

AOO Realty (Lebreton) Corp.



Financial Statements

For the year ended 31 March, 2020

Baker Tilly Ottawa LLP
Chartered Professional Accountants
400-301 Moodie Drive
Ottawa, ON
Canada K2H 9C4

T: +1 613.820.8010
F: +1 613.820.0465

ottawa@bakertilly.ca
www.bakertilly.ca

Independent Auditor's Report

To the Shareholder of AOO Realty (Lebreton) Corp.

Opinion

We have audited the financial statements of AOO Realty (Lebreton) Corp. (the "company") which comprise the balance sheet as at 31 March, 2020, and the statements of retained earnings, income and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the AOO Realty (Lebreton) Corp. as at 31 March, 2020, and its results of operations and its cash flows for the year then ended in accordance with Canadian Accounting Standards for Private Enterprises.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of AOO Realty (Lebreton) Corp. in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian Accounting Standards for Private Enterprises, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Baker Tilly Ottawa LLP

Chartered Professional Accountants, Licensed Public Accountants
July 23, 2020
Ottawa, Ontario

AOO Realty (Lebreton) Corp.

Balance Sheet

As at 31 March 2020
(with 2019 figures for comparison)

| | <u>2020</u> | <u>2019</u> |
|-------------------------------------------------------------|----------------------------|----------------------------|
| <u>ASSETS</u> | | |
| Current: | | |
| Income taxes receivable | \$ 18,426 | |
| Investment in joint venture (Note 7) | 92,000 | \$ 116,000 |
| Government remittances receivable | <u>1,622</u> | <u>145</u> |
| | \$ <u>112,048</u> | \$ <u>116,145</u> |
| Other long term: | | |
| Beneficial interest in land (Note 7) | \$ <u>3,159,645</u> | \$ <u>3,159,645</u> |
| | \$ <u><u>3,271,693</u></u> | \$ <u><u>3,275,790</u></u> |
| <u>LIABILITIES AND SHAREHOLDER'S EQUITY</u> | | |
| Current liabilities: | | |
| Due to Algonquin Treaty Negotiations Funding Trust (Note 4) | \$ 76,138 | \$ 49,522 |
| Due to Algonquins of Ontario Opportunities Trust (Note 4) | 1,160 | 1,160 |
| Income taxes payable | <u></u> | <u>11,979</u> |
| | \$ <u>77,298</u> | \$ <u>62,661</u> |
| Long term liability: | | |
| Due to Canada Lands Company CLC Limited (Note 5) | \$ <u>3,158,475</u> | \$ <u>3,158,475</u> |
| Total liabilities | \$ <u>3,235,773</u> | \$ <u>3,221,136</u> |
| Shareholder's equity: | | |
| Capital stock: | | |
| Authorized - unlimited number of common shares | | |
| Issued - 100 common shares | \$ 10 | \$ 10 |
| Retained earnings | <u>35,910</u> | <u>54,644</u> |
| | \$ <u>35,920</u> | \$ <u>54,654</u> |
| | \$ <u><u>3,271,693</u></u> | \$ <u><u>3,275,790</u></u> |

Approved on behalf of the Board:



(See accompanying notes)

AOO Realty (Lebreton) Corp.

Statement of Retained Earnings

For the year ended 31 March 2020
(with 2019 figures for comparison)

| | <u>2020</u> | <u>2019</u> |
|--------------------------------------|------------------|------------------|
| Balance at the beginning of the year | \$ 54,644 | \$ 43,428 |
| Net income (loss) for the year | <u>(18,734)</u> | <u>11,216</u> |
| Balance at the end of the year | <u>\$ 35,910</u> | <u>\$ 54,644</u> |

(See accompanying notes)

AOO Realty (Lebreton) Corp.

Statement of Operations

For the year ended 31 March 2020
(with 2019 figures for comparison)

| | <u>2020</u> | <u>2019</u> |
|------------------------------------------|---------------------------|-------------------------|
| Revenue: | | |
| Joint venture income (loss) | \$ <u>(24,000)</u> | \$ <u>25,000</u> |
| Expenses: | | |
| Interest and bank charges | \$ 554 | \$ 683 |
| Professional fees | <u>12,483</u> | <u>1,122</u> |
| | \$ <u>13,037</u> | \$ <u>1,805</u> |
| Income (loss) before income taxes | \$ (37,037) | \$ 23,195 |
| Income taxes recovery (expense) (Note 6) | <u>18,303</u> | <u>(11,979)</u> |
| Net income (loss) for the year | \$ <u><u>(18,734)</u></u> | \$ <u><u>11,216</u></u> |

(See accompanying notes)

AOO Realty (Lebreton) Corp.

Statement of Cash Flows

For the year ended 31 March 2020
(with 2019 figures for comparison)

| | <u>2020</u> | <u>2019</u> |
|------------------------------------------------------------------------|--------------------|--------------------|
| Cash flows from operating activities: | | |
| Net income (loss) for the year | \$ (18,734) | \$ 11,216 |
| Net change in non cash working capital balances related to operations: | | |
| - increase (decrease) in income taxes payable | (11,979) | (25,603) |
| - decrease (increase) in government remittances receivable | (1,477) | 342 |
| - decrease (increase) in income taxes receivable | <u>(18,426)</u> | <u> </u> |
| Cash flows used for operating activities | \$ <u>(50,616)</u> | \$ <u>(14,045)</u> |
| Cash flows from financing activities: | | |
| Decrease (increase) in investment in joint venture | \$ 24,000 | \$ (25,000) |
| Advances from Algonquin Treaty Negotiations Funding Trust | <u>26,616</u> | <u>39,045</u> |
| Cash flows from financing activities | \$ <u>50,616</u> | \$ <u>14,045</u> |
| Net increase in cash and cash equivalents during the year | \$ - | \$ - |
| Cash and cash equivalents at the beginning of the year | <u>-</u> | <u>-</u> |
| Cash and cash equivalents at the end of the year | \$ <u><u>-</u></u> | \$ <u><u>-</u></u> |

(See accompanying notes)

AOO Realty (Lebreton) Corp.

Notes to the Financial Statements

For the year ended 31 March 2020

1. NATURE OF THE BUSINESS

The company was incorporated on 9 November 2016, under the laws of Ontario and its operations consist of pursuing economic development opportunities.

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation:

These financial statements have been prepared in accordance with Canadian Accounting Standards for Private Enterprises which are part of Canadian generally accepted accounting principles and include the following significant accounting policies.

a) Revenue recognition:

Revenue, including investment income, is recorded on the accrual basis of accounting.

b) Use of estimates:

The preparation of financial statements in accordance with Canadian Accounting Standards for Private Enterprises requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results may differ from management's best estimates as additional information becomes available in the future.

c) Income taxes:

The company uses the income taxes payable method of accounting for income taxes. Under this method, the company reports as an expense (income) of the period only the cost (benefit) of current income taxes determined in accordance with the rate established by taxation authorities.

d) Cash and cash equivalents:

Cash and cash equivalents are comprised of cash on hand and in bank due no greater than three months from the date of acquisition or that are cashable on demand.

e) Financial instruments:

The company's financial instruments consist of investment in joint venture, and amounts due to Algonquin Treaty Negotiations Funding Trust, Algonquins of Ontario Opportunities Trust and Canada Lands Company CLC Limited. The carrying amount approximates their fair value, except where fair values are not readily obtainable.

f) Investment in Joint Venture:

The investment in 291 Carling Avenue/369 Lebreton Street South Joint Venture, a joint venture, is accounted for by the equity method by which the original cost of the investment is adjusted for the company's 33.33% share of earnings or losses since purchase.

3. FINANCIAL INSTRUMENTS

Risks and concentrations:

The company is exposed to various risks through its financial instruments, without being exposed to concentrations of risk. The following analysis provides a measure of the company's risk exposure at the balance sheet date, 31 March 2020.

AOO Realty (Lebreton) Corp.

Notes to the Financial Statements

For the year ended 31 March 2020

3. FINANCIAL INSTRUMENTS (Continued)

Liquidity risk:

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with the financial liabilities. The enterprise is exposed to this risk mainly in respect of its due to Canada Lands Company CLC Limited, Algonquins of Ontario Opportunities Trust and Algonquin Treaty Negotiations Funding Trust.

Credit risk:

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The company is not exposed to any significant credit risk.

Market risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk; currency risk, interest rate risk and other price risk. The company is not exposed to market rate risk or other price risk.

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 is not exposed to interest rate risk.

4. DUE TO RELATED PARTIES

The amounts owing to Algonquins of Ontario Opportunities Trust and Algonquin Treaty Negotiations Funding Trust are interest free and have no specific repayment terms.

5. DUE TO CANADA LANDS COMPANY CLC LIMITED

The amount due to Canada Lands Company CLC Limited is interest free. It is due to be paid if a treaty is reached within the year ending 9 February 2027. If no treaty is reached, the debt is forgiven.

6. INCOME TAXES

Income taxes are accounted for by the taxes payable method. Under the taxes payable method, only current income tax assets and liabilities are recognized. As a result, the company's income tax expense varies from the amount that would otherwise result from the application of the statutory income tax rates as set out below:

| | <u>2020</u> | <u>2019</u> |
|--------------------------------------------------------|--------------------|--------------------|
| Net income (loss) before income taxes | \$ <u>(37,037)</u> | \$ <u>23,195</u> |
| Expected income tax at the combined tax rate of 50.17% | \$ 18,581 | \$ (11,637) |
| Non-deductible interest | <u>(278)</u> | <u>(342)</u> |
| Income taxes recovery (expense) for the year | \$ <u>18,303</u> | \$ <u>(11,979)</u> |

7. OTHER

The company entered into a joint venture called 291 Carling Avenue/369 Lebreton Street South Ottawa, Ontario Joint Venture Agreement dated 9 February 2017 for a nominal consideration. The company holds a one third interest in the joint venture. The beneficial interest in land consists of one third interest in the land held by the joint venture at market value determined at the time of forming the joint venture.

AOO Realty (Lebreton) Corp.

Notes to the Financial Statements

For the year ended 31 March 2020

8. SUBSEQUENT EVENT

On 11 March 2020, the World Health Organization categorized COVID-19 as a pandemic. The potential economic effects within the company's environment and in the global markets, possible disruption in supply chains, and measures being introduced at various levels of government to curtail the spread of the virus (such as travel restrictions, closures of non-essential municipal and private operations, imposition of quarantines and social distancing) could have a material impact on the company's operations.

The extent of the impact of this outbreak and related containment measures on the company's operations cannot be reliably estimated at this time.