# VINZA CAPITAL MANAGEMENT INC.

## CONDENSED INTERIM FINANCIAL STATEMENTS
## (Expressed in Canadian Dollars)

## FOR THE THREE AND SIX MONTHS ENDED MAY 31, 2021 (UNAUDITED)

# VINZA CAPITAL MANAGEMENT INC.

## NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

The accompanying unaudited condensed interim financial statements of Vinza Capital Management Inc. (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 financial statements in accordance with the standards established by the Canadian Institute of Chartered Professional Accountants for a review of interim financial statements by an entity's auditor.

Vancouver, Canada

July 28, 2021

**VINZA CAPITAL MANAGEMENT, INC.**
CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars) - unaudited

| | May 31, 2021 (unaudited) | November 30, 2020 (audited) |
|---|---|---|
| **ASSETS** | | |
| **Current assets** | | |
| Cash | $ 125 | $ 12,911 |
| **Total assets and current assets** | $ 125 | $ 12,911 |
| **LIABILITIES AND SHAREHOLDERS' EQUITY** | | |
| **Current liabilities** | | |
| Accounts payable and accrued liabilities | $ 11,549 | $ 5,688 |
| **Total liabilities and current liabilities** | 11,549 | 5,688 |
| **Shareholders' equity** | | |
| Share capital (Note 4) | 62,501 | 62,501 |
| Deficit | (78,925) | (55,278) |
| **Total shareholders' equity** | 11,424 | 7,223 |
| **Total liabilities and shareholders' equity** | $ 125 | $ 12,911 |

**Nature and continuance of operations** (Note 1)

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

**VINZA CAPITAL MANAGEMENT, INC.**
CONDENSED INTERIM STATEMENTS OF COMPREHENSIVE LOSS
FOR THE THREE AND SIX MONTHS ENDED MAY 31,
(Expressed in Canadian Dollars) - unaudited

| | For the three months ended May 31, 2021 | For the three months ended May 31, 2020 | For the six months ended May 31, 2021 | For the six months ended May 31, 2020 |
|---|---|---|---|---|
| **EXPENSES** | | | | |
| Office and administration | $ 1,859 | $ 1,797 | $ 1,877 | $ 1,815 |
| Professional fees | 6,960 | 3,000 | 16,770 | 8,000 |
| Total expenses | 8,819 | 4,797 | 18,647 | 9,815 |
| Transaction expenses (Note 1) | - | - | - | - |
| Loss and comprehensive loss for the period | $ 8,819 | $ 4,797 | $ 18,647 | $ 9,815 |
| Basic and diluted loss per common share | $ 0.00 | $ 0.00 | $ 0.00 | $ 0.00 |
| Weighted average number of common shares outstanding | 6,250,469 | 6,250,469 | 6,250,469 | 6,250,469 |

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

**VINZA CAPITAL MANAGEMENT, INC.**
CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY
(Expressed in Canadian Dollars) - unaudited

| | Capital Stock | | | |
|---|---|---|---|---|
| | Shares | Amount | Deficit | Total Equity |
| Balance, November 30, 2020 | 6,250,469 | $ 62,501 | $ (55,278) | $ 7,723 |
| Loss for the period | - | - | (18,647) | (18,647) |
| Balance, May 31, 2021 | 6,250,469 | $ 62,501 | $ (73,925) | $ (11,424) |
| Balance, November 30, 2019 | 6,250,469 | $ 62,501 | $ (42,425) | $ 20,076 |
| Loss for the period | - | - | (9,815) | (9,815) |
| Balance, May 31, 2020 | 6,250,469 | $ 62,501 | $ (52,240) | $ 10,261 |

The accompanying notes are an integral part of these financial statements

**VINZA CAPITAL MANAGEMENT, INC.**
CONDEDNSED INTERIM STATEMENTS OF CASH FLOW
FOR THE THREE AND SIX MONTHS ENDED MAY 31,
(Expressed in Canadian Dollars) - unaudited

| | For the three months ended May 31, 2021 | For the three months ended May 31, 2020 | For the six months ended May 31, 2021 | For the six months ended May 31, 2020 |
|---|---|---|---|---|
| **CASH FLOWS FROM OPERATING ACTIVITIES** | | | | |
| Loss for the period | $ (8,819) | $ (4,797) | $ (18,647) | $ (9,815) |
| Changes in non-cash working capital item: | | | | |
| Accounts payable and accrued liabilities | 1,801 | (5,483) | 5,861 | (483) |
| Subscription receivable | - | - | - | - |
| Net cash used in operating activities | (7,019) | (10,280) | (12,786) | (10,298) |
| **CASH FLOWS FROM FINANCING ACTIVITIES** | | | | |
| Advances payable | - | - | - | - |
| Net cash provided by (used in) financing activities | - | - | - | - |
| **Change in cash for the period** | (7,018) | (10,280) | (12,786) | (10,298) |
| **Cash, beginning of period** | 7,143 | 28,541 | 12,911 | 28,559 |
| **Cash, end of period** | $ 125 | $ 18,261 | $ 125 | $ 18,261 |
| **Cash paid (received) during the period for interest** | $ - | $ - | $ - | $ - |
| **Cash paid during the period for income taxes** | $ - | $ - | $ - | $ - |

## 1. NATURE AND CONTINUANCE OF OPERATIONS

Vinza Capital Management Inc. ("Vinza" or the "Company") was incorporated on September 5, 2018 under the British Columbia Business Corporation Act as 1178408 BC LTD. The Company changed its name to "Vinza Capital Management Inc." on March 19, 2019.

Vinza was incorporated as a wholly-owned subsidiary of Blueprint Corporate Services Ltd ("Blueprint"), and entered into an arrangement agreement dated as of November 1, 2018 with respect to a plan of arrangement (the "Arrangement") involving Blueprint, its security holders and Vinza. The Arrangement, which was to spin out Vinza, was approved by the shareholders of Blueprint at a meeting of its shareholders held on January 30, 2019 and received final court approval on February 4, 2019. The Arrangement was completed with an effective date of February 8, 2019 (the "Effective Date"). On the Effective Date the shareholders of Blueprint became entitled to receive 0.001 shares of Vinza for each common share of Blueprint, with the provision that each shareholder of Blueprint receive at least one share in Vinza, resulting in 468 shares of Vinza being issued in aggregate. As a result of the Arrangement, Vinza became a reporting issuer in British Columbia and Alberta. Vinza is a "venture issuer", as such term is defined in NI 51-102.

As at the date of these financial statements the Company does not conduct any active business, other than the identification and evaluation of acquisition opportunities to permit the Company to acquire a business or assets to carry on its business and to finance an acquisition. The Company may use cash, bank financing, the issuance of treasury shares, public debt or equity financing or a combination thereof in order to finance its business and an acquisition.

The Company's head office address is 1700 – 1066 West Hastings Street, Vancouver, BC, V5E 3X1. The registered and records office address is 10th Floor, 595 Howe Street, Vancouver, BC, V6C 2T5.

<u>Going concern</u>

The proposed business of the Company involves a high degree of risk and there is no assurance that it will identify an appropriate business for acquisition or investment, and even if so identified and warranted, it may not be able to finance such an acquisition or investment. Additional funds may be required to enable the Company to pursue such an initiative and the Company may be unable to obtain such financing on terms which are satisfactory to it, particularly in the current economic environment. Furthermore, there is no assurance that the Company will be profitable. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. Management intends to finance operating costs over the next twelve months with loans from directors and companies controlled by directors and or private placement of common shares. Should the Company be unable to continue as a going concern, the net realizable value of its assets may be materially less than the amounts on its statement of financial position.

In March 2020, the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company's business at this time.

## 2. BASIS OF PREPARATION

These condensed interim financial statements have been prepared in accordance with *International Financial Reporting Standards* ("IFRS"), as issued by the *International Accounting Standards Board ("IASB"),* applicable to the preparation of interim financial statements, including IAS 34, *Interim Financial Reporting*. These interim financial statements do not include all information required for a complete set of IFRS statements. However selected notes are included to explain events and transactions that are significant to an understanding of the changes in the Company's financial position and performance since the last audited financial statements for the year ended November 30, 2020.

## 2. BASIS OF PREPARATION (cont'd)

The Board of Directors approved these condensed interim financial statements on July 28, 2021.

**Currency**

The financial statements of the Company are presented in Canadian dollars, which is the functional and reporting currency of the Company.

**Significant accounting policies**

The accounting policies, estimates and judgments, methods of computation and presentation applied in these condensed interim financial statements are consistent with those of the previous financial year. Accordingly, the interim financial statements should be read in conjunction with the Company's most recent audited financial statements.

## 3. CAPITAL STOCK

**Authorized and issued shares**

As at May 31, 2021 and November 30, 2020, the authorized share capital of the Company is an unlimited number of common shares without par value. As at February 28, 2021 there were 6,250,469 common shares outstanding, with the following shares having been issued since the Company's incorporation on September 5, 2018:

a) On September 5, 2018, the Company issued 1 common share pursuant to the incorporation of the Company at a price of $1 per share; and

b) On February 8, 2019 the Company issued 468 common shares to the shareholders of Blueprint upon approval of the Arrangement (see Note 1).

c) On September 27, 2019 the Company completed a private placement, issuing 6,250,000 common shares, of which Directors of the Company purchased 6,000,000 shares, for gross proceeds of $62,500 in aggregate. No finder's fee or commission was paid in connection with the placement and all securities issued are subject to a four month hold period.

## 4. FINANCIAL RISK FACTORS

Financial assets and liabilities are classified in the fair value hierarchy according to the lowest level of input that is significant to the fair value measurement. Assessment of the significance of a particular input to the fair value measurement requires judgment and may affect placement within the fair value hierarchy levels. The hierarchy is as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The carrying value of subscriptions receivable and accounts payable and accrued liabilities approximates fair value due to the short-term nature of the financial instruments. Cash is valued at a level 1 fair value measurement and is carried at fair value through profit or loss. Subscriptions receivable and accounts payable and accrued liabilities are carried at amortized cost.

The Company's risk exposures and the impact on the Company's financial statements are summarized below:

## 4. FINANCIAL RISK FACTORS (Cont'd…)

*Credit risk*

Financial instruments that potentially subject the Company to a significant concentration of credit risk consist primarily of cash. The Company limits its exposure to credit loss by placing its cash with major financial institutions.

*Interest rate risk*

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company considers its exposure to interest rate risk to be not significant as its loans payable are non-interest bearing.

*Liquidity risk*

Liquidity risk is the risk that the Company cannot meet its financial obligations associated with financial liabilities in full. The Company manages liquidity risk through the management of its capital structure, as outlined below. As at May 31, 2020, the Company had $18,261 in cash and working capital of $10,261. The Company may require financing from lenders, shareholders and other investors to generate sufficient capital to meet its short term business requirements.

*Foreign currency risk*

The Company is not exposed to foreign currency risk on fluctuations related to cash, and accounts payable and accrued liabilities that are denominated in a foreign currency.

## 5. CAPITAL MANAGEMENT

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern such that it can provide returns for shareholders and benefits for other stakeholders. The Company considers the items included in shareholders' equity as capital. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust its capital structure, the Company may issue new shares, sell assets to settle liabilities or return capital to its shareholders. The Company is not exposed to externally imposed capital requirements