UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (PREPARED BY MANAGEMENT) FOR THE THREE AND NINE MONTH PERIODS ENDED SEPTEMBER 30, 2022 AND 2021 (In Canadian Dollars)

#### MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying unaudited interim condensed consolidated financial statements of Spackman Equities Group Inc. were prepared by management in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board. The most significant of these accounting principles have been disclosed in the notes to the unaudited interim condensed consolidated financial statements. Management acknowledges responsibility for the preparation and presentation of the unaudited interim condensed consolidated financial statements, including responsibility for significant accounting judgments and estimates and the choice of accounting principles and methods that are appropriate to the Company's circumstances.

Management has established processes, which are in place to provide them sufficient knowledge to support management representations that they have exercised reasonable diligence that (i) the unaudited interim condensed consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the unaudited interim condensed consolidated financial statements and (ii) the unaudited interim condensed consolidated financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented by the unaudited financial statements.

The Board of Directors is responsible for reviewing and approving the consolidated financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the unaudited interim condensed consolidated financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited interim condensed consolidated financial statements together with other financial information of the Company for issuance to the shareholders. These unaudited interim condensed consolidated financial statements were authorized for issuance by the Board on November 29, 2022.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

#### Notice of no auditor review of interim financial statements:

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), if an auditor has not performed a review of the interim financial statements they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying interim unaudited condensed financial statements of the Company have been prepared by, and are the responsibility of, the Company's management.

The Company's independent auditor has not performed a review of these interim financial statements in accordance with standards established by the Institute of Chartered Public Accountants for a review of interim financial statements by an entity's auditor.

"Richard Lee" Chief Executive Officer <u>"Alex Falconer"</u> Chief Financial Officer

November 29, 2022

### INTERIM CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Expressed in Canadian Dollars)

AS AT

	Notes	September 30, 2022 (Unaudited)		December 31, 2021 (Audited)
ASSETS				
Cash	3	\$	7,361	\$ 72,996
Investment in shares of public company	4		548,249	539,695
Investment in shares of private company	5,13		136,265	151,468
Total assets		\$	691,875	\$ 764,159
LIABILITIES				
Accounts payable and accrued liabilities	6,11	\$	238,354	\$ 234,769
Loan payable	7		972,875	 848,396
Total liabilities			1,211,229	1,083,165
SHAREHOLDERS' EQUITY		_		
Share capital	8		11,601,165	11,601,165
Contributed surplus	9		1,558,667	1,558,667
Accumulated earnings (deficit)			(13,679,186)	(13,478,838)
Total deficit			(519,354)	(319,006)
Total equity and liabilities		\$	691,875	\$ 764,159

#### Nature of operations (Note 1)

#### Approved on Behalf of the Board

<u>'Richard Lee'</u> Director

<u>'William Hale'</u> Director

## UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF INCOME (LOSS) AND COMPREHENSIVE INCOME (LOSS)

(Expressed in Canadian Dollars)

outstanding basic and fully diluted

FOR THE THREE AND NINE MONTH PERIODS ENDED

		Three Months September 30,			Nine Months September 30,				
	Notes		2022		2021		2022		2021
Investment Income									
Unrealized gain on fair value of investment in shares of public company		\$	_	\$	672,037	\$	_	\$	539,782
Total gain from investments			-		672,037		-		539,782
Expenses									
General and administrative Interest and penalties Loss on foreign currency Accretion expense	10 7		25,567 9,595 33,207 3,308		48,550 6,416 8,566		110,903 28,062 51,772 9,611		117,543 23,373 32,568
Total expenses			71,677		63,532		200,348		173,484
(Loss) income before income taxes			(71,677)		608,505		(200,348)		366,298
Net (loss) income and comprehensive (loss) income for the period		\$	(71,677)	\$	608,505	\$	(200,348)	\$	366,298
Net (loss) income per share									
Basic and fully diluted (loss) income per shar	e	\$	0.00	\$	0.00	\$	(0.01)	\$	0.02
Weighted average number of shares									

14,889,972

14,889,972

14,889,972

14,889,972

# UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(Expressed in Canadian Dollars)

FOR THE THREE AND NINE MONTH PERIODS ENDED SEPTEMBER 30, 2022 AND 2021

Share capital						
	Common shares	Amount	Contributed surplus	Accumulated deficit		Total
Balance, January 1, 2021	14,889,972	\$11,601,165	\$ 1,558,667	\$ (12,919,677)	\$	240,155
Net income and comprehensive income for the period	-	-	-	366,298		366,298
Balance, September 30, 2021	14,889,972	\$11,601,165	\$ 1,558,667	\$ (12,553,379)	\$	606,453
Balance, January 1, 2022	14,889,972	\$11,601,165	\$ 1,558,667	\$ (13,478,838)	\$	(319,006)
Net loss and comprehensive loss for the						. ,
period	-	-	-	(200,348)		(200,348)
Balance, September 30, 2022	14,889,972	\$11,601,165	\$ 1,558,667	\$ (13,679,186)	\$	(519,354)

The 10 to 1 consolidation affected all of the Company's outstanding common shares as at the effective date; as a result, the prior year presentation in the consolidated financial statements has been restated.

## UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(Expressed in Canadian Dollars)

FOR THE THREE AND NINE MONTH PERIODS ENDED

	Notes		<b>Three Months</b> <b>September 30,</b> <b>2022</b> 2021		Nin Sept 2022			
	110103		2022		2021	2022		2021
OPERATING ACTIVITIES								
Net (loss) income for the period		\$	(71,677)	\$	608,505	\$ (200,348)	\$	366,298
Adjustments not affecting cash:								
Unrealized gain on fair value of investment in shares of public company	4		-		(672,037)	-		(539,782
Accretion expense			3,308		-	9,611		-
Foreign exchange loss			33,046		8,973	51,127		29,636
Changes in non-cash working capital			(35,323)		(54,559)	(139,610)		(143,848
Accounts payable and accrued liabilities			8,698		24,326	3,585		<b>41,6</b> 70
Cash used in operating activities			(26,625)		(30,233)	(136,025)		(102,178
FINANCING ACTIVITIES								
Proceeds from loan payable	7		25,884		63,015	70,390		88,007
Repayment of loan payable	7		-		-	-		(18,143
Cash provided by financing activities			25,884		63,015	70,390		69,864
Net (decrease) increase in cash			(741)		32,782	(65,635)		(32,314
Cash, beginning of period			8,102		18,125	72,996		83,221
Cash, end of period		\$	7,361	\$	50,907	\$ 7,361	\$	50,907

#### 1. INCORPORATION AND NATURE OF OPERATIONS

Spackman Equities Group Inc. (the "Company" or "SEGI") was incorporated on May 18, 2006 under the Canada Business Corporations Act and its shares are publicly traded on the TSX Venture Exchange ("TSXV") under the symbol SQG.

SEGI carries on the business of identifying and investing into or acquiring small/medium sized growth companies. The Company focuses on investing into or acquiring growth companies in Asia, principally in the Republic of Korea ("Korea") at attractive valuations, building a diversified portfolio of such growth companies and, ultimately, delivering the collective value derived from the performance of these businesses to the shareholders.

These unaudited interim condensed financial statements have been prepared on a going concern basis, which contemplates that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. The Company has not yet realized profitable operations and has incurred significant losses to date resulting in a cumulative deficit of \$13,679,186 as at September 30, 2022 (December 31, 2021 - \$13,478,838). Management believes that it has the ability to raise the required additional funding to operate the business. While management has been historically successful in raising the necessary capital, it cannot provide assurance that it will be able to execute on its business strategy or be successful in future financing activities. These events represent material uncertainties which may cast significant doubt on the Company's ability to continue as a going concern. As at September 30, 2022, the Company had assets of \$691,875 (December 31, 2021 - \$764,159) to cover liabilities of \$1,211,229 (December 31, 2021 - \$1,083,165).

The global outbreak of COVID-19 (coronavirus) has had a significant impact on businesses through the restrictions put in place by the Canadian, provincial and municipal governments regarding travel, business operations and isolation/quarantine orders. These travel restrictions are also prevalent in most parts of Asia, where the majority of the Company's investments are held. At this time, it is unknown the extent of the impact the COVID-19 outbreak may have on the Company as this will depend on future developments that are highly uncertain and that cannot be predicted with confidence. Preventative measures are in place to ensure the well-being of employees and contractors and no risks were noted at the end of the reporting period. Management continues to monitor the situation to identify any issues that may affect operational or financial reporting activities.

#### 2. BASIS OF PRESENTATION

#### **Investment Entity Status**

The Company does not qualify as an investment entity as the concentration of its investments is not sufficiently diversified. The Company considers itself to be a venture capital organization. It is determined that the company's main investee company, Spackman Entertainment Group Limited (SEGL), is considered an investment, as the Company is considered not to have significant influence over it. This investment is accounted for as a financial instrument under IFRS 9 at fair value through profit and loss.

#### Statement of compliance

The unaudited interim condensed consolidated financial statements have been prepared in accordance with International Accounting Standard 34, "Interim Financial Reporting" ("IAS 34"), as issued by the International Accounting Standards Board ("IASB") and therefore, do not contain all disclosures required by International Financial Report Standards ("IFRS") for annual financial statements. Accordingly, these unaudited interim condensed consolidated financial statements should be read in conjunction with the Company's most recently prepared audited annual financial statements for the fiscal year ended December 31, 2021.

#### 2. BASIS OF PRESENTATION (Cont'd)

The policies applied in these unaudited interim condensed consolidated financial statements are consistent with the policies disclosed in Notes 2 and 3 of the audited annual financial statements for the year ended December 31, 2021.

The unaudited interim condensed consolidated financial statements were authorized for issue by the Board of Directors on November 29, 2022.

#### Basis of measurement and functional currency

The unaudited interim condensed consolidated financial statements are presented in Canadian dollars and have been prepared on the historical cost basis except for financial instruments measured at fair value through profit or loss. Historical cost is generally based on the fair value of the consideration given in exchange for assets. The Company and its subsidiary's functional currency is the Canadian dollar.

#### Basis of consolidation

These unaudited interim condensed consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, SEGI Investments Limited, a BVI company. A subsidiary is an entity in which the Company has control, directly or indirectly, where control is determined based on whether the company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

#### 3. CASH

4.

The Company's cash consist of the following:

	Sept	ember 30,	Dece	ember 31,
		2022		2021
Cash held in banks	\$	7,361	\$	72,996
INVESTMENT IN SHARES OF PUBLIC COMPANY				
	Sept	ember 30,	Dece	ember 31,
		2022		2021

 2022
 2021

 Spackman Entertainment Group Limited (SEGL)
 \$ 548,249 \$ 539,695

The Company owns 7.55% (December 31, 2021 - 7.55%) of SEGL, and based on the September 30, 2022 closing price of SEGL's shares on the SGX of SGD \$0.004, USD \$0.0028 and CAD \$0.0038 per share (December 31, 2021 - CAD \$0.0038 per share), the market value of the Company's stake in SEGL is SGD \$574,084 (CAD \$548,250) (December 31, 2021 - CAD \$539,695). The change in the investment balance as at September 30, 2022 is due to the effects of movements in the exchange rates for the SGD.

#### 5. INVESTMENT IN SHARES OF PRIVATE COMPANY

The Company has historically made investments in private companies through equity and debt investments. Due to uncertainty surrounding these investments, the Company historically wrote down these investments to a nominal value. The Company considers these investments, which were written down in the past, to still be impaired during the current period.

During the year ended December 31, 2017, the Company purchased 130,000 common voting shares of Spackman Media Group Limited (SMGL) for USD \$390,000 (CAD \$491,595), or USD \$3.00 (CAD \$3.78) per common share, from an unrelated shareholder of SMGL.

The Company owns 0.41% (December 31, 2021 - 0.41%) of SMGL and the fair value of the Company's stake in SMGL is USD \$119,600 (CAD \$136,264) (December 31, 2021 - USD \$119,600 (CAD \$151,468)). The loss in the fair value of SMGL for the period was \$nil (December 31, 2021 - \$37,278) and was recognized in the consolidated statement of income (loss) and comprehensive income (loss).

#### 6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	September	<b>30,</b> D	ecember 31,
	2022		2021
Accounts payable	\$ 85,	38 \$	52,093
Accrued expenses	153,	516	182,676
	\$ 238,	54 \$	234,769

Accounts payable and accrued liabilities are current obligations expected to be settled in the normal course of operations.

#### 7. LOAN PAYABLE

On August 9, 2017 the Company borrowed USD \$400,000 (CAD \$504,200) from an unrelated third party, on an unsecured basis for a term of one (1) year at an interest rate of 5% per annum. On June 12, 2019 the Company made a portion repayment of USD \$375,000 (CAD \$513,210). The balance as at September 30, 2022 is USD \$25,000 (CAD \$34,268) and accrued interest on the loan amounts to \$412. On August 8, 2020 the maturity date of the loan payable by the Company was extended to August 8, 2021 and on August 8, 2021, it was extended to August 8, 2022 and on August 8, 2022, it was extended to August 8, 2023. The extension to the maturity date was not considered a substantial change by management and as such no gain or loss was recorded on modification.

On June 10, 2019 the Company borrowed USD \$400,000 (CAD \$519,520) from an unrelated third party, on an unsecured basis for a term of one (1) year at an interest rate of 4% per annum. On September 25, 2020 the Company made a portion repayment of USD \$218,000 (CAD \$290,520). The balance as at September 30, 2022 is USD \$182,000 (CAD \$249,467) and accrued interest on the loan amounts to \$2,371. On June 10, 2020, the maturity date of the loan payable by the Company was extended to June 10, 2021 and on June 10, 2021, it was extended to June 10, 2022 and on June 10, 2022, it was extended to June 10, 2023. The extension to the maturity date was not considered a substantial change by management and as such no gain or loss was recorded on modification.

#### 7. LOAN PAYABLE (Cont'd)

On August 12, 2020 the Company borrowed SGD \$400,000 (CAD \$390,520) from an unrelated third party, on an unsecured basis for a term of one (1) year at an interest rate of 5% per annum. The change in the loan balance as at Septmeber 30, 2022 is due to the effects of movements in the exchange rates for the SGD. Accrued interest on the loan amounts to \$4,658. On August 12, 2021, the maturity date of the loan payable by the Company was extended to August 11, 2022 and on August 11, 2022, it was extended to August 11, 2023. The extension to the maturity date was not considered a substantial change by management and as such no gain or loss was recorded on modification.

On August 12, 2020 the Company borrowed SGD \$96,000 (CAD \$93,725) from an unrelated third party, on an unsecured basis for a term of one (1) year at an interest rate of 5% per annum. The change in the loan balance as at September 30, 2022 is due to the effects of movements in the exchange rates for the SGD. Accrued interest on the loan amounts to \$1,118. On August 12, 2021, the maturity date of the loan payable by the Company was extended to August 11, 2022 and on August 11, 2022, it was extended to August 11, 2023. The extension to the maturity date was not considered a substantial change by management and as such no gain or loss was recorded on modification.

On April 29, 2021 the Company borrowed USD \$20,000 (CAD \$24,992) from an unrelated party, on an unsecured basis with maturity date December 31, 2022 at an interest rate of 2% per annum. On June 10, 2021 the Company made a portion repayment of USD \$14,960 (CAD \$18,143). The balance as at September 30, 2022 is USD \$5,041 (CAD \$6,423). The change in the loan balance as at September 30, 2022 is due to the effects of movements in the exchange rates for the SGD.

On August 24, 2021 the Company borrowed USD \$50,000 (CAD \$63,015) and on November 23, 2021 USD \$50,000 (CAD \$62,850) from an unrelated third party, on an unsecured basis with maturity date December 31, 2022 at an interest rate of 2% per annum. The balance as at September 30, 2022 is USD \$100,000 (CAD \$126,780). The change in the loan balance as at September 30, 2022 is due to the effects of movements in the exchange rates for the SGD.

The interest rate for the 2021 loans were determined to be below market. The initial fair value of the loans was \$134,734 which was determined using an estimated discount rate of 13%. The difference between the principal and the fair value of the loans has been recorded as a fair value change in loans cost on the consolidated statements of loss and comprehensive loss for the year ended December 31, 2021. Total accrued interest expense for the peoriod ended September 30, 2022 was \$692.

On February 25, 2022 the Company borrowed USD \$35,000 (CAD \$44,506) from an unrelated third party, on an unsecured basis with maturity date June 30, 2023 at an interest rate of 2% per annum. The change in the loan balance as at September 30, 2022 is due to the effects of movements in the exchange rates for the USD. Accrued interest on the loan amounts to \$230.

On July 12, 2022 the Company borrowed USD \$20,000 (CAD \$25,884) from an unrelated third party, on an unsecured basis with maturity date June 30, 2023 at an interest rate of 2% per annum. The change in the loan balance as at September 30, 2022 is due to the effects of movements in the exchange rates for the USD. Accrued interest on the loan amounts to \$126.

#### 8. SHARE CAPITAL

(a) Authorized:

An unlimited number of common shares

(b) Issued and outstanding

On August 13, 2021, the Company executed the consolidation of the outstanding common shares on the basis of ten existing common shares for one new common share. This resulted in a reduction of outstanding shares from 148,900,183 to 14,889,972 (subject to fractional rounding), the prior year presentation in the financial statements has been restated.

	Number of Shares	Amounts
Balance, December 31, 2020, 2021 and		
September 30, 2022	14,889,972	\$ 11,601,165

(c) Stock options

The Company has an incentive stock option plan for the officers and directors enabling them to purchase common shares. Each option granted under the plan is for a maximum term of 5 years. The exercise price is determined by the Company's board of directors at the time the option is granted, subject to regulatory approval, and may not be less than the most recent closing price of the common shares at the date of grant. Vesting provisions are also determined at the time of grant by the Company's board of directors.

During the period ended September 30, 2022 and year ended December 31, 2021, no options were granted.

#### 9. CONTRIBUTED SURPLUS

The September 30, 2022 contributed surplus of the Company was \$1,558,667 (December 31, 2021 - \$1,558,667). The contributed surplus was resulted from the fair market value of stock options granted through 2007 - 2014.

#### 10. RELATED PARTY TRANSACTIONS

The following related party transactions occurred and were reflected in general and administrative expense in the consolidated financial statements during the periods ended September 30, 2022 and 2021 as follows:

#### **REMUNERATION OF KEY PERSONNEL**

	Three Months		
	September 30,		
	2022		2021
Management Salaries	\$ 17,711	\$	16,787

Key management personnel are those individuals having authority and responsibility for planning, directing and controlling the activities of the Company and its subsidiary including the Company's Board of Directors. The Company considers key management to be the members of the Board of Directors, the Chief Executive Officer and the Chief Financial Officer. Transactions with related parties are incurred in the normal course of operations and initially recorded at fair value.

Included in accounts payable and accrued liabilities are consulting and directors' fees of \$40,741 and \$nil (December 31, 2021 - \$22,813 and \$15,000) to companies controlled by officers, directors and chief financial officer in common with the Company.

#### 11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's significant financial instruments comprise of cash, investments in shares of private and public companies, loans payable and accounts payable and accrued liabilities.

The Company classifies financial instruments in accordance with a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2 Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability;

Level 3 Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

The determination of what constitutes observable data, requires significant judgement by the Company. The Company considers observable data to be market data that is readily available, reliable, verifiable and provided from independent transactions.

#### Risk management

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

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

(a) Market risk

Market risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will significantly fluctuate due to changes in market prices. The value of the financial instruments can be affected by changes in interest rates, foreign exchange rates, and equity prices. The Company is exposed to market risk in trading its investments, and unfavourable market conditions could result in dispositions of investments at less than favourable prices.

(b) Credit risk

Credit risk is attributable to cash. The Company's cash and cash equivalent are held with reputable financial institutions. The carrying value of cash represents the Company's maximum exposure to credit risk.

(c) Liquidity risk

Liquidity risk is the risk that the Company is not able to meet its financial obligations as they become due. The Company ensures that there is sufficient capital in order to meet short-term business requirements, after taking into account cash flows from operations and the Company's holdings of cash. The Company's cash is available on demand. There are adequate resources to meet any obligations as they fall due and mature within a year.

The Company's Board of Directors reviews and approves any material transactions out of the ordinary course of business including acquisitions or other major investments. Management believes that the risk associated with liquidity is low.

#### 11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Cont'd)

#### (d) Foreign exchange risk

Foreign currency exchange risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will fluctuate as a result of changes in foreign exchange rates. The Company currently has financial instruments denominated in U.S. dollars, Singapore dollars and Hong Kong dollars.

#### (e) Concentration risk

The Company is exposed to the possible risk inherent in the concentration of the investment portfolio in a small number of industries or investment sectors. As at September 30, 2022 and 2021, the percentages of the Company's investment in each industry sector were as follows:

	As a % of Total Inv				
	September 30,	September 30,			
Sector	2022	2021			
Media / Entertainment	99.9	99.9			
Other	0.1	0.1			
Total	100.0	100.0			