

## FORM 5

### QUARTERLY LISTING STATEMENT

Name of Listed Issuer: Bucephalus Capital Corp. (the "Issuer").

Trading Symbol: BCA

#### 1. Related party transactions

During 2018, the Company loaned US\$303,000 to a company who has a common director with the Company. As at June 30, 2019 the remaining principal amount of the loan is US\$154,029 or C\$205,860 (December 31, 2018 - US\$154,029 or C\$201,578 (December 31, 2018 - US\$154,029 or C\$210,126). US\$130,000 or C\$170,131 (December 31, 2018 - US\$130,000 or C\$177,346) was syndicated to other lenders and therefore the net amount of the loan to the company is US\$24,029 or C\$31,447 (December 31, 2018 - US\$24,029 or C\$32,780). As at June 30, 2019 a net amount of \$16,082 (December 31, 2018 - \$12,964) in interest has been accrued.

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

#### 2. Summary of securities issued and options granted during the period.

Securities issued:

Date of Issue	Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid
None								

Options issued:

Date	Number	Name of Optionee if Related Person and relationship	Generic description of other Optionees	Exercise Price	Expiry Date	Market Price on date of Grant
None						

### 3. Summary of securities as at the end of the reporting period.

Authorized:

Unlimited multiple voting shares ("MVS")  
Unlimited subordinate voting shares ("SVS")

The rights of MVS and SVS shares are identical other than voting rights. MVS shares are entitled to four votes per share whereas SVS shares are entitled to one vote per share.

Shares issued and outstanding:

	SVS		MVS	
	Number of Shares	Amount	Number of Shares	Amount
<b>Balance June 30, 2019</b>	23,638,717	\$ 2,547,044	5,875,524	\$ 688,365

### Stock Options

The Company has a stock option plan (the "Plan") under which the Company may grant options to directors, officers, employees and consultants. The maximum number of common shares reserve for issue under the Plan at any point in time may not exceed 10% of the number of shares issued and outstanding. As at June 30, 2019 the Company had 463,871 options available for issuance under the Plan.

The continuity of outstanding stock options as at June 30, 2019 is as follows:

	Number of stock options	Weighted average exercise price per share \$
<b>Balance, June 30, 2019</b>	<b>1,900,000</b>	<b>\$0.07</b>

**4. List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.**

Lucas Ewart – CEO & Director

Jennifer Robb – CFO

Jason Ewart – Director

Alec Regis - Director

## Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Quarterly Listing Statement.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated August 29, 2019.

Lucas Ewart  
Name of Director or Senior Officer

"Signed Lucas Ewart"  
Signature

CEO  
Official Capacity

<b>Issuer Details</b>		For Quarter Ended	Date of Report YY/MM/D
Name of Issuer		June 30/19	19/08/29
Bucephalus Capital Corp.			
Issuer Address			
B2 – 125 The Queensway, Suite 217			
City/Province/Postal Code	Issuer Fax No. (   )	Issuer Telephone No. ( 647 ) 256-1994	
Toronto, ON M8Y 1H6			
Contact Name	Contact Position	Contact Telephone No.	
Lucas Ewart	CEO	647 256-1994	
Contact Email Address	Web Site Address		
lewart@bucephaluscapital.ca	www.bucephaluscapital.ca		