RESVERLOGIX

Consolidated Financial Statements

Years Ended April 30, 2015 and 2014

Management's Responsibility for Financial Reporting

The accompanying consolidated financial statements of Resverlogix Corp. (the "Company") have been approved by the Board of Directors and have been prepared in accordance with International Financial Reporting Standards, which recognize the necessity of relying on some best estimates and informed judgements. The financial information contained in the management's discussion and analysis is consistent with the consolidated financial statements. The Company undertakes steps to ensure the information presented is accurate and conforms to applicable laws and standards, including:

- Management maintains accounting systems and related internal controls and supporting procedures to provide reasonable assurance that assets are safeguarded, transactions are properly authorized, and complete and accurate financial records are maintained to provide reliable information for the preparation of the consolidated financial statements in a timely manner.
- The Board of Directors oversees the management of the business and the affairs for the Company including ensuring management fulfills its responsibility for financial reporting, and is ultimately responsible for reviewing and approving the consolidated financial statements. The Board of Directors carries out this responsibility principally through its Audit Committee.
- The Audit Committee of the Board of Directors, comprised of three members considered to be independent directors, has reviewed the consolidated financial statements with management and the external auditors.

KPMG LLP Chartered Accountants, the Company's external auditors, who are appointed by the Company's shareholders, audited the consolidated financial statements in accordance with Canadian generally accepted auditing standards to enable them to express to the shareholders their opinion on the consolidated financial statements. Their report is set out on the following page.

(signed)
Donald J. McCaffrey
President and Chief Executive Officer

(signed)
A. Brad Cann
Chief Financial Officer

July 23, 2015

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INDEPENDENT AUDITORS' REPORT

To the Shareholders of Resverlogix Corp.

We have audited the accompanying consolidated financial statements of Resverlogix Corp., which comprise the consolidated statements of financial position as at April 30, 2015 and 2014, the consolidated statements of comprehensive loss (income), changes in shareholders' equity (deficit) and cash flows for the years then ended, and notes, comprising 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 our 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, we 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, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of Resverlogix Corp. as at April 30, 2015 and 2014, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards.

KPMG LLP

Chartered Accountants

July 23, 2015
Calgary, Canada

Consolidated Statements of Financial Position

In thousands of US dollars	Notes	April 30, 2015	April 30, 2014
Assets			
Current assets:			
Cash	7	$ 16,211	$ 590
Prepaid expenses and deposits	8	164	112
Investment tax credit receivable		21	19
Other assets		76	160
Clinical supplies		322	-
Due from related parties	19	1,955	167
Total current assets		18,749	1,048
Non-current assets:			
Property and equipment	9	982	911
Intangible assets	10	1,097	621
Deposits	8	317	118
Deferred financing costs	11	11	-
Clinical supplies		-	328
Total non-current assets		2,407	1,978
Total assets		$ 21,156	$ 3,026
Liabilities			
Current liabilities:			
Trade and other payables	12	$ 1,936	$ 1,571
Accrued interest		1,759	1,099
Warrant liability	15 (d)	18,651	3,103
Total current liabilities		22,346	5,773
Non-current liabilities:			
Long-term debt	13	44,737	26,468
Royalty preferred shares	14	27,800	34,000
Total liabilities		94,883	66,241
Shareholders' equity (deficit):			
Share capital	15	136,499	132,337
Contributed surplus		37,945	34,296
Deficit		(248,171)	(229,848)
Total shareholders' equity (deficit)		(73,727)	(63,215)
Total liabilities and shareholders' equity (deficit)		$ 21,156	$ 3,026

Future operations (note 3)
Commitments (note 18)
Subsequent events (note 21)

Signed on behalf of the Board:

Signed: "Dr. Peter Johann" Director

Signed: "Kenneth Zuerblis" Director

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

Consolidated Statements of Comprehensive Loss (Income)
For the years ended April 30

In thousands of US dollars	Notes	2015	2014
Expenses:			
Research and development, net of recoveries	17	$ 4,206	$ 9,828
Investment tax credits		(21)	(19)
Net research and development		4,185	9,809
General and administrative, net of recoveries	17	4,273	4,228
		8,458	14,037
Finance (income) costs:			
Loss (gain) on change in fair value of warrant liability	15 (d)	12,637	(14,805)
Gain on change in fair value of royalty preferred shares	14	(6,200)	(40,000)
Interest and accretion		5,824	3,709
Foreign exchange gain		(2,355)	(1,977)
Net finance (income) costs		9,906	(53,073)
Loss on termination of license	10	1,050	-
Gain on distribution	2 (a)	-	(13,650)
Gain on waiver of rights	10	-	(2,500)
Loss (income) before income taxes		19,414	(55,186)
Income Taxes:			
Current tax expense		61	82
Deferred tax recovery	20	(1,152)	-
		(1,091)	82
Net and total comprehensive loss (income)		$ 18,323	$ (55,104)
Net loss (earnings) per share *(note 15 (e))*			
Basic and diluted		$ 0.22	$ (0.69)

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

Consolidated Statements of Changes in Shareholders' Equity (Deficit)

For the years ended April 30

In thousands of US dollars	Notes	Share Capital	Contributed Surplus	Deficit	Total Shareholders' Equity (Deficit)
Balance, April 30, 2013		$ 126,119	$ 32,242	$ (187,865)	$ (29,504)
Common shares issued under the Equity Distribution Agreement		4,973	-	-	4,973
Common shares issued in connection with private placement		1,270	-	-	1,270
Common shares issued in connection with warrant exercises		190	-	-	190
Common shares issued in connection with stock option and long term incentive plans		127	(102)	-	25
Distribution	2 (a)	-	-	(97,087)	(97,087)
Share issue costs		(342)	-	-	(342)
Share-based payment transactions		-	2,156	-	2,156
Net and total comprehensive income		-	-	55,104	55,104
Balance, April 30, 2014		$ 132,337	$ 34,296	$ (229,848)	$ (63,215)
Common shares issued in connection with private placement		2,075	-	-	2,075
Common shares issued in connection with warrant exercises		967			967
Common shares issued in connection with stock option and long term incentive plans		1,046	(1,126)	-	(80)
Share issue cost recovery, net of tax		74	-	-	74
Share-based payment transactions		-	1,079	-	1,079
Discount on long-term debt, net of tax		-	3,696	-	3,696
Net and total comprehensive loss		-	-	(18,323)	(18,323)
Balance, April 30, 2015		$ 136,499	$ 37,945	$(248,171)	$ (73,727)

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

Consolidated Statements of Cash Flows

For the years ended April 30

In thousands of US dollars	2015	2014
Cash provided by (used in):		
Cash flows used in operating activities:		
Net income (loss)	$ (18,323)	$ 55,104
Items not involving cash:		
Loss on termination of license	1,050	-
Gain on distribution	-	(13,650)
Gain on waiver of rights	-	(2,500)
Equity-settled share-based payment transactions	1,079	2,156
Depreciation and amortization, net of gain on disposition	212	89
Impairment of intangible assets	-	501
Change in fair value of warrant liability	12,637	(14,805)
Change in fair value of royalty preferred shares	(6,200)	(40,000)
Unrealized foreign exchange	(4,660)	(2,259)
Interest and accretion	5,824	3,709
Income taxes, current and deferred tax recovery	(1,091)	82
Changes in non-cash working capital:		
Investment tax credit receivable	(2)	36
Clinical supplies	6	(103)
Prepaid expenses and deposits	(52)	458
Deposits	(199)	10
Other assets	98	(160)
Due from related parties	(1,788)	(167)
Trade and other payables	2,813	(1,653)
	(8,596)	(13,152)
Interest received	170	24
Income tax paid	(73)	(60)
Net cash used in operating activities	(8,499)	(13,188)
Cash flows generated from financing activities:		
Proceeds from the issuance of long-term debt and warrants	27,498	-
Debt issuance costs	(49)	-
Proceeds from the issuance of common shares	2,075	6,512
Share issuance costs	(6)	(342)
Deferred financing costs	(11)	-
Proceeds from exercise of stock options	37	25
Proceeds from exercise of warrants	635	102
Restricted stock unit costs	(117)	-
Interest and fees paid	(1,698)	(1,436)
Changes in non-cash financing working capital	11	(83)
Net cash generated from financing activities	28,375	4,778
Cash flows used in investing activities:		
Payment on termination of license	(1,050)	-
Property and equipment additions	(218)	(786)
Intangible asset additions	(541)	(261)
Distribution	-	(10,146)
Proceeds from waiver of rights	-	2,500
Proceeds from sale of property and equipment	-	323
Changes in non-cash investing working capital	(298)	275
Net cash used in investing activities	(2,107)	(8,095)
Effect of foreign currency translation on cash	(2,148)	(318)
Increase (decrease) in cash	15,621	(16,823)
Cash, beginning of period	590	17,413
Cash, end of period	$ 16,211	$ 590

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

1. General information

Resverlogix Corp. (the "Company") is a company domiciled in Canada. The consolidated financial statements comprise the Company and its wholly-owned subsidiaries RVX Therapeutics Inc. (up to the effective date of the Plan of Arrangement described below) and Resverlogix Inc. (together referred to as the "Group"). Resverlogix Corp. and RVX Therapeutics Inc. are incorporated under the laws of Alberta. Resverlogix Inc. is incorporated under the laws of Delaware. The Company's head office is located at Suite 300, 4820 Richard Road S.W., Calgary, Alberta, T3E 6L1. The registered and records office is located at Suite 600, 815 - 8th Avenue S.W., Calgary, Alberta, T2P 3P2.

Resverlogix Corp. is a clinical stage biotechnology company developing RVX-208, a first-in-class small molecule selective Bromodomain and ExtraTerminal domain ("BET") inhibitor for the treatment of patients with cardiovascular disease, diabetes mellitus, Alzheimer's disease, peripheral artery disease and chronic kidney disease. The Company is considered to be in the development stage, as most of its efforts have been devoted to research and development and it has not earned any revenue to date.

As discussed in Note 2(a), on June 3, 2013, the Company, Zenith Epigenetics Corp. (a newly incorporated company), and RVX Therapeutics Inc. completed a Plan of Arrangement pursuant to the Business Corporations Act (Alberta).

2. Basis of preparation

(a) Plan of Arrangement

On June 3, 2013, the Company, Zenith Epigenetics Corp. ("Zenith", a newly incorporated company), and RVX Therapeutics Inc. completed a Plan of Arrangement ("the Arrangement") pursuant to the Business Corporations Act (Alberta).

Upon the effective time of the Arrangement, every Resverlogix shareholder received one share in Zenith for every share held in Resverlogix at the effective date. Upon the effective date of the arrangement Zenith owns all of the outstanding shares of RVX Therapeutics Inc.

Every holder of a Resverlogix warrant, stock option and restricted stock unit at the effective date of the Arrangement received one warrant, stock option and restricted stock in Zenith for every warrant, stock option and restricted stock, respectively, held in Resverlogix. The exercise prices of all outstanding warrants and stock options in the Company were reduced by approximately 9.1%, and the exercise price of each warrant and stock option in Zenith was calculated as approximately 9.1% of the exercise price of each corresponding warrant and stock option of the Company at the effective time of the Arrangement, to reflect the fair market value of Zenith.

Pursuant to the Arrangement, Zenith was also issued 75,202,620 royalty preferred shares in the capital of Resverlogix which will provide Zenith with dividends in the amount of 6-12% of Net Apo Revenue (see Note 14), if any. Zenith owns all of the outstanding royalty preferred shares of Resverlogix.

Pursuant to the Arrangement, the Company advanced CAD$10 million to Zenith to provide working capital to Zenith and RVX Therapeutics Inc. The promissory notes and the aggregate advances due from RVX Therapeutics Inc. immediately prior to the effective time of the Arrangement were transferred from the Company to Zenith such that, subsequent to the effective time of the Arrangement, RVX Therapeutics Inc. was indebted to Zenith in respect of these liabilities and no longer indebted to the Company.

Distribution

The Company accounted for the distribution to Zenith of the royalty preferred shares described in Note 14, the shares of RVX Therapeutics Inc., the indebtedness from RVX Therapeutics Inc. to the Company, and the cash advanced to Zenith, in accordance with IFRIC 17 – "*Distributions of non-cash assets to owners*" which requires that the assets being distributed pursuant to a non-reciprocal distribution to owners acting in their capacity of owners to be measured and derecognized at their fair value at the date of distribution. The distribution was charged to deficit.

The $13.7 million gain on distribution recognized in the year ended April 30, 2014 represents the excess of the estimated aggregate fair value ($97.1 million) of the net assets distributed over their carrying value ($83.4 million, comprised of $9.4 million of net working capital and $74.0 million of royalty preferred shares).

2. Basis of preparation (continued)

(b) Statement of compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as prescribed by the International Accounting Standards Board ("IASB"). These consolidated financial statements were approved and authorized for issue by the Board of Directors on July 23, 2015.

(c) 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 liability classified royalty preferred shares, which are measured at fair value each reporting period. Long-term debt is measured initially at fair value and subsequently at amortized cost. Historical cost is based on the fair value of the consideration given in exchange for assets recorded on the date of the transaction.

Comparative figures

Certain comparative figures have been reclassified to conform to the presentation adopted for year ended April 30, 2015.

(d) 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.

3. Future operations

The success of the Company is dependent on the continuation of its research and development activities, progressing the 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 financial statements have been prepared pursuant to International Financial 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 April 30, 2015, the Company had $16.2 million of cash and is committed to pay $1.9 million of trade and other payables, and $0.4 million for research and development and $0.8 million of lease obligations over the next twelve months as described further in Note 18 "Commitments". Zenith agreed to pay the Company for its proportionate share of operating lease payments and operating costs for office and laboratory premises of an estimated $0.4 million and $0.1 million, respectively, for the next twelve months. Should the full CAD$68.8 million loan be outstanding as at August 27, 2015, the Company is committed to pay CAD$3.2 million of interest. Subsequent to April 30, 2015 the Company closed a private placement and license agreement with Shenzhen Hepalink Pharmaceutical Co., Ltd. ("Hepalink") and a private placement with Eastern Capital Limited ("Eastern") as outlined in Note 21 "Subsequent events" for gross proceeds of CAD$35 million and CAD$15 million, respectively. We believe the Company's cash as at April 30, 2015, combined with the cash received subsequent to April 30, 2015 from the private placements and license agreement, 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 planned business operations for at least the next year.

The Company may also require additional capital to fund research, development and corporate activities beyond the next year. The Company will continue to explore alternatives to generate additional cash including raising additional equity and product licensing; however, there is no assurance that these initiatives will be successful.

4. Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements, unless otherwise indicated. The accounting policies have been applied consistently by the Company's subsidiaries.

4. Significant accounting policies (continued)

Consolidation

The consolidated financial statements include the accounts of Resverlogix Corp. and its wholly-owned subsidiaries. All intercompany transactions, balances and unrealized gains and losses from intercompany transactions are eliminated on consolidation.

Subsidiaries are fully consolidated from the date on which control is transferred to the Company. They are deconsolidated from the date that control ceases. The Company achieves control when it is exposed to, or has rights to, variable returns from its involvement with an entity and has the ability to affect those returns through its power over the entity. The Company considers its voting and contractual rights and all other relevant facts and circumstances in assessing whether it has the power to direct the relevant activities of an entity.

Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortized cost in the functional currency at the beginning of the period, adjusted for effective interest and payments during the period, and the amortized cost in foreign currency translated at the exchange rate at the end of the period.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items in a foreign currency that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction. Foreign currency differences arising on translation are recognized in profit or loss.

Financial instruments

The Group initially recognizes financial assets and financial liabilities, including derivatives, when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously. The Group derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial assets are transferred. Any interest in transferred financial assets that is created or retained by the Group is recognized as a separate asset or liability. The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire.

All financial instruments are required to be measured at fair value on initial recognition. Subsequent measurement of these assets and liabilities is based on either fair value or amortized cost using the effective interest method, depending upon their classification.

The Group classifies financial instruments, at the time of initial recognition, according to their characteristics and Management's choices and intentions related thereto for the purposes of ongoing measurement. Classification choices for financial assets include a) fair value through profit or loss ("FVTPL"), b) held to maturity, c) available for sale, and d) loans and receivables. Classification choices for financial liabilities include a) FVTPL and b) other liabilities.

The Group's financial assets and financial liabilities are generally classified and measured as follows:

Asset/Liability	Category	Measurement
Cash	Loans and receivables	Amortized cost
Investment tax credit receivable	Loans and receivables	Amortized cost
Due from related parties	Loans and receivables	Amortized cost
Deposits	Loans and receivables	Amortized cost
Trade and other payables	Other liabilities	Amortized cost
Warrant liability	FVTPL	Fair Value
Royalty preferred shares	FVTPL	Fair Value
Long-term debt	Other liabilities	Amortized cost

4. Significant accounting policies (continued)

Financial instruments (continued)

Financial instruments classified as FVTPL are measured at fair value, with changes in fair value recorded in net income in the period in which they arise. All those designated as such were designated upon initial recognition, none are considered held for trading.

Financial instruments classified as loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Subsequent to initial recognition, loans and receivables are measured at amortized cost using the effective interest method, less any impairment, with gains and losses recognized in net income in the period that the asset is derecognized or impaired.

Financial instruments classified as other financial liabilities are measured at amortized cost subsequent to initial recognition, using the effective interest method with gains and losses recognized in net income in the period that the liability is derecognized.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities classified as FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities classified as FVTPL are recognized immediately in net income.

Fair Value Measurement

The accounting guidance for fair value measurements prioritizes the inputs used in measuring fair value into the following hierarchy:

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices included within Level 1 that are either directly or indirectly observable;

Level 3 – Unobservable inputs in which little or no market activity exists, therefore requiring an entity to develop its own assumptions about the assumptions that market participants would use in pricing.

The fair value of the warrant liability is based on level 2 (significant observable) inputs. The fair value of the royalty preferred shares is based on level 3 (unobservable) inputs.

Clinical supplies

Expenditures on clinical supplies are initially capitalized when incurred, and the expense is recognized at a future date when the supplies are used. They are carried at cost, and these costs are recognized as the clinical supplies are consumed in research and development activities in the statement of comprehensive (income) loss.

Property and equipment

Property and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditures that are directly attributable to the acquisition of the asset. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost can be measured reliably. Purchased software that is integral to the functionality of the related computer hardware is capitalized as part of that computer hardware. The carrying amount of a replaced asset is derecognized when replaced. Repairs and maintenance costs are expensed as incurred.

The major categories of property and equipment are depreciated as follows:

Asset	Method	Rate
Office furniture and equipment	Straight line	5 years
Computer hardware and software	Straight line	3 years
Leasehold improvements	Straight line	Term of lease

4. Significant accounting policies (continued)

Property and equipment (continued)

When parts of an item of property and equipment have different useful lives, they are accounted for as separate items (major components) of property and equipment. Residual values, method of depreciation and useful lives of the assets are reviewed annually and adjusted if appropriate. Items of property and equipment are depreciated on a straight line basis in profit or loss over the estimated useful lives of each component, and are depreciated from the date they are installed and ready for use.

Gains and losses on disposals of property and equipment are determined by comparing the proceeds with the carrying amount of the asset and are included as part of other gains and losses in the statement of comprehensive (income) loss.

Intangible assets

(i) Research and development

Expenditures on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, are charged as an expense in the period in which they are incurred.

Development activities involve a plan or design for the production of new or substantially improved products and processes. Development expenditure is capitalized only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Group intends to and has sufficient resources to complete development and to use or sell the asset.

(ii) Other intangible assets, subsequent expenditures, and amortization

Separately acquired patents and non-integrated software have a finite useful life and are measured at cost less accumulated amortization and accumulated impairment losses.

Subsequent expenditures are capitalized only when they increase the future economic benefits embodied in the specific asset to which it relates. All other expenditures are recognized in profit or loss as incurred.

Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The major categories of intangibles assets are depreciated as follows:

Asset	Method	Rate
Patents and intellectual property	Straight line	20-24 years
Non-integrated software	Straight line	3 years

Impairment

The Group assesses at each reporting date whether there is any indication that an asset or a group of assets is impaired.

A financial asset or group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred 'loss event') and that loss event has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognized in profit or loss and reflected in an allowance account against loans and receivables.

Clinical supplies, property and equipment and intangible assets may be impaired when events or changes in circumstances indicate that the carrying amount may not be recoverable. For the purpose of measuring recoverable amounts, assets are grouped at the lowest levels (cash-generating units or "CGU") for which there are separately identifiable cash flows that are largely independent of the cash flows of other assets or CGUs. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use (being the present value of the expected future cash flows of the relevant assets or CGU). An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount.

4. Significant accounting policies (continued)

Impairment (continued)

The Group re-evaluates impairment losses for potential reversals when events or circumstances warrant such consideration. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of any depreciation or amortization, if no impairment loss had been recognized.

Leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as an operating lease. Payments made under operating leases are charged to the income statement on a straight-line basis over the period of the lease.

Leases in which the Group assumes substantially all the risks and rewards of ownership are classified as a finance lease. Upon initial recognition the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid under short-term incentive plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reasonably.

Share-based payment transactions

The grant date fair value of share-based payment awards granted to employees, officers, and directors is recognized as an expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognized as an expense is adjusted to reflect the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognized as an expense is based on the number of awards that do meet the related service and non-market performance conditions at the vesting date.

The fair value of the Company's share-based payment awards is measured using the Black-Scholes option pricing model. Measurement inputs include the share price on the measurement date, the exercise price of the instrument, expected volatility (based on an evaluation of the Company's historic volatility, particularly over the historic period commensurate with the expected term), expected term of the instruments (based on historical experience and general option holder behavior), expected dividends, and the risk free interest rate (based on government bonds). Service and non-market performance conditions attached to the transactions are not taken into account in determining fair value. Any consideration received upon exercise of the options and similar instruments together with the amount of non-cash compensation cost recognized in contributed surplus is recorded as an increase in common shares.

Government grants

Grants resulting from government assistance programs, including investment tax credits for research and development expenditures, are reflected as reductions of the cost of the assets or expenditures to which they relate at the time the assistance becomes receivable.

Finance income and costs

Finance income and costs is comprised of interest income on funds invested, accretion and interest expense on loans outstanding, and fair value gains on financial liabilities at fair value through profit or loss. Interest is recognized as it accrues in profit or loss, using the effective interest rate method. Finance costs comprise fair value losses on financial liabilities at fair value through profit or loss. Foreign currency gains and losses are reported on a net basis as either finance income or finance cost depending on whether foreign currency movements are in a net gain or net loss position.

4. Significant accounting policies (continued)

Income tax

Income tax comprises current and deferred tax. Income tax is recognized in the statement of income except to the extent that it relates to items recognized directly in equity, in which case the income tax is also recognized directly in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted, or substantially enacted, at the end of the reporting period, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized in respect of temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined on a non-discounted basis using tax rates and laws that have been enacted or substantively enacted at the balance sheet date and are expected to apply when the deferred tax asset or liability is settled. Deferred tax assets are recognized to the extent that it is probable that the future taxable profits will be available against which they can be utilized.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries except, where the timing of the reversal of the temporary difference is controlled by the Company and it is probable that the temporary difference will not reverse in the foreseeable future.

Share capital

Common shares are classified as equity. Incremental costs directly attributable to the issuance of shares or options are recognized as a deduction from equity.

Earnings per share

Basic earnings (loss) per share ("EPS") is calculated by dividing the net earnings (loss) for the period attributable to equity owners of the Company by the weighted average number of common shares outstanding during the period.

Diluted EPS is calculated by adjusting the weighted average number of common shares outstanding for dilutive instruments. The Company uses the treasury stock method to determine the dilutive effect of issued instruments (stock options, restricted stock units and warrants). This method assumes that proceeds received from the exercise of in-the-money instruments are used to repurchase common shares at the average market price for the period.

Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

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, 2014:

Offsetting Financial Assets and Liabilities

An amendment to IAS 32 - *Offsetting Financial Assets and Liabilities,* (a) clarifies requirements for the right to set-off for rights that are contingent, and enforceability in default, insolvency or bankruptcy of all parties to a liability and (b) clarifies provisions on net settlement. The amendments to IAS 32 did not have a material impact on the consolidated financial statements.

Recent accounting pronouncements

The following are new IFRS pronouncements that have been issued, that are not yet effective, that have not been early adopted, and that may have an impact on the Group in the future, as discussed below.

4. Significant accounting policies (continued)

Recent accounting pronouncements (continued)

Financial Instruments

On July 24, 2014 the IASB issued IFRS 9 *Financial Instruments* which replaced the classification and measurement requirements in IAS 39 *Financial Instruments: Recognition and Measurement* for financial assets. This altered the options for valuing financial assets and proposed changes to how changes in certain financial liabilities are accounted for. The mandatory effective date is for periods beginning on or after January 1, 2018 and must be applied retrospectively. The Company intends to adopt IFRS 9 (2014) in its financial statements for the annual period beginning on May 1, 2018. The extent of the impact of adoption has not yet been determined.

Annual Improvements

The IASB issued narrow-scope amendments to a total of nine standards as part of its annual improvements released on December 12, 2013 to be implemented for periods beginning on or after July 1, 2014. These altered the definition of “vesting condition” in IFRS 2 *Share-based payment* which is to be applied prospectively to new grants; and “related party” in IAS 24 *Related Party Disclosures* which is to be applied retrospectively. The Company intends to adopt these amendments in its financial statements for the annual period beginning on May 1, 2015. The Company does not expect the amendments to have a material impact on the financial statements.

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 Company intends to adopt these amendments in its financial statements for the annual period beginning on May 1, 2016. The Company does not expect the amendments to have a material impact on the 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 Company intends to adopt these amendments in its financial statements for the annual period beginning on May 1, 2016. The Company does not expect the amendments to have a material impact on the financial statements.

5. Significant judgments, estimates and assumptions

The preparation of the 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 consolidated financial statements and notes. Accordingly, actual results may differ from estimated amounts as future confirming events occur.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. Significant estimates made by management affecting the consolidated financial statements include:

Distribution

The Company used significant judgments related to the fair value measurement of assets and liabilities distributed pursuant to the Plan of Arrangement, including the royalty preferred shares and the shares of RVX Therapeutics Inc. The fair value measurements required management to exercise judgment concerning valuation approaches and methods, estimates of future cash flows, and discount rates.

Royalty preferred shares

The Company uses significant judgments related to the fair value measurement of the royalty preferred shares. The fair value measurement requires management to exercise judgment concerning valuation approaches and methods, discount rates, and estimates of future cash flows, including the timing and amounts of discounted risk adjusted future net cash flows derived from the Apo-A-I applications rights.

5. Significant judgments, estimates and assumptions (continued)

Share-based payment transactions

The Company measures share-based payment transactions by reference to the fair value of the stock options at the date at which they are granted. Estimating fair value for granted stock options requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining and making assumptions about the most appropriate inputs to the valuation model, including the expected life of the option, volatility and dividend yield. The assumptions and model used for estimating fair value for share-based payment transactions are disclosed in Note 15.

Warrant liability

The Company measures the initial warrant liability and subsequent revaluations of the warrant liability by reference to the fair value of the warrants at the date at which they were granted and subsequently revalues them at each reporting date. Estimating fair value for these warrants requires management to determine the most appropriate valuation model. This estimate also requires management to make significant judgments about the capacity in which warrant holders receive warrants, and to make assumptions about the most appropriate inputs to the valuation model including the expected life of the warrants, volatility and dividend yield.

Long-term debt

The Company used significant judgments related to the fair value measurement of its long-term debt, including the estimated market interest rate which was based on management's judgment with reference to loan financing arrangements of entities comparable to the Company.

Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of future taxable income. Currently, the Company is accumulating tax loss carry forward balances, creating a deferred tax asset. Deferred tax assets are recognized for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Management's judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

To date the Company has determined that none of the deferred tax assets should be recognized other than the provincial portion of the Investment tax credit receivable. The deferred tax assets are mainly comprised of the net operating losses from prior years, prior year research and development expenses, and investment tax credits. These tax pools relate to entities within the Group that have a history of losses, have varying expiry dates, and may not be used to offset taxable income of other entities within the Group. As well, there are no taxable temporary differences or any tax planning opportunities available that could partly support the recognition of these losses as deferred tax assets.

6. Financial risk management

Overview

The Group has exposure to the following risks from its use of financial instruments:

- liquidity risk;
- market risk; and
- credit risk.

Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework, including the development and monitoring of the Group's risk management policies. The Group's risk management policies are established to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits.

(a) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's objective in managing liquidity is to ensure, to the greatest extent possible, that it will have sufficient liquidity to meet its liabilities when due.

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

6. Financial risk management (continued)

(a) Liquidity risk (continued)

The future cash requirements of the Group are estimated by preparing a budget annually which is reviewed and approved by the Company's Board of Directors. The budget establishes the approved activities for the upcoming year and estimates the costs associated with these activities. Actual spending relative to budgeted expenditures is monitored regularly by management and reviewed by the Company's Board of Directors quarterly.

The Group's exposure to liquidity risk is dependent on its research and development programs and associated commitments and obligations, and the raising of capital. The Group relies on external financing to support its operations. To date, the programs have been funded primarily through the sale of common shares, term loans, convertible debentures and the exercise of common share purchase warrants. Management constantly monitors capital markets. There are no assurances that funds will be available to the Group when required. The Group holds cash on deposit; as at April 30, 2015, the Group's cash is not subject to any external restrictions. The Group also continuously monitors actual and projected expenditures and cash flows.

The table below presents a maturity analysis of the Company's financial liabilities on the expected cash flows from April 30, 2015 to the contractual maturity date, including estimated interest payments. The carrying amounts are equivalent to the following contractual undiscounted cash flows.

Trade and other payables balance		April 30, 2015		April 30, 2014
3 months or less	$	1,936	$	1,571
3 - 12 months		-		-
Trade and other payables total	$	1,936	$	1,571
Interest on long-term debt				
12 months or less	$	2,615	$	1,633
More than 12 months		5,237		4,900
Interest on long-term debt total	$	7,852	$	6,533
Long-term debt				
12 months or less	$	-	$	-
More than 12 months		56,774		35,413
Long-term debt total	$	56,774	$	35,413
Total	$	66,562	$	43,517

(b) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures.

6. Financial risk management (continued)

(b) Market risk (continued)

Interest rate risk

The Group is exposed to interest rate risk arising from fluctuations in interest rates on its long-term debt. Effective August 27, 2013, the annual interest rate was reset from 4.5% to 4.4473% and effective August 27, 2014, the annual interest rate was reset from 4.4473% to 4.4410%. Interest on the loan is payable annually in arrears and the interest rate is reset annually to a rate equal to Canadian one-year LIBOR swap rate plus 3.14%. Fluctuations in the Canadian one-year LIBOR swap rate could have a significant impact on the Group's results of operations. A change of 1% in interest rates would result in CAD$688 change in annual interest expense as measured at April 30, 2015 (2014 – CAD$388).

The Group is exposed to interest rate risk arising from fluctuations in interest rates on its cash. Fluctuations in market interest rates on interest bearing cash rates do not have a significant impact on the Group's results of operations. A change of 1% in interest rates would result in $0.16 million change in annual interest income on its cash as measured at April 30, 2015 (2014 – $0.01 million change).

Currency risk

The Group is exposed to currency risk on transactions that are denominated in a currency other than the functional currency of the Group's entities. The currency in which these foreign transactions primarily are denominated in is the Canadian dollar. The Group is also exposed to foreign exchange risk on its Canadian dollar denominated cash. The Group manages its exposure to currency fluctuations by holding cash denominated in Canadian dollars in a certain ratio equivalent to current and anticipated Canadian dollar financial liabilities.

The Group had no forward exchange contract to manage its foreign currency risk. As at April 30, 2015, the Group had Canadian denominated assets and liabilities of: cash in the amount of CAD$19.1 million (2014 – CAD$0.2 million), accounts receivable in the amount of CAD$0.1 million (2014 – CAD$0.2 million), accounts payable in the amount of CAD$0.7 million (2014 – CAD$0.8 million), and debt plus accrued interest of CAD $56.3 million (2014 - $30.6 million). A change of $0.01 in exchange rate as measured on April 30, 2015 would result in a foreign currency loss of $0.5 million (2014 – $0.3 million loss).

(c) Credit risk

Credit risk is the risk of financial loss to the Group if the counterparty to a financial instrument fails to meet its contractual obligations. Financial instruments that potentially subject the Group to credit risk consist primarily of cash and amounts receivable from Zenith.

The Group manages its cash in accordance with an investment policy that established guidelines for investment eligibility, credit quality, liquidity and foreign currency exposure. The Group manages its exposure to credit loss by holding cash on deposit with major financial institutions.

Per Note 19, as at April 30, 2015 there is a $2.0 million receivable owed from Zenith, a related party. We believe Zenith's cash as at April 30, 2015 is not sufficient to fund its contractual obligations and net working capital liability for the next year, or sufficient to fund all of its planned business operations for the next year. Based on our expectation that Zenith will be able to raise additional capital, we believe that amounts receivable from Zenith are recoverable.

As at April 30, 2015, the carrying amounts of the Group's cash and trade and other payables approximate their fair value due to their short-term nature.

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

7. Cash

Cash consists of cash on hand and interest-bearing deposits with the Group's banks having an original maturity of less than 90 days.

8. Prepaid expenses and deposits

Services Agreement

On January 1, 2015, the Company entered into a Services Agreement with Zenith whereby Zenith will perform research services on an ongoing basis on behalf of the Company. As consideration for these services, Resverlogix paid a $0.25 million deposit to Zenith against which expenditures, at cost, will be applied as they are incurred. Of the unused portion as at April 30, 2015, $0.05 million is included in prepaid expenses and deposits, and $0.19 million is included in deposits on the statement of financial position.

9. Property and equipment

	Laboratory equipment	Office furniture and equipment	Computer hardware and software	Leasehold improvements	Total
Cost					
Balance at April 30, 2013	$ 842	$ 160	$ 167	$ 104	$ 1,273
Additions	-	148	34	604	786
Disposals	(842)	(98)	(85)	(13)	(1,038)
Balance at April 30, 2014	-	210	116	695	1,021
Additions	-	174	37	7	218
Disposals	-	-	(27)	-	(27)
Balance at April 30, 2015	$ -	$ 384	$ 126	$ 702	$ 1,212
Accumulated depreciation					
Balance at April 30, 2013	$ 616	$ 60	$ 126	$ 9	$ 811
Depreciation	27	17	24	4	72
Disposals	(643)	(50)	(67)	(13)	(773)
Balance at April 30, 2014	-	27	83	-	110
Depreciation	-	51	22	74	147
Disposals	-	-	(27)	-	(27)
Balance at April 30, 2015	$ -	$ 78	$ 78	$ 74	$ 230
Net book value					
As at April 30, 2014	$ -	$ 183	$ 33	$ 695	$ 911
As at April 30, 2015	-	306	48	628	982

On November 1, 2013, the Company sold laboratory equipment for $0.3 million and office furniture and equipment for $0.05 million, their respective fair values, to Zenith. The Company recognized a total gain on sale of $0.05 million.

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

10. Intangible assets

	Patents and intellectual property	Non-integrated software	Total
Cost			
Balance at April 30, 2013	$ 1,096	$ 49	$ 1,145
Additions	261	-	261
Disposals	(663)	-	(663)
Balance at April 30, 2014	694	49	743
Additions	541	-	541
Disposals	-	(1)	(1)
Balance at April 30, 2015	$ 1,235	$ 48	$ 1,283
Accumulated amortization and impairment losses			
Balance at April 30, 2013	$ 167	$ 42	$ 209
Amortization	68	7	75
Impairment	501	-	501
Disposals	(663)	-	(663)
Balance at April 30, 2014	73	49	122
Amortization	65	-	65
Impairment	-	-	-
Disposals	-	(1)	(1)
Balance at April 30, 2015	$ 138	$ 48	$ 186
Net book value			
As at April 30, 2014	$ 621	$ -	$ 621
As at April 30, 2015	1,097	-	1,097

During the fiscal year ended April 30, 2014, the Company determined that it no longer intended to perform further research or commercialize the technologies relating to certain intangible assets (relating to technology unrelated to the Company's lead compound, RVX-208), thus an impairment of $501 was recognized.

Amended and Restated License Agreement

On June 3, 2013, the Company and RVX Therapeutics Inc. entered into an Amended and Restated License Agreement (the "License"), effective January 31, 2013, which amended a License Agreement dated August 1, 2005. Pursuant to the License, the Company granted a worldwide license to RVX Therapeutics Inc. under certain licensed patents and licensed know-how to develop, commercialize and sell licensed products in any field other than the ApoA-I Therapeutic Field (the prevention, treatment or mitigation of any disease via the administration of a pharmaceutical agent that results in a specified therapeutic elevation in the plasma levels of ApoA-I). As ongoing consideration for the grant of the License, RVX Therapeutics Inc. shall pay the Company a royalty from 1% to 5% of gross amounts received by RVX Therapeutics Inc. from the sale of any product in any field other than the ApoA-I Therapeutic Field which is encompassed within a patent licensed from the Company.

Pursuant to the Amendment, the Company was entitled to license any method or pharmaceutical agent within the scope of certain licensee patents owned or controlled by RVX Therapeutics Inc. that are within the ApoA-I Therapeutic Field (as defined in the License).

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

10. Intangible assets (continued)

Waiver Agreement

On March 17, 2014, the Company and RVX Therapeutics Inc. entered into a Waiver Agreement whereby the Company waived its right under the License Amendment to license any method or pharmaceutical agent within the scope of certain patents owned or controlled by RVX Therapeutics Inc. that may be determined to come within the ApoA-I Therapeutic Field. RVX Therapeutics Inc. agreed not to develop any patents for any indication within the ApoA-I Therapeutic Field for a period of five years. RVX Therapeutics Inc. granted to the Company a right of first refusal for a period of three years thereafter in respect of the license or sale of such patents and or compounds that are determined to come within the ApoA-I Therapeutic Field. In consideration for this waiver, RVX Therapeutics Inc. paid the Company $2.5 million in cash.

Termination of License Agreement

On January 31, 2015, the Company terminated the License in order to enhance its freedom to operate and pursue expanded indications. As consideration for the termination, the Company agreed to pay Zenith $1.05 million, the estimated fair value of the License. As a result, the Company recognized a $1.05 million loss as the expenditure does not meet the criteria for recognition as an intangible asset. The non-development covenant and right of first refusal granted by Zenith to us pursuant to the Waiver Agreement were not affected by the termination of the License.

11. Deferred financing costs

Deferred financing costs are comprised of fees paid in connection with the private placement with Hepalink as described in Note 21 “Subsequent events”.

12. Trade and other payables

	2015	2014
Trade payables	$ 891	$ 995
Accrued liabilities	1,045	576
	$ 1,936	$ 1,571

13. Long-term debt

	2015	2014
CAD$68.8 million, 4.4410% due August 28, 2017	$ 56,774	$ 35,413
Discount on debt, net of accretion	(8,252)	(6,896)
Unamortized transaction costs, net of accretion	(3,785)	(2,049)
Carrying value of long-term debt	$ 44,737	$ 26,468

On August 27, 2012, the Company entered into a CAD$25 million Loan Agreement with Citibank, N.A. (“Citibank”). The Company received the CAD$25 million on August 30, 2012. On March 8, 2013, the Company entered into a Second Loan Amendment with Citibank to increase the loan from CAD$25 million to CAD$38.8 million, all other existing terms and conditions remained unchanged. The Company received the additional CAD$13.8 million upon closing of the loan on March 11, 2013. On July 3, 2014, the Company entered into a Second Loan Amendment with Citibank which provided for the existing loan granted to the Company by Citibank to be increased by CAD$30 million to CAD$68.8 million. All other existing terms and conditions remained unchanged. The Company received the additional CAD$30.0 million upon closing on August 15, 2014.

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

13. Long-term debt (continued)

The entire loan is repayable upon maturity on August 28, 2017 and may be repaid in whole or in part without penalty. Effective August 27, 2014, the annual interest rate was reset from 4.4473% to 4.4410%. Interest on the loan is payable annually in arrears and the interest rate is reset annually to a rate equal to Canadian one-year LIBOR swap rate plus 3.14%. The loan is secured by an irrevocable CAD$68.8 million Standby Letter of Credit (the "Letter of Credit") in favour of Citibank arranged by Eastern, which will be maintained until maturity of the loan.

In connection with the irrevocable Standby Letter of Credit, on August 27, 2012 the Company issued 1,320,000 share purchase warrants exercisable at a price of CAD$1.58 (subsequently adjusted to CAD$1.44) for a period of five years to Eastern, and on March 8, 2013 the Company issued an additional 728,640 share purchase warrants exercisable at a price of CAD$2.38 (subsequently adjusted to CAD$2.16) for a period of five years to Eastern. In connection with the Second Loan Amendment, the Company issued 5,000,000 share purchase warrants exercisable at a price of CAD$0.75 for a period of five years to Eastern. The Company will pay a guarantee fee to Eastern in the amount of 0.03% per annum on the average daily aggregate principal amount of the issued and undrawn Letter of Credit, and pledged its issued letters patent to Eastern.

The Company determined the fair value of the initial CAD$25 million long-term debt to be $18.6 million which is net of a $6.7 million debt discount, and determined the fair value of the subsequent CAD$13.8 million long-term debt to be $10.2 million which is net of a $3.3 million debt discount. The further CAD $30.0 million was determined to have a fair value of $22.6 million which is net of a $4.9 million debt discount. Management's estimate of the market interest rate for the debt was 12%, and attributed the loan's lower interest rate to the Letter of Credit arranged by Eastern.

The Company used significant judgment in determining whether Eastern was acting in the capacity of a shareholder or a provider of service. Based on discussions with Eastern, consideration of the terms of the arrangements between Eastern, Citibank and Resverlogix whereby Eastern provided its assets as collateral to Citibank in connection with a loan from Citibank to Resverlogix, and the risks and rewards associated therewith, management determined that Eastern was acting in the capacity of a shareholder in arranging the Letter of Credit; therefore, the debt discounts were recognized as contributed surplus. The combined debt discount is to be amortized over the term of the long-term debt. The determination of the fair value of the long term debt required management to use judgment, including management's estimate of a market interest rate for the debt of 12%. In addition, the Company determined the fair value of the 1,320,000, 728,640 and 5,000,000 warrants to be $1.5 million, $1.4 million and $3.2 million, respectively. The Company recorded the warrants as a liability (see Note 15 (d)) with an off-setting reduction to the carrying amount of the debt to be amortized as interest and accretion expense over the term of the long-term debt. Management's estimate of the market interest rate for the debt as at April 30, 2015 was unchanged at 12% and, as such, the carrying value of the long-term debt approximates the fair value.

14. Royalty preferred shares

(i) **Authorized:**

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:**

Preferred shares	Number of shares	Amount
Balance, April 30, 2013	-	$ -
Issued in connection with Plan of Arrangement	75,202,620	74,000
Revaluation of royalty preferred shares	-	(40,000)
Balance, April 30, 2014	75,202,620	$ 34,000
Revaluation of royalty preferred shares	-	(6,200)
Balance, April 30, 2015	75,202,620	$ 27,800

14. Royalty preferred shares (continued)

Pursuant to the Plan of Arrangement described in Note 2(a), on June 3, 2013 the Company issued 75,202,620 royalty preferred shares to Zenith.

The holder of the royalty preferred shares is entitled to dividends in the amount of 6-12% of net Apo Revenue, if any. Net Apo revenue is defined as the aggregate of the following amounts: (i) amounts received by the Company or its affiliates (as defined in the Arrangement) from any person who is not the Company 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 the Apo products and/or Apo 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 the Company, any licensee or their respective affiliates from the sale of any Apo product (other than consideration received by the Company, any licensee or their respective affiliates from a licensee of such Apo 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); and (iii) amounts received from a third party by the Company or its affiliates in consideration for the sale of any Apo intellectual property right.

The holder of the preferred shares do 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 the Company’s residual net assets. As these preferred shares contain a non-discretionary royalty dividend they represent a contractual obligation to deliver cash. IFRS requires that the substance of the instrument takes precedence over the legal form and thus the preferred shares have been classified as a financial liability. The liability is required to be re-measured to its fair value at each reporting period end with changes in fair value recognized in the statement of comprehensive loss (income).

For fair value measurement purposes, the royalty preferred shares liability has been categorized within level 3 of the fair value measurement hierarchy. The fair value of the royalty preferred shares is based on management’s judgments, estimates and assumptions which include significant unobservable inputs including the timing and amounts of discounted risk adjusted future net cash flows derived from the Apo-A-I applications rights. The estimate incorporates the following assumptions: a cumulative probability rate of generating forecasted future cash flows of 35% as at April 30, 2015 (April 30, 2014 – 21%) (reflecting in each case, among other factors, the Company’s clinical results including those of the ASSURE trial and communication with regulatory bodies); a discount rate of 24.2% as at April 30, 2015 (April 30, 2014 – 25.0%); commencement of revenue beginning between 2021 and 2023 (based on clinical development paths across various jurisdictions) as at April 30, 2015 (April 30, 2014 – 2020); RVX-208 market share percentages; and product pricing.

From April 30, 2014 to April 30, 2015 management updated its estimate of the timing and amount of future cash flows to adjust the length of time for development and commercialization and reduced the discount rate due to a decrease in the risk-free interest rate.

The fair value of the royalty preferred shares is subject to significant volatility. Small changes in the aforementioned assumptions may have a significant impact on the fair value of the royalty preferred shares. For instance, holding all other assumptions constant, a 1% increase in the discount rate would result in a $3.7 million decrease in the fair value of the royalty preferred shares. Assuming commencement of revenue one year later would result in a $6.3 million decrease in the fair value of the royalty preferred shares.

15. Shareholders’ equity (deficit)

(a) Common shares

(i) Authorized:

Unlimited number of common shares

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

15. Shareholders' equity (deficit) (continued)

(a) Common shares (continued)

(ii) Issued and outstanding:

Common shares	Number of shares	Amount
Balance, April 30, 2013	74,578,283	$ 126,119
Issued under the Equity Distribution Agreement	5,053,300	4,973
Issued in connection with private placement	1,765,307	1,270
Issued in connection with warrant exercises	48,775	190
Issued in connection with stock option plan	16,730	42
Issued in connection with long term incentive plan	266,765	85
Share issue costs	-	(342)
Balance, April 30, 2014	81,729,160	132,337
Issued in connection with private placement	3,485,137	2,075
Issued in connection with warrant exercises	378,750	967
Issued in connection with stock option plan	31,768	73
Issued in connection with long term incentive plan	482,123	973
Share issue cost recovery	-	74
Balance, April 30, 2015	86,106,938	$ 136,499

Equity distribution agreements

On January 19, 2012, the Company entered into an EDA with an agent to sell up to 15 million (up to a maximum of $11.0 million) "at the market" ("ATM") common shares of the Company ("ATM Shares"), solely at the Company's discretion, from time to time at the market prices prevailing at the time of the sales, without discount, during the period that the EDA remained effective. The number of ATM Shares sold on any trading day could not exceed 25% of the total trading volume of the common shares on that trading day. Pursuant to the EDA, the Company also appointed US agents to sell up to an additional 10 million common shares of the Company, solely at the Company's discretion, from time to time at a fixed price, determined at that time, to subscribers in certain jurisdictions outside Canada during the period that the EDA remained effective. The EDA expired on November 13, 2013. The ATM Shares were sold by way of transactions that are "at-the-market distributions", including sales on the Toronto Stock Exchange ("TSX") and other existing trading markets in Canada. The timing of any sale of ATM Shares and the number of ATM Shares sold were at the Company's discretion.

During the year ended April 30, 2015, the Company did not issue any common shares under the EDA (2014 – 5,053,300 common shares at an average price of CAD$1.02 per share for gross proceeds of $5.0 million or CAD$5.2 million).

Private placements

On August 14, 2013, the Company issued a total of 1,765,307 units, representing 1,765,307 common shares and 529,592 warrants, at CAD$0.90 per unit pursuant to a private placement for gross proceeds of $1.6 million (CAD$1.6 million). The warrants have an exercise price of CAD$0.90 per common share and expire on August 14, 2018. The warrants were valued at $0.3 million using a Black-Scholes option pricing model; the residual $1.3 million of proceeds was assigned to share capital.

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

15. Shareholders' equity (deficit) (continued)

(a) Common shares (continued)

Private placements (continued)

On June 10, 2014, the Company issued 3,485,137 common shares at a price of CAD$0.65 per common share for gross proceeds of $2.1 million (CAD$2.3 million). NGN BioMed Opportunity II, L.P. ("NGN"), an entity under the control or direction of the Chairman of Resverlogix Corp, subscribed for 1,230,769 common shares. Directors and officers of the Company subscribed for a total of 1,080,522 common shares. The shares were subject to a four month hold period. After giving effect to the private placement, NGN held 8,000,108 common shares of the Company, representing approximately 9.4% of the Company's issued and outstanding common shares, and 350,000 common share purchase warrants of the Company.

Share issue costs (recovery)

During the year ended April 30, 2015, the Company recognized a total share issue costs recovery of $0.07 million (2014 – $0.3 million in costs).

(b) Stock options

The Company's amended 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 fully vest over zero to three years and have a three to five year term. The 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, 2013	4,667,500	2.56
Granted	772,300	3.09
Exercised	(16,730)	1.54
Expired	(1,498,550)	2.73
Forfeited	(64,550)	2.21
Outstanding, April 30, 2014	3,859,970	2.34
Granted	654,200	0.78
Exercised	(31,768)	1.43
Expired	(649,964)	3.82
Forfeited	(60,502)	1.86
Outstanding, April 30, 2015	3,771,936	$ 1.82

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

15. Shareholders' equity (deficit) (continued)

(b) Stock options (continued)

The following table summarizes information about the options outstanding and exercisable at April 30, 2015.

Range of Exercise Prices (CAD)	Number Outstanding	Weighted Average Remaining Life (years)	Weighted Average Exercise Price (CAD)	Number Exercisable
$0.55 - $0.75	501,334	4.11	$ 0.69	158,857
$1.04 - $1.82	2,062,702	1.64	1.41	1,936,327
$2.09 - $2.96	641,500	2.05	2.62	463,165
$3.19 - $3.97	566,400	2.35	3.43	348,294
	3,771,936	2.15	$ 1.82	2,906,643

The number of options exercisable at April 30, 2015 was 2,906,643 (2014 – 2,566,957) with a weighted average exercise strike price of CAD$1.82 (2014 – CAD$2.29). On June 3, 2013, pursuant to the Plan of Arrangement, the exercise prices of all outstanding stock options were reduced by approximately 9.1%. As the change in exercise price was carried out in accordance with the terms of the original stock option agreements modification accounting has not been applied. Therefore the original grant date fair values continue to be expensed over the original vesting periods. The fair value of each 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 $0.64 per option and $1.88 per option associated with stock options granted during the years ended April 30, 2015 and 2014, respectively:

	2015	2014
Risk-free interest rate	1.3%	1.2%
Expected life	4.2 years	4.2 years
Expected volatility	177%	82%
Share price at grant date	CAD$0.81	CAD$3.17
Expected dividends	Nil	Nil

During the year ended April 30, 2014, 477,700 options previously granted to former officers and a former director that would have otherwise been forfeited or expired under the initial terms of the stock option agreements were extended to expire on the original expiry dates. The extension of these options and the related incremental fair value (as measured as at the modification dates) was recognized as part of share based payment transaction costs in the period.

(c) Restricted stock units

The Company's long term incentive plan allows for the reservation of 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 amended stock option plan. The Company may grant restricted stock units ("RSUs") to directors, officers, employees, and consultants.

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

15. Shareholders' equity (deficit) (continued)

(c) Restricted stock units (continued)

During the year ended April 30, 2015, the Company granted 554,400 (2014 – 379,100) RSUs to employees. The RSUs vest over a period of one to three years. The weighted average fair value of the RSUs granted in the year ended April 30, 2015 was $0.54 per RSU (2014 - $1.98 per RSU). The Company estimates the fair value of RSUs based on the market price of the underlying stock on the date of grant.

Between September and November 2014, the Company allowed the exercise of restricted stock units on a "net of tax" basis, whereby the number of shares issued was equal to the number determined net of the respective taxes attributable to the exercise; 620,151 RSUs were exercised on a net of tax basis, resulting in the issuance or distribution of 384,527 common shares (57,156 were distributed from the 263,032 that were issued in 2014 to fund the long term incentive plan, thus these did not result in an increase in the number of common shares issued).

	Number of restricted stock units	Weighted average grant date fair value (USD)
Outstanding, April 30, 2013	573,900	$ 1.48
Granted	379,100	1.98
Exercised	(55,732)	1.52
Forfeited	(42,033)	2.29
Outstanding, April 30, 2014	855,235	1.66
Granted	554,400	0.54
Exercised	(774,904)	1.41
Forfeited	(57,600)	1.22
Outstanding, April 30, 2015	577,131	$ 0.97

During the year ended April 30, 2014, 74,150 RSUs previously granted to former officers that would have otherwise been forfeited under the initial terms of the RSU agreements were extended to expire on the original expiry dates. The extension of these RSUs and the related incremental fair value (as measured as at the modification dates) was recognized as part of share based payment transaction costs in the period.

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

15. 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, 2013	11,706,032	$ 2.69	$ 17,727
Issued in connection with private placement	529,592	0.90	269
Exercised	(70,750)	2.63	(88)
Expired	(3,783,652)	2.47	-
Revaluation of warrant liability	-	-	(14,805)
Outstanding, April 30, 2014	8,381,222	2.34	3,103
Issued in connection with debt issuance	5,000,000	0.75	3,242
Exercised	(378,750)	2.05	(331)
Expired	(2,357,990)	3.64	-
Revaluation of warrant liability	-	-	12,637
Outstanding, April 30, 2015	10,644,482	$ 1.31	$ 18,651

The following table summarizes information about the warrants outstanding and exercisable at April 30, 2015.

Exercise Price (CAD)	Number Outstanding	Weighted Average Remaining Life (years)	Weighted Average Exercise Price (CAD)
$0.75	5,000,000	4.30	$ 0.75
$0.90	529,592	3.29	0.90
$1.44	1,320,000	2.33	1.44
$2.05	3,066,250	1.13	2.05
$2.16	728,640	2.86	2.16
	10,644,482	2.99	$ 1.31

On June 3, 2013, pursuant to the Plan of Arrangement, the exercise prices of all outstanding warrants were reduced by approximately 9.1%.

Under IFRS, the prescribed accounting treatment for warrants issued as part of an equity financing unit or as part of a debt financing, 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 each reporting period accounted for through profit or loss. The fair value of these warrants is determined using the Black Scholes option pricing model. The fair value of the warrants is subject to significant volatility. Small changes in certain Black Scholes model inputs, including the market price of the Company's common shares and estimated volatility may have a significant impact on the fair value of the warrants.

All of the Company's warrants meet liability classification requirement and are exercisable at any time 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.

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

15. Shareholders' equity (deficit) (continued)

(d) Warrant liability (continued)

As described in Note 13, the Company issued 1,320,000 share purchase warrants on August 27, 2012, 728,640 share purchase warrants on March 8, 2013, and 5,000,000 share purchase warrants on August 15, 2014 to Eastern in connection with the irrevocable Standby Letter of Credit. Each warrant issued on August 27, 2012 is exercisable at a price of CAD$1.58 for a period of five years, each warrant issued on March 8, 2013 is exercisable at a price of CAD$2.38 for a period of five years, and each warrant issued on August 15, 2014 is exercisable at a price of CAD$0.75 for a period of five years. On June 3, 2013, the warrants issued on August 27, 2012 and March 8, 2013 were repriced to CAD$1.44 and CAD$2.16, respectively. The Company used significant judgment in determining whether Eastern was acting in the capacity of a shareholder or a provider of service. Based on discussions with Eastern, consideration of the terms of the arrangements between Eastern, Citibank and Resverlogix whereby Eastern provided its assets as collateral to Citibank in connection with a loan from Citibank to Resverlogix, and the risks and rewards associated therewith, management determined the warrants were issued to Eastern (when providing the Letter of Credit to support the loan) in their capacity as a shareholder and thus were not in scope of IFRS 2 – *"Share-based payment"* and should be accounted for under IAS 32 – *"Financial instruments: presentation"*. Thus, the common share purchase warrants have been recognized as a financial liability with the fair value of the common share purchase warrants being treated as a transaction cost.

As described in Note 15 (a), on August 14, 2013 the Company issued 529,592 warrants to Eastern pursuant to a private placement. Each warrant has an exercise price of CAD$0.90 per common share and expire on August 14, 2018.

The weighted average fair value of the warrants granted during the years ended April 30, 2015 and 2014 was $0.65 and $0.51 per warrant, respectively, using the Black-Scholes option pricing model with the following weighted average assumptions:

	2015	2014
Risk-free interest rate	1.3%	1.7%
Expected life	5 years	5 years
Expected volatility	154%	157%

(e) Per share amounts

The basic and diluted earnings (loss) per share have been calculated based on the weighted average shares outstanding:

	2015	2014
Weighted average common shares outstanding - basic	85,076,783	79,495,548
Effect of stock options, restricted stock units and warrants	-	935,173
Weighted average common shares outstanding - diluted	85,076,783	80,430,721

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)

16. Personnel costs

	2015	2014
Short-term employee benefits	$ 2,814	$ 5,697
Equity-settled share-based payments	1,015	2,156
Total personnel expenses	$ 3,829	$ 7,853

The figures presented for the year ended April 30, 2014 includes costs for lab employees transferred to Zenith's employment on January 1, 2014.

17. 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.

	2015	2014
Included in research and development expenses:		
Share-based payment transaction costs	$ 542	$ 1,159
Amortization and depreciation	88	129
Impairment of intangible assets	-	501
Included in general and administrative expenses:		
Share-based payment transaction costs	$ 537	$ 997
Amortization and depreciation	124	19

18. Commitments

As at April 30, 2015, the Group is committed under various research and development (primarily clinical) contracts as follows:

	2015	2014
Less than 1 year	$ 384	$ 282
Between 1 and 5 years	-	-
More than 5 years	-	-
	$ 384	$ 282

As at April 30, 2015, the Group is committed to operating lease payments for office and laboratory premises as follows:

	2015	2014
Less than 1 year	$ 755	$ 668
Between 1 and 5 years	1,642	1,891
More than 5 years	1,554	1,648
	$ 3,951	$ 4,207

Zenith agreed to pay the Company for its proportionate share of operating lease payments and operating costs for office and laboratory of an estimated $0.4 million and $0.1 million, respectively, for the next twelve months.

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

19. Related party transactions

Balances and transactions between the Company and its wholly owned subsidiary have been eliminated on consolidation and are not disclosed in this note. Transactions between the Group and other related parties consist of key management personnel compensation and transactions, as well as transactions with Zenith and NGN.

Key management personnel

Key management personnel of the Group consists of its executive management and Board of Directors (as the Directors are considered to have control of the Company). In addition to the salaries and fees paid to key management, the Group also provides compensation to both groups under its share-based compensation plans. Compensation expenses paid to key management personnel were as follows:

	2015	2014
Short-term benefits	$ 1,466	$ 2,639
Termination benefits	-	375
Equity-settled share-based payments	496	1,687
Key management personnel compensation	$ 1,962	$ 4,701

As outlined in Note 15 (a) on June 10, 2014, 1,080,522 shares were issued to key management personnel for gross proceeds of $0.6 million (CAD$0.7 million). $0.5 million is accrued for outstanding compensation to key management personnel as at April 30, 2015 (2014 - $0.1 million).

Related party transactions with Zenith

Resverlogix and Zenith have several directors in common, and thus are considered related parties. Resverlogix provides research and administrative services to Zenith pursuant to the Assignment and Services Agreement. As consideration for the services, Zenith pays Resverlogix a service fee, consisting of salary and other compensation costs attributable to the services and reimbursable expenses incurred by Resverlogix in connection with the services.

During the year ended April 30, 2015, Resverlogix provided an aggregate of $1.1 million (2014 - $4.8 million) of service fees and reimbursable expenses, comprised of $0.4 million (2014 - $2.5 million) for research services, $0.5 million (2014 - $0.6 million) for administrative services, and $0.2 million (2014 - $1.7 million) of reimbursable expenses. As at April 30, 2015, Zenith owes the Company $2.0 million, against which no allowance has been booked (2014 - $0.2 million). This balance is payable on demand and non-interest bearing.

Effective January 1, 2015 Resverlogix entered into a Services Agreement whereby Zenith supplies limited research services to Resverlogix. During the year ended April 30, 2015, Zenith provided $0.01 million of research services with a deposit balance remaining as outlined in Note 8 “Prepaid expenses and deposits”.

During the year ended April 30, 2014, the Company entered into a Waiver Agreement as described in Note 10 “Intangible assets”. In consideration for the waiver, RVX Therapeutics Inc. paid the Company $2.5 million. During the year ended April 30, 2015 the Company terminated the License. As consideration for the termination, the Company paid Zenith $1.05 million, the estimated fair value of the License. Pursuant to the Waiver Agreement Zenith continues to be restricted from developing any patents for any indication within the ApoA-I Therapeutic Field for a period of five years from the effective date of the License.

During the year ended April 30, 2014, the Company sold laboratory equipment to Zenith as described in Note 9 “Property and equipment”.

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

19. Related party transactions (continued)

Related party transactions with NGN

As the Chair of the Company's Board of Directors holds positions of control at both the Company and NGN, NGN is considered a related party of the Company. As outlined in Note 15 (a) on June 10, 2014, the Company issued 1,230,769 shares to NGN for gross proceeds of $0.7 million (CAD$0.8 million). There were no transactions with NGN during the year ended April 30, 2014.

20. Income taxes

The provision for income taxes differs from the amount which would be obtained by applying the combined statutory federal and provincial income tax rate to the net loss in the year. A reconciliation of the expected tax and the actual provision for income taxes is as follows:

	2015	2014
Expected tax (recovery) expense - 25.0% (2014- 25.0%)	$ (4,853)	$ 13,796
Revaluation of the royalty preferred shares	(1,550)	(10,000)
Revaluation of the fair value of the warrant liability	3,159	(3,701)
Gain on distribution	-	(3,413)
Stock-based compensation	270	539
Long term debt including accretion and unrealized foreign exchange	698	230
Expiry of non-capital loss pools	240	-
Other	(118)	72
Deferred tax assets not recognized	1,063	2,559
Income tax expense (recovery)	$ (1,091)	$ 82

Deferred tax assets are recognized, to the extent that it is probable that taxable income will be available, against which the deductible temporary differences and the carry-forward of unused tax credits and unused tax losses can be utilized. The components of the unrecognized net deferred tax asset are as follows:

	2015	2014
Non-capital losses	$ 36,956	$ 33,889
Long term debt	(3,464)	(1,280)
Capital losses	133	133
Scientific research and experimental development expenditures	7,833	7,774
Share issue costs and debt issuance costs	200	68
Other	13	24
Unrecognized deferred tax	$ 41,671	$ 40,608

Pursuant to the Plan of Arrangement described in Note 2(a), RVX Therapeutics Inc.'s unrecognized deferred tax assets were removed from the Group's unrecognized deferred tax assets in the year ended April 30, 2014. At the effective time of the arrangement, RVX Therapeutics Inc. had non-capital losses and undepreciated capital cost pools of approximately $17.9 million, non-refundable federal investment tax credits of approximately $0.6 million and unclaimed scientific research and development expenditures available to reduce future years' taxable income of approximately $3.1 million.

20. Income taxes (continued)

The recognition of the equity component of the discount on long-term debt during the year ended April 30, 2015 resulted in the recognition of a $1.23 million deferred income tax liability. This deferred tax liability was recorded as part of the equity component of the discount on long-term debt. The Company recognized previously unrecognized deferred tax assets to offset this deferred tax liability. Share capital was increased by $0.08 million and a deferred income tax recovery of $1.15 million was recorded relating to the previously unrecognized tax benefits of share issue costs and non-capital losses, respectively.

The Group has non-capital losses of approximately $148.0 million (2014 – $135.1 million) available to reduce future years' taxable income expiring at various times until 2034. As at April 30, 2015, the Group has non-refundable federal investment tax credits of approximately $7.2 million (2014 – $7.2 million) which are available to reduce future taxes payable, subject to approval by Canada Revenue Agency and expiring at various times until 2034. The Group has unclaimed scientific research and development expenditures available to reduce future years' taxable income of approximately $31.3 million (2014 – $31.1 million) over an indefinite future period. The potential benefits of these tax pools have not been recorded in the consolidated financial statements.

21. Subsequent events

Private placements and licensing agreement

On July 8, 2015, the Company closed a license of RVX-208 for China, Hong Kong, Taiwan and Macau (the "Territories"), for all indications with Hepalink and on July 20, 2015, the Company closed an equity investment. Under the terms of the transaction, Hepalink subscribed for 13,270,000 Resverlogix common shares and 1,000,000 common share purchase warrants, for aggregate proceeds of CAD$35 million (US$27 million), or CAD$2.67 per unit. Each warrant is exercisable for a period of five years. The common shares and warrants issued to Hepalink are subject to a three year lock-up period.

The license between Resverlogix and Hepalink provides for certain milestone payments based on net sales of RVX-208 in the licensed territories. The annual sales milestones range from 500 million renminbi ("RMB") to RMB 10 billion (US$81 million to US$1.6 billion), with Resverlogix being eligible to receive sales-based milestone payments from Hepalink ranging from US$5 million to US$90 million. In addition, Hepalink shall pay a royalty of 6% of annual net sales of RVX-208 in the licensed territories. Hepalink will be responsible for all clinical and development costs in the licensed territories, including a patient population that is expected to be included in Resverlogix's planned Phase 3 BETonMACE trial.

On July 20, 2015, Eastern purchased 5,600,000 common shares and 422,005 common share purchase warrants for aggregate consideration of approximately CAD$15 million (US$12 million), or CAD$2.67 per unit.