# NOTICE TO SHAREHOLDERS FOR THE THREE MONTHS ENDED NOVEMBER 30, 2014

# **CENTURY FINANCIAL CAPITAL GROUP INC.** (Incorporated under the laws of Ontario)

#### **Responsibility for Financial Statements**

The accompanying financial statements for Century Financial Capital Group Inc. have been prepared by management in accordance with International Financial Reporting Standards ("IFRS"). These statements are presented on the accrual basis of accounting. Accordingly, a precise determination of many assets and liabilities is dependent upon future events. Therefore, estimates and approximations have been made using careful judgment. Recognizing that the Company is responsible for both the integrity and objectivity of the financial statements, management is satisfied that these financial statements have been fairly presented.

#### Auditor Involvement

The independent auditor of Century Financial Capital Group Inc. has not performed a review of the unaudited financial statements for the three months ended November 30, 2014 and November 30, 2013.

### Condensed Interim Statements of Financial Position (Prepared by Management) (Unaudited)

	November 30, 2014	August 31, 2014	
Assets			
Current assets Cash HST receivable	\$ 66 	\$ 84 <u>4,028</u> <u>\$ 4,112</u>	
Liabilities			
Current liabilities Accounts payable and accrued liabilities Due to related parties (Note 4)	\$ 32,078 23,881 55,959	\$ 51.955 6,016 57,971	
Shareholders' deficiency Share capital (Note 2) Authorized Unlimited number of common shares Unlimited number of convertible Class A preference shares Unlimited number of Class B preference shares			
Common shares Shares to be issued Deficit	1,398,105 168,318 <u>(1,622,082</u> )	1,398,105 168,318 <u>(1,620,282</u> )	
	(55,659)	(53,859)	
	<u>\$ 300</u>	<u>\$ 4,112</u>	

# Condensed Interim Statements of Comprehensive Loss (Prepared by Management) (Unaudited)

	Three Months Ended November 30,	
	2014	2013
Revenue	\$ -	\$ -
Expenses Shareholders' information Accounting and corporate services Transfer fees Office and general	1,050 750  1,800	4,148 1,050 850 57 6,105
Net loss and comprehensive loss for the period	\$ (1,800)	\$ (6,105)
Basic and diluted loss per share (Note 3)	\$ 0.00	\$ 0.00
Weighted average number of common shares outstanding	1,459,891	1,459,891

## Condensed Interim Statements of Changes in Shareholders' Equity (Prepared by Management) (Unaudited)

	Number of Common Shares	Common Shares	Shares to be Issued	Deficit	Total
Balance, September 1, 2014	1,459,891	\$1,398,105	\$168,318	\$(1,620,282)	\$(53,859)
Net loss and comprehensive loss				(1,800)	(1,800)
Balance, November 30, 2014	<u>1,459,891</u>	<u>\$1,398,105</u>	<u>\$ 168,318</u>	<u>\$(1,622,082</u> )	<u>\$(55,659</u> )
Balance, September 1, 2013	1,459,891	\$1,398,105	\$-	\$(1,572,321)	\$(174,216)
Net loss and comprehensive loss				(6,105)	(6,105)
Balance, November 30, 2013	<u>1,459,891</u>	<u>\$1,398,105</u>	<u>\$-</u>	<u>\$(1,578,426</u> )	<u>\$(180,321</u> )

## Condensed Interim Statements of Cash Flows (Prepared by Management) (Unaudited)

	Three Months Ended November 30,		
	2014	2013	
Cash (used in) provided by:			
Operating activities:			
Net loss for the period	\$ (1,800)	\$ (6,105)	
Change in non-cash working capital:			
HST receivable	3,794	(273)	
Accounts payable and accrued liabilities	(19,877)	(4,757)	
Due to related parties	17,865	9,591	
Decrease in cash for the period	(18)	(1,544)	
Cash, beginning of period	84	1,597	
Cash, end of period	\$ 66	\$ 53	

Notes to Condensed Interim Financial Statements Three Months Ended November 30, 2014 (Prepared by Management) (Unaudited)

#### **1. BASIS OF PREPARATION**

These are the Company's condensed interim financial statements prepared in accordance with IAS 34 Interim Financial Reporting ("IAS 34").

The Board of Directors approved these condensed interim financial statements on January 28, 2015.

### 2. SHARE CAPITAL

By Articles of Amendment dated June 24, 2011, the Company's Class A preference shares shall automatically be converted into fully paid common shares of the Company upon the completion of a transaction, or series of transactions, that results in change of control of the Company.

The resolution authorizing the amendment was approved at a special meeting of the Class A preference shareholders held on June 15, 2011.

By Articles of Amendment dated October 17, 2011, the Company's Class A preference shares shall automatically be converted to fully paid common shares of the Company by a unanimous resolution of the Board of Directors, not earlier that October 14, 2011.

The resolution authorizing the amendment was approved at a special meeting of the Class A preference shareholders held on October 5, 2011.

Convertible Class A preference shares are convertible into common shares of the Corporation at any time at the option of the holder on the basis of 5 common shares for each Class A preference share held and have been converted.

By Article of Amendment dated April 28, 2014 the common shares of the Company were consolidated on a one-for-ten basis.

At the annual and special meeting of shareholders held on April 3, 2014 shareholders approved the issue of the following post-consolidated common shares in settlement of debt:

- 1. 2,708,080 post-consolidated common shares in settlement of a debt of \$67,702 due to Harper Capital Inc. As these shares were valued at \$135,404, it results in a \$67,702 loss on settlement which is charged to equity.
- 2. 1,354,040 post-consolidated common shares in settlement of a debt of \$67,702 due to Harper Capital Inc.

- **3.** 336,220 post-consolidated common shares of the Company in settlement of a debt of \$16,811 due to Harry Bregman.
- **4.** 322,060 post-consolidated common shares of the Company in settlement of a debt of \$16,103 due to Bernice Bregman.

### 3. BASIC AND DILUTED LOSS PER SHARE

Basic loss per share is computed by dividing the loss for the period by the weighted average number of common shares outstanding during the period. Diluted loss per share is the same as basic loss per share.

#### 4. RELATED PARTY TRANSACTIONS

The Corporation entered into a management agreement on March 1, 2002 with a private Company to provide management and consulting services. The Corporation initially agreed to pay \$2,000 per month for these services. Effective March 1, 2004 the fee increased to \$4,000 per month. The management agreement does not have an expiry date but it may be cancelled by either party on sixty days written notice. During the period the Corporation accrued nil (2013 - \$nil) in management fees. As at November 30, 2014, the Company has a balance due to the private company for a total of \$10,407 (2013 - \$135,404).

The private Company in owned by the spouse of one of the directors. The amount paid was agreed to by the parties.