

**ALPHA PEAK CAPITAL INC.
(FORMERLY ALPHA PEAK LEISURE INC.)**

Financial Statements

For the years ended December 31, 2022 and 2021

(Expressed in Canadian dollars)

ALPHA PEAK CAPITAL INC. (FORMERLY ALPHA PEAK LEISURE INC.)
FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 2022, AND 2021

<u>CONTENTS</u>	<u>PAGE(S)</u>
INDEPENDENT AUDITOR'S REPORT	1 - 3
STATEMENTS OF FINANCIAL POSITION	4
STATEMENTS OF COMPREHENSIVE INCOME (LOSS)	5
STATEMENTS OF CHANGES IN EQUITY (DEFICIENCY)	6
STATEMENTS OF CASH FLOWS	7
NOTES TO THE FINANCIAL STATEMENTS	8 - 15



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Independent Auditor's Report

To the Shareholders of Alpha Peak Capital Inc. (formerly Alpha Peak Leisure Inc.)

Opinion

We have audited the financial statements of Alpha Peak Capital Inc. (formerly Alpha Peak Leisure Inc.) (the "Company"), which comprise the statements of financial position as at December 31, 2022 and December 31, 2021 and the statements of comprehensive income (loss), changes in equity (deficiency) and cash flows for the years 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 Company as at December 31, 2022 and December 31, 2021, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

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 the Company 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.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 to the financial statements which describes the material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information comprises:

- Management's Discussion and Analysis

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained the other information prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

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 International Financial Reporting Standards, 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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Diana Huang.

"Crowe MacKay LLP"

**Chartered Professional Accountants
Vancouver, Canada
February 17, 2023**

ALPHA PEAK CAPITAL INC. (FORMERLY ALPHA PEAK LEISURE INC.)
 STATEMENTS OF FINANCIAL POSITION
 AT DECEMBER 31, 2022 AND 2021
 (Expressed in Canadian Dollars)

	Notes	December 31, 2022	December 31, 2021
		\$	\$
ASSETS			
CURRENT			
Cash		29,828	56,054
Trade and other receivables		2,525	7,915
Total current assets		32,353	63,969
TOTAL ASSETS		32,353	63,969
LIABILITIES			
CURRENT			
Accounts payables and accrued liabilities		15,442	14,783
Total current liabilities		15,442	14,783
Total liabilities		15,442	14,783
EQUITY			
Share capital	7	64,132,017	64,132,017
Reserves		581,585	581,585
Deficit		(64,696,691)	(64,664,416)
Total equity		16,911	49,186
TOTAL LIABILITIES AND EQUITY		32,353	63,969

Going concern (Note 1)

Approved on February 17, 2023, on behalf of the Board:

"Zachary Goldenberg"

 Zachary Goldenberg, Director

"Carlo Rigillo"

 Carlo Rigillo, Director

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

ALPHA PEAK CAPITAL INC. (FORMERLY ALPHA PEAK LEISURE INC.)
 STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
 FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
 (Expressed in Canadian Dollars)

	Notes	2022	2021
		\$	\$
Professional fees	6	27,306	59,588
Share-based payments	6,7	-	37,572
Administrative expenses		4,969	21,236
TOTAL LOSS AND COMPREHENSIVE LOSS FOR THE YEAR		32,275	118,396
Weighted average number of common shares			
Outstanding - Basic and diluted		8,993,420	8,171,111
Basic and diluted loss per common share			
		\$ 0.00	\$ 0.01

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

ALPHA PEAK CAPITAL INC. (FORMERLY ALPHA PEAK LEISURE INC.)
 STATEMENTS OF CHANGES IN EQUITY (DEFICIENCY)
 FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
 (Expressed in Canadian Dollars)

	Share Capital		Share option		Accumulated losses	Total
	# of shares	\$	reserve	\$		
At December 31, 2020	7,207,707	63,992,017	544,013		(64,546,020)	(9,990)
Issuance of shares for debt settlement	1,285,713	90,000	-		-	90,000
Issuance of shares for cash	500,000	50,000	-		-	50,000
Share-based payments - vesting of options	-	-	37,572			37,572
Net loss and comprehensive loss for the year	-	-	-		(118,396)	(118,396)
At December 30, 2021	8,993,420	64,132,017	581,585		(64,664,416)	49,186
At December 31, 2021	8,993,420	64,132,017	581,585		(64,664,416)	49,186
Net loss and comprehensive loss for the year	-	-	-		(32,275)	(32,275)
At December 31, 2022	8,993,420	64,132,017	581,585		(64,696,691)	16,911

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

ALPHA PEAK CAPITAL INC. (FORMERLY ALPHA PEAK LEISURE INC.)
 STATEMENTS OF CASH FLOWS
 FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
 (Expressed in Canadian Dollars)

Notes	2022	2021
	\$	\$
OPERATING ACTIVITIES		
Net Loss	(32,275)	(118,396)
Changes in non-cash working capital balances		
Stock based compensation	-	37,572
Trade and other receivables	5,390	25,977
Accounts payable and accrued liabilities	659	10,896
Cash flow provided by (used in) operating activities	(26,226)	(43,951)
FINANCING ACTIVITIES		
Shares issued for cash	-	50,000
Cash flow provided by financing activities	-	50,000
Change in cash during the year	(26,226)	6,049
Cash, beginning of the year	56,054	50,005
Cash, End of the year	29,828	56,054
SUPPLEMENTAL CASH FLOW INFORMATION		
Issuance of shares for debt forgiveness	-	90,000

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

1. BACKGROUND AND NATURE OF OPERATIONS

Alpha Peak Capital Inc. (formerly, Alpha Peak Leisure Inc.) (the "Company") was incorporated on June 24, 2011, under the British Columbia Business Corporation Act and commenced trading on the TSX Venture Exchange (the "TSXV") as a Capital Pool Company pursuant to TSXV Policy 2.4. The address of the Company's registered office is 1200 - 750 West Pender Street, Vancouver, BC V6C 2T8, Canada.

During the year ended December 31, 2019, the Company sold all of the shares of its wholly owned subsidiary Total Wonder Enterprises Limited ("TWEL") to certain shareholders of the Company (the "TWEL Sale") and completed a distribution of \$0.075 per common share (the "Distribution") by way of return of capital. After the completion of the TWEL Sale and the Distribution, the Company became a shell company with no active business and was transferred to the NEX board of the TSXV. On April 19, 2021, the Company's common shares were voluntarily delisted from trading on the TSXV and remains a reporting issuer in good standing in the Provinces of British Columbia and Alberta.

The financial statements are presented in Canadian Dollar ("CAD" or "\$"), which is the Company's functional currency and presentation currency.

During the year, there was the continued closures and restrictions from the global pandemic outbreak of COVID-19. The actual and threatened spread of the virus globally has had a material adverse effect on the global economy and specifically, the regional economies in which the Company operates. The pandemic could continue to have a negative impact on the stock market.

The Corporation's business financial condition and results of operations may be further negatively affected by economic and other consequences from the conflict in the Ukraine and the sanctions imposed in response to that action in late February 2022. While the Corporation expects any direct impacts of the pandemic and the conflict in Ukraine to the business to be limited, the indirect impacts on the economy and on the industries in general could negatively affect the business and may make it more difficult for it to raise equity or debt financing. There can be no assurance that the Corporation will not be impacted by adverse consequences that may be brought about on its business, results of operations, financial position and cash flows in the future.

The Company has incurred losses since inception and has a deficit of \$64,696,691 at December 31, 2022. The continuing operations of the Company are dependent upon obtaining necessary financing. Failure to continue as a going concern would require that assets and liabilities be recorded at their liquidation values, which might differ significantly from their carrying values. These factors, among others, could have a significant impact on the Company's operations. These material uncertainties may cast significant doubt upon the Company's ability to continue as a going concern.

On May 3, 2021, the Company completed a share consolidation on the basis of 10 old shares for 1 new share (the "Consolidation"). The Consolidation has been retroactively presented in these financial statements and all share amounts, including per share amounts, reflect the share consolidations.

2. BASIS OF PREPARATION

Statement of compliance

The financial statements of the Company have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretation issued by the International Financial Reporting Interpretations Committee ("IFRIC").

2. **BASIS OF PREPARATION - continued**

Basis of presentation

The financial statements are presented in Canadian dollars ("CAD"), which is the Corporation's functional and presentation currency. The financial statements are prepared on a historical cost basis except for certain financial instruments classified as fair value through profit or loss ("FVTPL"), which are stated at their fair value. The accounting policies have been applied consistently throughout the entire period presented in these financial statements.

3. **SIGNIFICANT ACCOUNTING POLICIES**

Critical accounting estimates and judgments

Significant accounting judgments that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the financial statements include but are not limited to the going concern assumption (Note 1).

Cash and cash equivalents

Cash includes amounts held in banks and highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Foreign currencies

These financial statements are presented in Canadian dollars, which is the Company's functional currency. Transactions in currencies other than the functional currency are recognised at the rates of exchanges prevailing on the dates of the transactions. At the end of the reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated.

Exchange differences arising on the settlement of monetary items and on the retranslation of monetary items are recognised in the statement of profit or loss in the period in which they arise.

Share-based payment arrangements

The Company grants share options to acquire common shares of the Company to directors, officers, employees and consultants. The fair value of share-based payments to employees is measured at grant date using the Black-Scholes option pricing model and is recognized over the vesting period for employees using the graded method. Fair value of share-based payments for non-employees is recognized and measured at the date the goods or services are received based on the fair value of the goods or services received. If it is determined that the fair value of goods and services received cannot be reliably measured, the share-based payment is measured at the fair value of the equity instruments issued using the Black-Scholes option pricing model.

For both employees and non-employees, the fair value of share-based payments is recognized as an expense with a corresponding increase in share-based payments reserve. The amount recognized as expense is adjusted to reflect the number of share options expected to vest. Consideration received on the exercise of stock options is recorded in capital stock and the related share-based payment in option reserves is transferred to capital stock. For those options that expire or are forfeited after vesting, the recorded value is transferred to deficit.

3. **SIGNIFICANT ACCOUNTING POLICIES - continued**

Income taxes

Income tax expense consisting of current and deferred tax expense is recognized in the statement of comprehensive loss. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period-end, adjusted for amendments to tax payable with regard to previous years.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted at the end of the reporting period, and any adjustment to tax payable in respect of previous years. Current tax assets and current tax liabilities are only offset if a legally enforceable right exists to offset the amounts and the Corporation intends to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax assets and liabilities and the related deferred income tax expense or recovery are recognized for deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax basis, except for taxable temporary differences arising on the initial recognition of goodwill and temporary differences arising from the initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized, or the liability settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that substantive enactment occurs.

A deferred tax asset is recognized to the extent that it is probable that future taxable income will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, the deferred tax asset is reduced. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Financial instruments

Financial assets

Initial recognition and measurement

A financial asset is measured initially at fair value plus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue. On initial recognition, a financial asset is classified as measured at amortized cost or fair value through profit or loss. A financial asset is measured at amortized cost if it meets the conditions that i) the asset is held within a business model whose objective is to hold assets to collect contractual cash flows, ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, and iii) is not designated as fair value through profit or loss.

Subsequent measurement

The Corporation classifies its financial assets into the following categories, depending on the purpose for which the asset was acquired. Management determines the classification of its financial assets at initial recognition.

Financial assets at amortized cost - Amortized cost are those assets which are held within a business whose objective is to hold financial assets to collect contractual cash flows; and the terms of the financial assets must provide on specified dates cash flows solely through the collection of principal and interest.

3. **SIGNIFICANT ACCOUNTING POLICIES - continued**

There are no financial assets classified as measured as amortized cost.

Fair value through profit or loss ("FVTPL") - A financial asset shall be measured at fair value through profit or loss unless it is measured at amortized cost or FVOCI. The Corporation may however make the irrevocable option to classify particular investments as FVTPL. The Corporation has classified its cash as FVTPL.

Fair value through other comprehensive income ("FVTOCI") - FVTOCI assets are those assets which are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets; and the contractual terms of the financial assets give rise on specified dates to cash flows solely through the collection of principal and interest. A financial asset measured at fair value through other comprehensive income is recognized initially at fair value less transaction costs directly attributable to the asset. After initial recognition, the asset is measured at fair value with changes in fair value included as "financial asset at fair value through other comprehensive income" in other comprehensive income.

The Corporation does not have any financial assets measured at FVTOCI.

Financial liabilities

Management determines the classification of its financial liabilities at initial recognition.

Financial liabilities at amortized cost - The Corporation classifies all financial liabilities as subsequently measured at amortized cost using the effective interest method, except for financial liabilities carried at FVTPL and certain other exceptions.

The Corporation's accrued liabilities are financial liabilities measured at amortized cost.

Financial liabilities are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities.

Financial liabilities at FVTPL - A financial liability measured at FVTPL is initially measured at fair value with any associated transaction costs being recognized in profit or loss when incurred. Subsequently, the financial liability is re-measured at fair value, and a gain or loss is recognized in profit or loss in the reporting period in which it arises.

The Corporation does not have any financial liabilities measured at FVTPL.

Offsetting financial assets and liabilities

Financial assets and liabilities are offset, and the net amount is presented in the statement of financial position only when the Corporation has a legally enforceable right to set off the recognized amounts and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Impairment of financial assets at amortized cost

The Corporation recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Corporation measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If, at the reporting date, the financial asset has not increased significantly since initial recognition, the Corporation measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Corporation shall recognize in profit or loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

3. **SIGNIFICANT ACCOUNTING POLICIES - continued**

Derecognition of financial assets

The Corporation derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in profit or loss.

Basic and Diluted Loss per Share

Basic loss per share is computed by dividing the net loss applicable to common shares by the weighted average number of common shares outstanding for the relevant period.

Diluted loss per share is computed by dividing the net loss applicable to common shares by the sum of the weighted average number of common shares issued and outstanding and all additional common shares that would have been outstanding if potentially dilutive instruments were converted.

4. **ACCOUNTING STANDARDS AND INTERPRETATIONS**

The following accounting standards and amendments are effective for future periods:

Classification of Liabilities as Current or Non-current (Amendments to IAS 1)

The amendments to IAS1 provide a more general approach to the classification of liabilities based on the contractual arrangements in place at the reporting date.

These amendments are effective for reporting periods beginning on or after January 1, 2023.

5. **PROMISSORY NOTES PAYABLE**

On December 31, 2020, the Company entered into a promissory note agreement with a third party in the amount of \$80,000. The terms of the promissory note are non-interest bearing and payable on June 30, 2021. The funds are to be used for working capital purposes. On May 10, 2021, the Company entered into certain debt settlement agreements pursuant to which an aggregate of \$90,000 owing by the Company to five creditors was converted into an aggregate of 1,285,713 common shares of the Company at a price of \$0.07 per common share.

6. **RELATED PARTY TRANSACTION**

The Company's key management includes directors (executive and non-executive), the Chairman, the Chief Executive Officer and the Chief Financial Officer. The remuneration of the key management of the Company during the years ended December 31, 2022, and 2021 are as follows:

	For the year ended	
	2022	2021
	\$	\$
Directors fees included in professional fees	11,300	22,600
Share based payments	-	37,572
	<u>11,300</u>	<u>60,172</u>

During the year ended December 31, 2021, the Company settled \$10,000 in liabilities with the Chief Executive Officer for shares at \$0.07 per share.

ALPHA PEAK CAPITAL INC. (FORMERLY ALPHA PEAK LEISURE INC.)
 NOTES TO THE FINANCIAL STATEMENTS
 FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
 Expressed (in Canadian Dollars)

7. **SHARE CAPITAL**

(a) Authorised

Unlimited number of common shares without par value.

(b) Issued common shares

During the year ended December 31, 2021, as part of certain debt settlements as disclosed in Note (5), the Company issued an aggregate of 1,285,713 of common shares at a price of \$0.07. On September 23, 2021, the Company issued 500,000 common shares at \$0.10 per common share for \$50,000.

On May 3, 2021, the Company completed the Consolidation. The Consolidation has been retroactively presented in these financial statements and all share amounts, including per share amounts, reflect the share consolidations.

(c) Share options

The Company adopted a share option plan on July 13, 2017, under which it can grant options to directors, officers, employees, and consultants for up to 10% of the issued and outstanding common shares.

As at December 31, 2022, 760,000 share options (December 31, 2021 - 760,000) of the Company were outstanding at an average exercise price of \$0.07 (2021 - \$0.07) per underlying common share. Each share option will vest May 10, 2022, subject to accelerated vesting and will expire 5 years from grant date. Upon the Company entering into binding, definitive agreement for the consummation of a reverse takeover, the stock options vest immediately. The fair value of the options granted during the year ended December 31, 2021 has been estimated at the date of issue using the Black-Scholes option pricing model with the following assumptions: (i) dividend yield of 0%; (ii) expected volatility of 100.00%; (iii) risk-free interest rate of 0.48%; (iv) expected life of 5 years; (v) share price of \$0.07; forfeiture rate of nil. Volatility was estimated based on historical volatility of comparable companies.

	Number of options	Weighted average exercise price	Weighted average remaining life (years)
Balance December 31, 2020	32,000	\$ 1.00	2.08
Cancelled	(32,000)	(1.00)	-
Granted	760,000	0.07	-
Balance December 31, 2021	760,000	0.07	4.36
Granted	-	-	-
Balance December 31, 2022	760,000	\$ 0.07	3.36

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
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8. **INCOME TAXES**

The income tax provision differs from the expected amounts calculated by applying the Canadian combined federal and provincial corporate income tax rates to the Company's loss before income taxes. The components of these differences are as follows:

	<u>2022</u>	<u>2021</u>
	\$	\$
Net loss	(32,275)	(118,396)
Statutory tax rate	27%	27%
Expected income tax recovery	(8,714)	(31,967)
Non-deductible items		10,144
Change in unrecognized deferred tax assets	8,714	21,823
Actual income tax recovery	-	-

Deferred income tax assets and liabilities are recognized for temporary differences between the carrying amount of the balances on the consolidated statements of financial position and their corresponding tax values as well as for the benefit of losses available to be carried forward to future years for tax purposes to the extent that it is probable that future taxable profit will allow the deferred tax assets to be recovered.

The Company has the following deductible temporary differences and unused tax losses:

	<u>2022</u>	Expiry date	<u>2021</u>	Expiry date
	\$		\$	
Capital assets	200	none	200	none
Non-capital loss carry-forwards	3,047,000	2032-2042	3,015,000	2032-2041
Capital loss carry-forwards	<u>42,870,000</u>	none	<u>42,870,000</u>	none
Unrecognized deductible temporary differences	<u>45,918,200</u>		<u>45,884,200</u>	

9. **CAPITAL RISK MANAGEMENT**

Management's objective is to manage its capital to ensure that there are adequate capital resources to safeguard the Company's ability to continue as a going concern through the optimization of its capital structure. The capital structure consists of share capital and working capital.

In order to achieve this objective, management makes adjustments to it in light of changes in economic conditions and risk characteristics of the underlying assets. To maintain or adjust capital structure, management may invest its excess cash in interest bearing accounts of Canadian chartered banks and/or raise additional funds externally as needed. The Company is not subject to externally imposed capital requirements. The Company's management of capital did not change during the year ended December 31, 2022.

10. **FINANCIAL INSTRUMENTS**

Financial instruments are agreements between two parties that result in promises to pay or receive cash or equity instruments. The Company classifies its financial instruments as follows: cash, receivables, accounts payable and accrued liabilities and promissory notes payable as amortized cost. The carrying values of these instruments approximate their fair values due to their short term to maturity.

10. **FINANCIAL INSTRUMENTS - continued**

The Company has exposure to the following risks from its use of financial instruments:

a) 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 manages credit risk, in respect of cash, by placing it at major Canadian financial institutions. The Company has minimal credit risk.

b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquid funds to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The contractual financial liabilities of the Company as of December 31, 2022, equal \$15,442 (December 31, 2021 - \$14,783). All of the liabilities presented as accounts payable and accrued liabilities are due within 30 days of December 31, 2022.

c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates, will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimizing the return on capital.

i) Currency risk – Currency risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in foreign exchange rates. The Company does not hold substantial funds in a foreign currency and is not subject to significant currency risk.

ii) Interest rate risk – Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. Interest earned on cash is at nominal interest rates, and therefore, the Company does not consider interest rate risk to be significant. The Company has no interest-bearing financial liabilities.

iii) Other price risk – Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk. The Company is not exposed to significant other price risk.