PARKIT ENTERPRISE INC.

CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED OCTOBER 31, 2015

INDEPENDENT AUDITORS' REPORT

To the Shareholders of
Parkit Enterprise Inc.

We have audited the accompanying consolidated financial statements of Parkit Enterprise Inc., which comprise the consolidated statements of financial position as at October 31, 2015 and 2014 and the consolidated statements of operations, comprehensive income/(loss), cash flows, and changes in equity for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of Parkit Enterprise Inc. as at October 31, 2015 and 2014 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

"DAVIDSON & COMPANY LLP"

Vancouver, Canada

Chartered Professional Accountants

February 24, 2016

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PARKIT ENTERPRISE INC.
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)

AS AT OCTOBER 31,	2015	2014
ASSETS		
Current		
Cash	$ 1,237,061	$ 563,515
Restricted cash (Note 19)	-	464,879
Accounts receivable	46,643	-
Prepaid expenses and deposits (Note 9)	22,937	69,566
	1,306,641	1,097,960
Long Term Investment (Note 10)	1,941,952	1,082,400
Equipment (Note 11)	22,054	29,554
Income Producing Property (Note 13)	-	15,581,319
Investment in Associate (Note 15**)**	4,708,364	-
Investment in Joint Ventures (Note 14)	9,018,751	6,323,172
	$ 16,997,762	$ 24,114,405
LIABILITIES AND EQUITY		
Current		
Accounts payable and accrued liabilities (Note 12)	$ 612,864	$ 1,681,432
Short-term loans payable (Note 17)	-	5,242,007
Current portion of loans payable (Note 19)	-	566,069
	612,864	7,489,508
Loans payable (Note 19)	-	15,832,527
	612,864	23,322,035
Equity		
Share capital	22,751,687	22,220,817
Reserves	1,214,397	1,293,707
Accumulated other comprehensive income	333,022	350,206
Non-controlling interest	-	(149,069)
Deficit	(7,914,209)	(22,923,291)
	16,384,898	792,370
	$ 16,997,762	$ 24,114,405

Nature of operations (Note 1)
Commitments (Note 16)

Approved and authorized by the Board on February 29, 2016:

"Pesach Goldman" Director *"Richard Baxter"* Director

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

PARKIT ENTERPRISE INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(Expressed in Canadian Dollars)

FOR THE YEAR ENDED OCTOBER 31	2015	2014
PROPERTY INCOME		
Property revenue	$ 5,567,432	$ 9,821,123
Property operating expenses (Note 8)	(3,485,606)	(6,362,509)
Net Income	**2,081,826**	**3,458,614**
Mortgage interest (Note 18)	(471,470)	(1,114,385)
Depreciation and amortization	(779,241)	(1,138,072)
Income from Operations	**831,115**	**1,206,157**
OTHER INCOME		
Fee income	138,327	-
Share of profit from joint ventures (Note 14)	1,580,543	150,422
Gain on disposal of Canopy (Note 6)	26,129,679	-
	27,848,549	
Net Income	**28,679,664**	**150,422**
EXPENSES		
Foreign exchange loss	(1,039,624)	(118,104)
General and administrative	549,470	804,049
Interest on short-term loans	402,339	241,627
Management salaries	814,000	880,952
Directors fees	166,404	60,395
Share based payments (Note 20)	45,164	1,135,673
Taxation	60,605	-
	998,358	3,004,592
NET INCOME/(LOSS)	**27,681,306**	**(1,648,013)**
Allocation of profit to non-controlling interest	12,672,223	227,032
INCOME/(LOSS) ATTRIBUTABLE TO THE PARENT	**$ 15,009,083**	**$ (1,875,045)**
Income/ (Loss) per share: Basic	$ 0.48	$ (0.06)
Diluted	0.48	(0.06)
Weighted average number of common shares outstanding: Basic	31,213,665	30,928,923
Diluted	31,213,665	30,928,923

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

PARKIT ENTERPRISE INC.
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME/ (LOSS)
(Expressed in Canadian Dollars)

FOR THE YEAR ENDED OCTOBER 31	2015	2014
Net Income/ (loss) for the year	$ 27,681,306	$ (1,648,013)
Revaluation of Associate assets held for sale	333,022	-
Exchange differences on translating foreign operations	17,184	99,581
Comprehensive Income/ (loss) for the year	28,031,512	(1,548,632)
Allocation of (gain) loss to non-controlling interest	(12,672,223)	(227,032)
Comprehensive Income/ (loss) attributable to parent	$ 15,359,289	$ (1,775,664)

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

PARKIT ENTERPRISE INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)

FOR THE YEAR ENDED OCTOBER 31	2015	2014
CASH FROM OPERATING ACTIVITIES		
Income/ (Loss) for the year from operations	$ 15,009,083	$ (1,875,045)
Items not affecting cash:		
Allocation of income to non-controlling interest	134,298	227,032
Accrued interest and fees	-	149,996
Depreciation	640,294	1,138,072
Share based payments	45,164	1,135,673
Gain on debt settlement	-	(90,253)
GST Allowance	-	239,544
Amortization of loan closing costs	-	84,152
Write off of accounts payable	-	(156,923)
Gain on disposal of Canopy	(13,591,755)	-
Share of profit in joint ventures	(1,580,543)	(150,422)
Changes in non-cash working capital items:		
Accounts receivable	(135,005)	(229,461)
Prepaid expenses and deposits	46,629	198,098
Accounts payable and accrued liabilities	(1,061,145)	168,727
Net cash provided by (used in) operating activities	(492,980)	839,190
CASH FROM INVESTING ACTIVITIES		
Cash received on sale of Canopy	14,997,199	-
Long term investment, net of repayments	(633,976)	(1,046,737)
Distributions from 880 Doolittle joint venture	7,441,402	(6,107,880)
Investment in PAVe joint venture	(8,619,282)	-
Distributions from PAVe joint venture	440,382	-
Net cash provided by (used in) investing activities	13,625,725	(7,154,617)
CASH FROM FINANCING ACTIVITIES		
Decrease in restricted cash	-	778,085
Distributions to non-controlling interest	(6,643,278)	(1,730,906)
Short Term Loans, net of interest and repayments	(5,366,480)	4,391,650
Long Term Loans, net of interest and repayments	-	(644,918)
Proceeds on issuance of common shares, net of share issuance costs	-	3,509,327
Exercise of warrants	530,870	537,770
Net cash (used in) provided by financing activities	(11,478,888)	6,842,008
Change in cash during the year	1,653,858	526,581
Effect of change in foreign currency on cash	(980,312)	(231,950)
Cash, beginning of year	563,515	268,884
Cash, end of year	$ 1,237,061	$ 563,515

Supplemental disclosure with respect to cash flows (Note 21)

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

PARKIT ENTERPRISE INC.
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (DEFICIENCY)
(Expressed in Canadian Dollars)

	Share capital								
	Number	Amount	Reserves	Deficit	Subscription Received in Advance (Receivable)	Equity Portion of Convertible Debentures	Accumulated Other Comprehensive income (loss)	Non-controlling Interest	Total
Balance, October 31, 2013	15,952,180	$ 16,725,618	$ 614,712	$ (21,637,958)	$ (25,000)	$ 39,983	$ 449,787	$ 1,329,093	$ (2,503,765)
Private placements	10,212,475	3,545,826		-	25,000	-	-	-	3,570,826
Shares for settlement of payables	2,042,818	980,994	-	-	-	-	-	-	980,994
Shares for convertible debenture	1,399,150	499,660	-	-	-	(39,983)	-	-	459,677
Share issue costs	-	(70,042)	8,561	-	-	-	-	-	(61,481)
Share based payments	-	-	1,135,673	-	-	-	-	-	1,135,673
Reversal of expired stock options	-	-	(589,712)	589,712	-	-	-	-	-
Issuance of warrants	-	-	124,473	-	-	-	-	-	124,473
Exercise of warrants	1,322,300	538,770	-	-	-	-	-	-	538,770
Distribution to non-controlling interest	-	-	-	-	-	-	-	(1,730,907)	(1,730,907)
Cumulative translation adjustment	-	-	-	-	-	-	(99,581)	25,713	(73,868)
Loss for the year	-	-	-	(1,875,045)	-	-	-	227,032	(1,648,013)
Balance, October 31, 2014	30,928,923	$ 22,220,817	$ 1,293,707	$ (22,923,291)	$ -	$ -	$ 350,206	$ (149,069)	$ 792,370
Amortization of loan cost	-	-	(124,473)	-	-	-	-	-	(124,473)
Share based payments	-	-	45,163	-	-	-	-	-	45,163
Exercise of warrants	1,316,800	530,870	-	-	-	-	-	-	530,870
Distribution to non-controlling interest	-	-	-	-	-	-	-	(6,643,278)	(6,643,278)
Deconsolidation of subsidiary	-	-	-	-	-	-	(17,184)	(5,820,396)	(5,837,580)
Cumulative translation adjustment	-	-	-	-	-	-	-	(59,480)	(59,480)
Profit for the year	-	-	-	15,009,081	-	-	-	12,672,223	27,681,305
Balance, October 31, 2015	32,245,723	$ 22,751,687	$ 1,214,397	$ (7,914,210)	$ -	$ -	$ 333,022	$ -	$ 16,384,898

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Parkit Enterprise Inc. (the "Company") was incorporated pursuant to the *Business Corporations Act* (British Columbia) on December 6, 2006. The Company's head office and principal address is 1088 – 999 West Hastings Street, Vancouver, British Columbia, Canada V6C 2W2, its registered and records office is 2900 – 595 Burrard Street, Vancouver, British Columbia V7X 1J5. The Company, through its subsidiary Greenswitch America, Inc. holds investments in parking real estate in the United States of America.

These consolidated financial statements, including comparatives, have been prepared in accordance with 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"). The Company's financial statements has been prepared on a historical cost basis, except for investment in associate which have been measured at fair value.

The consolidated financial statements are presented in Canadian dollars, except where otherwise indicated.

2. CHANGES IN ACCOUNTING POLICIES

New and amended standards and interpretations

Although the following new standards and amendments apply for the first time, they do not have a material impact on the annual consolidated financial statements of the Company. The nature and impact of each new standard or amendment is described below.

Amendments to IAS 32 – Offsetting Financial Assets and Financial Liabilities

These amendments clarify the meaning of "currently has a legally enforceable right to set-off" and the criteria for non-simultaneous settlement mechanisms of clearing houses to qualify for offsetting and is applied retrospectively. These amendments have no impact on the Company, since none of the subsidiaries has any offsetting arrangements.

Annual improvements 2010-2012 Cycle

These improvements were effective from 1 November, 2014 and do not have a material impact on the Company. They include:

IFRS 2 Share-based Payment - This improvement is applied prospectively and clarifies various issues relating to the definitions of performance and service conditions which are vesting conditions, including:

- A performance condition must contain a service condition
- A performance target must be met while the counterparty is rendering service
- A performance target may relate to the operations or activities of an entity, or to those of another entity in the same group
- A performance condition may be a market or non-market condition
- If the counterparty, regardless of the reason, ceases to provide service during the vesting period, the service condition is not satisfied

IFRS 3 Business Combinations

The amendment is applied prospectively and clarifies that all contingent consideration arrangements classified as liabilities (or assets) arising from a business combination should be subsequently measured at fair value through profit or loss whether or not they fall within the scope of IFRS 9 (or IAS 39, as applicable).

IFRS 8 Operating Segments

2. CHANGES IN ACCOUNTING POLICIES (cont'd)

The amendments are applied retrospectively and clarify that:

- An entity must disclose the judgements made by management in applying the aggregation criteria in paragraph 12 of IFRS 8, including a brief description of operating segments that have been aggregated and the economic characteristics (e.g., sales and gross margins) used to assess whether the segments are 'similar'.

- The reconciliation of segment assets to total assets is only required to be disclosed if the reconciliation is reported to the chief operating decision maker, similar to the required disclosure for segment liabilities.

IAS 24 Related Party Disclosures

The amendment is applied retrospectively and clarifies that a management entity (an entity that provides key management personnel services) is a related party subject to the related party disclosures. In addition, an entity that uses a management entity is required to disclose the expenses incurred for management services.

Annual improvements 2011-2013 Cycle

These improvements are effective from 1 July 2014 and do not have a material impact on the Company. They include:

IFRS 3 Business Combinations

The amendment is applied prospectively and clarifies for the scope exceptions within IFRS 3 that:

- Joint arrangements, not just joint ventures, are outside the scope of IFRS 3.
- This scope exception applies only to the accounting in the financial statements of the joint arrangement itself.

IFRS 13 Fair Value Measurement

The amendment is applied prospectively and clarifies that the portfolio exception in IFRS 13 can be applied not only to financial assets and financial liabilities, but also to other contracts within the scope of IFRS 9 (or IAS 39, as applicable).

Standards issued but not yet effective

Standards issued but not yet effective as of the date of issuance of the Company's financial statements are listed below. This listing of standards and interpretations issued are those that the Company reasonably expects to have an impact on disclosures, financial position or performance when applied at a future date. The Company is currently assessing the impact of these standards and intends to adopt these standards when they become effective.

Amendments to IFRS 11 Joint Arrangements: Accounting for Acquisitions of Interests

The amendments to IFRS 11 require that a joint operator accounting for the acquisition of an interest in a joint operation, in which the activity of the joint operation constitutes a business must apply the relevant IFRS 3 principles for business combinations accounting. The amendments also clarify that a previously held interest in a joint operation is not re-measured on the acquisition of an additional interest in the same joint operation while joint control is retained. In addition, a scope exclusion has been added to IFRS 11 to specify that the amendments do not apply when the parties sharing joint control, including the reporting entity, are under common control of the same ultimate controlling party. The amendments apply to both the acquisition of the initial interest in a joint operation and the acquisition of any additional interests in the same joint operation and are prospectively effective for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments are not expected to have any impact to the Company.

Amendments to IAS 27: Equity Method in Separate Financial Statements

The amendments will allow entities to use the equity method to account for investments in subsidiaries, joint ventures and associates in their separate financial statements. Entities already applying IFRS and electing to change to the equity method in their separate financial statements will have to apply that change retrospectively. For first-time adopters of IFRS electing to

2. CHANGES IN ACCOUNTING POLICIES (cont'd)

use the equity method in its separate financial statements, they will be required to apply this method from the date of transition to IFRS. The amendments are effective for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments will not have any impact on the Company's consolidated financial statements.

IFRS 9 Financial Instruments: Classification and Measurement

IASB issued its completed version of IFRS 9, Financial Instruments ("IFRS 9") in July 2014. The completed standard provides revised guidance on the classification and measurement of financial assets. It also introduces a new expected credit loss model for calculating impairment for financial assets. The new hedging guidance that was issued in November 2013 is incorporated into this new standard.

The final version of IFRS 9 will be effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. The Company is currently assessing the effect of this standard on our financial statements.

IFRS 15 Revenue from Contracts with Customers

IFRS 15 was issued in May 2014 and establishes a new five-step model that will apply to revenue arising from contracts with customers. Under IFRS 15 revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The principles in IFRS 15 provide a more structured approach to measuring and recognising revenue. The new revenue standard is applicable to all entities and will supersede all current revenue recognition requirements under IFRS. Either a full or modified retrospective application is required for annual periods beginning on or after 1 January 2017 with early adoption permitted. The Company is currently assessing the impact of IFRS 15 and plans to adopt the new standard on the required effective date.

3. SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

These consolidated financial statements, including comparatives, have been prepared using accounting policies consistent with IFRS as issued by the International Accounting Standards Board ("IASB") and Interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC").

Basis of Measurement

These consolidated financial statements have been prepared on a historical cost basis except for financial instruments classified as financial instruments at fair value through profit or loss, which are stated at their fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

Use of estimates and critical accounting judgments

The preparation of these consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts and valuations of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenditures during the period reported. Management uses its best estimates for these purposes, based on assumptions that it believes reflect the most probable set of economic conditions and planned courses of action. While actual results could differ materially from these estimates, and other than as described below in the fair value of the contingent consideration receivable, no specific sources of estimation uncertainty have been identified by management that are believed to have a significant risk of resulting in a material adjustment within the next financial year to the carrying amount of the Company's assets and liabilities as recorded at October 31, 2015.

(a) Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the consolidated financial statements:

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Accounting for subsidiaries and joint arrangements

On April 22, 2015, the Company entered into a transaction (Note 6) with an affiliate of Och-Ziff Real Estate ("Och-Ziff"), a real estate private equity firm based in the United States and PRE LLC ("PRE"). As a result of the transaction, the Company has shareholding and membership units in three newly created companies – Parking Ventures (US) Ltd. ("PV"), PAVe Admin LLC ("PAVe Admin") and Parking Acquisition Ventures LLC ("PAVe LLC").

The Company has determined that it controls and consolidates the subsidiaries in which it owns a majority of the shares. The Company owns 100% of PV through its wholly-owned subsidiaries Greenswitch Canada Inc. and Greenswitch America Inc.

PAVe Admin LLC is owned and managed by the Company and PRE LLC, each of which has a 50% ownership interest. The operating agreement of PAVe Admin requires relevant activities of PAVe Admin be made with unanimous consent from both the Company and PRE.

PAVe LLC is managed by PAVe Admin LLC. Through its role as manager of PAVe LLC, PAVe Admin has power and control over PAVe LLC as it is exposed and has rights to variable returns from its involvement. In addition the Company has investment units entitling it to economic distributions. These units do not carry any control or management rights. The Company has determined that it could also exercise joint control with PRE over PAVe LLC as managers of PAVe Admin.

The Company has determined that it does not control the above two investments as investees as the ownership and power is shared with PRE. These investments are accounted for as joint arrangements. The joint arrangements are separately incorporated. It is determined that the joint arrangements are separate from the Company as the Company has no interest in the individual assets and obligations of the joint arrangements. The Company has (after considering the structure and form of the arrangements, the terms agreed by the parties in the contractual arrangements and the Company's rights and obligations arising from the arrangements) classified its interests as joint ventures in accordance with IFRS 11. It accounts for these investments using the equity method. The two investments have different class of membership units. The entitlements to distributions from these investments are different among each class. Accordingly, the Company has determined that it will equity account for its economic share of interest in these investments rather than its equity participation.

(b) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described below.

The Company based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Contingent consideration receivable

Estimates are required in respect of the amount of contingent consideration receivable on disposals, which is determined according to formulae agreed at the time of the disposal and is normally related to the future earnings of the disposed business. Contingent consideration receivable on disposals is valued at fair value at the disposal date. As the contingent consideration receivable meets the definition of a financial asset and management accounts for the contingent consideration as a derivative, it is subsequently re-measured to fair value at each reporting date. The determination of the fair value is based on the discounted value of anticipated future receipts. The key assumptions take into consideration the probability of meeting each performance target, level of future profits of the disposed business and the discount factor.

The following are the key assumptions taken into consideration to determine the fair value as at October 31, 2015:

- Probability of meeting performance target: 90%
- Discount factor: 10%

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Basis of consolidation

These consolidated financial statements include the accounts of the Company and its subsidiaries. The Company's presentation currency is the Canadian dollar. The principal subsidiaries of the Company as at October 31, 2015 and October 31, 2014 were as follows:

Name of Subsidiary	Place of Incorporation	Percentage Ownership October 31, 2015	Percentage Ownership October 31, 2014	Principal Activity	Functional Currency
Greenswitch Capital Ltd.	Canada	100%	100%	Holding	CAD
Greenswitch America Inc.	USA	100%	100%	Holding	US
Parking Ventures (US). Ltd	USA	100%	-	Holding	US
Green Park Denver	USA	-	40.6%	Operator of Canopy	US

Intercompany assets and liabilities, equity, income, expenses, and cash flows between the Company and its subsidiaries are eliminated.

These consolidated financial statements also include the following investments in affiliates that are accounted for using the equity method:

Name of Affiliate	Place of Incorporation	Percentage Ownership October 31, 2015	Percentage Ownership October 31, 2014	Principal Activity	Functional Currency
PAVe Admin LLC	USA	50%	50%	Administrator of PAVe LLC	US
PAVe, LLC	USA	50%	50%	Member/Administrator of OP Holdings LLC	US
880 Doolittle Dr, LLC	USA	50%	50%	Operator of Expresso	US
Green Park Denver	USA	40.6%	-	Operator of Canopy	US

Property acquisitions and business combinations

When property is acquired, via corporate acquisitions or otherwise, management considers the substance of the assets and activities of the acquired entity in determining whether the acquisition represents the acquisition of a business.

Assets held for sale

An earnings-based contingency recognized in the Company's associate, Green Park Denver, meets the definition of a financial asset as it represents a contractual right to receive cash or other financial assets. The Company accounts for the contingent consideration receivable as financial asset available for sale.

Investment in joint ventures

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control for strategic financial and operating decisions.

The considerations made in determining joint control are similar to those necessary to determine control over subsidiaries.

The Company's investment in joint ventures are accounted for using the equity method.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Under the equity method, the investment in a joint venture is initially recognised at cost. The carrying amounts of the investment is adjusted to recognise changes in the Company's share of new assets of the joint venture since the acquisition date. Goodwill relating to the joint venture is included in the carrying amount of the investment and is neither amortised nor individually tested for impairment.

The statement of operations reflects the Company's share of the results of the operations of the joint ventures. Any change in other comprehensive income of those investees is presented as part of the Company's other comprehensive income. In addition, when there has been a change recognised directly in the equity of the joint ventures, the Company recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Company and the joint venture are eliminated to the extent of the interest in the joint venture.

Financial statements of the joint ventures are prepared for the same reporting period as the Company. When necessary, adjustments are made to bring the accounting policies in line with those of the Company.

After application of the equity method, the Company determines whether it is necessary to recognise an impairment loss on its investment in joint ventures. At each reporting date, the Company determines whether there is objective evidence that the investment in the joint venture is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the recoverable amount of the joint venture and its carrying value, then recognises the loss in the statement of operations.

Foreign exchange and functional currency

The consolidated financial statements are presented in Canadian dollars which is also the Company's functional currency. 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.

1) Transactions and balances in foreign currencies

   Transactions in foreign currencies are initially recorded by the Company's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognised in profit or loss.

   Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

2) Group Companies

   On consolidation, 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 profit or loss are translated at exchange rates that approximate the rates prevailing at the dates of the transactions. These rates are based on the average monthly rates during which the transactions occur, unless there is significant volatility of exchange rates, when the Company uses rates on a more frequent basis. The exchange differences arising on translation for consolidation are recognised in other comprehensive income. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in profit or loss.

Loss per share

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted loss per share does not adjust the loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Equipment

Equipment is recorded at cost less accumulated depreciation. Depreciation is recognized using the straight-line method over the following terms:

Office equipment	5 years

Cash and short-term deposits

Cash and short-term deposits in the statement of financial position comprise cash at bank and short-term deposits with an original maturity of three months.

Interest bearing loans and borrowings

All loans and borrowings are initially recognized at fair value less directly attributable transaction costs. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized costs using the effective interest method.

Financial liabilities

All financial liabilities are initially recorded at fair value less directly attributable transaction costs. After initial recognition, other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. The effective interest rate method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period. The Company's accounts payable and accrued liabilities and loans payable and convertible debenture are classified as other financial liabilities.

Parking lot facilities

Parking lot facilities (recognised in the joint venture or associate) as a whole comprises cash and cost generating units. These costs are capitalized and depreciated on a straight-line method over the following terms:

Computer and equipment	5 years
Furniture	7 years
Improvements and fixtures	15 years
Building	39 years

Goodwill

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interest, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Company re-assesses whether it had correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit and loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash generating units that are expected to benefit from the synergies of combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Impairment of long-lived assets

At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the period. For an asset that does not generate largely independent cash flows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Convertible debentures

For convertible debentures denominated in Canadian dollars, without an embedded derivative component, the value allocated to the debt component, at inception, is recorded as a liability. The remaining component, representing the value ascribed to the holders' option to convert the principal balance into common shares, is classified in shareholders' equity as "equity component of convertible debentures". Over the term of the debt obligation, the debt component is measured at amortized cost using the effective interest method and will be accreted to the face value of the debenture by the recording of accretion expense.

For convertible debentures denominated in United States dollars, the value of the embedded derivative financial liability is determined. The estimated fair value, based on the Black-Scholes model, is adjusted with gains or losses recognized in the statement of operations. The Black-Scholes model is based on significant assumptions such as volatility, dividend yield and expected term.

Borrowing costs

Borrowing costs directly related to the financing of the acquisition, construction or production of qualifying assets are capitalized to the cost of those assets until such time as they are substantially ready for their intended use or sale. Where funds have been borrowed specifically to finance an asset, the amount capitalized is the actual borrowing costs incurred.

Transaction costs that reflect the cost to obtain new debt financing are added to the carrying value of the debt and expensed over the term of the loan using the effective interest rate method. Financing charges that reflect the cost to obtain new equity financing are deducted from shareholders' equity.

Comprehensive income (loss)

The Company has included the cumulative translation adjustment of its self-sustaining foreign subsidiary in items of other comprehensive income (loss) in any period presented.

Revenue recognition

The Company's joint ventures and associate utilizes automated point-of-sale gate systems whereby a parking customer is noted upon entry into the lot. The Company recognizes revenue on parking sales when the customer exits the parking facility thereby the parking time has elapsed, the Company has provided the service and the revenue is earned. Collectability is assured as customers pay upon exit.

Income taxes

Income tax expense comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity. Current tax expense is the expected tax payable on taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Deferred tax is recorded using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Temporary differences are not provided for the initial recognition of assets or liabilities that affect neither accounting or taxable loss, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the reporting date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, the deferred tax asset is not recognized.

Share-based payments

The Company grants stock options to acquire common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee.

The fair value of stock options is measured on the date of grant, using the Black-Scholes option pricing model, and is recognized over the vesting period. Consideration paid for the shares on the exercise of stock options is credited to share capital.

In situations where equity instruments are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at fair value of the share-based payment. Otherwise, share-based payments are measured at the fair value of goods or services received. If and when the stock options are exercised, the applicable amounts of reserves are transferred to share capital.

Reserves

The reserves recorded in equity on the Company's statements of financial position include the fair values of share-based payments. Upon expiration of stock options the balances in reserves are re-allocated to deficit and warrants issued to agents are re-allocated to share capital.

4. CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to support its operations. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders, benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In the management of capital, the Company includes components of shareholders' equity.

To maintain or adjust the capital structure, the Company may issue new shares, issue debt or sell assets to meet financial obligations. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the year ended October 31, 2015.

5. FINANCIAL INSTRUMENTS

The fair value of the Company's accounts receivable, accounts payable and accrued liabilities and loans payable, approximate carrying value, which is the amount recorded on the consolidated statements of financial position. The Company's other financial instruments, cash and restricted cash, under the fair value hierarchy are based on level one quoted prices in active markets for identical assets or liabilities.

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

5. FINANCIAL INSTRUMENTS (cont'd)

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's policy is to deal only with creditworthy counterparties. None of the Company's financial assets are secured by collateral or other credit enhancements. In respect of accounts receivable, the Company is not exposed to any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at October 31, 2015, the Company had a cash balance of $1,237,061 to settle current liabilities of $452,864. The Company expects to fund these liabilities through existing cash resources, revenue generated from operations, additional debt and equity financings, and from funds raised through the partial disposition of interests in its assets.

Market risk

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

a) Interest rate risk

As at October 31, 2015 and, October 31, 2014 the Company did not have any investments in investment-grade short-term deposit certificates or short-term debt issued by the federal government. The Company is not exposed to interest rate risk on its loans.

b) Foreign currency risk

The Company is exposed to foreign currency risk on fluctuations related to cash, accounts payable and accrued liabilities, and loans payable that are denominated in US Dollars. A 10% fluctuation in the US dollar against the Canadian dollar would affect net income for the year by $100,000.

c) Price risk

The Company is exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. The Company closely monitors individual equity movements and the stock market to determine the appropriate course of action to be taken by the Company.

6. TRANSACTION WITH PRE AND OCH-ZIFF

On April 22, 2015, the Company entered into a joint arrangement with PRE and Och-Ziff Real Estate to form OP Holdings JV LLC ("OP Holdings") (the "Transaction"). OP Holdings intends to pursue the acquisition of parking real estate located in North America. At the onset of the arrangement, OP Holdings has acquired six assets, including two in which Parkit held equity, Canopy Airport Parking ("Canopy") and Expresso Airport Parking ("Expresso").

As part of the Transaction, the Company and PRE jointly created separate legal entities, PAVe LLC and PAVe Admin LLC, to manage and oversee the parking assets of OP Holdings as an administrator. The Company has equity and economic interest in PAVe LLC and PAVe Admin LLC. These legal entities are accounted for as joint ventures. PAVe LLC is disclosed in Note 13. PAVe Admin is an entity created for legal purposes and holds no assets or liabilities, and records no income or expenses. The Company has established that through PAVe LLC's role as an administrator and equity member of OP Holdings, PAVe LLC is able to exert significant influence over OP holdings and accordingly accounts for OP Holdings as an investment in associate. Therefore the Company has an effective interest in OP Holdings of 22%. This interest is recognised as an associate of the PAVe LLC joint venture.

6. TRANSACTION WITH PRE AND OCH-ZIFF (cont'd)

Gain on disposal of Canopy

As a result of the Transaction, the Company has not retained control or joint control over Canopy. The Company's retained interest in Canopy is OP Holdings' asset that the Company does not have control or joint control over. Accordingly, the Company accounted for the loss of control over Canopy as a business disposal and the entire gain on disposal has been recognised. Green Park Denver (the operator of Canopy Airport Parking) was deconsolidated on July 31, 2015 (Note 7).

The Company recognized a $13,394,589 gain (net of non-controlling interest) on disposal of Canopy which is computed as the difference between the net disposal proceeds ("Consideration") and the carrying value of Canopy:

Consideration received on the disposal of Canopy:

	USD	CAD *(translated at USD/ CAD1.2250)*
Proceeds	$ 12,317,690	$ 15,089,170
Loan assumption, net of reserves	14,851,358	18,192,914
Transaction Costs	(75,078)	(91,971)
	27,093,970	33,190,113
Contingent consideration	10,906,030	13,359,887
Total Consideration	$ 38,000,000	$ 46,550,000

From the cash proceeds (net of transaction costs) received from disposal of Canopy, $7,568,050 (US$6,178,000) was immediately paid to PAVe LLC as the Company's paid in capital in its investment in PAVe LLC.

The difference between the consideration received and the carrying value of the assets and liabilities disposed as a result of the Transaction are (computed in CAD):

Total Consideration received	$	46,550,000
Fair Value of Consideration received		**42,252,065**
Net assets sold and derecognized:		
Income Producing Property		16,122,386
Gain on disposition		**26,129,679**
Non-controlling interest's share on gain of disposal		12,537,924
Company share on gain of disposal	$	13,591,755

Contingent consideration

The arrangement included a contingent consideration to a maximum of $13,359,887 (US$10,906,029) if the net operating income for OP Holdings exceeds certain thresholds. Accordingly, the Company's contingent consideration receivable of $9,061,952 (US$7,397,512) was recorded at fair value on the disposal of Canopy. On July 31, 2015 the Company determined that it no longer exercised control over the subsidiary holding the contingent consideration receivable asset. The Company deconsolidated the subsidiary (Note 7), and records its equity portion of the contingent consideration receivable as its Investment in Associate (Note 15). The fair value contingent consideration receivable due to the Company is $4,530,430 (US$3,462,837).

A 5% increase in the probability of meeting each performance target used in the discounted value model would result in an increase to the Investment in Associate of $304,510 (US$ 235,434), a 5% decrease would result in a decrease to the Investment in Associate of $304,510 (US$ 235,434).

6. TRANSACTION WITH PRE AND OCH-ZIFF (cont'd)

Gain on disposal of Expresso

As a result of the Transaction, the Company's joint venture 880 Doolittle Dr LLC has not retained control or joint control over Expresso. The Company's retained interest in Expresso is OP Holdings' asset that the Company does not have control or joint control over. Accordingly, the joint venture accounted for the loss of control over Expresso as an asset disposal and the entire gain on disposal has been computed. The Company has recorded this as profit in the joint venture (Note 14).

Consideration received on the disposal of Expresso:

	USD	CAD *(translated at USD/ CAD1.2250)*
Cash proceeds (net of transaction costs)	$ 5,879,111	$ 7,201,911
Loan assumption, net of reserves	13,146,143	16,104,025
Transaction Costs	174,746	214,064
Total Consideration	$ 19,200,000	$ 23,520,000

The joint venture recorded a gain on sale of $1,248,620.

7. DECONSOLIDATION OF GREEN PARK DENVER (CANOPY)

On April 22, 2015, the Company's subsidiary, Green Park Denver, sold Canopy Airport Parking, its sole asset and operation. On completion of the transaction, and subsequent settlement of assets, liabilities and obligations, the Company no longer has power to govern the financial and operating policies of Green Park Denver; accordingly, the Company derecognized related assets, liabilities and non-controlling interests of Green Park Denver, and recognized the Company's equity portion of remaining assets and liabilities.

Consideration Received

The Company did not receive any consideration in the deconsolidation of Green Park Denver.

Analysis of assets and liabilities over which the Company lost control

Current assets	
Cash and cash equivalents	$ 456,042
Current contingent consideration receivable	3,874,907
Noncurrent assets	
Contingent consideration receivable	5,187,464
Current liabilities	
Accounts payable and accrued liabilities	$ (7,843)
Net assets deconsolidated	**$ 9,510,570**

7. DECONSOLIDATION OF GREEN PARK DENVER (CANOPY) (cont'd)

Gain on deconsolidation of subsidiary

Fair value of interest retained	$ 4,374,669
Less: Carrying amount of interest retained	
Net assets deconsolidated	9,510,570
Non-controlling interests	(4,785,695)
Realized other comprehensive income	(350,206)
	4,374,669
Gain on deconsolidation	$ -

Net cash flow arising from deconsolidation of the subsidiary

No net cash flows arose on deconsolidation

8. PROPERTY OPERATING EXPENSES

	October 31, 2015	October 31, 2014
Automobile and vehicle	$ 619,366	$ 1,215,966
General and administrative	874,705	1,271,781
Ground lease	226,461	527,003
Property management fees	288,140	509,783
Repairs and maintenance	212,462	462,387
Salaries and wages	1,020,248	1,808,390
Taxes and licenses	244,224	567,199
Total	$ 3,485,606	$ 6,362,509

Property operating expenses were incurred until April 22, 2015, when the consolidated subsidiary was sold (Note 6). The comparatives are for a full year period.

9. PREPAID EXPENSES AND DEPOSITS

	October 31, 2015	October 31, 2014
Prepaid expenses	$ 22,937	$ 47,789
Operational deposits	-	21,777
Total	$ 22,937	$ 69,566

10. LONG TERM INVESTMENT

The Company has made advances of $1,941,952 (US$1,484,332) to Parking Real Estate, LLC for the purpose of funding the acquisition of future investments and income producing properties. The balance is to be repaid upon disposition of those investments or parking assets. This advance does not receive interest.

11. EQUIPMENT

	Office equipment
Cost	
Balance, October 31, 2013	$ 37,500
Additions for the year	-
Balance, October 31, 2014	37,500
Additions for the year	-
Balance, October 31, 2015	$ 37,500
Accumulated depreciation	
Balance, October 31, 2013	$ 446
Depreciation for the year	7,500
Balance October 31, 2014	7,946
Depreciation for the year	7,500
Balance, October 31, 2015	$ 15,446
Carrying amounts	
As at October 31, 2014	$ 29,554
As at October 31, 2015	$ 22,054

12. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	October 31, 2015	October 31, 2014
Accounts payable	$ 166,314	$ 795,191
Accruals	446,550	520,649
Property tax	-	365,592
Total	$ 612,864	$ 1,681,432

On January 27, 2016, the Company settled a claim by RBC Real Estate Group Inc. for financial advisory fees incurred in 2012. The fees were fully accrued in prior years, and under the terms of the agreement will be fully paid by July 31, 2016.

13. INCOME PRODUCING PROPERTY

The major components of the income producing property (Canopy Airport Parking Facility) are as follows:

	Building	Computer and equipment	Furniture	Improvements and fixtures	Land	Total
Cost						
Balance, October 31, 2013	$ 3,386,285	$ 258,313	$ 361,500	$ 13,581,383	$ 1,046,200	$ 18,633,681
Cumulative translation adjustment	263,147	20,074	28,092	1,030,358	81,300	1,422,971
Balance, October 31, 2014	3,649,432	278,387	389,592	14,611,741	1,127,500	20,056,652
Dispositions	(3,965,015)	(302,460)	(423,282)	(15,910,159)	(1,225,000)	(21,825,916)
Cumulative translation adjustment	315,583	24,073	33,690	1,298,418	97,500	1,769,264
Balance, October 31, 2015	$ -	$ -	$ -	$ -	$ -	$ -
Accumulated depreciation						
Balance, October 31, 2013	$ 253,248	$ 142,757	$ 153,621	$ 2,511,955	$ -	$ 3,061,581
Additions	91,069	50,476	54,165	927,826	-	1,123,536
Cumulative translation adjustment	22,186	12,483	13,429	242,118	-	290,216
Balance, October 31, 2014	366,503	205,716	221,215	3,681,899	-	4,475,333
Additions	50,087	29,802	29,790	473,977	-	583,646
Dispositions	(449,029)	(253,751)	(270,579)	(4,481,333)	-	(5,454,693)
Cumulative translation adjustment	32,439	18,233	19,574	325,457	-	395,704
Balance, October 31, 2015	$ -	$ -	$ -	$ -	$ -	$ -
As at October 31, 2014	$ 3,282,929	$ 72,671	$ 168,377	$ 10,929,842	$ 1,127,500	$ 15,581,319
As at October 31, 2015	-	-	-	-	-	-

During the year ended October 31, 2015, the Company entered into the Transaction (Note 6) and as a result of the Transaction, the income producing property was disposed.

14. JOINT VENTURES

On April 22, 2015, the Company entered into the Transaction (Note 6) and as a result of the Transaction, the Company acquired 50% interest in PAVe Admin and 87% economic right to equity of PAVe LLC. The Company's interest in these is accounted for using the equity method in the consolidated statements.

On October 30, 2015, the Company invested $886,850 (US$677,865) in PAVe LLC for the acquisition of Fly-away parking, Nashville. The Company's interest in these is accounted for using the equity method in the consolidated statements.

On September 26, 2014, the Company acquired a 50% interest in 880 Doolittle Dr, LLC, a joint venture which owns freehold the Expresso parking facility in Oakland, California. The Expresso parking facility was disposed on April 22, 2015 in the Transaction (Note 6).

Summarised financial information of the joint venture, based on its IFRS financial statements, and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

14. JOINT VENTURES (cont'd)

Summary of assets and liabilities:

AS AT	October 31, 2015			October 31, 2014		
	880 Doolittle Dr	PAVe LLC	**Total**	880 Doolittle Dr	PAVe LLC	**Total**
Cash and cash equivalents	$ 66,485	$ -	**$ 66,485**	$ 395,394	$ -	**$ 395,394**
Other current assets	126,488	-	**126,488**	597,093	-	**597,093**
Parking facility	-	8,079,863	**8,079,863**	11,275,000	-	**11,275,000**
Long-term deposits	-	-	**-**	1,305,625	-	**1,305,625**
Goodwill	-	2,600,945	**2,600,945**	6,990,500	-	**6,990,500**
Interest in associate	-	9,279,367	**9,279,367**	-	-	**-**
	192,973	19,960,175	**20,153,147**	20,563,612	-	**20,563,612**
Accounts payable	-	-	**-**	115,788	-	**115,788**
Long-term borrowing	-	8,921,151	8,921,151	14,124,652	-	**14,124,652**
	-	8,921,151	8,921,151	14,240,440	-	**14,240,440**
Net assets	192,973	11,039,024	**11,231,997**	6,323,172	-	**6,323,172**
Percentage interest	50%	81%	**81%**	100%	-	**100%**
Investment in joint venture	$ 96,486	$ 8,922,256	**$ 9,018,751**	$ 6,323,172	$ -	**$ 6,323,172**

Summary of operations:

FOR THE	Year ended October 31, 2015			Year ended October 31, 2014		
	880 Doolittle Dr	PAVe LLC	**Total**	880 Doolittle Dr.	PAVe LLC	Total
Revenue	$ 3,087,582	$ -	**$ 3,087,582**	$ 592,002	$ -	**$ 592,002**
Property expenses	(2,791,377)	(13,357)	**(2,804,735)**	(354,674)	-	**(354,674)**
Net operating Profit	296,205	(13,357)	**282,847**	237,328	-	**237,328**
Depreciation Expense	(115,480)	-	**(115,480)**	-	-	**-**
Interest expense	(414,527)	-	**(414,527)**	(86,906)	-	**(86,906)**
Gain on Sale of Expresso	1,248,621	-	**1,248,294**	-	-	**-**
Profit from associate	-	865,723	**865,723**	-	-	**-**
Profit	1,014,821	852,365	**1,867,185**	150,422	-	**150,422**
Company share of profit	82%(1)	87%(2)	**80%**	100%	0%	**100%**
Profit from joint ventures	$ 836,932	$ 743,611	**1,580,543**	$ 150,422	$ -	**$ 150,422**

(1) Under the terms of the joint venture agreement, the Company is entitled to distributions which gradually decrease as the rates of return increase

(2) The Company is entitled to rates of return on the investments included in the joint venture based upon the capital contibution

15. ASSOCIATES

Summary of assets and liabilities:

As at October 31, 2015	Green Park Denver
Current Assets	
Cash and cash equivalents	$ 456,042
Contingent consideration receivable	4,051,720
	4,507,762
Non-current assets	
Contingent consideration receivable	5,735,655
Current Liabilities	
Accounts payable	(7,843)
	(7,843)
Net assets	**10,235,573**
Interest in net assets	46%
Investment in associate	**$ 4,708,364**

Summary of operations:

The Company derecognised Green Park Denver as a subsidiary and at October 31, 2015 recorded its interest as an investment in associate. All operations prior to deconsolidation were fully recognised in accordance with the Company's accounting policy. Subsequent to deconsolidation, the associate revalued certain assets, recording other comprehensive income of $333,022, however there were no continuing operations.

16. COMMITMENTS

The Company has a commitment to contribute 5% of any capital call made by the joint venture. Capital calls will be made for the purpose of acquiring new parking real estate assets, capital expenditures at assets currently owned by the joint venture and at other times as the Joint Venture may require capital. Management estimates this commitment to be US $7.5 million over 5 years.

17. SHORT TERM LOANS PAYABLE

On April 22, 2015, the Company repaid in full its short term loan of $5,476,000. As at October 31, 2015, the Company had outstanding short term loans payable of $NIL (October 31, 2014 - $5,242,007). This loan was repaid from proceeds from the disposition of the Expresso Parking Facility into Joint Venture (Note 6). The Company repaid the principal balance of $5,476,000, and a prepayment fee of $41,858. The creditor released the Company from the general security interest attached to the loan agreement.

18. LOAN INTEREST AND FINANCE FEES

	October 31, 2015	October 31, 2014
Short term loans and convertible debentures interest	$ 402,339	$ 241,627
Property mortgage interest	471,470	1,114,385
Total	$ 873,809	$ 1,356,012

On November 1, 2013 the Company closed a US$16,500,000 refinancing of the Denver Canopy parking facility. Under the terms of the loan agreement interest is to be charged at a rate of LIBOR plus 5.25% with a floor of 5.5%, the current interest rate. The maturity date of the loan is November 1, 2017 with an option to extend to November 1, 2018 (Note 19).

19. LOANS PAYABLE

	October 31, 2015	October 31, 2014
Total loans payable	$ -	$ 16,398,596
Current portion due within one year	-	(566,069)
Net long term portion	-	$ 15,832,527
Restricted Cash due to Loans Payable	$ -	$ 464,879

On November 1, 2013 the Company, through its subsidiary, Canopy Airport Parking LLC ("Canopy LLC") executed a loan agreement with CapitalSource, a subsidiary of Pacific Western Bank whereby Canopy LLC agreed to borrow US$16,500,000. The Company disposed of this facility on April 22, 2015 and had no long term loan commitments as at October 31, 2015.

Per the conditions of the loan, as at October 31, 2014, Canopy LLC held $464,879 (US$412,309) in an interest bearing demand deposit account with Pacific Western Bank in compliance with debt service coverage requirements.

20. SHARE CAPITAL AND RESERVES

Share Capital is summarised below:

a) Authorized: Unlimited common shares, without par value

b) Issued: As at October 31, 2015, 32,245,723 common shares were issued and outstanding.

Warrants exercised in the year are shown below. There were no other transactions for the year ended October 31, 2015.

Transactions for the year ended October 31, 2014:

i. On March 21, 2014 the Company completed a private placement of 3,831,550 units at $0.30 per unit for gross proceeds of $1,149,555. Each unit consists of one common share and a half share purchase warrant. Each warrant entitles the holder to purchase one common share at a price of $0.50 for a period of two years following the closing date. In relation to the offering the Company issued 72,779 warrants to agents. The value of the warrants was recorded as a share issue cost of $5,377. The value was obtained using the Black-Scholes valuation model with the following assumptions: volatility of 122%, discount rate of 1.5%, expected life of 2 years, and dividend yield of 0%.

ii. On May 5, 2014 the Company completed a private placement of 3,152,333 units at $0.30 per unit for gross proceeds of $945,700. Each unit consists of one common share and a half share purchase warrant. Each warrant entitles the holder to purchase one common share at a price of $0.50 for a period of two years following the closing date. In relation to the offering the Company issued 14,700 shares valued at $4,410 and 28,000 warrants to agents. The value of the warrants was recorded as a share issue cost of $3,184. The value was obtained using the Black-Scholes valuation model with the following assumptions: volatility of 121%, discount rate of 1.5%, and expected life of 2 years.

These are subject to an acceleration provision such that if the closing price of the Company's shares is equal or greater to $0.95 per share for 20 consecutive trading days at any time following four months after issuance, the Company may, by notice to the warrant holders, reduce the remaining exercise period of the warrants to not less than 30 days following the date of such notice.

iii. On June 6, 2014 the Company completed a private placement of 3,213,892 units at a price of $0.45 per unit for gross proceeds of $1,446,251. Each unit consists of one common share and a half share purchase warrant. Each warrant entitles the holder to purchase one common share at a price of $0.60 for a period of two years following the closing date.

20. SHARE CAPITAL AND RESERVES (cont'd)

The warrants are subject to an acceleration provision such that if the closing price of the Company's shares is equal or greater to $1.00 per share for 20 consecutive trading days at any time following four months after issuance, the Company may, by notice to the warrant holders, reduce the remaining exercise period of the warrants to not less than 30 days following the date of such notice.

iv. On June 18, 2014 the Company entered into various agreements to settle an aggregate of $1,728,146 in short term loans and payables. The Company converted $980,994 of short term loans and payables to equity, issuing 2,042,818 shares at $0.50. The Company settled $807,152 of short term loans and payables with cash. These transactions were in settlement of short term loans and other payables.

c) Reserves are summarised below:

i) Stock Options

Under the Company's stock option plan, the Company may grant options for up to 10% of the issued and outstanding common shares to directors, employees and consultants at an exercise price to be determined by the board of directors provided that the exercise price is not less than the price permitted by the TSX Venture Exchange. Option shares are subject to vesting requirements as determined by the Company's Board of Directors, and the life of the options granted is as determined by the Company's Board of Directors, to a maximum of 10 years. Stock option transactions are recorded in reserves.

On January 29, 2015, the Company granted 200,000 incentive stock options to a new director of the Company. Each option permits the grantee to acquire one common share in the Company at a price of $0.50 per share and expires five years after the date of grant, on January 28, 2020. The value of the options was recorded as stock based compensation expense of $45,164. The value was obtained using the Black-Scholes valuation model with the following assumptions: volatility of 83%, discount rate of 1.5%, expected life of 5 years, dividend yield of 0%, and expected forfeiture rate of 0%.

On June 13, 2014, the Company granted 2,695,000 incentive stock options to directors, officers and consultants of the Company. Each option permits the grantee to acquire one common share in the Company at a price of $0.50 per share and expires five years after the date of grant, on June 13, 2019. The value of the options was recorded as stock based compensation expense of $1,135,673. The value was obtained using the Black-Scholes valuation model with the following assumptions: volatility of 119%, discount rate of 1.5%, expected life of 5 years, dividend yield of 0%, and expected forfeiture rate of 0%.

Stock option transactions and the number of stock options outstanding are summarized as follows:

	Number of options	Weighted average exercise price
Balance as at October 31, 2013	621,000	$ 2.03
Options expired and forfeited	(621,000)	2.03
Options granted	2,695,000	0.50
Balance as at October 31, 2014	2,695,000	0.50
Options granted	200,000	0.50
Balance October 31, 2015 – outstanding and exercisable	2,895,000	$ 0.50

20. SHARE CAPITAL AND RESERVES (cont'd)

ii) Warrant Reserve

At October 31, 2015, share purchase warrants were outstanding enabling holders to acquire shares as follows:

	Number of warrants	Weighted average exercise price
Balance as at October 31, 2013	3,258,786	$ 0.60
Issued	3,992,721	0.50
Issued	1,606,946	0.60
Issued	1,750,000	0.54
Exercised	(1,322,300)	0.41
Balance as at October 31, 2014	9,286,153	0.58
Expired	(2,509,686)	0.77
Exercised	(1,316,800)	0.40
Balance as at October 31, 2015	5,459,667	$ 0.53

iii) Warrants - expiry

Number of warrants		Exercise Price ($)	Expiry date
2,169,554	*	0.50	March 20, 2016
1,683,167	**	0.50	May 5, 2016
1,606,946	***	0.60	June 6, 2016
5,459,667			

* Includes 58,300 agent warrants
** Includes 63,779 agent warrants
*** Includes 7,000 agent warrants

21. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

	October 31, 2015	October 31, 2014
Cash paid for interest	$ 873,809	$ 1,824,473
Cash paid for taxes	60,605	-

Significant non-cash transactions during the year ended October 31, 2015 include:

a) Recorded $11,227,684 in non-cash gain on the disposal of Canopy. This non-cash gain includes contingent consideration to be paid in cash and equity at future dates (Note 6) of $9,061,952 and gain on the transfer of loans of $2,392,436.

Significant non-cash transactions during the year ended October 31, 2014 include:

a) Recorded $133,034 as the value for compensatory warrants issued.
b) Issued shares for debt whereby $921,409 of accounts payable, short-term loans and convertible debentures were converted to 1,842,818 common shares. $90,252 was recorded as gain on settlement, and $13,413 was recognized as write off of accounts payable.

22. INCOME TAXES

A reconciliation of income taxes at statutory rates is as follows:

	October 31, 2015	October 31, 2014
Income/ (loss) for the year before income tax	$ 27,681,306	$ (1,648,013)
Expected income tax recovery	$ 7,197,000	$ (412,500)
Changes in statutory, foreign tax, foreign exchange rates and other	2,397,000	553,000
Permanent differences	(4,108,000)	314,000
Share issuance costs	-	(16,000)
Adjustments to prior years provision versus statutory tax returns and expiry of non-capital losses	(6,644,000)	896,000
Change in unrecognized deductible temporary differences	1,158,000	(1,335,000)
Total income tax expense (recovery)	$ -	$ -

The Canadian income tax rate did not change in the year.

Significant components of the Company's unrecognized temporary differences and tax losses are as follows:

	October 31, 2015	October 31, 2014	Expiry Dates
Share issuance costs	$ 108,000	$ 373,000	2032 – 2036
Non-capital losses	20,086,000	11,679,000	2027 – 2035
Allowable capital losses	779,000	759,000	No expiry
Property and equipment	23,000	16,000	No expiry

Tax attributes are subject to review, and potential adjustment, by tax authorities.

23. SEGMENTED INFORMATION

The Company has one reportable segment. The Company operates in the parking facilities sector through its wholly-owned subsidiary Greenswitch America, Inc. This reportable segment was determined based on the nature of the investment made. Reportable segments are defined as components of an enterprise for which separate financial information is available that is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing performance.

The Company earned 100% of its revenues in the United States through its subsidiary Greenswitch America, Inc. The Company has no significant identifiable assets outside of the United States.

24. RELATED PARTY TRANSACTIONS

Remuneration of directors and senior management

Senior management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly and indirectly. Senior management personnel include the Company's executive officers and members of the Board of Directors.

	October 31, 2015	October 31, 2014
Total for all senior management		
Short-term benefits	$ 814,000	$ 880,952
Share based payments	-	863,070
	814,000	1,744,022
Total for all directors		
Short-term benefits	166,404	60,395
Share based payments	45,164	189,630
	211,568	250,025
Total	$ 1,025,568	$ 1,994,047

Short-term benefits
In addition to fees paid to non-executive directors, these amounts comprise management salaries and benefits paid to executive directors and senior managers plus bonuses awarded during the period.

Share based payments
This is the cost to the Company of senior management's participation in share-based payment plans, as measured by the fair value of options accounted for in accordance with IFRS 2 'Share-based Payments'.

The following balances were owing to directors and senior management

	October 31, 2015	October 31, 2014
Short Term benefits	$ 160,000	$ 258,945
Expenses	-	-
Total	$ 160,000	$ 258,945

25. SUBSEQUENT EVENTS

No subsequent events.