Aequus Pharmaceuticals Inc.
Condensed Consolidated Interim Financial Statements

For the nine months ended September 30, 2018 and 2017
(Unaudited – Expressed in Canadian dollars)

Aequus Pharmaceuticals Inc.
Condensed Consolidated Interim Statements of Financial Position
(Expressed in Canadian dollars)

	Note	September 30, 2018 (unaudited)	December 31, 2017 (audited)
ASSETS			
Current			
Cash and cash equivalents		$ 983,119	$ 1,164,518
Amounts receivable		850,801	430,064
Prepaid expenses and deposit		141,236	120,401
		1,975,156	1,714,983
Property and equipment	5	33,137	34,975
Intangible assets	6	775,721	902,913
Deferred share-based payments	7	-	18,978
		808,858	956,866
Total assets		$ 2,784,014	$ 2,671,849
LIABILITIES AND SHAREHOLDERS' EQUITY			
LIABILITIES			
Current			
Accounts payable and accrued liabilities	9	$ 539,838	$ 366,836
Total liabilities		539,838	366,836
SHAREHOLDERS' EQUITY			
Share capital	8	18,943,463	17,095,063
Reserves		3,181,508	2,956,312
Deficit		(19,880,795)	(17,746,362)
Total shareholders' equity		2,244,176	2,305,013
Total liabilities and shareholders' equity		$ 2,784,014	$ 2,671,849

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

Nature of operations and Going Concern [Note 1]
Commitments [Note 10]
Contingencies [Note 11]
Subsequent Events [Note 15]

These condensed consolidated interim financial statements were approved for issue by the Board of Directors on November 29, 2018 and signed on its behalf by:

/s/ Douglas G. Janzen
Director

/s/ Christopher Clark
Director

Aequus Pharmaceuticals Inc.
Condensed Consolidated Interim Statements of Loss and Comprehensive Loss
(Unaudited - Expressed in Canadian dollars)

	Note	Three Months Ended September 30, 2018	Three Months Ended September 30, 2017	Nine Months Ended September 30, 2018	Nine Months Ended September 30, 2017
Revenue		$ 420,158	$ 291,154	$ 1,173,013	$ 770,742
Expenses					
Research and development	12[a]	76,275	415,173	449,205	1,395,116
Sales and marketing	12[b]	449,932	310,163	1,151,397	1,019,253
General administration	12[c]	546,827	532,085	1,709,996	1,715,041
		1,073,034	1,257,421	3,310,598	4,129,410
Loss before other items		(652,876)	(966,267)	(2,137,585)	(3,358,668)
Other income					
Interest income		1,276	1,797	3,730	1,800
Government grant		—	—	—	89,927
Foreign exchange gain (loss)		(106)	13,508	(578)	25,284
		1,170	15,305	3,152	117,011
Net loss and comprehensive loss		$ (651,706)	$ (950,962)	$(2,134,433)	$(3,241,657)
Basic and diluted loss per common share		$ (0.01)	$ (0.01)	$ (0.03)	$ (0.05)
Weighted average number of common shares outstanding		77,447,840	71,323,925	74,025,460	66,779,523

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

Aequus Pharmaceuticals Inc.
Condensed Consolidated Interim Statements of Changes in Shareholders' Equity
(Unaudited - Expressed in Canadian dollars)

	Common Shares Number		Reserves	Deficit	Total
Balance, December 31, 2016	54,151,021	$ 12,606,882	$ 2,522,737	$ (13,863,935)	$ 1,265,684
Issued for cash pursuant to a bought deal financing	17,250,000	4,422,731	129,364	-	4,552,095
Shares cancelled pursuant to escrow agreement	(336,000)	-	-	-	-
Shares issued for services	286,117	65,450	-	-	65,450
Share-based payments	-	-	154,509	-	154,509
Net loss for the period	-	-	-	(3,241,657)	(3,241,657)
Balance, September 30, 2017	71,351,138	17,095,063	2,806,610	(17,105,592)	2,796,081
Share-based payments	-	-	149,702	-	149,702
Net loss for the period	-	-	-	(640,770)	(640,770)
Balance, December 31, 2017	71,351,138	17,095,063	2,956,312	(17,746,362)	2,305,013
Issued for cash pursuant to a financing	1,000,000	300,000	-	-	300,000
Shares issued for cash pursuant to financing	7,875,000	1,575,000	-	-	1,575,000
Share issue costs	-	(89,461)	13,799	-	(75,662)
Shares issued for services	210,832	62,861	-	-	62,861
Share-based payments	-	-	211,397	-	211,397
Net loss for the period	-	-	-	(2,134,433)	(2,134,433)
Balance, September 30, 2018	80,436,970	$ 18,943,463	$ 3,181,508	$ (19,880,795)	$ 2,244,176

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

Aequus Pharmaceuticals Inc.
Condensed Consolidated Interim Statements of Cash Flows
(Unaudited - Expressed in Canadian dollars)

	Note	Nine months Ended September 30, 2018	Nine months Ended September 30, 2017
OPERATING ACTIVITIES			
Net loss for the period		$ (2,134,433)	$ (3,241,657)
Add items not affecting cash:			
Depreciation of property and equipment	5	10,560	13,228
Depreciation of intangible assets	6	127,192	127,192
Share-based payments	7 & 8[e]	230,376	214,926
Shares issued for services		62,861	65,450
		(1,703,444)	(2,820,861)
Changes in non-cash working capital items relating to operations:			
Amounts receivable		(420,737)	(138,609)
Prepaid expenses and deposit		(20,835)	(10,405)
Accounts payable and accrued liabilities		173,000	(146,332)
Cash used in operating activities		(1,972,016)	(3,116,207)
INVESTING ACTIVITIES			
Purchase of property and equipment	5	(8,721)	(48,883)
Cash used in investing activities		(8,721)	(48,883)
FINANCING ACTIVITY			
Issuance of common shares, net of issuance costs	8[b]	1,799,338	4,552,095
Cash provided by financing activity		1,799,338	4,552,095
Increase (Decrease) in cash and cash equivalents		(181,399)	1,387,005
Cash and cash equivalents, beginning of the period		1,164,518	473,242
Cash and cash equivalents, end of the period		$ 983,119	$ 1,860,247

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Aequus Pharmaceuticals Inc. (the "Company") was incorporated under the *Business Corporations Act* (British Columbia) on January 3, 2013. The Company is a specialty pharmaceutical company focused on developing and commercializing high quality and differentiated products. The Company's registered and records office is located at Suite 2600, 595 Burrard Street, Vancouver, British Columbia, Canada, V7X 1L3 and its head office is located at Suite 2820, 200 Granville Street, Vancouver, British Columbia, Canada, V6C 1S4.

These condensed interim consolidated financial statements (the "Financial Statements") have been prepared under the assumption that the Company will continue as a going concern. The going concern basis of presentation assumes that the Company will be able to meet its obligations and continue its operations for the foreseeable future and be able to realize its assets and discharge its liabilities and commitments in the normal course of business. Realization values may be substantially different from the carrying values as shown, and these Financial Statements do not give effect to adjustments that would be necessary to the carrying values and classifications of assets and liabilities should the Company be unable to continue as a going concern.

The Company has incurred losses and negative operating cash flows since its inception. As of September 30, 2018 the Company has accumulated a deficit of $19,880,795 (December 31, 2017 - $17,746,362) and working capital of $1,435,318 (December 31, 2017 - $1,348,147). Although it is difficult to predict future liquidity requirements, management believes the Company expects to have sufficient working capital to fund its operations into the first quarter of 2019. Given its current working capital, the Company may not be able to meet its financial obligations and sustain its operations in the normal course of the business, all of which cast substantial doubt about the Company's ability to continue as a going concern.

2. BASIS OF PRESENTATION

[a] Statement of compliance

These Financial Statements have been prepared in accordance with International Accounting Standard ("IAS") 34 "Interim Financial Reporting". They do not include all of the information required for full annual financial statements and should be read in conjunction with the Company's audited annual financial statements for the fiscal year ended December 31, 2017, which have been prepared with International Financial Reporting Standards ("IFRS"). These Financial Statements were approved by the Company's Board of Directors on November 29, 2018.

[b] Basis of measurement

These Financial Statements have been prepared on a historical cost basis, except for the revaluation of certain financial assets and financial liabilities to fair value.

3. SIGNIFICANT ACCOUNTING POLICIES

These Financial Statements have been prepared on the basis of accounting policies and methods of computation consistent with those applied in the Company's audited annual financial statement for the fiscal year ended December 31, 2017, with the exception of the following:

[a] Changes in Accounting Policies - Revenue from Contracts with Customers

The Company adopted the requirements of IFRS 15 as of January 1, 2018. This new standard establishes a comprehensive framework for the recognition, measurement and disclosure of revenue replacing IAS 11 Construction Contracts, IAS 18 Revenue, IFRIC 13 Customer Loyalty Programmes, IFRIC 15 Agreements for the Construction of Real Estate, IFRIC 18 Transfers of Assets from Customers, and SIC-31 Revenue — Barter Transactions Involving Advertising Services.

(Unaudited - Expressed in Canadian dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

[a] Changes in Accounting Policies - Revenue from Contracts with Customers (continued)

The main features introduced by this new standard compared with predecessor IFRSs are as follows:

Revenue is recognized based on a five-step model:

1. Identify the contract with customer;
2. Identify the performance obligations;
3. Determine the transaction price;
4. Allocate the transaction price to the performance obligations; and
5. Recognize revenue when (or as) the performance obligations are satisfied.

New disclosure requirements on information about the nature, amount, timing and uncertainty of revenue and cash flows from contracts with customers.

Guidance is provided on topics such as the point in which revenue is recognized, accounting for variable consideration, costs of fulfilling and obtaining a contract and various related matters. New disclosures about revenue are also introduced. The adoption of IFRS 15 resulted in no impact to the opening accumulated deficit nor to the opening balance of accumulated other comprehensive income on January 1, 2018.

[b] Changes in Accounting Policies - Financial instruments

The Company adopted all of the requirements of IFRS 9 Financial Instruments ("IFRS 9") as of January 1, 2018. IFRS 9 replaces IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 utilizes a revised model for recognition and measurement of financial instruments and a single, forward-looking "expected loss" impairment model. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward in IFRS 9, so the Company's accounting policy with respect to financial liabilities is unchanged. As a result of the adoption of IFRS 9, management has changed its accounting policy for financial assets retrospectively, for assets that continued to be recognized at the date of initial application. The change did not impact the carrying value of any financial assets or financial liabilities on the transition date.

The following is the Company's new accounting policy for financial instruments under IFRS 9:

(i) Classification

The Company classifies its financial instruments in the following categories: at fair value through profit and loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVTOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

The Company completed a detailed assessment of its financial assets and liabilities as at January 1, 2018. The following table shows the original classification under IAS 39 and the new classification under IFRS 9:

Financial assets/liabilities	Original classification IAS 39	New classification IFRS 9
Cash and cash equivalents	FVTPL	FVTPL
Amounts receivable	Amortized cost	Amortized cost
Accounts payable and accrued liabilities	Amortized cost	Amortized cost

The Company did not restate prior periods as it recognized the effects of retrospective application to shareholders' equity at the beginning of the 2018 annual reporting period, which also includes the date of initial application. The adoption of IFRS 9 resulted in no impact to the opening accumulated deficit nor to the opening balance of accumulated other comprehensive income on January 1, 2018.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

[b] Changes in Accounting Policies - Financial instruments (continued)

(ii) Measurement

Financial assets and liabilities at amortized cost:

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL:

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the consolidated statements of loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the consolidated statements of loss in the period in which they arise.

(iii) Impairment of financial assets at amortized cost.

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in the consolidated statements of loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

(iv) Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in the consolidated statements of loss.

4. RECENT ACCOUNTING PRONOUNCEMENTS

New Standards Not Yet Effective

The following is an overview of new accounting standards that the Company will be required to adopt in future years. The Company does not expect to adopt any of these standards before their effective dates and expects no significant effect on the Company's consolidated financial statements when adopted.

- **IFRS 16** *Leases* - This standard was issued in January 2016 and specifies how an IFRS reporter will recognize, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Lessors continue to classify leases as operating or finance, with IFRS 16's approach to lessor accounting substantially unchanged from its predecessor, IAS 17. This standard is effective for reporting periods beginning on or after January 1, 2019.

(Unaudited - Expressed in Canadian dollars)

5. PROPERTY AND EQUIPMENT

	Office Furniture and Equipment	Computer Equipment	Website Costs	Leasehold Improvement	Total
Cost:					
Balance, December 31, 2016	$ 5,514	$ —	$ 42,235	$ 4,211	$ 51,960
Addition	5,039	1,609	—	—	6,648
Balance, December 31, 2017	$ 10,553	$ 1,609	$ 42,235	$ 4,211	$ 58,608
Addition	—	11,363	—	—	11,363
Balance, September 30, 2018	10,553	12,972	42,235	4,211	69,971
Accumulated depreciation:					
Balance, December 31, 2016	$ 3,336	$ —	$ —	$ 2,666	$ 6,002
Depreciation	1,740	268	14,078	1,545	17,631
Balance, December 31, 2017	5,076	268	14,078	4,211	23,633
Depreciation	1,406	1,237	10,558	—	13,201
Balance, September 30, 2018	$ 6,482	$ 1,505	$ 24,636	$ 4,211	$ 36,834
Net book value:					
As of December 31, 2017	$ 5,477	$ 1,341	$ 28,157	$ —	$ 34,975
As of September 30, 2018	$ 4,071	$ 11,467	$ 17,599	$ —	$ 33,137

6. INTANGIBLE ASSETS

[a] On July 28, 2015, the Company acquired all issued and outstanding shares of Aequus Pharma (Canada) Ltd., formerly TeOra Health Ltd. ("TeOra"). for its sales and marketing capabilities, and a right to promote and market PR Vistitan™, an ophthalmology product within Canada. In exchange for these assets and services of TeOra shareholders *[Note 7]*, the Company issued 3,360,000 common shares of the Company valued at $1,002,120, repaid TeOra's liabilities of $154,817 in cash and incurred transaction costs of $82,448 for a total acquisition cost of $1,239,385. Of the 3,360,000 common shares issued, 420,000 common shares were released to TeOra shareholders upon closing, and the remaining 2,940,000 common shares were held in escrow for release over time for services performed and upon achievement of certain milestones *[Note 8[b]]*.

The Company accounted for this transaction as an acquisition of an asset and services, and allocated $847,945 and $391,440 of the acquisition costs to intangible assets and deferred share-based payments *[Note 7]*, respectively. The acquisition cost of intangible assets is amortized over a five-year period using a straight-line method with one half of the amortization recognized in the year of acquisition.

[b] On February 12, 2016, the Company entered into a licensing agreement with Supernus Pharmaceuticals, Inc. for Canadian commercial rights to Topiramate XR and Oxcarbazepine XR, two branded products for the treatment of epilepsy (the "Supernus Agreement"). Pursuant to the terms of the Supernus Agreement, the Company paid an upfront fee of $478,940 (US$350,000) and is further obligated to pay additional licensing milestone fees of US$5.15 million, a mid-teen royalty fee on sales and a final sales milestone payment as described in *Note 10[b]*. Amortization of licensing fees will be recognized following the receipt of regulatory approval from Health Canada and upon commencement of commercial activities of the underlying products.

(Unaudited - Expressed in Canadian dollars)

6. INTANGIBLE ASSETS (CONTINUED)

As of September 30, 2018, the net book value of intangible assets are as follows:

Cost:		TeOra Assets		Supernus Licensing Fee		Total
Balance, December 31, 2017 and September 30, 2018	$	847,945	$	478,940	$	1,326,885
Accumulated amortization:						
Balance, December 31, 2017	$	423,972	$	—	$	423,972
Amortization of intangible assets		127,192		—		127,192
Balance, September 30, 2018	$	551,164	$	—	$	551,164
Net book value:						
As of December 31, 2017	$	423,973	$	478,940	$	902,913
As of September 30, 2018	$	296,781	$	478,940	$	775,721

7. DEFERRED SHARE-BASED PAYMENTS

During the nine months ended September 30, 2018, the Company recognized share-based payment expense of $18,978 (2017 – $24,008) related to the acquisition of TeOra. As of September 30, 2018, the net book value of the services acquired were as follows:

		Deferred share-based payments
Cost:		
Balance, December 31, 2016 & 2017 and September 30, 2018	$	391,440
Accumulated amortization:		
Balance, December 31, 2016	$	303,358
Amortization of deferred share-based payments		69,104
Balance, December 31, 2017		372,462
Amortization of deferred share-based payments		18,978
Balance, September 30, 2018	$	391,440
Net book value:		
As of December 31, 2017	$	18,978
As of September 30, 2018	$	—

(Unaudited - Expressed in Canadian dollars)

8. SHARE CAPITAL

[a] Preferred shares

The authorized share capital of the Company consists of an unlimited number of Class A preferred shares without par value. As of September 30, 2018 and December 31, 2017, there were no preferred shares issued and outstanding.

[b] Common shares

There are an unlimited number of common shares without par value authorized for issue.

On January 31, 2018, the Company completed an equity financing of 1,000,000 units at $0.30 per unit for proceeds of $300,000. Each unit comprises of one common share and one warrant. Each warrant entitles the holder to purchase one common share at an exercise price of $0.50 for a period of twenty-four months. The warrants include an acceleration provision, exercisable at the Company's option, if the Company's daily volume weighted average share price is greater than $0.85 for 10 consecutive trading days.

On July 30, 2018, the Company issued 4,000,000 units at a price of $0.20 per share for total proceeds of $800,000. Each unit consists of one common share and one-half share purchase warrant, where one warrant is exercisable at a price of $0.30 for a period of 48 months under the prospectus supplement to the Company's base shelf prospectus.

On August 10, 2018, the Company issued 3,875,000 units at a price of $0.20 per share for proceeds of $775,000. Each unit consists of one common share and one-half share purchase warrant, where one warrant is exercisable at a price of $0.30 for a period of four years following the date of closing. The Company paid a fee in connection with the units consisting of a 7% cash payment on certain subscriptions in the aggregate amount of $33,250 and 166,250 warrants.

During the nine months ended September 30, 2018, the Company issued 210,832 common shares, as part of a service agreement entered into with Camargo Pharmaceutical Services, LLC for regulatory consulting services. Under the terms of the agreement, Camargo will be compensated with a split of cash and common shares of the Company for the services provided. The fair value of the shares is $62,861.

The Company recognized $13,799 as share issue cost related to the 166,250 finders warrants which were valued using using the Black-Scholes option pricing model with the following weighted-average assumptions:

	2018	2017
Risk-free interest rate	2.2%	Nil
Estimated annualized volatility based on comparable companies	103.12%	Nil
Expected life	2	Nil
Expected dividend yield	Nil	Nil
Exercise price	$0.30	Nil
Share price	$0.19	Nil

(Unaudited - Expressed in Canadian dollars)

8. SHARE CAPITAL (CONTINUED)

[b] Common shares (Continued)

Held in Escrow Accounts	Number of Shares	Percentage of Escrowed Shares
(i) Pursuant to listing requirements of the TSX Venture Exchange		
Balance, December 31, 2017	3,058,068	15.00%
Release on March 17, 2018	(3,058,068)	(15.00%)
Balance, September 30, 2018	—	0%
(ii) Pursuant to the terms of the TeOra Acquisition [note 6[a]]		
Balance, December 31, 2016	1,176,000	35.00%
Release and cancellation for unmet performance milestone	(336,000)	(10.00%)
Release on closing date anniversary of the TeOra acquisition	(420,000)	(12.50%)
Balance, December 31, 2017	420,000	12.50%
Release on closing date anniversary of the TeOra acquisition	(420,000)	(12.50%)
Balance, September 30, 2018	—	0%
Balance, December 31, 2017	3,478,068	
Balance, September 30, 2018	—	

[c] Common share purchase warrants

Common share purchase warrant transactions and the number of common share purchase warrants outstanding are summarized below:

	Number	Weighted Average Exercise Price
Balance, December 31, 2016	Nil	$ Nil
Issued	8,625,000	0.45
Balance, December 31, 2017	8,625,000	$ 0.45
Issued	4,937,500	0.34
Balance, September 30, 2018	13,562,500	$ 0.41

Date of Expiry	Exercise Price	Number of Options Outstanding
March 13, 2019	$ 0.45	8,625,000
January 31, 2020	0.50	1,000,000
July 31, 2022	0.30	2,000,000
August 10, 2022	0.30	1,937,500
Balance, September 30, 2018	$ 0.41	13,562,500

(Unaudited - Expressed in Canadian dollars)

8. SHARE CAPITAL (CONTINUED)

[d] Agents' warrants and broker's warrants

	Number	Weighted Average Exercise Price
Balance, December 31, 2016	123,750	$ 0.50
Expired	(123,750)	(0.50)
Issued pursuant to bought-deal financing	862,500	0.30
Balance, December 31, 2017	862,500	$ 0.30
Issued pursuant to bought-deal financing	166,250	0.30
Balance, September 30, 2018	1,028,750	$ 0.30

Date of Expiry	Exercise Price	Number of Options Outstanding
March 13, 2019	$ 0.30	862,500
August 10, 2020	0.30	166,250
Balance, September 30, 2018	$ 0.30	1,028,750

[e] Stock options

On December 10, 2014, the Company adopted a stock option plan (the "Stock Option Plan") providing the granting of options to employees, officers, directors, consultants and scientific advisory board members. The Stock Option Plan was subsequently amended on February 4, 2015 to meet the listing requirements of the TSX Venture Exchange. On September 15, 2015, August 19, 2016, and September 12, 2017, the Company further amended its Stock Option Plan (the "Amended and Restated Stock Option Plan").

The maximum number of common shares issuable under the Amended and Restated Stock Option Plan is fixed at 12,000,000 common shares. Under the Amended and Restated Stock Option Plan, the maximum number of common shares that may be optioned in favour of any single individual will not exceed 5% of the issued and outstanding common shares at the date of grant. The maximum number of common shares that may be optioned in favour of directors and senior officers under the Stock Option Plan is 10% of the issued and outstanding common shares at the date of grant. The options can be granted for a maximum term of 10 years.

During the nine months ended September 30, 2018 and 2017, the Company recorded share-based payments related to options of $123,327 and $113,634, respectively. The fair values of stock options granted during the nine months ended September 30, 2018 was $2,176 (there were no grants during the nine months ended September 30, 2017) are estimated using the Black-Scholes option pricing model with the following weighted-average assumptions:

	2018	2017
Risk-free interest rate	2.2%	Nil
Estimated annualized volatility based on comparable companies	95.57%	Nil
Expected life	8	Nil
Expected dividend yield	Nil	Nil
Exercise price	$0.21	Nil
Fair value	$0.17	Nil
Share price	$0.21	Nil

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

	Number	Weighted Average Exercise Price
Balance, December 31, 2016	5,225,337	$ 0.40
Cancelled, expired or forfeited	(50,000)	(0.55)
Granted	2,902,941	0.19
Balance, December 31, 2017	8,078,278	0.32
Cancelled, expired or forfeited	(360,000)	(0.54)
Granted	380,000	0.25
Balance, September 30, 2018	8,098,278	$ 0.31

(Unaudited - Expressed in Canadian dollars)

8. SHARE CAPITAL (CONTINUED)

[e] Stock options (continued)

Date of Expiry		Exercise Price	Number of Options Outstanding	Number of Options Exercisable
November 3, 2018	$	0.31	400,000	400,000
November 1, 2019		0.16	600,000	300,000
December 2, 2018		0.27	500,000	500,000
May 31, 2020		0.25	1,124,337	1,124,337
December 12, 2021		0.35	565,000	565,000
December 18, 2022		0.55	350,000	350,000
March 6, 2023		0.55	350,000	350,000
July 9, 2023		0.57	300,000	300,000
September 30, 2023		0.55	186,000	186,000
April 21, 2024		0.47	900,000	760,000
July 22, 2024		0.35	150,000	112,500
December 6, 2025		0.20	2,292,941	573,235
April 16, 2026		0.25	30,000	7,500
July 23, 2026		0.20	350,000	175,000
Balance, September 30, 2018	$	0.31	8,098,278	5,703,572

As of September 30, 2018, the weighted average remaining life for outstanding options was 4.34 years.

9. RELATED PARTY DISCLOSURE

[a] Transactions with related parties

Related parties include members of the Board of Directors and officers of the Company, and enterprises controlled by these individuals.

		Three Months Ended September 30, 2018		Three Months Ended September 30, 2017		Nine Months Ended September 30, 2018		Nine Months Ended September 30, 2017
Management, wages and related	$	139,545	$	169,158	$	426,092	$	359,663
Share based payments for directors and officers		21,828		47,874		70,631		95,954
	$	161,373	$	217,032	$	496,723	$	455,617

[i] Effective December 1, 2016, the Company entered into a consulting agreement with Northview Ventures Inc. ("NVI") and Doug Janzen. Mr. Janzen is the Chief Executive Officer of the Company. Northview Ventures Inc. was compensated at a monthly rate of $25,000 from December 1, 2016 to March 31, 2017 and then $15,000 per month thereafter. During the nine months ended September 30, 2018, NVI received $135,000 (2017 - $165,000) in compensation.

[ii] Effective December 1, 2016, the Company entered into a consulting agreement with Crecera Consulting Inc. ("Crecera") and Anne Stevens. Ms. Stevens is the Chief Operating Officer of the Company. Crecera was compensated at a monthly rate of $12,000 from December 1, 2016 to March 31, 2017 and then $12,500 per month thereafter. During the nine months ended September 30, 2018, Crecera received $nil (2017 - $111,000) in compensation.

Effective October 1, 2017, the contract with Crecera was terminated and Anne Stevens entered into an employment contract with the Company compensated at a monthly rate of $12,500 for total salaries of $110,450 for the nine months ended September 30, 2018 (2017 – $nil).

(Unaudited - Expressed in Canadian dollars)

9. RELATED PARTY DISCLOSURE (CONTINUED)

[iii] The Company entered into a consulting service agreement with Mr. Ian Ball who serves as the Chief Commercial Officer of the Company, effective July 28, 2015. Pursuant to this consulting agreement with a term to July 31, 2019, Mr. Ball is compensated at a monthly rate of $12,000. During the nine months ended September 30, 2018, Mr. Ball charged total consulting fees of $108,000 (2017 - $108,000).

As of September 30, 2018, the Company has included in its accounts payable and accrued liabilities $15,278 (December 31, 2017 - $21,702) due to Mr. Ball.

[iv] The Company entered into a consulting service agreement with Dr. Don McAfee who serves as the Acting Chief Scientific Officer of the Company. Pursuant to the Consulting Agreement, Dr. McAfee was compensated at a daily rate of US$1,000. During the nine months ended September 30, 2018, Dr. McAfee charged total consulting fees of $45,274 (2017 - $61,230).

As of September 30, 2018, the Company has included in its accounts payable and accrued liabilities $1,467 (December 31, 2017 - $10,748) due to Dr. McAfee.

[v] The Company entered into a consulting service agreement with Ann Fehr and Fehr & Associates on July 22, 2016. Mrs. Fehr is the Chief Financial Officer of the Company. Pursuant to this consulting agreement, Mrs. Fehr is compensated at a rate of $1,000 per month plus $100 per hour. Fehr & Associates also provides a part time controller and book-keeping services to the Company. During the nine months ended September 30, 2018, management, wages and related expense for Fehr & Associates staff was $72,644 (2017 - $71,234) for CFO and outsourced accounting services.

As of September 30, 2018, the Company has included in its accounts payable and accrued liabilities $18,000 (December 31, 2017 - $3,693) due to Fehr & Associates.

The amounts owing to the related parties as described above are non-secured, non-interest bearing, with no specific terms of repayment.

[b] Key management compensation

Key management includes members of the Board of Directors and executive officers of the Company. Compensation awarded to key management is listed below:

	Three Months Ended September 30, 2018	Three Months Ended September 30, 2017	Nine Months Ended September 30, 2018	Nine Months Ended September 30, 2017
Management, General & administration	$ 96,033	$ 94,550	$ 294,531	$ 319,124
Management, Research & development	20,112	20,625	61,362	69,000
Management, fees, Sales & marketing	23,400	23,400	70,200	70,200
Consulting fees, Research & development	7,831	21,317	45,274	61,230
Share-based payments, General & Administration	13,084	8,484	42,912	39,709
Share-based payments, Research & Development	4,743	1,455	15,128	6,425
Share-based payments, Sales & marketing	4,312	9,415	14,075	45,887
	$ 169,515	$ 179,246	$ 543,482	$ 611,575

[c] Other

During the year ended December 31, 2017, the Company entered into two separate sublease agreements with Northview Lifesciences and Fehr & Associates to receive cost recovery of $500 and $3,150 per month for shared office space. During the nine months ended September 30, 2018, the Company received $21,900 as a recovery of rent expense (2017 – $18,000).

10. COMMITMENTS

[a] Operating lease

During the year ended December 31, 2017, the Company renewed the lease for five years ending November 30, 2023. Pursuant to this renewal, the Company is obligated to pay basic rent of $11,635 and operating costs, currently estimated at $7,230, on a monthly basis starting December 1, 2018. The basic rent commitment will increase to $140,147 for the year ended December 31, 2019 and $143,827, $147,507, and $151,187 in each of the following years.

[b] Licensing agreement

Pursuant to the terms of the Supernus Agreement, and in addition to the upfront payment of $478,940 (US$350,000), the Company is further obligated to pay an aggregate of US$5.15 million in milestone payments upon the achievement of specified regulatory milestones, mid-teen royalty on net sales of Topiramate XR and Oxcarbazepine XR, as well as a milestone payment of US$1.5 million linked to achievement of specified cumulative net sales from both Topiramate XR and Oxcarbazepine XR. The Company is responsible for the regulatory submission and commercial activities for both products in Canada. The term of the Supernus Agreement will continue as long as the Topiramate XR and Oxcarbazepine XR products are sold in Canada.

[c] Collaborative Commercialization Agreement

Aequus entered into a commercial agreement with Mynosys Cellular Devices, an ophthalmology focused medical device company based in Fremont, California, ("Mynosys") for the Canadian distribution, sales and marketing of the Zepto® Precision Pulse Capsulotomy System ("Zepto") for cataract surgery.

This agreement to bring Zepto into the Canadian market has an initial term of three years, with an automatic and continuous renewal of additional three-year terms, provided Aequus meets minimum sales targets. Aequus will retain profits on the products sold in Canada.

11. CONTINGENCIES

[a] Indemnification

The Company has entered into agreements with third parties that include indemnification provisions that are customary in the industry. These guarantees generally require the Company to compensate the other party for certain damages and costs incurred as a result of third-party claims or damages arising from these transactions. In some cases, the maximum potential amount of future payments that could be required under these indemnification provisions is unlimited. These indemnification provisions may survive termination of the underlying agreement. The nature of the indemnification obligations prevents the Company from making a reasonable estimate of the maximum potential amount it could be required to pay.

As of September 30, 2018 and December 31, 2017, the Company had not made any indemnification payments under such agreements and no amount had been accrued in the Financial Statements with respect to these indemnification obligations.

[b] Revenue contingency

The Company earns service revenues based on a proportion of a third-party's net product sales.

Service revenue for the nine months ended September 30, 2018 is recognized based on actual third-party sales of products for the reporting period based on data provided by the third party. In November 2018, the third party proposed an adjustment to revenue which the Company is disputing. The Company estimates the maximum adjustment amount is $272,500, but this amount has not been reflected in the Financial Statements. Although the Company is disputing the adjustment proposed by the third party, there can be no assurance that it will be successful in whole or in part. If the Company is not successful in full, then, in accordance with the Company's accounting policies, any adjustment to revenues would be recognized prospectively.

(Unaudited - Expressed in Canadian dollars)

12. OPERATING SEGMENT

The Company has a single operating segment, the sales and marketing of pharmaceutical drugs developed by the Company or by its collaborative partners. Substantially all of the Company's operations, assets, and employees are in Canada.

[a] Research and development expenses

	Three Months Ended September 30, 2018	Three Months Ended September 30, 2017	Nine Months Ended September 30, 2018	Nine Months Ended September 30, 2017
Consulting	$ 8,044	$ 39,483	$ 214,895	$ 278,938
Patent and intellectual property protection	38,553	15,674	74,249	70,630
Management, wages and related *[note 9]*	22,227	22,712	75,199	75,324
Share-based payments	15,258	3,297	62,336	16,305
Subcontract research and development costs *[note 9[a][i]and [note 10[b]]*	—	328,383	8,297	944,729
Travel and accommodation	(7,807)	5,624	14,229	9,190
	$ 76,275	$ 415,173	$ 449,205	$ 1,395,116

[b] Sales and marketing expenses

	Three Months Ended September 30, 2018	Three Months Ended September 30, 2017	Nine Months Ended September 30, 2018	Nine Months Ended, September 30, 2017
Advertising and promotion	$ 47,679	$ 385	$ 91,592	$ 14,725
Consulting	3,000	7,215	21,600	67,265
Depreciation and amortization	44,555	45,918	137,751	137,751
Printing and other expenses	13,120	9,304	14,969	43,938
Management, wages and related *[note 9]*	23,400	23,400	70,200	70,200
Share-based payments	10,165	15,053	32,642	64,191
Salesforce	239,932	179,914	619,537	490,303
Travel and accommodation	68,081	28,974	163,106	130,880
	$ 449,932	$ 310,163	$ 1,151,397	$ 1,019,253

[c] General administration expenses

	Three Months Ended September 30, 2018	Three Months Ended September 30, 2017	Nine Months Ended September 30, 2018	Nine Months Ended September 30, 2017
Consulting	$ 98,535	$ 150,369	$ 558,132	$ 466,458
Legal and professional fees	98,411	86,449	184,997	242,543
Other general administration expenses	96,977	87,713	262,442	281,167
Regulatory, transfer agent and listing fees	14,947	32,082	59,857	65,441
Management, wages and related *[note 9]*	124,925	102,468	341,425	363,685
Share-based payments	64,632	34,659	135,397	134,431
Travel and accommodation	48,401	38,345	167,745	161,316
	$ 546,827	$ 532,085	$ 1,709,996	$ 1,715,041

(Unaudited - Expressed in Canadian dollars)

13. CAPITAL DISCLOSURES

The Company's objectives when managing capital are to ensure its ability to continue as a going concern in order to pursue the development of its product candidates for ultimate sale or out-licensing. The Company attempts to maximize return to shareholders by minimizing shareholder dilution and, when possible, utilizing non-dilutive funding arrangements, such as collaborative partnership arrangements.

The Company defines its capital as share capital and contributed surplus. The Company has financed its capital requirements primarily through share and warrant issuances since inception. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and risk characteristics of the underlying assets. The Company may issue new securities. The Company is not subject to any externally imposed capital requirements. There were no changes to the Company's approach to capital management during the nine months ended September 30, 2018.

14. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair value

The fair value of the Company's financial instruments is approximated by their carrying value due to their short-term nature.

The Company characterizes inputs used in determining fair value using a hierarchy that prioritizes inputs depending on the degree to which they are observable. The three levels of the fair value hierarchy are as follows:

Level 1 – quoted prices in active markets for identical assets or liabilities;
Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liabilities, either directly (i.e. as prices) or indirectly (i.e. from derived prices); and
Level 3 – inputs for the asset or liability that are not based upon observable market data.

The fair value of cash and cash equivalents is based on Level 1 inputs.

During the nine months ended September 30, 2018 there have been no transfers of amounts between Level 1, Level 2, and Level 3 of the fair value hierarchy.

The following table summarizes the classification and carrying values of the Company's financial instruments at September 30, 2018 and December 31, 2017:

At December 31, 2017	Amortized cost (Financial asset)	FVTPL	Amortized cost (Financial Liabilities)	Total
Financial assets:				
Cash and cash equivalents	$ -	$ 1,164,518	$ -	$ 1,164,518
Amounts receivable	383,074	-	-	383,074
Total financial assets	$ 383,074	$ 1,164,518	$ -	$ 1,547,592
Financial liabilities:				
Accounts payable and accrued liabilities	$ -	$ -	$ 366,836	$ 366,836
Total financial liabilities	$ -	$ -	$ 366,836	$ 366,836

14. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTINUED)

Fair value (continued)

At September 30, 2018	Amortized cost (Financial asset)	FVTPL	Amortized cost (Financial Liabilities)	Total
Financial assets:				
Cash and cash equivalents	$ -	$ 983,119	$ -	$ 983,119
Amounts receivable	850,801	-	-	850,801
Total financial assets	$ 850,801	$ 983,119	$ -	$ 1,833,920
Financial liabilities:				
Accounts payable and accrued liabilities	$ -	$ -	$ 539,838	$ 539,838
Total Financial Liabilities	$ -	$ -	$ 539,838	$ 539,838

[a] Credit risk

Credit risk is the risk of a financial loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises for the Company from its cash and cash equivalents and amounts receivable. The Company has adopted practices to mitigate against the deterioration of principal, to enhance the Company's ability to meet its liquidity needs, and to optimize yields within those parameters. These investment practices limit the investing of excess funds to liquid term deposits or cashable guaranteed investments ("**GIC**") with banks, and government guaranteed securities with maturities of one year or less. The Company have cashable GIC at September 30, 2018 of $850,000 (December 31, 2017 - $850,000). Amounts receivable consist of goods and services tax due from the Government of Canada and service fees owed from a collaborative partner.

With respect to its accounts receivable, the Company assesses the credit rating of all customers and maintains provisions for potential credit losses, and any such losses to date have been within management's expectations. The Company's credit risk with respect to accounts receivable and maximum exposure thereto is $850,801 (2017 - $430,064). The Company's concentration of credit risk is from a single customer.

To reduce the credit risk of accounts receivable, the Company regularly reviews the collectability of the accounts receivable to ensure there is no indication that these amounts will not be fully recoverable. As at September 30, 2018, allowance for doubtful accounts balance is $nil (2017 – nil).

[b] Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they come due. The Company's exposure to liquidity risk is dependent on its purchasing commitments and obligations and its ability to raise funds to meet commitments and sustain operations. The Company manages liquidity risk by continuously monitoring its actual and forecasted working capital requirements, and actively managing its financing activities. As of September 30, 2018, the Company had working capital of $1,435,318 (December 31, 2017 - $1,348,147).

[c] Market risk

[i] Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in the market interest rates. During the nine months ended September 30, 2018 and 2017, fluctuations in the market interest rates had no significant impact on its interest income.

[ii] Currency risk

The Company is exposed to the financial risk related to the fluctuation of foreign exchanges rates. The Company has a portion of its operating expenses in U.S. dollars. The Company has not entered into foreign exchange derivative contracts. A significant change in the currency exchange rate between the Canadian dollars relative to the U.S. dollars could have an effect on the Company's results of operations, financial position or cash flows.

14. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTINUED)

[c] Market risk (continued)

[ii] Currency risk

As at September 30, 2018 and December 31, 2017, the Company had the following assets and liabilities denominated in U.S. dollars:

	September 30, 2018 USD	December 31, 2017 USD
Cash and cash equivalents	$ 47	$ 40
Accounts payable and accrued liabilities	(3,294)	(36,733)
Total	$ (3,247)	$ (36,693)

Based on the above net exposure as at September 30, 2018, assuming that all other variables remain constant, a 5% appreciation or deterioration of the Canadian dollar against the U.S. dollar would result in a change of $160 (2017 - $1,834) in the Company's net loss.

15. SUBSEQUENT EVENTS

Subsequent to September 30, 2018, the company granted 800,000 stock options to consultants which expire in eight years and have an exercise price of $0.18.