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Condensed Interim Consolidated Financial Statements  
Three and Six Months Ended June 30, 2020 and 2019  
(Unaudited) (expressed in U.S. dollars)

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## **Management's Responsibility for Condensed Interim Consolidated Financial Statements**

The accompanying unaudited condensed interim consolidated financial statements of Starrex International Ltd. (the "Company" or "Starrex") are the responsibility of the Board of Directors.

The unaudited condensed interim consolidated financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the audited consolidated financial statements as at December 31, 2019. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the end of the reporting period. In the opinion of management, the unaudited condensed interim consolidated financial statements have been prepared within acceptable limits of materiality and are in accordance with International Accounting Standard 34 Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards appropriate in the circumstances.

Management has established processes, which are in place to provide it sufficient knowledge to support management representations that it has exercised reasonable diligence that (i) the unaudited condensed interim 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 condensed interim consolidated financial statements and (ii) the unaudited condensed interim consolidated financial statements fairly present in all material respects the financial condition, financial performance and cash flows of the Company, as of the date of and for the periods presented by the unaudited condensed interim consolidated financial statements.

The Board of Directors is responsible for reviewing and approving the unaudited condensed interim 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 condensed interim 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 condensed interim consolidated financial statements together with other financial information of the Company for issuance to the shareholders.

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.

*(Signed): "Dr. Deborah Merritt"*  
Chief Financial Officer

Toronto, Canada  
August 20, 2020

### **NOTICE TO READER**

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of management. These unaudited condensed interim consolidated financial statements as at, and for the three and six months ended June 30, 2020 and 2019, have not been reviewed by the Company's auditors.

**Starrex International Ltd.**

Condensed Interim Consolidated Statements of Financial Position  
(Unaudited) (Expressed in U.S. dollars)

	<b>June 30, 2020</b>	December 31, 2019
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash	\$ 837,834	\$ 145,819
Accounts receivable	792,986	567,076
Prepaid expenses	89,868	90,853
	<b>1,720,688</b>	803,748
<b>Non-current assets</b>		
Property and equipment, net of depreciation (Note 6)	69,803	81,644
Intangible assets (Note 7)	1,129,976	1,216,047
Goodwill	915,288	915,288
Right-of-use assets (Note 8)	199,681	282,354
<b>Total Assets</b>	<b>\$ 4,035,436</b>	<b>\$ 3,299,081</b>
<b>LIABILITIES</b>		
<b>Current Liabilities</b>		
Accounts payable and accrued liabilities	\$ 796,888	\$ 1,470,318
Contract liabilities (Note 10)	728,410	425,704
Note payable (Note 15)	790,600	247,751
Current portion of lease liabilities (Note 8)	179,772	173,455
	<b>2,495,670</b>	2,317,228
<b>Non-current Liabilities</b>		
Lease liabilities (Note 8)	47,698	138,977
<b>Total liabilities</b>	<b>\$ 2,543,368</b>	<b>\$ 2,456,205</b>
<b>Capital and reserves</b>		
Share capital (Note 12)	7,519,769	7,519,769
Contributed surplus (Note 13)	561,041	297,427
Accumulated other comprehensive income	(261,534)	(261,534)
Deficit	(6,327,208)	(6,712,786)
<b>Total equity</b>	<b>1,492,068</b>	<b>842,876</b>
<b>Total liabilities and equity</b>	<b>\$ 4,035,436</b>	<b>\$ 3,299,081</b>

Commitment (Note 18)

*The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.*

On Behalf of the Board:

Signed: Matthew D. Hill

Chairman

Signed: Scott M. Reeves

Director

**Starrex International Ltd.**

Condensed Interim Consolidated Statements of Income (Loss) and Comprehensive Income (Loss)

For the periods ended June 30, 2019 and 2018

(Unaudited) (Expressed in U.S. dollars)

	<b>Three Months Ended</b>		<b>Six Months Ended</b>	
	<b>June 30</b>		<b>June 30</b>	
	<b>2020</b>	2019	<b>2020</b>	2019
<b>Income</b>				
Revenue from contracts with customers (Note 11)	<b>\$3,875,695</b>	\$3,331,617	<b>\$7,133,551</b>	\$5,788,607
Management fee income	-	5,070	-	8,280
	<b>3,875,695</b>	3,336,687	<b>7,133,551</b>	5,796,887
<b>Expenses</b>				
Transaction costs	<b>2,466,723</b>	2,247,018	<b>4,543,747</b>	3,879,812
Payroll expense	<b>507,870</b>	537,370	<b>1,009,743</b>	1,022,636
General and administrative	<b>355,504</b>	259,974	<b>717,005</b>	577,040
Professional fees	<b>69,419</b>	28,962	<b>122,709</b>	116,147
Management and corporate services (Note 9)	<b>52,460</b>	82,640	<b>105,280</b>	165,280
Depreciation and amortization (Notes 6, 7 and 8)	<b>91,452</b>	115,047	<b>186,695</b>	231,040
Shareholder services	<b>2,653</b>	3,891	<b>6,379</b>	8,003
Government, regulatory and filing fees	<b>5,809</b>	5,773	<b>11,374</b>	11,318
Share-based payments (Note 13)	-	15,218	-	28,821
Interest expense (Notes 8 and 15)	<b>5,747</b>	12,975	<b>14,596</b>	22,705
	<b>3,557,637</b>	3,308,868	<b>6,717,528</b>	6,062,802
<b>Income/(loss) before provision for income taxes</b>	<b>318,058</b>	27,819	<b>416,023</b>	(265,915)
Income tax expense	<b>15,904</b>		<b>30,445</b>	7,360
<b>Net income (loss) comprehensive income (loss) for the period</b>	<b>\$ 302,154</b>	\$ 27,819	<b>\$ 385,578</b>	\$ (273,275)
<b>Basic and diluted net income/(loss) per share</b>	<b>\$ 0.02</b>	\$0.00	<b>\$ 0.02</b>	\$ (0.02)
<b>Weighted average number of common shares outstanding (Note 14)</b>	<b>15,552,525</b>	14,771,367	<b>15,552,525</b>	14,965,065

*The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.*

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**Starrex International Ltd.****Condensed Interim Consolidated Statements of Changes in Equity**

For the six-month periods ended June 30, 2020 and 2019

(Unaudited) (Expressed in U.S. dollars)

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	Number of Shares	Value	Contributed Surplus	Deficit	Accumulated Other Comprehensive Income	Total
<b>Balance, December 31, 2018</b>	<b>14,580,827</b>	<b>\$ 6,779,711</b>	<b>\$ 431,541</b>	<b>\$ (5,733,095)</b>	<b>\$ (261,534)</b>	<b>\$ 1,216,623</b>
Share issuance on conversion of debt	471,698	557,260	(63,000)	-	-	494,260
Exercise of options	500,000	185,097	(92,830)	-	-	92,267
Options granted	-	-	28,821	-	-	28,821
Net loss for the period	-	-	-	(273,275)	-	(273,275)
<b>Balance, June 30, 2019</b>	<b>14,580,827</b>	<b>\$ 6,779,711</b>	<b>\$ 445,144</b>	<b>\$ (6,006,370)</b>	<b>\$ (261,534)</b>	<b>\$ 1,558,696</b>
<b>Balance, December 31, 2019</b>	<b>15,552,525</b>	<b>7,519,769</b>	<b>297,427</b>	<b>(6,712,786)</b>	<b>(261,534)</b>	<b>842,876</b>
Options granted (Note 13)	-	-	263,614	-	-	263,614
Net income for the period	-	-	-	385,578	-	385,578
<b>Balance, June 30, 2020</b>	<b>15,552,525</b>	<b>\$ 7,519,769</b>	<b>\$ 561,041</b>	<b>\$ (6,327,208)</b>	<b>\$ (261,534)</b>	<b>\$ 1,492,068</b>

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*The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.*

**Starrex International Ltd.**

Condensed Interim Consolidated Statements of Cash Flows

For the six-month period ends June 30, 2020 and 2019

(Unaudited) (Expressed in U.S. dollars)

	<b>June 30, 2020</b>	June 30, 2019
<b>Cash flows from operating activities</b>		
Net comprehensive income (loss) for the period	<b>\$ 385,578</b>	\$ (273,275)
Items not affecting cash:		
Depreciation and amortization (Notes 6,7 and 8)	<b>186,695</b>	164,864
Share based payments (Note 13)	<b>263,614</b>	28,821
Net change in non-cash working capital items relating to operating activities		
Accounts receivable	<b>(225,910)</b>	(513,616)
Prepaid expenses	<b>985</b>	69,518
Accounts payable and accrued liabilities	<b>(673,430)</b>	299,335
Note payable (Note 15)	<b>-</b>	9,206
Lease payments (Note 8)	<b>(84,962)</b>	(68,104)
Contract liabilities (Note 10)	<b>302,706</b>	198,149
Cash flows from operating activities	<b>155,276</b>	(85,102)
<b>Cash flows from investing activities</b>		
Purchase of property and equipment (Note 6)	<b>(6,110)</b>	(4,843)
Cash flows from investing activities	<b>(6,110)</b>	(4,843)
<b>Cash flows from financing activities</b>		
Repayment of note payable (Note 15)	<b>(247,751)</b>	2,436
Proceeds from note payable (Note 15)	<b>790,600</b>	-
Cash flows from financing activities	<b>542,849</b>	93,266
<b>Increase (decrease) in cash and cash equivalents</b>	<b>692,015</b>	3,321
<b>Cash and cash equivalents, beginning of period</b>	<b>145,819</b>	160,345
<b>Cash and cash equivalents, end of period</b>	<b>\$ 837,834</b>	\$ 163,667

*The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.*

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**Starrex International Ltd.**

Notes to Condensed Interim Consolidated Financial Statements

For the six-month periods ended June 30, 2020 and 2019

(Unaudited) (expressed in United States dollars)

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**1. Nature of Operations**

Starrex International Ltd. (“Starrex” or the “Company”) was incorporated on October 2, 1982 pursuant to the Canada Business Corporation Act. The Company's address is 639 5<sup>th</sup> Avenue S.W., Calgary, Alberta T2P 0M9. The Company’s primary business is to acquire, manage and grow companies in the United States active in mortgage, real estate and other financial sectors.

**2. Basis of Presentation**

The Company has prepared these unaudited condensed interim consolidated financial statements in accordance with International Accounting Standard (“IAS”) 34, *Interim Financial Reporting*, employing all of the same accounting policies and methods of computation as disclosed in the annual audited consolidated financial statements as at December 31, 2019, except as noted below. The notes to these unaudited condensed interim consolidated financial statements are intended to provide a description of events and transactions that are significant to an understanding of the changes in the Company’s financial position and performance since December 31, 2019. Certain disclosures that appear in the annual audited consolidated financial statements have not been produced in the unaudited condensed interim consolidated financial statements and, in this regard only, these unaudited condensed interim consolidated financial statements do not conform in all respects to the requirements of International Financial Reporting Standards (“IFRS”) for annual audited consolidated financial statements. Accordingly, these unaudited condensed interim consolidated financial statements should be read in conjunction with the annual audited consolidated financial statements as at December 31, 2019.

These unaudited condensed interim consolidated financial statements were approved by the Board of Directors on August 20, 2020.

These unaudited condensed interim consolidated financial statements have been prepared on a historical cost basis, except for certain financial instruments that have been measured at fair value. In addition, these unaudited condensed interim consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.

These unaudited condensed interim consolidated financial statements include the Company and its wholly owned subsidiaries, Property Interlink, LLC, MFI Credit Solutions, LLC, and Reliable Valuation Service, LLC. All subsidiaries at June 30, 2020 are 100% owned, directly or indirectly, and controlled by the Company. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. Subsidiaries are included in the unaudited condensed interim consolidated financial statements from the date control is obtained until the date control ceases. All intercompany balances, transactions, income, expenses, profits and losses, including unrealized gains and losses, have been eliminated upon consolidation.

***Functional Currency***

Starrex International Ltd., the parent company, and its subsidiaries have a functional currency of the U.S. dollar (“USD”). This reflects the fact that the majority of the Company’s business is influenced by an economic environment denominated in U.S. currency; as well, the Company earns revenues in USD. The presentation currency of these unaudited condensed interim consolidated financial statements is USD.

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**Starrex International Ltd.**

Notes to Condensed Interim Consolidated Financial Statements

For the six-month periods ended June 30, 2020 and 2019

(Unaudited) (expressed in United States dollars)

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**2. Basis of Presentation - continued**

Transactions denominated in foreign currencies (other than the functional currency) are recorded on initial recognition at the exchange rate at the date of the transaction. After initial recognition, monetary assets and liabilities denominated in foreign currency are translated at the end of each reporting period into the functional currency at the exchange rate at that date. Exchange differences, other than those capitalized to qualifying assets or recorded in equity in hedging transactions, are recognized in profit or loss. Non-monetary assets and liabilities measured at cost in a foreign currency are translated at the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currency and measured at fair value are translated into the functional currency using the exchange rate prevailing at the date when the fair value was determined.

**3. Critical Accounting Estimates and Judgments and COVID-19**

The preparation of these unaudited condensed interim consolidated financial statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities.

The Company's business could be adversely affected by the outbreak of respiratory illness caused by the novel coronavirus ("COVID 19"). The duration and full financial effect of the COVID-19 pandemic is unknown at this time, as are the measures taken by governments, the Company or others to attempt to reduce the spread of COVID-19. Any estimate of the length and severity of these developments is therefore subject to significant uncertainty, and accordingly estimates of the extent to which the COVID-19 may materially and adversely affect the Company's operations, financial results and condition in future periods are also subject to significant uncertainty. The continued spread of the COVID-19 globally could materially and adversely impact the Company's business including, without limitation, employee health, limitations on travel, the availability of industry experts and personnel, and other factors that depend on future developments beyond the Company's control. The impact of current uncertainty on judgments, estimates and assumptions extends but is not limited to the Company's valuation of the long-term assets, including the assessment for impairment and impairment reversal. Actual results may differ materially from these estimates.

Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates. Areas where estimates are significant to these unaudited condensed interim consolidated financial statements are discussed below:

- a) Goodwill and other indefinite life intangible assets are tested for impairment annually or more frequently if there is an indication of impairment. The carrying value of intangible assets with definite lives (software, trade name, customer relationships, and non-compete agreements) and equipment is reviewed each reporting period to determine whether there is any indication of impairment. If the carrying amount of an asset exceeds its recoverable amount, the asset is impaired, and an impairment loss is recognized in profit or loss. The assessment of fair values requires the use of estimates and assumptions related to future operating performance and discount rates, differences in these estimates and assumptions could have a significant impact on the unaudited condensed interim consolidated financial statements.
- b) Significant judgment is involved in the determination of useful life for the computation of depreciation of property and equipment and amortization of intangible assets. No assurance can be given that actual useful lives will not differ significantly from current assumptions.



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## Starrex International Ltd.

Notes to Condensed Interim Consolidated Financial Statements

For the six-month periods ended June 30, 2019 and 2018

(Unaudited) (stated in United States dollars)

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### 3. Critical Accounting Estimates and Judgments and COVID-19 - continued

- c) The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.
- d) The determination of the Company's lease liability and right-of-use asset depends on certain assumptions which includes the selection of the discount rate. The discount rate is set by referencing to the Company's incremental borrowing rate. Significant assumptions are required to be made when determining which borrowing rates to apply in this determination. Changes in the assumptions used may have a significant effect on the Company's unaudited condensed interim consolidated financial statements.
- e) Determining an allowance for expected credit losses ("ECLs") requires management to make assumptions about the historical patterns for the probability of default, the timing of collection and the amount of incurred credit losses, which are adjusted based on management's judgment about whether economic conditions and credit terms are such that actual losses may be higher or lower than what the historical patterns suggest.
- f) Management applies judgement in determining whether an acquisition is a business combination or an asset acquisition. In determining the allocation of the purchase price in a business combination, including any acquisition-related contingent consideration, estimates including market based and appraisal values are considered. The contingent consideration is measured at its acquisition date fair value and included as part of the consideration transferred in a business combination. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or liability is remeasured at subsequent reporting dates in accordance with IAS 39, or IAS 37, as appropriate, with the corresponding gain or loss being recognized in the statement of loss. The Company measures all assets acquired and liabilities assumed at their acquisition date fair values. Acquisition related costs are recognized as expenses in the periods in which the costs are incurred and the services are received (except for the costs to issue debt or equity securities which are recognized according to specific requirements). The excess of the aggregate of (a) the consideration provided and (b) the net of the acquisition date amounts of the identifiable assets acquired and the liabilities assumed, is recognized as goodwill as of the acquisition date. The determination of acquisition date fair values often requires management to make assumptions and estimates about future events. The assumptions with respect to fair value of intangible assets require a high degree of judgment and include estimates for future operating performance, discount rate, technology migration factors and terminal value rates.

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## **Starrex International Ltd.**

Notes to Condensed Interim Consolidated Financial Statements

For the six-month periods ended June 30, 2019 and 2018

(Unaudited) (stated in United States dollars)

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### **3. Critical Accounting Estimates and Judgments and COVID-19 - continued**

- g) Operating segments are components of the Company that engage in business activities which generate revenues and incur expenses (including intercompany revenues and expenses related to transactions conducted with other components of the Company). The operations of an operating segment are distinct, and the operating results are regularly reviewed by management for the purposes of resource allocation decisions and assessing its performance. Key measures used by management to assess performance and make resource allocation decisions include revenues, gross profit and net income (loss). The Company's operating results are currently in one reportable segment and in one geographic market – the United States.
- h) Stock options are initially valued at fair value, based on the application of the Black Scholes option pricing model. This pricing model requires management to make various assumptions and estimates which are susceptible to uncertainty, including the volatility of the share price, expected dividend yield, expected term of the warrant or stock option and expected risk-free interest rate.

### **4. Significant Accounting Policies**

#### ***IFRS 3, Definition of Business***

In October 2018, the IASB issued amendments to IFRS 3 “Definition of a Business” The amendments clarify the definition of a business, with the objective of assisting entities to determine whether a transaction should be accounted for as a business combination or as an asset acquisition. The amendment provides an assessment framework to determine when a series of integrated activities is not a business. The Company adopted the amendments to IFRS 3 on January 1, 2020. The adoption of the amendment had no impact on our financial statements.

#### ***IAS 1, Presentation of Financial Statements and IAS 8, Accounting Policies, Changes in Accounting Estimates and Errors***

IAS 1 – Presentation of Financial Statements (“IAS 1”) and IAS 8 – Accounting Policies, Changes in Accounting Estimates and Errors (“IAS 8”) were amended in October 2018 to refine the definition of materiality and clarify its characteristics. The revised definition focuses on the idea that information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements. The Company adopted the amendments on January 1, 2020 with no material impact on the presentation of the Company's financial statements.

### **5. Financial Instruments and Financial Risk Management**

The Company's financial instruments consist of cash, accounts receivable, accounts payable and accrued liabilities, lease liabilities, and note payable. As at June 30, 2020, the carrying values and fair values of the Company's financial instruments are approximately the same.

The Company is exposed, in varying degrees, to the following financial instrument related risks:

#### ***Credit Risk***

Credit risk is the risk of loss associated with the counterparty's inability to fulfill its payment obligations. For financial assets, this is typically the gross carrying amount, net of any amounts offset and any impairment losses. In the normal course of business, the Company is exposed to credit risk from its customers and the related accounts receivable are subject to normal industry credit risk.

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## Starrex International Ltd.

Notes to Condensed Interim Consolidated Financial Statements

For the six-month periods ended June 30, 2019 and 2018

(Unaudited) (stated in United States dollars)

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### 5. Financial Instruments and Financial Risk Management - continued

The Company's exposure to credit risk with its customers is influenced mainly by the individual characteristics of each customer. The Company generally does not require collateral for sales on credit. The Company closely monitors extensions of credit and has not experienced significant credit losses in the past. At June 30, 2020, and December 31, 2019, the Company had a nil balance in the reserves for credit losses and had no material past due trade receivables.

The Company applies the IFRS 9 simplified approach to measuring expected losses which uses a lifetime expected loss allowance for all trade receivables and contract assets. The expected loss rates are based on the payment profiles of sales over a period of 36 months before the year end. The historical loss rates, if any, are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. All trade receivables are less than sixty days past due. On that basis, the Company has not provided for expected credit losses.

#### *Concentration of Credit Risk*

As at June 30, 2020, one customer accounted for 59% of the Company's total revenue (June 30, 2019 – 45%). All of the Company's revenue for the six months ended June 30, 2020, and 2019, was in the United States.

As at June 30, 2020, one customer accounted for 47% (\$371,641) of the Company's accounts receivable balances. As at June 30, 2019, one customer accounted for 63% of appraisal accounts receivable. As at December 31, 2019, two customers accounted for 42% (\$167,789) of appraisal accounts receivable.

There can be no assurance that all or any of the Company's customers will continue to be customers of the Company. The loss of any such customers may have a materially negative impact on the company's business conditions and financial results.

#### *Liquidity Risk*

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available working capital to meet its liquidity requirements. At June 30, 2020, the Company had cash of \$837,834 (December 31, 2019 - \$145,819) available to settle current liabilities of \$2,495,670 (December 31, 2019 - \$2,317,228).

#### *Interest Rate Risk*

The Company is exposed to interest rate risk to the extent that the cash maintained at financial institutions is subject to a floating rate of interest. The interest rate risks on cash and on the Company's obligations are not considered significant.

#### *Foreign Currency Risk*

The Company is exposed to foreign currency risk on fluctuations related to cash, accounts receivable, and accounts payable and accrued liabilities that are denominated in a foreign currency. As at June 30, 2020, the Company held immaterial amounts of cash and accounts receivable in CDN currency and considers foreign currency risk to be low.

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**Starrex International Ltd.**

Notes to Condensed Interim Consolidated Financial Statements

For the six-month periods ended June 30, 2019 and 2018

(Unaudited) (stated in United States dollars)

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**5. Financial Instruments and Financial Risk Management - continued**

	<b>June 31, 2020</b>	<b>December 31, 2019</b>
Accounts receivable	-	132,850
Accounts payable and accrued liabilities	<b>(10,183)</b>	<b>(37,614)</b>
<b>Total</b>	<b>\$ (10,183)</b>	<b>\$ 95,236</b>

**6. Property, Plant and Equipment**

	<b>Furniture &amp; Equipment</b>		<b>Leasehold Improvements</b>		<b>Total</b>
<b>Cost</b>					
As at December 31, 2019	\$ 470,955	\$	72,201	\$	\$ 543,156
Additions	6,109		-		6,109
<b>As at June 30, 2020</b>	<b>\$ 477,064</b>	<b>\$</b>	<b>72,201</b>	<b>\$</b>	<b>\$ 549,265</b>
<b>Accumulated depreciation</b>					
As at December 31, 2019	\$ 403,508	\$	58,004	\$	\$ 461,512
Expense	12,793		5,157		17,950
<b>As at June 30, 2020</b>	<b>\$ 416,301</b>	<b>\$</b>	<b>63,161</b>	<b>\$</b>	<b>\$ 479,462</b>
<b>Net book value</b>					
As at December 31, 2019	\$ 67,447	\$	14,197	\$	\$ 81,644
<b>As at June 30, 2020</b>	<b>\$ 60,763</b>	<b>\$</b>	<b>9,040</b>	<b>\$</b>	<b>\$ 69,803</b>

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**Starrex International Ltd.**

Notes to Condensed Interim Consolidated Financial Statements

For the six-month periods ended June 30, 2019 and 2018

(Unaudited) (stated in United States dollars)

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**7. Intangible Assets**

	Business Software & Website	Proprietary Software	Non- Compete Agreements	Customer Relationships	Credit Bureau Repository Codes	Total
<b>Cost</b>						
<b>As at December 31, 2019 and June 30, 2020</b>	<b>\$ 67,113</b>	<b>\$ 200,377</b>	<b>\$ 310,746</b>	<b>\$ 834,962</b>	<b>\$ 647,269</b>	<b>\$ 2,060,467</b>
<b>Accumulated depreciation</b>						
As at December 31, 2019	\$ 67,113	\$ 180,921	\$ 205,821	\$ 390,565	\$ -	\$ 844,420
Expense	-	10,392	16,790	58,889	-	86,071
<b>As at June 30, 2020</b>	<b>\$ 67,113</b>	<b>\$ 191,313</b>	<b>\$ 222,611</b>	<b>\$ 449,454</b>	<b>\$ -</b>	<b>\$ 930,491</b>
<b>Net Book Value</b>						
As at December 31, 2019	\$ -	\$ 19,456	\$ 104,925	\$ 444,397	\$ 647,269	\$ 1,216,047
<b>As at June 30, 2020</b>	<b>\$ -</b>	<b>\$ 9,064</b>	<b>\$ 88,135</b>	<b>\$ 385,508</b>	<b>\$ 647,269</b>	<b>\$ 1,129,976</b>

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**Starrex International Ltd.**

Notes to Condensed Interim Consolidated Financial Statements

For the six-month periods ended June 30, 2019 and 2018

(Unaudited) (stated in United States dollars)

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**8. Leases**

The Company has elected not to recognize right-of-use assets that have a lease term of 12 months or less and leases of low-value assets, including IT equipment. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

*Right-of-use assets*

<b>Right-of-use asset</b>		<b>Total</b>
<b>Balance as at December 31, 2019 and June 30, 2020</b>	\$	<b>417,133</b>
<b>Accumulated depreciation</b>		
As at December 31, 2019	\$	(134,779)
Expense		(82,673)
<b>Balance as at June 30, 2020</b>	\$	<b>(217,452)</b>
<b>Net book value</b>		
As at December 31, 2019	\$	282,354
<b>As at June 30, 2020</b>	\$	<b>199,681</b>
<b>Lease Liabilities</b>		
As at December 31, 2019	\$	312,432
Lease payments		(84,962)
<b>Balance as at June 30, 2020</b>	\$	<b>227,470</b>
Current portion of lease liabilities	\$	179,772
Long-term portion of lease liabilities	\$	47,698

**9. Related Party Transactions****Amcap Mortgage Ltd.**

AmCap Mortgage Ltd., a related customer (by common Director) accounted for \$3,969,581 of revenue to the Company for the six month period ended June 30, 2020 (six months ended June 3, 2019 - \$2,602,827). As at June 30, 2020, \$371,640 (December 31, 2019 – \$85,084) is included in accounts receivable on the condensed interim consolidated statements of financial position. Additionally, \$34,920 is included in accounts payable and accrued liabilities as at June 30, 2020 (December 31, 2019 - \$34,920), on the interim consolidated statements of financial position. The amount payable is unsecured, non-interest bearing and due on demand.

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## Starrex International Ltd.

Notes to Condensed Interim Consolidated Financial Statements

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(Unaudited) (stated in United States dollars)

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### 9. Related Party Transactions - continued

#### Hilltop Financial, LLC

On November 16, 2018, the Company entered into a Promissory Note with Hilltop Financial, LLC, a related party (by common Director) to be utilized as a revolving line of credit with a maturity date of December 1, 2019 and which is collateralized by the accounts receivable of MFI Credit Solutions, LLC and Property Interlink, LLC. This revolving line of credit was renewed effective December 1, 2019 for one year with the same terms. The Company recorded \$7,468 in accrued interest for the six months ended June 30, 2020 (2019 – \$4,081). As at June 30, 2020, the Company had paid in full all outstanding balances associated with the line of credit.

#### Key Management Compensation

The Company had the following transactions with officers and directors of the Company and private companies controlled by officers and directors of the Company for management consulting and other services required:

The Company incurred \$293,860 in management fees and associated payroll for the six months ended June 30, 2020 (June 30, 2019 - \$165,280) to key members of management. These fees are included in payroll, management and corporate services. At June 30, 2020 and 2019, all amounts had been paid.

### 10. Contract Liabilities

The Company recognized the following liabilities in Property Interlink, LLC related to contracts with customers as of June 30, 2020 and December 31, 2019:

		<b>June 30, 2020</b>		<b>December 31, 2019</b>
Contract liabilities	\$	457,062	\$	344,835
Deferred revenue		271,348		80,869
Total	\$	728,410		425,704

### 11. Revenue from Contracts with Customers

The Company derives revenue from the completion of real estate appraisals and from the delivery of consumer credit reports and ancillary credit reporting activity. The following revenues were recognized by Property Interlink, LLC, Reliable Valuation Services, LLC and MFI Credit Solutions, LLC for the period ended June 30, 2020 and 2019:

	<b>For the six months ended June 30</b>		<b>For the three months ended June 30</b>	
	<b>2020</b>	<b>2019</b>	<b>2020</b>	<b>2019</b>
Appraisal revenue	\$ 4,846,822	\$ 4,025,327	2,688,949	2,336,429
Management fee revenue	-	8,280	-	5,070
Credit reporting revenue	2,286,729	1,763,280	1,186,746	995,188
Total	\$ 7,133,551	\$ 5,796,887	3,875,695	3,336,687

## Starrex International Ltd.

Notes to Condensed Interim Consolidated Financial Statements  
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### 12. Share Capital

#### Authorized

The Company is authorized to issue an unlimited number of common shares.

<u>Issued</u>	<b>Number of Common Shares</b>	<b>Amount \$</b>
Balance December 31, 2019 and June 30, 2020	15,552,525	7,519,769

### 13. Share-Based Payments

The Company has a Plan that enables its directors, officers, employees, consultants and advisors to acquire common shares of the Company. Options are granted at the discretion of the Board of Directors. Under the terms of the Plan, options totaling up to 10% of the common shares outstanding from time to time are issuable. The exercise price, vesting period and expiration period are fixed at the time of grant at the discretion of the Board of Directors.

	<b>Number of options</b>	<b>Weighted average exercise price \$</b>	<b>Grant Date Fair Value</b>
Outstanding and exercisable, December 31, 2019	300,000	1.14	0.72
Options issued	550,000	0.50	0.48
Outstanding and exercisable, June 30, 2020	850,000	0.73	0.66

	<b>Number of Options Outstanding</b>	<b>Number of Options Exercisable</b>	<b>Exercise Price</b>	<b>Expiry Date</b>	<b>Weighted Average Remaining Life</b>
Granted August 25, 2015	100,000 <sup>(1)</sup>	100,000	\$ 1.31 <sup>(3)</sup>	September 1, 2020	0.17
Granted October 5, 2018	125,000 <sup>(2)</sup>	125,000	\$ 1.34 <sup>(4)</sup>	October 5, 2023	3.26
Granted May 8, 2019	50,000 <sup>(5)</sup>	50,000	\$ 0.58 <sup>(6)</sup>	May 8, 2024	3.85
Granted November 25, 2019	25,000 <sup>(2)</sup>	25,000	\$ 0.55 <sup>(7)</sup>	November 23, 2024	4.41
Granted, January 8, 2020	550,000 <sup>(2)</sup>	550,000	\$ 0.50 <sup>(8)</sup>	January 7, 2025	4.43
<b>Total</b>	<b>850,000</b>	<b>850,000</b>			<b>3.72</b>

(1) An Executive Officer of the Company holds these options. They are fully vested.

(2) Key employees hold these options. They are fully vested.

(3) The exercise price is CAD \$1.70.

(4) The exercise price is CAD \$1.75.

(5) A consultant of the Company holds these options. They are fully vested.

(6) The exercise price is \$0.75 CAD.

(7) The exercise price is \$0.71 CAD.

(8) The exercise price is \$0.65 CAD.

The fair value at grant date is determined by using the Black-Scholes model which takes into account the exercise price, the term of the option, the impact of dilution (where material), the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.



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## Starrex International Ltd.

Notes to Condensed Interim Consolidated Financial Statements

For the six-month periods ended June 30, 2019 and 2018

(Unaudited) (stated in United States dollars)

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### 13. Share-Based Payments - continued

Effective January 8, 2020, the Company granted to directors and employees 550,000 options to purchase common shares of the Corporation with an exercise price of \$0.65 CDN. The options expire January 7, 2025 and vest immediately.

The following weighted average assumptions were used to calculate the fair value of the stock options granted during the period:

	<b>2020</b>	<b>2019</b>
Share price (\$)	<b>0.60 – 0.65</b>	0.70 - 0.75
Expected dividend yield	<b>Nil</b>	Nil
Risk free interest rate (%)	<b>1.57 – 1.67</b>	1.57 – 1.67
Expected stock volatility (%)	<b>145 - 150</b>	145 - 164
Expected life (years)	<b>5</b>	5

### 14. Net Loss per Share

Basic and diluted loss per share has been calculated based on the weighted average number of common shares outstanding as at June 30, 2020, of 15,552,525 (2019 – 14,965,065). All stock options and convertible notes were excluded from the calculation of the weighted average number of diluted common shares outstanding because their effect would have been anti-dilutive.

### 15. Notes Payable

On November 16, 2018, the Company entered into a promissory note with a principal amount of \$250,000 utilized as a revolving operating line of credit, which was renewed with a maturity date of December 1, 2020 and is collateralized by the accounts receivable of Property Interlink, LLC and MFI Credit Solutions LLC. The interest accrues at 6% per annum. The Company recorded \$7,468 in accrued interest for the six months ended June 30, 2020 (2019 – \$4,081). As at June 30, 2020, the Company had paid in full all outstanding balances.

On April 17, 2020, two of the U.S. subsidiaries were granted loans from Frost Bank in the aggregate amount of \$790,600, pursuant to the Paycheck Protection Program under Division A, Title 1 of the CARES Act, which was enacted March 27, 2020.

The loan, which was in the form of a Promissory Note dated April 17, 2020, matures on April 17, 2021, and bears an interest rate of 1.00% per annum, payable monthly commencing on November 17, 2020. The Note may be prepaid by the Company at any time prior to maturity with no prepayment penalty. Funds from the Loan may only be used for payroll costs, costs used to continue group health care benefits, mortgage payments, rent, utilities, and interest on other debt obligations incurred before February 15, 2020. The Company intends to use the entire loan amount for qualifying expenses. Under the terms of the Paycheck Protection Program, certain amounts of the loan may be forgiven if they are used for qualifying expenses as described in the CARES Act.

### 16. Capital Disclosures

The Company's objectives when managing capital are to maintain its ability to continue as a going concern to provide return for shareholders and to ensure sufficient resources are available to meet day to day operating requirements.

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## **Starrex International Ltd.**

Notes to Condensed Interim Consolidated Financial Statements

For the six-month periods ended June 30, 2019 and 2018

(Unaudited) (stated in United States dollars)

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The Company considers the items included in equity as capital, which totals \$1,492,068 as at June 30, 2020, (December 31, 2019 - \$842,876).

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The Company does not have externally imposed capital requirements.

The Company's capital management objectives, policies and processes have remained unchanged during the period ended June 30, 2020 and the year ended December 31, 2019.

The Company is not subject to any capital requirements imposed by a lending institution or regulatory body, other than of the Canadian Securities Exchange ("CSE"). The impact of any violation of CSE requirements is not known and is ultimately dependent on the discretion of the CSE.

### **17. Segmented Disclosures**

The Company organizes its reporting structure into four reportable segments. For management purposes, the Company is organized into segments based on their products and services provided. Management monitors the operating results of each segment separately for the purpose of making decisions about resource allocation and performance assessment.

The four reportable operating segments are as follows:

- i) Property Interlink, LLC manages residential appraisals and maintains all of the ordering, tracking, administrative duties and details and ensures the timeliness of appraisals that are handled during a real estate mortgage transaction.
- ii) Starrex International Ltd., or Corporate, manages the wholly owned subsidiaries, as well as shareholder services and corporate governance.
- iii) MFI Credit Solutions, LLC manages consumer credit reporting and maintains all of the ordering, tracking, administrative duties and details required to support consumer credit reporting activities.
- iv) Reliable Valuation Service, LLC provides evaluations of residential real estate to third parties.

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**Starrex International Ltd.**

Notes to Condensed Interim Consolidated Financial Statements

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(Unaudited) (stated in United States dollars)

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**17. Segmented Disclosures - continued***Select financial information for the six months ended June 30, 2020 is presented as follows:*

	<b>Property Interlink, LLC</b>	<b>MFI Credit Solutions, LLC</b>	<b>Corporate</b>	<b>Reliable Valuation Service, LLC</b>	<b>Total</b>
Current assets	\$ 463,260	\$ 730,489	\$ 31,067	\$ 495,872	\$ 1,720,688
Property and equipment	32,779	31,119	-	5,905	69,803
Right-of-use assets	199,681	-	-	-	199,681
Intangible assets	95,871	913,828	120,277	-	1,129,976
Goodwill	621,132	294,156	-	-	915,288
Total assets	\$ 1,412,723	\$ 1,969,592	\$ 151,344	\$ 501,777	\$ 4,035,436
Current liabilities	\$ 1,011,824	\$ 549,063	\$ 102,582	\$ 41,601	\$ 1,705,070
Long-term liabilities	\$ 712,198	\$ 126,100	\$ -	\$ -	\$ 838,298
Total liabilities	\$ 1,724,022	\$ 675,163	\$ 102,582	\$ 41,601	\$ 2,543,368
Revenues	\$ 2,896,933	2,286,729	-	1,949,889	7,133,551
Expenses	\$ 3,046,770	2,120,206	323	1,550,229	6,717,528
Operating income (loss) from continuing operations before provision for income tax	\$ (149,837)	\$ 166,523	\$ (323)	\$ 399,660	416,024
Income tax expense	\$ 18,145	3,500	300	8,500	30,445
Net income (loss) and comprehensive income (loss) for the period	\$ (167,982)	\$ 163,023	\$ (623)	391,160	385,578

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**Starrex International Ltd.**

Notes to Condensed Interim Consolidated Financial Statements  
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**17. Segmented Disclosures - continued**

*Select financial information for the six months ended June 30, 2019 is presented as follows:*

	<b>Property Interlink, LLC</b>	<b>MFI Credit Solutions, LLC</b>	<b>Corporate</b>	<b>Reliable Valuation Service, LLC</b>	<b>Total</b>
Current assets	\$ 574,643	\$ 496,903	\$ 132,761	\$ 18,149	\$ 1,222,456
Property and equipment	60,290	40,142	-	-	100,432
Right-of-use assets	275,733	-	-	-	275,733
Intangible assets	136,597	1,015,974	155,656	-	1,308,227
Goodwill	621,132	294,156	-	-	915,288
Total assets	\$ 1,668,395	\$ 1,847,175	\$ 288,417	\$ 18,149	\$ 3,822,136
Current liabilities	\$ 760,151	\$ 840,678	\$ 350,900	\$ 2,430	\$ 1,954,159
Long-term liabilities	\$ 309,281	\$ -	\$ -	\$ -	\$ 309,281
Total liabilities	\$ 1,069,432	\$ 840,678	\$ 350,900	\$ 2,430	\$ 2,263,440
Revenues	\$ 4,019,802	\$ 1,763,280	\$ -	\$ 13,805	\$ 5,796,887
Expenses	\$ 4,216,593	\$ 1,789,089	\$ 46,593	\$ 10,527	\$ 6,602,802
Operating income (loss) from continuing operations before provision for income tax	\$ (196,791)	\$ (25,809)	\$ (46,593)	\$ 3,278	\$ (265,915)
Income tax expense	\$ 5,016	\$ 1,000	\$ 1,344	\$ -	\$ 7,360
Net income (loss) and comprehensive income (loss) for the period	\$ (201,807)	\$ (26,809)	\$ (47,937)	\$ 3,278	\$ (273,275)

**18. Contractual Obligations and Commitments**

- a. Effective November 1, 2019, the Company entered into a consulting agreement for appraisal compliance oversight with a maturity date of October 31, 2020. As at June 30, 2020, this agreement has a minimum commitment of \$13,000 (December 31, 2019 - \$32,200).