

**1182533 B.C. Ltd.**

**Condensed Interim Financial Statements for the Three Months Ended March 31, 2020**

*(Unaudited – Expressed in Canadian Dollars)*

**NOTICE OF NO AUDITOR REVIEW OF  
CONDENSED INTERIM FINANCIAL STATEMENTS**

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

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

The Company's auditors have not performed a review of these condensed interim financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

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**1182533 BC Ltd.**  
**Condensed Interim Statements of Financial Position**  
*(Unaudited – Expressed in Canadian Dollars)*

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As at	March 31, 2020	December 31, 2019
<b>Assets</b>		
<b>Current</b>		
Cash	\$ 28,997	\$ 32,598
GST/HST receivable	25,576	20,511
Advance payment (Note 1)	1,250,000	1,250,000
	\$ 1,304,573	\$ 1,303,109
WEBSITE DEVELOPMENT <i>(Net of accumulated amortization)</i>	5,725	-
	1,310,298	1,303,109
<b>Liabilities</b>		
<b>Current</b>		
Accounts payable and accrued liabilities	\$ 138,067	\$ 108,947
Advances (Note 3)	199,760	124,850
	337,827	233,797
<b>Shareholders' Equity (Deficit)</b>		
Share capital (Note 4)	1,588,323	1,588,323
Deficit	(615,852)	(519,011)
	972,471	1,069,312
	\$ 1,310,298	\$ 1,303,109

**Nature of operations (Note 1)**

**Event after the reporting period (Note 8)**

These condensed interim financial statements were approved for issue by the Director on June 22, 2020 and are signed on its behalf by:

/s/ Darcy Taylor  
Darcy Taylor, Director

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

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**1182533 BC Ltd.****Condensed Interim Statements of Loss and Comprehensive Loss**  
*(Unaudited – Expressed in Canadian Dollars)*

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	<b>Three Months Ended March 31,</b>	
	<b>2020</b>	<b>2019</b>
	\$	\$
<b>Expenses</b>		
Advertising	-	-
Amortization of intangible assets	5,725	-
Consulting fees (Note 6)	72,857	100,048
Interest and bank charges	61	164
Office expenses	-	5,030
Professional fees	18,198	4,723
	<hr/> 96,841	<hr/> 109,965
Net and comprehensive loss for the year	\$ (96,841)	\$ (109,965)
	<hr/>	<hr/>
Basic and diluted net loss per common share	\$ (0.00)	\$ (0.00)
	<hr/>	<hr/>
Weighted average number of common shares outstanding	129,762,500	129,450,000

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

**1182533 BC Ltd.**  
**Condensed Interim Statements of Changes in Equity**  
*(Unaudited – Expressed in Canadian Dollars)*

	Number of shares	Share Capital	Deficit	Total
Balance, December 31, 2018	105,200,000	\$ 40,168	\$ (47,297)	\$ (7,129)
Proceeds from common shares issued	24,250,000	1,502,750	-	1,502,750
Share issuance costs	-	-	-	-
Net loss for the period	-	-	(109,965)	(109,965)
Balance, March 31, 2019	129,450,000	1,542,918	(157,262)	1,385,656
Balance, December 31, 2019	129,762,500	1,588,323	(519,011)	1,069,312
Proceeds from common shares issued	-	-	-	-
Share issuance costs	-	-	-	-
Net loss for the year	-	-	(96,841)	(96,841)
Balance, March 31, 2020	129,762,500	\$ 1,588,323	\$ (615,852)	\$ 972,471

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

**1182533 BC Ltd.**  
**Condensed Interim Statements of Cash Flows**  
*(Unaudited – Expressed in Canadian Dollars)*

	<b>Three Months Ended March 31,</b>	
	<b>2020</b>	<b>2019</b>
<b>Cash Provided By (Used In) Operating Activities</b>		
Net loss for the year	\$ (96,841)	\$ (109,965)
Amortization	5,725	-
Changes in Non-Cash Working Capital		
GST/HST receivable	(5,065)	-
Accounts payable and accrued liabilities	29,120	-
Advances received	74,910	-
Cash Flows Provided by (Used in) Operating Activities	7,849	-
<b>Cash Flows from Financing Activities</b>		
Loan from (to) director	-	5,100
Issuance of common shares	-	1,502,750
Cash Flows Provided by Financing Activities	-	1,507,850
<b>Cash Flows Used in Investing Activities</b>		
Advance payment	-	(1,250,000)
Purchase of intangible assets	(11,450)	-
Net Increase (Decrease) in cash	(3,601)	147,885
Net Cash, beginning of year	32,598	-
Net Cash, end of year	\$ 28,997	\$ 147,885

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

**1182533 BC Ltd.**  
**Notes to the Financial Statements**  
**(Unaudited – Expressed in Canadian Dollars)**

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**For the period ended March 31, 2020 and the year ended December 31, 2019**

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## **1. Nature of Operations**

1182533 B.C. Ltd. (the “Company”) was incorporated on October 10, 2018 under the *Business Corporations Act* of British Columbia. The Company was formed to acquire a business that develops countercultural mobile games.

The Company’s head office is located at 1055 West Georgia Street, Suite 2080, Vancouver, British Columbia, Canada.

### *Proposed transaction*

On October 29, 2019, the Company entered into a Share Purchase Agreement (the “SPA”) with East Side Games Inc. (the “Vendor”) to purchase all issued and outstanding shares of LDRLY (Technologies) Inc. (“LDRLY”). Pursuant to the agreement, the purchase price of \$5,665,000 is to be paid as follows:

- Cash advance of \$1,250,000 (paid on February 14, 2019), and
- Issuance of 55,187,500 common shares.

This transaction comprises, in part, a qualifying transaction of Caprice Business Development Canada Inc. (“Caprice”), a capital pool Company listed on the TSX Venture Exchange. Pursuant to the transaction, all of Company’s common shares will be exchanged for common shares in the capital of Caprice. Therefore, the closing of the SPA agreement is subject to receipt of applicable regulatory and TSX Venture Exchange approvals.

The transaction was approved by TSX Venture Exchange and closed on April 21, 2020.

## **2. Basis of Presentation**

### a) Statement of compliance

These condensed interim financial statements have been prepared using accounting policies consistent with International Financial Reporting Standards (“IFRS”), and in accordance with International Accounting Standards (“IAS”) 34, Interim Financial Reporting, as issued by the International Accounting Standards Board (“IASB”). These condensed interim financial statements should be read in conjunction with the audited consolidated financial statements for the year ended December 31, 2019, which have been prepared in accordance with IFRS as issued by the IASB. The accounting policies followed in these condensed interim financial statements are consistent with those applied in the Company’s financial statements for the year ended December 31, 2019.

### b) Basis of measurement

These financial statements have been prepared under the historical cost basis, except for certain financial instruments that are measured at fair value.

## **3. Advances**

The Company is negotiating a profit-sharing arrangement with Eastside Games Inc. The balance consists of advance payments received from Eastside Games Inc.

**For the period ended March 31, 2020 and the year ended December 31, 2019**

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#### **4. Share Capital**

(a) Authorized Share Capital

Authorized share capital of the Company consists of an unlimited number of common shares with a par value of \$0.00001 per share.

#### **5. Financial Instruments**

*Categories of financial assets and financial liabilities*

Financial instruments are classified into one of the following three categories: fair value through profit or loss ("FVTPL"); fair value through other comprehensive income ("FVOCI"); and amortized cost. The carrying values of the Company's financial instruments are classified into the following categories:

<b>Financial Instrument</b>	<b>Category</b>	<b>March 31, 2020</b>	<b>December 31,</b>
		<b>\$</b>	<b>2019</b>
		<b>\$</b>	<b>\$</b>
Cash	FVTPL	28,997	32,598
Due from director	Amortized cost	-	-
Advance payment	Amortized cost	1,250,000	1,250,000
Accounts payable and accrued liabilities	Amortized cost	138,067	108,947

*Fair value*

IFRS 13 establishes a fair value hierarchy for financial instruments measured at fair value that reflects the significance of inputs in making fair value measurements as follows:

- Level 1 - applied to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities.
- Level 2 - applies to assets or liabilities for which there are inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly such as quoted prices for similar assets or liabilities in active markets or indirectly such as quoted prices for identical assets or liabilities in markets with insufficient volume or infrequent transactions.
- Level 3 - applies to assets or liabilities for which there are unobservable market data.

The carrying values of due from director, advance payment and accounts payable and accrued liabilities approximate their fair value due to their short-term nature. The Company's fair value of cash under fair value hierarchy are measured using Level 1 inputs.

The Company is developing a risk management framework to monitor, evaluate and manage the principal risks assumed with financial instruments. The risks that arise from financial instruments include interest rate risk, credit risk, liquidity risk, and market (other price) risk. Price risk arises from changes in interest rates, foreign currency exchange rates and market prices.

**For the period ended March 31, 2020 and the year ended December 31, 2019**

**5. Financial Instruments (continued)**

The Company's primary exposure to financial instrument related risks are as noted below:

i. Interest Rate Risk

The Company is subject to interest risk through its bank deposits and short-term investments. The Company's sensitivity to cash flow changes as a result of interest rate changes is minimal due to the short-term duration of the invested assets.

ii. Credit Risk Exposure:

Credit risk is the risk of an unexpected loss if a counterparty to a financial instrument fails to meet its contractual obligations. The Company is exposed to credit risk in the event of non-performance by counterparties in connection with its cash, advance payment and receivables. The Company may not always obtain collateral to support financial assets but mitigates this risk by dealing only with counterparties that management believes to be financially sound and, accordingly, does not anticipate significant losses from non-performance. The Company holds cash with financial institutions that are believed to be credit worthy, and receivables are from an agency of the Government of Canada for goods and services input tax credits. The maximum credit risk represented by the Company's financial assets is represented by their carrying amounts. The Company's exposure to credit risk is considered minimal.

iii. Liquidity Risk:

The Company's exposure to liquidity risk is dependent on the receipt of funds from its related sources as operational costs and debt payments come due. Management monitors the Company's cash requirements closely and will seek related party loans or alternative sources of financing to meet minimum capital requirements and financial commitments as they come due.

**Contractual Maturity Analysis at March 31, 2020**

	<b>Less than 3 months</b>	<b>3-12 months</b>	<b>1-5 years</b>	<b>over 5 years</b>	<b>Total \$</b>
Cash	28,997	-	-	-	28,997
Advance payment	-	1,250,000	-	-	1,250,000
Accounts payable and accrued liabilities	(138,067)	-	-	-	(138,067)

**Contractual Maturity Analysis at December 31, 2019**

	<b>Less than 3 months</b>	<b>3-12 months</b>	<b>1-5 years</b>	<b>over 5 years</b>	<b>Total \$</b>
Cash	32,598	-	-	-	32,598
Advance payment	-	1,250,000	-	-	1,250,000
Accounts payable and accrued liabilities	(108,947)	-	-	-	(108,947)

**For the period ended March 31, 2020 and the year ended December 31, 2019**

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## **6. Related Party Disclosures**

### *Transactions with Key Management Personnel*

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that its key management personnel consists of the President and Director.

During the period ended March 31, 2020, the Company paid \$22,857.14 (December 31, 2019 - \$120,000) of consulting fees to a corporation controlled by the Director. As at March 31, 2020, \$10,500 (December 31, 2019 - \$nil) remained payable to a corporation controlled by the Director and is included in accounts payable and accrued liabilities.

As at March 31, 2020, the Company had a balance of \$Nil (December 31, 2019 - \$nil) due to the Director. The amount is non-interest bearing, has no repayment terms and is unsecured.

## **7. Capital Management**

The Company considers its capital to be comprised of shareholders' equity and advances.

The Company's objective when managing capital is to maintain adequate levels of funding to support the acquisition of a new business venture and to safeguard its ability to continue as a going concern. This is done primarily through equity financing. Future financings are dependent on market conditions and there can be no assurance the Company will be able to raise funds on acceptable terms in the future. There were no changes to the Company's approach to capital management during the period ended March 31, 2020 and year ended December 31, 2019. The Company is not subject to externally imposed capital requirements.

## **8. Event after the reporting period**

Since March 31, 2020, the spread of a disease caused by a strain of a novel coronavirus ("COVID-19") has severely impacted many local economies around the globe. In many countries, including Canada, businesses are being forced to cease or limit operations for long or indefinite periods of time. Global stock markets have also experienced great volatility and a significant weakening. Governments and central banks have responded with monetary and fiscal interventions to stabilize economic conditions. The Company has determined that these events are non-adjusting subsequent events. Accordingly, the financial position and results of operations as of and for the period ended March 31, 2020 and the year ended December 31, 2019 have not been adjusted to reflect their impact. The duration and impact of the COVID-19 pandemic, as well as the effectiveness of government and central bank responses, remains unclear at this time. It is not possible to reliably estimate the duration and severity of these consequences, as well as their impact on the financial position and results of the Company for future periods.