Condensed Interim Consolidated Financial Statements

For the three and nine months ended January 31, 2017 and 2016

Condensed Interim Consolidated Statements of Financial Position
(unaudited)

As at: *In thousands of US dollars*	Notes	January 31, 2017	April 30, 2016
Assets			
Current assets:			
Cash		$11,584	$ 15
Clinical supplies		218	370
Prepaid expenses and deposits		49	34
Investment tax credit receivable		291	169
Other assets		29	24
Total current assets		12,171	612
Non-current assets:			
Property and equipment		1,085	1,124
Intangible assets		671	605
Prepaid expenses and deposits		97	73
Clinical supplies		128	15
Total non-current assets		1,981	1,817
Total assets		$14,152	$ 2,429
Liabilities			
Current liabilities:			
Trade and other payables		$ 771	$ 2,527
Unearned deposits		81	175
Promissory notes		-	401
Due to Resverlogix Corp.		187	5,687
Warrant liability	7 (d)	559	1,033
Financing rights	6	665	1,361
Total liabilities		2,263	11,184
Shareholders' equity (deficit)			
Share capital	7 (a)	69,263	44,119
Contributed surplus		1,624	1,554
Deficit		(58,998)	(54,428)
Total shareholders' equity (deficit)		11,889	(8,755)
Total liabilities and shareholders' equity (deficit)		$14,152	$ 2,429

Future operations (note 3)
Commitments (note 9)

Signed on behalf of the Board:

Signed: "Donald McCaffrey" Director

Signed: "Kenneth Zuerblis" Director

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

Condensed Interim Consolidated Statements of Comprehensive Loss

For the three and nine months ended January 31

(unaudited)

In thousands of US dollars	Notes	Three months ended January 31, 2017	2016	Nine months ended January 31, 2017	2016
Expenses:					
Research and development	8	$ 1,358	$ 1,337	$ 4,130	$ 4,735
Investment tax credits		(37)	(38)	(127)	(122)
Net research and development		1,321	1,299	4,003	4,613
General and administrative	8	496	474	1,619	1,553
		1,817	1,773	5,622	6,166
Finance (income) costs:					
(Gain) loss on change in fair value of warrant liability	7 (d)	(15)	183	(350)	620
Gain on change in fair value of financing rights	6	-	(184)	(696)	(623)
Interest income		(11)	-	(13)	-
Foreign exchange (gain) loss		(8)	(4)	(20)	16
Net finance (income) costs		(34)	(5)	(1,079)	13
Loss before income taxes		1,783	1,768	4,543	6,179
Income taxes		10	5	27	9
Net and total comprehensive loss		$ 1,793	$ 1,773	$ 4,570	$ 6,188
Net loss per share *(note 7 (e))*					
Basic and diluted		$ 0.01	$ 0.02	$ 0.04	$ 0.06

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

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

For the nine months ended January 31
(unaudited)

In thousands of US dollars	Share Capital	Contributed Surplus	Deficit	Total Shareholders' Equity (Deficit)
Balance, April 30, 2015	$ 39,647	$ 1,256	$ (46,244)	$ (5,341)
Common shares issued in connection with private placements, net of financing rights	4,314	-	-	4,314
Common shares issued in connection with stock option and long term incentive plans	67	(34)	-	33
Share issue costs	(5)	-	-	(5)
Share-based payment transactions	-	270	-	270
Net and total comprehensive loss	-	-	(6,188)	(6,188)
Balance, January 31, 2016	$ 44,023	$ 1,492	$ (52,432)	$ (6,917)
Balance, April 30, 2016	$ 44,119	$ 1,554	$ (54,428)	$ (8,755)
Common shares issued in connection with private placement	24,561	-	-	24,561
Common shares issued in connection with warrant exercises	230	-	-	230
Common shares issued in connection with stock option and long term incentive plans	355	(378)	-	(23)
Share issue costs	(2)	-	-	(2)
Shared-based payment transactions	-	448	-	448
Net and total comprehensive loss	-	-	(4,570)	(4,570)
Balance, January 31, 2017	$ 69,263	$ 1,624	$ (58,998)	$ 11,889

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

Condensed Interim Consolidated Statements of Cash Flows

For the nine months ended January 31

(unaudited)

In thousands of US dollars	2017	2016
Cash used in:		
Cash flows from (used in) operating activities:		
Net loss	$ (4,570)	$ (6,188)
Items not involving cash:		
Equity-settled share-based payment transactions	448	270
Depreciation and amortization	200	201
Impairment of intangible assets	-	12
Change in fair value of warrant liability	(350)	620
Change in fair value of financing rights	(696)	(623)
Income taxes	27	9
Changes in non-cash working capital:		
Prepaid expenses and deposits	(39)	(21)
Clinical supplies	39	(388)
Investment tax credit receivable	(122)	(83)
Other assets	(5)	20
Unearned deposits	(94)	(89)
Trade and other payables	(1,659)	(1,088)
(Decrease) increase in due to Resverlogix Corp.	(5,500)	3,201
Cash used in operating activities	(12,321)	(4,147)
Income taxes paid	(26)	(60)
Net cash used in operating activities	(12,347)	(4,207)
Cash flows generated from (used in) financing activities:		
Proceeds from the issuance of common shares	24,561	4,370
Share issuance costs	(2)	(5)
Proceeds from exercise of warrants	106	-
Proceeds from exercise of stock options	95	34
Repayment of promissory notes	(401)	(155)
Receipt of cash from promissory notes	-	126
Restricted stock unit costs	(118)	-
Deferred financing costs	-	31
Changes in non-cash financing working capital	-	5
Net cash generated from financing activities	24,241	4,406
Cash flows from (used in) investing activities:		
Property and equipment expenditures	(128)	(10)
Intangible asset expenditures	(99)	(350)
Changes in non-cash investing working capital	(94)	137
Net cash used in investing activities	(321)	(223)
Effect of foreign currency translation on cash	(4)	(13)
Increase (decrease) in cash	11,569	(37)
Cash, beginning of period	15	61
Cash, end of period	$ 11,584	$ 24

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

1. General information

Zenith Capital Corp. (the “Company” or “Zenith”) is a company domiciled in Canada and was incorporated under the *Business Corporations Act* (Alberta) on April 10, 2013. On May 24, 2013, 1741273 Alberta Ltd. changed its name to Zenith Epigenetics Corp. On August 1, 2016, Zenith Epigenetics Corp. changed its name to Zenith Capital Corp. concurrent with an internal corporate reorganization. The reorganization resulted in the transfer of the Company’s principal operating assets to Zenith Epigenetics Ltd., a wholly-owned subsidiary of the Company, in exchange for additional common shares of Zenith Epigenetics Ltd. The Company retained its investment in the royalty preferred shares of Resverlogix. As the Company owns all of the securities of Zenith Epigenetics Ltd., the reorganization did not result in a change in the ultimate beneficial ownership of the operating assets.

The consolidated financial statements comprise the Company and its wholly-owned subsidiaries, Zenith Epigenetics Ltd. and Zenith Epigenetics Inc. (together referred to as the “Group”). The Company and Zenith Epigenetics Ltd. are incorporated under the laws of Alberta. Zenith Epigenetics Inc. is incorporated under the laws of Delaware. The Company has offices located at Suite 300, 4820 Richard Road S.W., Calgary, Alberta, T3E 6L1, and at Suite 4010, 44 Montgomery Street, San Francisco, 94104. The registered and records office is located at Suite 600, 815 - 8th Avenue S.W., Calgary, Alberta, T2P 3P2.

Zenith Capital Corp. is a biotechnology investment company. Zenith Epigenetics Ltd. is a clinical stage biotechnology company developing best in class bromodomain (BET) inhibitors for the treatment of cancer and other disorders with significant unmet medical need. Our cutting edge epigenetic platform of innovative biology and chemistry has generated differentiated, potent and selective BET inhibitors. Our goal is to be a leading epigenetic company translating bromodomain biology into impactful therapies.

2. Background and basis of preparation

(a) Statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance with IAS 34 – *Interim Financial Reporting*. These condensed interim consolidated financial statements were approved and authorized for issue by the Board of Directors on March 23, 2017.

Certain information, in particular the accompanying notes normally included in the annual financial statements prepared in accordance with IFRS, has been omitted or condensed. These condensed interim consolidated financial statements do not include all disclosures required under IFRS and, accordingly, should be read in conjunction with the annual financial statements for the year ended April 30, 2016 and the notes thereto prepared in accordance with International Financial Reporting Standards (“IFRS”) as prescribed by the International Accounting Standards Board (“IASB”).

(b) Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis except for the revaluation of the liability classified warrants and financing rights, which are measured at fair value each reporting period. Historical cost is based on the fair value of the consideration given in exchange for assets recorded on the date of the transaction. The financial statements have been prepared on a going concern basis (refer to Note 3).

(c) Functional and presentation currency

The functional currency of all entities within the Group is the US dollar, which is also the presentation currency. All financial information presented in dollars has been rounded to the nearest thousand except for per share amounts.

(d) Use of estimates and judgment

The preparation of the condensed interim consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the amounts reported in these condensed interim consolidated financial statements and notes.

Accordingly, actual results may differ from estimated amounts as future confirming events occur. Significant estimates and judgment used in the preparation of the condensed interim consolidated financial statements remain unchanged from those described in the Group’s consolidated financial statements for the year ended April 30, 2016.

3. Future Operations

The success of the Company is dependent on the continuation of its research and development activities, progressing its core technologies through clinical trials to commercialization and its ability to finance its cash requirements. It is not possible to predict the outcome of future research and development programs, the Company's ability to fund these programs in the future, or the commercialization of products by the Company.

The accompanying consolidated interim financial statements have been prepared pursuant to International Financing Reporting Standards applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they come due. The Company has incurred significant losses to date, and with no assumption of revenues, is dependent on its ability to raise additional financial capital by continuing to demonstrate the successful progression of its research and development activities if it is to remain as a going concern.

As at January 31, 2017, the Company has $11.6 million of cash and is committed to pay $0.8 million of trade and other payables, and $0.2 million due to related parties. In addition, the Company is committed to pay $1.2 million for research and development commitments and $0.2 million of lease obligations over the next twelve months, as described further in Note 9. Estimated expenditures over the next twelve months under cancellable agreements with contract research organizations conducting the Company's Phase 1 clinical trials total approximately $6.5 million. We believe the Company's cash as at January 31, 2017 will be sufficient to fund the Company's contractual commitments for at least the next year and will be sufficient to fund all of the Company's liabilities and planned business operations for at least the next year.

The Company will require additional capital to fund its planned research, development and corporate activities beyond the next year. The Company continues to explore alternatives to generate positive cash flow including raising additional equity and/or debt and/or partnering; however, there is no assurance that these initiatives will be successful.

4. Significant accounting policies

The condensed interim consolidated financial statements should be read in conjunction with the Company's annual consolidated financial statements for the year ended April 30, 2016 prepared in accordance with IFRS applicable to those annual consolidated financial statements. Except as disclosed below, the same accounting policies, presentation and methods of computation have been followed in these condensed interim consolidated financial statements as were applied in the Company's consolidated financial statements for the year ended April 30, 2016.

New standards and interpretations adopted

The Company has adopted the following new standards and amendments to standards, with a date of initial application of May 1, 2016:

Annual Improvements

The IASB issued narrow-scope amendments to a total of four standards as part of its annual improvements released on September 24, 2014 to be implemented for periods beginning on or after January 1, 2016. These included a clarification on IAS 34 *Interim Financial Reporting* that the disclosures required under the standard are to be included within the notes to the financial statements, or to be incorporated there by cross-reference, and is to be applied retrospectively. The amendments did not have a material impact on our financial statements.

Disclosure Initiative

On December 18, 2014, the IASB issued amendments to IAS 1 *Presentation of Financial Statements* to be implemented for periods beginning on or after January 1, 2016. The amendments made changes to clarify the objectives of disaggregation, materiality, and the ordering of notes in order to ensure that entities are able to use judgement when reporting financial results. The amendments did not have a material impact on our financial statements.

Share-based Payment

On June 20, 2016, the IASB issued amendments to IFRS 2 *Share-based Payment* to be implemented prospectively for periods beginning on or after January 1, 2018. The Company early adopted the amendments. The amendments made changes to the classification of share-based payment transactions with net settlement features. The amendments did not have a material impact on our financial statements.

(amounts in thousands of US dollars, except for number of shares)

5. Royalty preferred shares

As at January 31, 2017, the Company holds 75,202,620 royalty preferred shares of Resverlogix. On July 2, 2015, Resverlogix's articles were amended to make certain changes to the dividend entitlement of holders of royalty preferred shares. As a result of the amendment, the dividend amount in a prescribed dividend payment period may not exceed the aggregate of all amounts received by Resverlogix or its affiliates in respect of and including Net Apo Revenue (as described below) in such period. On December 15, 2016, holders of common shares of the Company and holders of common shares of Resverlogix approved amendments to the royalty preferred shares of Resverlogix to remove the requirement that the particular Resverlogix pharmaceutical agent elevates plasma levels of ApoA-1; Resverlogix's Articles of Incorporation were subsequently amended to reflect this amendment.

The holder of the royalty preferred shares is entitled to dividends in the amount of 6-12% of Resverlogix's Net Revenue, if any. Net Revenue is defined as the aggregate of the following amounts: (i) amounts received by Resverlogix or its affiliates (as defined in the Arrangement) from any person who is not Resverlogix or its affiliate (a "third party") in consideration for granting a license or other rights to the third party which entitle the third party to research, develop, make, manufacture, modify, administer, offer to sell, sell or distribute one or more of Resverlogix's products and/or intellectual property rights or amounts received under the terms of such license or other right that are granted to the third party; (ii) the gross consideration received from a third party by Resverlogix, any licensee or their respective affiliates from the sale of any product (other than consideration received by Resverlogix, any licensee or their respective affiliates from a licensee of such product or its affiliate); less (A) credits or allowances, if any, actually granted; (B) discounts actually allowed; (C) freight, postage, and insurance charges and additional special packaging charges; and (D) customs duties, and excise sales taxes, duties or other taxes imposed upon and paid with respect to such sales (excluding what is commonly known as income taxes); (E) rebates and chargebacks or retroactive price reductions made to federal, state or local governments (or their agencies), or any third party payor, administrator or contractor, including managed health organizations; and (F) commissions related to import, distribution or promotion of any Product paid to third parties (specifically excluding any commissions paid to sales personnel, sales representatives and sales agents who are employees or consultants of, or members of a contract sales force engaged by or on behalf of, the Company, any licensee or their respective affiliates), and (iii) amounts received from a third party by Resverlogix or its affiliates in consideration for the sale of any intellectual property right.

The holder of the preferred shares does not have the right to participate in any additional dividends declared, if any, to common shareholders nor do they carry the right to vote. The holder of the preferred shares does not have any claim on Resverlogix's residual net assets other than an amount equal to the greater of (i) $1.00 divided by the number of outstanding royalty preferred shares; and (ii) the amount of any accrued, but unpaid royalty dividend payment and additional royalty dividend payment.

The royalty preferred shares have not been recognized. The Company will recognize a royalty receivable when royalties are reasonably determinable and the economic benefits are probable to flow to the Company.

6. Financing rights

Anti-Dilution, Transaction and Additional Rights

The following table summarizes the changes in the Company's Anti-Dilution Rights.

	Number of Rights	Liability Amount
Outstanding, April 30, 2015	15,267,800	$ 1,790
Granted in connection with private placements	4,468,730	59
Expired	(7,167,500)	(38)
Revaluation	-	(450)
Outstanding, April 30, 2016	12,569,030	1,361
Granted in connection with private placements	24,560,500	-
Expired	(25,034,230)	-
Revaluation	-	(696)
Outstanding, January 31, 2017	12,095,300	$ 665

(amounts in thousands of US dollars, except for number of shares)

6. Financing rights (continued)

Anti-Dilution, Transaction and Additional Rights (continued)

The following table summarizes the changes in the Company's Transaction Rights.

	Number of Rights	Liability Amount
Outstanding, April 30, 2015	10,595,300	$ 321
Revaluation	-	(321)
Outstanding, April 30, 2016	10,595,300	-
Expired	(10,595,300)	-
Outstanding, January 31, 2017	-	$ -

The following table summarizes the Company's Anti-Dilution and Additional Rights outstanding as at January 31, 2017.

Private Placement	Number of Shares	Anti-Dilution Rights Expiry	Additional Rights Expiry
March 2014	8,000,000	December 2017	December 2017
July 2014	1,500,000	December 2017	Not applicable
October 2014	1,995,300	December 2017	December 2017
December 2014	600,000	December 2017	December 2017
	12,095,300		

Pursuant to the terms of the private placements that the Company closed with anti-dilution rights attached, in the event that the Company completes an equity financing within the period of time prescribed by the applicable subscription agreement and the price per share is below $1.00, the price per share paid by the initial subscriber will be adjusted to the lower price per share and they will, accordingly, receive additional common shares for no additional consideration.

Additionally, in the event that the Company received gross proceeds from equity financings of less than $25 million and granted a license to a third party (excluding Resverlogix) ("third party"), sold intellectual property rights to a third party, or greater than 66 2/3% of the Company's common shares were sold to a third party, the initial subscriber would receive, for no additional consideration, additional common shares equal to the number originally subscribed for by each party as described above. As described in Note 7 (a), in May 2016 the Company closed a US$24.6 million private placement, resulting in the expiry of all the transaction rights described above which were outstanding at the time of the private placement (as US$25 million in cumulative gross proceeds from equity financings was reached prior to the occurrence of a triggering event as described above).

Furthermore, in the event that the Company completes an equity financing within a prescribed period of time of either 180 days, 18 months or 36 months of the respective closing dates and the Company issues or grants additional securities, contractual rights or other entitlements ("Additional Rights") to any of the subsequent subscribers, then the Company shall issue or grant the Additional Rights to the initial subscribers that they would have been entitled to pursuant to the terms of the subsequent financing.

(amounts in thousands of US dollars, except for number of shares)

6. Financing rights (continued)

Valuation

The determination of the fair value of the anti-dilution rights required management to use judgment, including management's estimates of various probabilities of future equity offerings at various prices below $1.00 per share within the respective prescribed periods of time. Prior to their expiry, the determination of the fair value of the transaction rights required management to use judgment, including management's estimates of: (1) the probability of a transaction occurring prior to the Company raising an additional $25 million in equity, and (2) the fair value of the Company. On the date the financing rights were granted, the Company recorded the anti-dilution and transaction rights as liabilities with off-setting reductions to the carrying amount of the common shares, with subsequent changes in fair value recognized in profit or loss.

As at January 31, 2017, the fair value reflected management's estimate of various probabilities of future equity offerings at various prices at or below $1.00 per share within the respective prescribed periods of time. Management's assumptions used to estimate the fair value of the anti-dilution rights as at January 31, 2017 were otherwise materially unchanged.

7. Shareholders' equity (deficit)

(a) Common shares

(i) Authorized:

Unlimited number of common shares.

Unlimited number of preferred shares issuable in series with rights as determined by the Board of Directors at the time of issue.

(ii) Issued and outstanding:

Common shares	Number of shares	Amount
Balance, April 30, 2015	94,465,379	$ 39,647
Issued in connection with private placements	4,468,730	4,410
Issued in connection with stock option plan	206,666	65
Issued in connection with long term incentive plan	-	2
Share issue costs	-	(5)
Balance, April 30, 2016	99,140,775	44,119
Issued in connection with private placements	24,560,500	24,561
Issued in connection with warrant exercises	690,550	230
Issued in connection with stock option plan	815,867	256
Issued in connection with long term incentive plan	144,508	99
Share issue costs	-	(2)
Balance, January 31, 2017	125,352,200	$ 69,263

Private Placements

In May 2016, the Company issued 24,560,500 common shares at a price of $1.00 per share for gross proceeds of $24.6 million with Eastern Capital Limited ("Eastern").

In May 2015, the Company issued 4,280,000 common shares at a price of $1.00 per share for gross proceeds of $4.3 million. Eastern subscribed for 4,000,000 of the 4,280,000 common shares.

(amounts in thousands of US dollars, except for number of shares)

7. Shareholders' equity (deficit) (continued)

(b) Stock options

The Company's stock option plan has been approved as a rolling 10% plan that allows for reservation of a number of common shares under the plan equal to 10% of the Company's issued and outstanding common shares on an undiluted basis. Additionally, the plan is a reloading plan, which allows for the number of common shares reserved for issuance related to the options under the plan to automatically become eligible to be reallocated pursuant to stock option based grants upon option expiry, cancellation or exercise. The Company may grant options to its directors, officers, employees and consultants. The majority of options vest over a period of between zero and three years and have terms of between three and five years. Certain stock options have performance conditions which are required to be met in order for the options to vest, these have a term of up to seven years. The stock options are settled by way of the issuance of equity instruments of the Company ("equity-settled").

	Number of options	Weighted average exercise price (CAD)
Outstanding, April 30, 2015	3,860,638	$ 0.27
Granted	603,800	0.32
Exercised	(206,666)	0.21
Expired	(275,805)	0.32
Forfeited	(5,199)	0.33
Outstanding, April 30, 2016	3,976,768	0.27
Granted	623,400	0.50
Exercised	(815,867)	0.15
Expired	(382,701)	0.15
Outstanding, January 31, 2017	3,401,600	$ 0.36

The following table summarizes the Company's stock options outstanding and exercisable as at January 31, 2017.

Range of Exercise Prices (CAD)	Number Outstanding	Weighted Average Remaining Life (years)	Weighted Average Exercise Price (CAD)	Number Exercisable
$0.13 - $0.18	607,400	0.38	$ 0.14	607,400
$0.28 - $0.29	558,800	3.00	0.28	289,437
$0.32 - $0.33	472,200	1.40	0.32	472,200
$0.45 - $0.48	1,309,800	3.57	0.46	714,800
$0.50 - $0.55	453,400	4.33	0.50	-
	3,401,600	2.71	$ 0.36	2,083,837

As at January 31, 2017, 2,083,837 stock options were exercisable (2016 – 2,931,474) with a weighted average exercise price of CAD$0.31 (2016 – CAD$0.24).

(amounts in thousands of US dollars, except for number of shares)

7. Shareholders' equity (deficit) (continued)

(b) Stock options (continued)

The fair value of each stock option granted is estimated as of the grant date using the Black-Scholes option pricing model. The following weighted average assumptions were used in arriving at the weighted average fair values of $0.32 per stock option and $0.17 per stock option granted during the nine months ended January 31, 2017 and 2016, respectively:

	2017	2016
Risk-free interest rate	0.8%	0.8%
Expected life	4.2 years	4.3 years
Expected volatility	131%	108%
Share price at grant date	CAD$0.50	CAD$0.30
Expected dividends	Nil	Nil

(c) Restricted stock units

The Company's long term incentive plan allows for the Company to reserve a number of common shares not to exceed 10% of the Company's issued and outstanding common shares on an undiluted basis less the number of common shares reserved under the Company's stock option plan. The Company may grant restricted stock units ("RSUs") to directors, officers, employees, and consultants. The majority of RSUs fully vest over a period of between zero and three years.

During the nine months ended January 31, 2017, the Company granted 957,540 (2016 – 1,400,066) RSUs. The weighted average fair value of the RSUs granted during the nine months ended January 31, 2017 was $0.39 per RSU (2016 - $0.22). The Company estimates the fair value of RSUs based on the market price of the underlying stock (net of an estimated illiquidity discount) on the date of grant.

On September 30, 2016, restricted stock units were exercised on a "net of tax" basis. The number of shares issued was equal to the number determined net of the respective taxes attributable to the exercise; 684,339 RSUs were exercised on a net of tax basis, resulting in the issuance 144,508 common shares and the distribution of 253,882 common shares (which distribution is taken from the 263,032 common shares issued during the year ended April 30, 2014 and held by a financial institution to satisfy further redemptions under the Company's long term incentive plan, thus these exercises did not result in an increase in the number of common shares outstanding).

During the nine months ended January 31, 2016, 9,150 restricted stock units were exercised and distributed from 263,032 common shares that were issued during the year ended April 30, 2014 and held by a financial institution to satisfy further redemptions under the Company's long term incentive plan; thus, these exercises did not result in an increase in the number of common shares outstanding.

Between November 1, 2014 and April 30, 2016, director's fees were paid by way of the issuance of RSUs in lieu of payment in cash. As of May 1, 2016, director's fees have been paid by way of a combination of RSUs and cash.

	Number of restricted stock units	Weighted average grant date fair value (USD)
Outstanding, April 30, 2015	1,302,952	$ 0.28
Granted	1,493,568	0.23
Exercised	(9,150)	0.30
Forfeited	(252,566)	0.23
Outstanding, April 30, 2016	2,534,804	0.26
Granted	957,540	0.39
Exercised	(684,339)	0.32
Outstanding, January 31, 2017	2,808,005	$ 0.29

(amounts in thousands of US dollars, except for number of shares)

7. Shareholders' equity (deficit) (continued)

(d) Warrant liability

The following table summarizes the changes in common share purchase warrants outstanding.

	Number of warrants	Weighted average exercise price (CAD)	Liability amount
Outstanding, April 30, 2015	5,479,440	$ 0.19	$ 512
Revaluation of warrant liability	-	-	521
Outstanding, April 30, 2016	5,479,440	0.19	1,033
Exercised	(690,550)	0.20	(124)
Expired	(2,740,250)	0.20	-
Revaluation of warrant liability	-	-	(350)
Outstanding, January 31, 2017	2,048,640	$ 0.17	$ 559

The following table summarizes information about the warrants outstanding and exercisable at January 31, 2017.

Exercise Price (CAD)	Number Outstanding	Weighted Average Remaining Life (years)	Weighted Average Exercise Price (CAD)
$0.14	1,320,000	0.57	$ 0.14
$0.22	728,640	1.10	0.22
	2,048,640	0.76	$ 0.17

No warrants were issued during the nine months ended January 31, 2017 and 2016.

Under IFRS, the prescribed accounting treatment for warrants issued with an exercise price denominated in a foreign currency is to treat these warrants as a liability measured at fair value with subsequent changes in fair value accounted for through profit or loss. The fair value of these warrants is determined using the Black Scholes option pricing model. All of the Company's warrants meet this liability classification requirement and thus the value of these warrants are presented as a current liability on the consolidated statement of financial position. As these warrants are exercised, the fair value of the recorded warrant liability on date of exercise is included in share capital along with the proceeds from the exercise.

If these warrants expire, the related decrease in warrant liability is recognized in profit or loss, as part of the change in fair value of warrant liability. There is no cash flow impact as a result of this accounting treatment.

The determination of the fair value of the warrants required management to use judgement, including management's estimate of the fair value of the Company's shares of $0.43 per share as at January 31, 2017 and $0.37 per share as at April 30, 2016.

(e) Per share amounts

The basic and diluted losses per share have been calculated based on the weighted average shares outstanding:

	Three months ended January 31,		Nine months ended January 31,	
	2017	2016	2017	2016
Weighted average common shares outstanding - basic and diluted	125,352,200	98,981,056	123,806,819	98,579,018

The effect of any potential exercise of stock options, restricted stock units and warrants outstanding is excluded from the calculation of diluted loss per share in periods where the effect would be anti-dilutive.

(amounts in thousands of US dollars, except for number of shares)

8. Expenses by nature

Presentation of expenses is based on the function of each expense. The following details highlight certain components of the research and development and general and administrative expenses classified by nature. Remaining research and development and general and administrative expenses include personnel costs and expenses paid to third parties, including the service fees paid to Resverlogix.

	Three months ended January 31,		Nine months ended January 31,	
	2017	2016	2017	2016
Included in research and development expenses:				
Share-based payment transaction costs	$ 44	$ 31	$ 140	$ 93
Amortization and depreciation	63	57	185	187
Included in general and administrative expenses:				
Share-based payment transaction costs	$ 68	$ 48	$ 308	$ 177
Amortization and depreciation	6	5	15	14

9. Commitments

As at January 31, 2017, the Group is party to cancellable agreements with contract research organizations conducting the initial work for our clinical trials. Corresponding estimated aggregate expenditures over the next twelve months total approximately $6.5 million (2016 – $0.4 million).

As at January 31, 2017, the Group is committed to expenditures over the next twelve months of $1.2 million (2016 – $0.9 million) pursuant to various research and development contracts.

As at January 31, 2017, Resverlogix is committed to operating lease payments for office and laboratory premises, for which the Company is allocated, as follows:

	2017	2016
Less than 1 year	$ 184	$ 425
Between 1 and 5 years	677	1,853
More than 5 years	316	584
	$ 1,177	$ 2,862

The Company has agreed to pay Resverlogix for its proportionate share of operating lease payments and operating costs for office and laboratory premises of an estimated $0.2 million and $0.1 million, respectively, for the next twelve months. The operating lease payments are included in the figures above.