equity instruments at the date on which they are granted or committed. The fair value of shares is based on recent transactions with arm's length parties. The fair value of options and warrants requires an estimation of fair value based on a valuation model, which is dependent on the terms and conditions of the instrument. This estimate also requires the determination of the most appropriate inputs to the valuation including the expected life of the share option, volatility, dividend yield and the likelihood and pricing of a liquidation event. The assumptions and models used for estimating fair value of share based payments and warrants are disclosed in Note 7.

The Company is subject to income taxes in multiple jurisdictions. Significant judgment is required in determining the worldwide provision for income taxes as there are certain transactions and calculations for which the ultimate tax determination is uncertain. Changes in tax law or interpretations, including changes to statutory tax rates, may also impact the Company's effective tax rate and tax provision.

Convalo Health International, Corp.

Notes to the condensed consolidated interim financial statements

Three and twelve month periods ended November 30, 2015 (unaudited) and 2014

(CAD \$000s)

5. Property and equipment

As at November 30, 2014	Cost	Accumulated amortization	Net
Vehicles	-	-	-
Furniture and fixtures	52	(4)	48
Computer hardware and software	6	(1)	5
Net carrying amount	58	(5)	53

As at November 30, 2015	Cost	Accumulated amortization	Net
Vehicles	179	(22)	157
Furniture and fixtures	542	(84)	458
Computer hardware and software	197	(46)	151
Leasehold improvement	674	(104)	570
Net carrying amount	1,592	(256)	1,336

Cost

As at November 30, 2015	Cost	Additions	Business acquisitions	Foreign exchange impact	Total
Vehicles	-	124	44	11	179
Furniture and fixtures	48	163	287	43	541
Computer hardware and software	5	122	56	14	197
Leasehold improvement	-	559	77	39	675
	53	968	464	107	1,592

Accumulated depreciation

As at November 30, 2015	Cost	Depreciation	Foreign exchange impact	Total
Vehicles	-	(12)	(10)	(22)
Furniture and fixtures	(4)	(40)	(40)	(84)
Computer hardware and software	(1)	(24)	(21)	(46)
Leasehold improvement	-	(67)	(37)	(104)
	(5)	(143)	(108)	(256)

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6. Share capital

November 30, 2015 November 30, 2014

Authorized
Unlimited voting common shares without par value

Issued
213,081,078 voting common shares (2014 – 71,089,550) **33,840,124** 4,113,517

Changes to share capital:

	<i>Number of shares</i>	<i>Amount</i>
Balance at November 30, 2013	37,534,300	1,024
Shares issued through private placement, net of costs (i)	3,100,250	279
Shares issued to third parties in exchange for services (ii)	12,600,000	1,260
Subscription receipts for shares in escrow, net of costs (iii)	17,855,000	1,551
Balance at November 30, 2014	71,089,550	4,114
Shares issued to Valiant shareholders (Amalgamation) (iv)	5,900,000	590
Shares issued through Valiant private placement, net of costs (v)	29,070,000	2,285
Shares issued through bought deal private placement (vi)	43,125,000	10,970
Exercise of options (vii)	2,000,000	205
Exercise of warrants (vii)	51,756,928	9,775
Shares issued for purchase of Harmony Hollywood and ARTS (viii)	12,000,000	6,000
As of November 30, 2015	214,941,478	33,939

- (i) On December 10, 2013, the Company issued 3,000,000 voting common shares for gross proceeds of \$300. Each common share included one half warrant to purchase an additional common share at a price of \$0.20 expiring the earlier of June 10, 2016 and 90 days following a liquidity event and one half warrant to purchase an additional common share at a price of \$0.20 expiring the earlier of June 10, 2016 and 12 months following a liquidity event. In conjunction with the offering, the Company issued 210,000 broker warrants with an exercise price of \$0.10 expiring December 10, 2015. The warrants were valued at \$4. On April 16, 2014, the Company issued 100,250 voting common shares for gross proceeds of \$10. Each common share included one warrant to purchase an additional common share at a price of \$0.20 expiring the earlier of October 16, 2015 or 10 business days after going public transaction". Costs directly attributable to the issuances amounted to \$27.
- (ii) During 2014, the Company issued 10,600,000 voting common shares in exchange for services rendered, which was recorded in business development expense. During the period, the Company also issued 2,000,000 voting common shares to a lessor pursuant to a lease agreement. The amount was included in deposits and is amortized over the term of the lease. The fair value of the shares was estimated at \$0.10 per share based on recent transactions with arm's length parties.
- (iii) During 2014, the Company issued subscription receipts for the issuance of 17,855,000 voting common shares for gross proceeds of \$1,800. Each subscription receipt included one half warrant to purchase an additional common share at a price of \$0.20 expiring the earlier of 18 months from the date of issuance and 90 days following a liquidity event and one half warrant to purchase an additional common share at a price of \$0.20 expiring the earlier of 18 months from the date of issuance and 12 months following a liquidity event. Proceeds related to the subscription receipts were refundable if a liquidity event was not completed within 24 months of the issuance of the receipt. Restricted cash at November 30, 2014 included \$277 related to this transaction that was released upon completion of the Amalgamation transaction. In conjunction with the offering, the Company issued 1,207,850 broker warrants with an exercise price of \$0.10 expiring two years from the issue date. The warrants were valued at \$25. Costs directly attributable to the issuance amounted to

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\$210,015. These subscription receipts were converted into common shares following the Amalgamation transaction.

- (iv) On February 11, 2015, the Company issued 5,900,000 shares value at \$0.10 per share to Valiant shareholders in connection with the Amalgamation transaction described in Note 2.
- (v) In conjunction with the Amalgamation, Valiant completed a non-brokered private placement of 58,140,000 subscription receipts at a price of \$0.05 per subscription receipt for aggregate gross proceeds of \$2,907. Each subscription receipt issued in connection with the private placement entitled the holder, just prior to the Amalgamation, to acquire one common share in the capital of Valiant and (i) one-half of one transferable share purchase warrant (a "Valiant A Warrant"), with each whole Valiant A Warrant entitling the holder to acquire one Valiant Share at a price of \$0.10 per share until the date that is the earlier of (a) thirty (30) months from the date of issuance, and (b) twelvety (90) days following the Amalgamation, and (ii) one-half of one transferable share purchase warrant (a "Valiant B Warrant"), with each whole Valiant B Warrant entitling the holder thereof to acquire one Valiant Share at a price of \$0.10 per share until the date that is the earlier of (a) thirty (30) months from the date of issuance, and (b) twelve (12) months following the Amalgamation. In connection with the private placement 3,978,800 broker warrants were issued at an exercise price of \$0.05 per Valiant share exercisable for a period of 24 months. Pursuant to the Amalgamation each Valiant share, A Warrant and B Warrant issued pursuant to a subscription receipt, and each broker warrant issued pursuant to the private placement was exchanged for similar securities of Convalo on a one for two basis, and with the exercise price of the warrants increased by 100%. As a result, immediately following the Amalgamation, Convalo issued 29,070,000 shares at \$0.10 per share, 29,070,000 warrants exercisable at \$0.10 per share and 1,989,400 broker warrants exercisable at \$0.10 per share. The warrants issued were valued at \$319 and the broker warrants were valued at \$104. Costs directly attributable to the private placement amounted to \$199.
- (vi) On April 22, 2015 (the "Closing"), the Company closed on a bought deal private placement of 43,125,000 units. Each Unit consists of one common share in the capital of Convalo issued at \$0.40 per common share, and one warrant of Convalo. Each Warrant entitles the holder thereof to acquire one common share for an exercise price of \$0.50 per common share for a period of 36 months following the closing of the offering. The expiry date of the Warrants may be accelerated by Convalo at any time following the six-month anniversary of the Closing and prior to the expiry date of the Warrants if the volume-weighted average trading price of the Company's common shares is greater than \$0.60 for any 20 consecutive trading days. In addition, in connection with the bought deal, the Company issued 2,156,250 broker warrants to the underwriters, exercisable at \$0.50 per share. The Company received gross proceeds of \$17,250 and incurred cash share issuance costs of \$1,467. The warrants issued were valued at \$4,584 and the broker warrants were valued at \$229.
- (vii) During the twelve months ended November 30, 2015, a total of 48,118,550 warrants and 3,638,378 broker warrants were exercised at a weighted average exercise price of \$0.19 per share for total net proceeds of \$9,775. Costs directly attributable to the conversion into common stock amounted to \$214. During the twelve months ended November 30, 2015 the vesting of 6,000,000 options was accelerated, of these options 2,000,000 options were exercised at a weighted average exercise price of \$0.10 per share for total proceeds of \$205.
- (viii) On June 30, 2015, the Company completed the acquisition of Hollywood Detox Center and Accredited Rehab and Treatment Services (ARTS). As part of the purchase the Company issued 12,000,000 common shares to Hollywood Detox and ARTS shareholders at a value of \$0.50 per share.

7. Options and warrants

Options

Subsequent to the Amalgamation transaction, the Company implemented an incentive stock option plan that provides that the Board of Directors of Convalo may from time to time, in its discretion and in accordance with Exchange requirements, grant to directors, officers and employees and consultants of Convalo, non-transferable options to purchase Convalo shares, provided that the number of Convalo shares reserved for issuance will not exceed 10% of the total issued and outstanding Convalo shares, exercisable for a period of up to ten (10) years from the date of the grant. The number of Convalo shares reserved for issuance to any individual director or officer of Convalo will not exceed 5% of the issued and outstanding Convalo shares and the total number of options awarded to any one consultant in any twelve month period shall not exceed 2% of the issued and outstanding shares of Valiant at the date that the particular option was granted without consent being obtained from the Exchange. The exercise price of any options granted under the Convalo option plan shall not be less than the closing price of Convalo shares on the day preceding the day on which the directors grant such options, less any discount permitted by the Exchange. Options held

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by a director or employee who ceases to be employed by Convalo expire one year from the date the director or ceases to be a director of Convalo or the employee ceases to be employed by Convalo.

Changes to stock options:

	<i>Number of options</i>	<i>Weighted average exercise price</i>
Outstanding at November 30, 2014	-	-
Options granted	20,950,000	0.33
Options cancelled	1,070,000	0.21
Options expired	-	-
Options exercised	2,000,000	0.10
Outstanding at November 30, 2015	17,880,000	0.36
Exercisable at November 30, 2015	4,500,000	0.14

Details of stock options outstanding at November 30, 2015:

<i>Exercise price</i>	<i>Number of options outstanding</i>	<i>Number of options exercisable</i>	<i>Expiry date</i>
\$0.10	5,050,000	4,000,000	February 11, 2025
\$0.20	65,000	-	February 11, 2020
\$0.55	6,750,000	-	May 19, 2025
\$0.42	2,620,000	-	May 19, 2020
\$0.47	1,200,000	500,000	July 13, 2020
\$0.25	300,000	-	August 20, 2020
\$0.38	45,000	-	August 31, 2020
\$0.27	1,850,000	-	October 21, 2020
	17,880,000	4,500,000	

The estimated fair value of options is expensed on a graded basis over the vesting or service period for each tranche. The vesting period approximates three years for all issued and outstanding option compensation. During the twelve months ended November 30, 2015 the vesting of 6,000,000 options was accelerated. For the twelve months ended November 30, 2015, stock-based payment expense totalled \$2,339 and was recorded relating to the fair value of options vested. There were no outstanding options or related expense in the twelve months ended November 30, 2015.

The fair value of the company's stock options was determined using the Black-Scholes option pricing model using the following assumptions:

Expected option life	5 – 10 years
Expected volatility	100%
Risk-free interest rate	1%
Dividend yield	Nil
Weighted average share price at grant date	\$0.33
Weighted average exercise price	\$0.36
Estimated forfeiture rate	-
Weighted average fair value	\$0.086

Expected volatility was estimated by reference to comparable listed entities including those on which the Company's share price was based, since the company's own shares have limited trading history.

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Warrants

Warrants to acquire voting common shares outstanding and exercisable at November 30, 2014 and November 30, 2015 were as follows:

	<i>Number of warrants</i>	<i>Weighted average exercise price</i>
Warrants exercisable	16,999,000	0.19
Warrants held in escrow (i)	17,855,000	0.20
Outstanding at November 30, 2014	34,854,000	0.19
Warrants issued (ii) (iii)	76,340,650	0.38
Warrants exercised	(51,756,928)	0.19
Warrants cancelled (iv)	(43,125,000)	0.50
Outstanding and exercisable at November 30, 2015	17,123,122	0.23

- (i) Included in warrants outstanding at November 30, 2014 are warrants to acquire 17,855,000 common shares pursuant to an issue of subscription receipts. These subscription receipts and warrants were held in escrow and were released in February 2015 upon the conversion of the subscription receipts to common shares following the Amalgamation.
- (ii) In connection with the February, 2015 private placement completed as part of the Amalgamation, the Company issued warrants to purchase 29,070,000 common shares at an exercise price of \$0.20 per share and broker warrants to purchase 1,989,400 common shares at a price of \$0.10 per common share.
- (iii) In connection with the bought deal private placement in April, 2015, the Company issued warrants to purchase 43,125,000 common shares at \$0.50 and broker warrants to purchase 2,156,250 common shares at \$0.50 for a period of 36 months following the closing of the offering. These warrants are subject to acceleration at the Company's option after six months if Convalo's share price achieves a volume-weighted average trading price greater than \$0.60 for 20 consecutive trading days since closing.
- (iv) In October 2015, the company confirmed that the expiry date of certain outstanding warrants, exercisable for common shares of the Company at \$0.50 per share, were accelerated to November 17, 2015, pursuant to the terms of the warrant certificates. The acceleration is a result of the Company's share price achieving a volume-weighted average trading price greater than \$0.60 for 20 consecutive trading days around the time of closing of the Harmony Hollywood, LLC and Accredited Rehab and Treatment Services, LLC acquisition, which was announced on May 20th, 2015. The warrants were originally issued pursuant to the Company's bought-deal private placement of 43,125,000 units (refer footnote 6 (vi)).

Warrants outstanding at November 30, 2015 expire at various dates through August 2018.

The fair value of the warrants issued in connection with the private placement was calculated using the Black-Scholes option pricing model with the following assumptions:

Expected warrant life	0.25 – 1 years
Expected volatility	100%
Risk-free interest rate	1%
Dividend yield	Nil
Share price at grant date	\$0.10
Exercise price	\$0.20

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The fair value of the broker warrants issued in connection with the above offering was estimated using the Black Scholes model with the following significant assumptions:

Expected warrant life	2 years
Expected volatility	100%
Risk-free interest rate	1%
Dividend yield	Nil
Share price at grant date	\$0.10
Exercise price	\$0.10

The fair value of the warrants and broker warrants issued in connection with the bought deal private placement was calculated using the Black-Scholes option pricing model with the following assumptions:

Expected warrant life	0.75 years
Expected volatility	100%
Risk-free interest rate	1%
Dividend yield	Nil
Share price at grant date	\$0.40

8. Expenses by nature

Total employee compensation and benefits expense for the three and twelve months ended November 30, 2015 was \$2,621 and \$5,252, respectively.

9. Financial instruments and financial risk management

Foreign currency risk

A significant portion of the Company's revenues are transacted in U.S. dollars and as a result, fluctuations in the rate of exchange between the U.S. dollar and Canadian dollar can have a significant impact on the Company's cash flows and reported results. As a majority of the Company's operating expenses are also in United States dollars, operational foreign currency risk is limited.

At November 30, 2015, the Company's financial assets and liabilities were denominated in U.S. dollars: accounts receivable of USD \$4,023. Additionally, included in the condensed consolidated statement of financial position is USD \$17,836 of cash and USD \$2,545 of accounts payable and accrued liabilities denominated in U.S. dollars. At November 30, 2014, the Company had cash of USD \$1,604.

The Company's revenues and expenses denominated in U.S. dollars for the twelve month period ended November 30, 2015 were USD \$13,357 and USD \$12,304, respectively. Accordingly, a 10 percent increase or decrease in the value of the U.S. dollar relative to its Canadian counterpart would result in an \$105 increase or decrease in net income

Fair value

The fair values of cash and cash equivalents, restricted cash, accounts receivable and accounts payable and accrued liabilities approximate their carrying values given their short-term maturities.

Credit risk

Credit risk is the potential that customers or a counterparty to a financial instrument fail to meet their obligation to the Company.

Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of trade accounts receivable as the Company's revenues are concentrated to California. The Company had many customers during the course of the year and believes that there is minimal risk associated with collection of these amounts. The Company manages its credit risk by ensuring the eligibility of its patients for insurance or other coverage prior to admittance.

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All of the Company's accounts receivable are neither past due nor impaired as it awaits formal recognition from insurers as a pre-approved service. As explained in Note 3, revenue is estimated to be the amount collectible from the insurer. Given the *Credit risk* counterparty in these transactions, the Company considers the credit quality of these receivables to be high. Credit risk is generally limited to the risk that the estimated amount of revenue that can be collected is not accurate.

Bad debt expense recorded during both the three and twelve months ended November 30, 2015 was \$243 (2014: \$nil).

Liquidity risk

Liquidity risk is the risk the Company will encounter difficulties in meeting its financial liability obligations as they become due. The Company manages its liquidity risk through cash management. In managing liquidity risk, the Company maintains access to equity markets, the availability of which is dependent on market conditions. The Company monitors its requirements through the use of rolling future net cash flow projections and budgets and believes it has sufficient funding through its current cash position to continue operating for the foreseeable future. All financial liabilities are current and due within the next twelve months.

Other risk

The Company is not exposed to any significant interest rate risk as it does not have any borrowings and loans receivable that carry fixed rates of interest. The Company is not exposed to any significant price risk or other financial risks due to the nature of its business.

10. Capital management

The Company's objectives in managing capital are to maintain a strong capital base so as to preserve investor and creditor confidence; to ensure sufficient liquidity to service its debts, support capital projects and growth-oriented acquisitions; and to provide a return to shareholders.

Capital is used by the Company to finance capital expenditures and fund acquisitions that add to its ability to generate returns and meet long-term strategic growth objectives.

The Company sets the amount and type of capital required relative to its assessment of risk and manages the capital structure and makes adjustments to it in light of changes to economic conditions and the risk characteristics of the underlying assets. In order to maintain or modify its capital structure, the Company may adjust or defer the amount of dividends paid to shareholders, issue new shares, seek other forms of financing, or sell assets to reduce debt.

The Company manages its share capital, contributed surplus and deficit as capital.

11. Related party transactions

On October 1, 2013, the Company entered into an agreement with Canons Park Advisors, Inc. ("Advisor"), an entity that is wholly owned by two directors of the Company, in which the Advisor will act as a financial and management advisor to the Company. Pursuant to the terms of the agreement, the Advisor is entitled to a variety of payments based on certain milestones. The Company committed to paying success fees provided the Company reaches certain performance thresholds, as defined in the Advisory Agreement. The success fees range from US \$25,000, for acquiring a target company, to US \$500,000, for listing the Company on a major US stock exchange. Additional success fees may be earned based on the EBITDA of an acquired target and the increase in EBITDA of the target over a two year period.

	Three Months Ended November 30,		Twelve Months Ended November 30,	
	2015	2014	2015	2014
Advisory fees	39	134	202	302

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Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including executive directors. The total compensation of key management personnel are as follows:

	Three Months Ended November 30,		Twelve Months Ended November 30,	
	2015	2014	2015	2014
Salaries and short term benefits	29	-	47	-
Stock based compensation	550	-	1,720	175
	579	-	1,767	175

12. Acquisition of businesses

a) Harmony Hollywood, LLC

On June 30, 2015, the Company acquired all of the issued and outstanding shares Harmony Hollywood, LLC ("HDC"), a behavioral health facility offering detox and residential treatment services for both men and woman in and around the Hollywood and central Los Angeles area. The initial aggregate purchase price was \$7,411 of which \$3,991 was paid in cash and \$3,420 was settled by the issuance of 6,840,000 Common Shares of the Company valued at the closing price on the transaction date of \$0.50 per common share. The following is a summary of the identified assets and liabilities acquired at their fair values:

Accounts receivable	1,185
Prepaid expenses	16
Deposits	98
Property and equipment	383
Other assets	25
Accounts payable and liabilities	(1,752)
Unallocated purchase price	7,456
Total	7,411

The Company applied the acquisition method in accounting for the transaction in accordance with IFRS 3, which allows one year to finalize the purchase price allocation. Over the next year, the Company will analyze the acquired assets and liabilities and make any necessary revisions. For the quarter ended November 30, 2015, included in the financial statements are revenues and net loss of \$915 and \$823, respectively, related to the acquisition of HDC.

b) Accredited Rehab and Treatment Services, LLC

On June 30, 2015, the Company acquired all of the issued and outstanding shares Accredited Rehab and Treatment Services, LLC ("ARTS"), a behavioral health facility offering detox and residential treatment services for both men and woman in and around the Orange County, California area. The initial aggregate purchase price was \$5,602 of which \$3,022 was paid in cash and \$2,580 was settled by the issuance of 5,160,000 Common Shares of the Company valued at the closing price on the transaction date of \$0.50 per common share. The following is a summary of the identified assets and liabilities acquired at their fair values:

Accounts receivable	964
Prepaid expenses	35
Cash equivalents	23
Deposits	34
Property and equipment	81
Accounts payable and liabilities	(516)
Unallocated Purchase Price	4,981
Total	5,602

The Company applied the acquisition method in accounting for the transaction in accordance with IFRS 3, which allows one year to finalize the purchase price allocation. Over the next year, the Company will analyze the acquired assets and liabilities and

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make any necessary revisions. For the quarter ended November 30, 2015, included in the financial statements are revenues and net loss of \$2,034 and \$127, respectively, related to the acquisition of ARTS.

HDC unallocated purchase price	7,456
ARTS unallocated purchase price	4,981
Total unallocated purchase price at June 30, 2015	12,437
FX Impact	891
Unallocated purchase price at November 30, 2015	13,328

13. Commitments

Leases

The Company has property under operating leases. For the three and twelve months ended November 30, 2015, the company incurred rent expense of \$343 and \$793, respectively, included in Facilities expense.

Minimum aggregate payments on all leases in the future are as follows (in U.S. dollars):

Within 12 months	1,383
One to five years	1,626
Total commitments	3,009

Other commitments

The Company has an advisory agreement as described in Note 11. Minimum aggregate payments on this agreement are as follows (in U.S. dollars):

Within 12 months	30
One to five years	60
Total commitments	90

14. Income/loss per share

Income/Loss per share is based on the consolidated net loss for the period divided by the weighted average number of shares outstanding during the period. Diluted loss per share is computed in accordance with the treasury stock method and based on the weighted average number of shares and dilutive share equivalents.

For the three and twelve months ended November 30, 2015 and November 30, 2014, respectively, the outstanding warrants and options were excluded from the calculation of diluted loss per share because their effect is anti-dilutive.

The following reflects the earnings and share data used in the basic and diluted loss per share computations:

	Three Months Ended November 30,		Twelve Months Ended November 30,	
	2015	2014	2015	2014
Net income/(loss)	131	(693)	(498)	(1,182)
Basic weighted average number of shares	214,207,554	50,734,550	160,310,116	49,121,305
Basic and diluted loss per share	\$ 0.001	(\$ 0.014)	(\$ 0.003)	(\$ 0.038)

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15. Recent accounting pronouncements

Certain pronouncements were issued by the IASB or the International Financial Reporting Interpretation Committee ("IFRIC"). The following have not yet been adopted and are being evaluated to determine their impact on the Company. The Company intends to adopt them, if applicable, only on their effective date.

- (i) IFRS 9 Financial instruments ("IFRS 9") was issued by the IASB in October 2010 and will replace IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of financial assets. Most of the requirements of IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods used in IAS 39. The effective date of IFRS 9 is January 1, 2018.
- (ii) IFRS 15 Revenue from Contracts with Customers - establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. IFRS 15 is effective for annual periods beginning on or after January 1, 2018. Earlier application is permitted.

Adoption of new accounting standards

Effective October 1, 2013, the Company adopted all of the following standards noted below. The adoption of these standards did not have a material impact on the consolidated financial statements

- (i) IFRS 10 Consolidated financial statements – establishes principles for the presentation and preparation of consolidated financial statements when an entity controls one or more entities.
- (ii) IFRS 11 requires a venture to classify its interest in a joint arrangement as a joint venture or joint operation. Joint ventures will be accounted for using the equity method of accounting whereas for a joint operation the venture will recognize its share of the assets, liabilities, revenue and expenses of the joint operation. Under existing IFRS, entities have the choice to proportionately consolidate or equity account for interests in joint ventures. IFRS 11 superseded IAS 31, Interests in Joint Ventures, and SIC-13 Jointly Controlled Entities Non-monetary Contributions by Ventures.
- (iii) IFRS 12 establishes disclosure requirements for interests in other entities, such as joint arrangements, associates, and special purpose vehicles and off Consolidated Statements of Financial Position vehicles. The standard carries forward existing disclosures and also introduces significant additional disclosure requirements that address the nature of, and risks associated with, an entity's interest in other entities.
- (iv) IFRS 13 Fair value measurement – provided the guidance on the measurement of fair value and related disclosures through a fair value hierarchy.
- (v) IFRIC 21 Levies provides guidance on accounting for levies in accordance with the requirements of IAS 37 Provisions, Contingent Liabilities and Contingent Assets. This Interpretation is effective for annual periods commencing on or after January 1, 2014 and is applied retrospectively.

16. Subsequent events

On January 4, 2016, the Company closed on the purchase of two detox facilities that were previously being leased by the Company for a total purchase price of \$2,858.