Condensed Interim Consolidated Financial Statements of

NETWORK MEDIA GROUP INC.

For the nine month period ended August 31, 2023 and 2022
(Expressed in Canadian dollars)

(Unaudited – Prepared by management)

N E T W O R K

www.networkmediagroup.ca

NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), if an auditor has not performed a review of the condensed interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

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

Vancouver, BC
October 24, 2023

NETWORK MEDIA GROUP INC.

Condensed Interim Consolidated Statements of Financial Position

As at August 31, 2023 and November 30, 2022

Expressed in Canadian dollars (Unaudited)

	Note		**August 31, 2023**		November 30, 2022
ASSETS					
Current					
Cash		**$**	**991,780**	$	708,287
Accounts receivable	3		**1,318,672**		1,125,581
Tax credits receivable			**2,703,050**		4,398,650
Prepaid expenses and deposits			**143,022**		67,076
			5,156,524		6,299,594
Tax credits receivable			**1,476,830**		1,667,012
Accounts receivable	3		**-**		130,000
Property, equipment and right of use assets	4		**397,361**		347,514
Intangible asset	5		**400,000**		400,000
Investment in film and television properties	6, 13, 19		**11,913,514**		11,714,410
Total Assets		**$**	**19,344,229**	$	20,558,530
LIABILITIES AND SHAREHOLDERS' EQUITY					
Current					
Line of credit	7	**$**	**300,000**	$	185,000
Accounts payable and accrued liabilities	5, 8, 13		**4,822,523**		4,884,303
Interim financing	9		**1,157,329**		2,926,897
Deferred revenue	10		**854,785**		575,782
Current portion of debt payable	11		**420,000**		300,000
Promissory note	13		**662,789**		-
Current lease obligations	12		**232,167**		152,121
			8,449,593		9,024,103
Accounts payable and accrued liabilities	5		**200,000**		150,000
Debt payable	11		**450,000**		795,000
Lease obligations	12		**9,707**		6,316
Total Liabilities			**9,109,300**		9,975,419
Shareholders' Equity					
Share capital	14		**12,927,976**		12,927,976
Share-based payment reserve	14(c)		**1,238,093**		1,164,210
Deficit			**(3,931,140)**		(3,509,075)
Total Shareholders' Equity			**10,234,929**		10,583,111
Total Liabilities and Shareholders' Equity		**$**	**19,344,229**	$	20,558,530

Nature of operations and going concern (Note 1)
Subsequent event (Note 23)

Approved by the Board of Directors on October 24, 2023

"Paul Gertz"
Paul Gertz, Director

"Derik Murray"
Derik Murray, Director

See accompanying notes to these condensed interim consolidated financial statements.

NETWORK MEDIA GROUP INC.

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

For the three and nine month period ended August 31, 2023 and 2022

Expressed in Canadian dollars (Unaudited)

	Note		Three month period ended				Nine month period ended		
			August 31, 2023		August 31, 2022		**August 31, 2023**		August 31, 2022
Total revenue	15	**$**	**2,638,225**	$	9,507,901	**$**	**5,732,555**	$	10,470,930
Production costs	13, 17(a), 19		**666,429**		1,349,999		**2,068,699**		1,798,890
Amortization of film and television properties	6		**498,975**		4,751,376		**2,429,239**		5,720,419
Amortization of property, equipment and right of use assets	4		**84,890**		93,852		**253,882**		288,309
General and administrative	13, 16, 17(a)		**306,868**		378,655		**834,795**		1,127,920
Impairment of investment in film and television properties	6		**50,000**		23,877		**56,302**		86,196
Selling and distribution			**65,652**		26,908		**153,633**		37,633
Share-based compensation	13,14(c)		**79,758**		156,863		**253,355**		472,145
Foreign exchange loss (gain)			**(5,578)**		15,378		**149,084**		37,390
Write-off of accounts payable	8		**-**		-		**-**		(51,718)
			1,746,994		6,796,908		**6,198,989**		9,517,184
Income (loss) before other items			**891,231**		2,710,993		**(466,434)**		953,746
Other income			**-**		-		**(28,021)**		-
Financing expense, net	17(b)		**68,913**		22,748		**146,507**		78,481
Income (loss) before income taxes			**822,318**		2,688,245		**(584,920)**		875,265
Income tax expense			**16,617**		298,862		**16,617**		298,862
Net and comprehensive income (loss) for the period		**$**	**805,701**	$	2,389,383	**$**	**(601,537)**	$	576,403
Earnings (loss) per share									
- basic		**$**	**0.05**	$	0.13	**$**	**(0.03)**	$	0.03
- diluted		**$**	**0.05**	$	0.13	**$**	**(0.03)**	$	0.03
Weighted average number of shares outstanding									
- basic			**17,824,707**		17,824,707		**17,824,707**		17,824,707
- diluted			**17,824,707**		17,824,707		**17,824,707**		17,824,707

See accompanying notes to these condensed interim consolidated financial statements.

NETWORK MEDIA GROUP INC.

Condensed Interim Consolidated Statements of Changes in Shareholders' Equity

For the nine month period ended August 31, 2023 and 2022

Expressed in Canadian dollars (Unaudited)

	Note	Number of Common Shares	Share Capital	Share-based Payment Reserve	Deficit	Total
Balance as at November 30, 2021		89,123,537	$ 12,927,976	$ 1,054,137	$ (4,527,196)	$ 9,454,917
Share-based compensation	14(c)	-	-	472,145	-	472,145
Reclassification of fair value of expired/cancelled stock options	14(c)	-	-	(342,880)	342,880	-
Net and comprehensive income for the period		-	-	-	576,403	576,403
Balance as at August 31, 2022		**89,123,537**	**$ 12,927,976**	**$ 1,183,402**	**(3,607,913)**	**$ 10,503,465**
Balance as at November 30, 2022		89,123,537	$ 12,927,976	$ 1,164,210	$ (3,509,075)	10,583,111
Share-based compensation	14(c)	-	-	253,355	-	253,355
Reclassification of fair value of expired/cancelled stock options	14(c)	-	-	(179,472)	179,472	-
Net and comprehensive loss for the period		-	-	-	(601,537)	(601,537)
Balance as at August 31, 2023		**89,123,537**	**$ 12,927,976**	**$ 1,238,093**	**$ (3,931,140)**	**$ 10,234,929**

See accompanying notes to these condensed interim consolidated financial statements.

NETWORK MEDIA GROUP INC.

Condensed Interim Consolidated Statements of Cash Flows

For the nine month period ended August 31, 2023 and 2022

Expressed in Canadian dollars (Unaudited)

	Nine month period ended	
	August 31, 2023	August 31, 2022
Operating activities		
Income (loss) for the period	**$ (601,537)**	$ 576,403
Items not involving cash:		
Amortization of property, equipment and right of use assets	**253,882**	288,309
Amortization of film and television properties	**2,429,239**	5,720,419
Impairment of investment in film and television properties	**56,302**	86,196
Share-based compensation	**253,355**	472,145
Write-off of accounts payable	**-**	(51,718)
	2,391,241	7,390,616
Net changes in non-cash working capital items		
Accounts receivable	**(63,091)**	(738,447)
Tax credits receivable	**(101,095)**	(130,376)
Prepaid expenses and deposits	**(75,946)**	(3,064)
Accounts payable and accrued liabilities	**355,534**	2,015,026
Accrued interest	**196,258**	121,612
Deferred revenue	**279,003**	(3,153,219)
Net cash provided by operating activities	**2,981,904**	5,502,148
Financing activities		
Proceeds from (repayment of) interim financing	**(1,870,386)**	2,044,058
Proceeds from (repayment of) line of credit	**115,000**	(290,000)
Proceeds from promissory note	**650,000**	-
Repayment of lease obligations	**(220,488)**	(253,620)
Repayment of debt payable	**(298,886)**	(7,000)
Net cash provided by (used in) financing activities	**(1,624,760)**	1,493,438
Investing activities		
Purchase of property, equipment and right of use assets	**(8,569)**	(41,401)
Investment in film and television properties, net of tax credits	**(388,984)**	(8,564,705)
Investment in properties under development	**(676,098)**	(682,323)
Net cash used in investing activities	**(1,073,651)**	(9,288,429)
Change in cash	**283,493**	(2,292,843)
Cash, beginning of period	**708,287**	2,788,730
Cash, end of period	**$ 991,780**	$ 495,887

Supplemental cash flow information (Note 18)

See accompanying notes to these condensed interim consolidated financial statements.

1. Nature of operations and going concern

Network Media Group Inc. ("Network" or the "Company") was incorporated on July 12, 2010 under the Business Corporations Act of the Province of British Columbia. Network together with its subsidiaries, develops, produces and exploits film and television properties in addition to providing production services to third parties.

The Company has a working capital deficit of $3,293,069 and a deficit of $3,931,140 which give rise to material uncertainties which may cast significant doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent upon its ability to continue to generate profitable operations, manage its capital and access sufficient future capital if needed. These condensed interim consolidated financial statements do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and, therefore, be required to realize its assets and discharge its liabilities in other than the normal course of operations and at amounts different from those in these condensed interim consolidated financial statements.

The Company's registered office is Suite 1500, 1055 West Georgia Street, Vancouver, British Columbia, V6E 4N7.

2. Basis of presentation

(a) Statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). Therefore, these financial statements comply with International Accounting Standard ("IAS") 34 "Interim Financial Reporting".

This interim financial report does not include all of the information required of a full annual financial report and is intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period. It is therefore recommended that this financial report be read in conjunction with the annual consolidated financial statements of the Company for the year ended November 30, 2022.

The condensed interim consolidated financial statements of the Company for the nine month period ended August 31, 2023 and 2022 were authorized for issue by the Board of Directors on October 24, 2023.

(b) Basis of measurement

The financial statements have been prepared on an accrual basis under the historical cost convention, except for financial instruments measured at fair value and cash flow information.

(c) Functional currency

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

2. Basis of presentation (continued)

(d) Basis of consolidation

The condensed interim consolidated financial statements comprise the financial statements of Network and its wholly owned subsidiaries. The active companies included within the consolidated financial statements are as follows:

- Network Media Group Inc. (British Columbia Incorporated)
- Network Entertainment Inc. (British Columbia Incorporated)
- Network Films Nineteen Inc. (British Columbia Incorporated)
- Network Films Twenty-One Inc. (British Columbia Incorporated)
- Network Films Twenty-Two Inc. (British Columbia Incorporated)
- Network Pictures Twenty-One Inc. (British Columbia Incorporated)
- Network Pictures Twenty-Two Inc. (British Columbia Incorporated)
- Network Pictures Twenty-Four Inc. (British Columbia Incorporated)
- Network Pictures Twenty-Five Inc. (British Columbia Incorporated)
- Network Entertainment Corp. (Delaware Incorporated)
- Network NFT Studios Inc. (formerly Network Studios Inc.) (British Columbia Incorporated)

All intercompany balances, transactions, income and expenses are eliminated on consolidation.

(e) Significant accounting judgments and key sources of estimate uncertainty

The preparation of the condensed interim consolidated financial statements requires management to make estimates, judgments and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and disclosure of contingent assets and liabilities at the date of the financial statements and for the periods presented. It also requires management to exercise judgment in applying the Company’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to financial statements, have been set out in Note 3 of the Company’s audited annual consolidated financial statements for the year ended November 30, 2022. Actual results may differ materially from these estimates.

(f) Comparative figures

Certain of the prior period’s figures have been reclassified to conform with the presentation adopted in the current period.

(g) Standards issued but not effective

In February 2021, the IASB issued amendments to IAS 1 “Presentation of Financial Statements”, in which it provides guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The IASB also issued non-mandatory guidance in its amendments to IFRS Practice Statement 2 “Making Materiality Judgements” to support the amendments in IAS 1 by explaining and demonstrating the application of the ‘four-step materiality process’ to accounting policy disclosures. The amendments to IAS 1 are applicable for annual periods beginning on or after January 1, 2023.

Other new or revised accounting standards not yet adopted accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company’s consolidated financial statements.

Expressed in Canadian dollars (Unaudited)

3. Accounts receivable

		August 31, 2023		November 30, 2022
Receivables from broadcasters	**$**	**1,293,125**	$	1,048,309
Input tax credits and other receivables		**25,547**		77,272
	$	**1,318,672**	$	1,125,581

The aging of current receivables from broadcasters is as follows:

		August 31, 2023		November 30, 2022
Less than 60 days	**$**	**49,538**	$	684,913
Over 61 days		**1,243,587**		363,396
	$	**1,293,125**	$	1,048,309

Accounts receivable of $Nil (November 30, 2022 – $130,000) is due in 18 months and has been presented as non-current.

4. Property, equipment and right of use assets

	Computer Equipment	Furniture and Office Equipment	Production Equipment	Right of Use Assets	Total
Cost					
Balance at November 30, 2021	$ 980,785	$ 106,286	$ 61,148	$ 1,240,582	$ 2,388,801
Additions	29,474	-	11,039	6,906	47,419
Expired leases	-	-	-	(332,405)	(332,405)
Balance at November 30, 2022	1,010,259	106,286	72,187	915,083	2,103,815
Additions	8,569	-	-	295,160	303,729
Balance at August 31, 2023	**$ 1,018,828**	**$ 106,286**	**$ 72,187**	**$ 1,210,243**	**$ 2,407,544**
Accumulated amortization					
Balance at November 30, 2021	$ 803,677	$ 77,992	$ 43,524	$ 786,445	$ 1,711,638
Amortization expense	57,558	5,656	6,943	306,911	377,068
Expired leases	-	-	-	(332,405)	(332,405)
Balance at November 30, 2022	861,235	83,648	50,467	760,951	1,756,301
Amortization expense	34,502	3,391	4,887	211,102	253,882
Balance at August 31, 2023	**$ 895,737**	**$ 87,039**	**$ 55,354**	**$ 972,053**	**$ 2,010,183**
Carrying amount					
November 30, 2022	$ 149,024	$ 22,638	$ 21,720	$ 154,132	$ 347,514
August 31, 2023	**$ 123,091**	**$ 19,247**	**$ 16,833**	**$ 238,190**	**$ 397,361**

There were no impairment write-downs or any reversals of previous write-downs, nor did the Company have any disposals of property and equipment, during the periods presented.

Expressed in Canadian dollars (Unaudited)

4. Property, equipment and right of use assets (continued)

The continuity of right of use assets is as follows:

	Leasehold Improvements	Office	Vehicle	Equipment	Total
Cost					
Balance at November 30, 2021	$ 13,734	$ 818,797	$ 34,186	$ 373,865	$ 1,240,582
Additions	-	-	-	6,906	6,906
Expired leases	-	-	-	(332,405)	(332,405)
Balance at November 30, 2022	13,734	818,797	34,186	48,366	915,083
Additions	-	295,160	-	-	295,160
Balance at August 31, 2023	**$ 13,734**	**$1,113,957**	**$ 34,186**	**$ 48,366**	**$ 1,210,243**
Accumulated amortization					
Balance at November 30, 2021	$ 3,845	$ 422,390	$ 14,222	$ 345,988	786,445
Amortization expense	6,592	264,271	7,111	28,937	306,911
Expired leases	-	-	-	(332,405)	(332,405)
Balance at November 30, 2022	10,437	686,661	21,333	42,520	760,951
Amortization expense	3,297	200,930	5,196	1,679	211,102
Balance at August 31, 2023	**$ 13,734**	**$ 887,591**	**$ 26,529**	**$ 44,199**	**$ 972,053**
Carrying amount					
November 30, 2022	$ 3,297	$ 132,136	$ 12,853	$ 5,846	$ 154,132
August 31, 2023	**$ -**	**$ 226,366**	**$ 7,657**	**$ 4,167**	**$ 238,190**

5. Intangible asset

On February 1, 2022, as amended on May 31, 2023, the Company entered into a non-fungible token (“NFT”) Licensing Agreement whereby the Company acquired certain rights to develop, create, and market NFTs (collectively, the “NFT Licenses”). Once the NFT Licenses are commercially viable, the Company will amortize the cost of the licenses over the term. A continuity schedule of the intangible asset is as follows:

	Intangible asset
Cost	
Balance at November 30, 2021	$ -
Additions	400,000
Total as of November 30, 2022 and August 31, 2023	**$ 400,000**

Consideration for the NFT Licenses is as follows:

- $75,000 in the fiscal year ended November 30, 2022, of which $25,000 was paid March 17, 2022, $25,000 was paid June 8, 2022, and a further $25,000 was paid on September 28, 2022;
- $25,000 due on May 31, 2023 (paid);
- $100,000 due on December 31, 2023 (recorded in accounts payable and accrued liabilities);
- $100,000 due on December 31, 2024, if the Company exercises its right to renew and extend the term of the NFT licenses to December 31, 2025 (recorded in accounts payable and accrued liabilities); and
- $100,000 due on December 31, 2025, if the Company exercises its right to renew and extend the term of the NFT licenses to December 31, 2025 (recorded in accounts payable and accrued liabilities).

Expressed in Canadian dollars (Unaudited)

6. Investment in film and television properties

	Properties in development	Properties in progress	Properties completed and released	Total
Balance, November 30, 2021	$ 898,739	$ 3,926,377	$ 6,195,975	$ 11,021,091
Additions	388,082	9,277,589	10,662	9,676,333
Tax credits accrued	-	(1,875,039)	(4,544)	(1,879,583)
Transferred to projects in progress	(2,041)	2,041	-	-
Transferred to properties completed and released	-	(10,167,497)	10,167,497	-
Amounts written off and impaired	(87,167)	-	-	(87,167)
Amortization	-	-	(7,016,264)	(7,016,264)
Balance, November 30, 2022	1,197,613	1,163,471	9,353,326	11,714,410
Additions	680,930	3,082,015	-	3,762,945
Tax credits accrued	-	(1,078,300)	-	(1,078,300)
Transferred to properties in progress	(4,832)	4,832	-	-
Transferred to properties completed and released	-	(1,565,163)	1,565,163	-
Amounts written off and impaired	(56,302)	-	-	(56,302)
Amortization	-	-	(2,429,239)	(2,429,239)
Balance, August 31, 2023	**$ 1,817,409**	**$ 1,606,855**	**$ 8,489,250**	**$ 11,913,514**
As at November 30, 2022				
Cost	$ 1,197,613	$ 1,163,471	$ 41,157,145	$ 43,518,229
Accumulated amortization	-	-	(31,803,819)	(31,803,819)
Carrying amount	$ 1,197,613	$ 1,163,471	$ 9,353,326	$ 11,714,410
As at August 31, 2023				
Cost	**$ 1,817,409**	**$ 1,606,855**	**$ 42,722,308**	**$ 46,146,572**
Accumulated amortization	**-**	**-**	**(34,233,058)**	**(34,233,058)**
Carrying amount	**$ 1,817,409**	**$ 1,606,855**	**$ 8,489,250**	**$ 11,913,514**

During the nine month period ended August 31, 2023, interest of $43,068 (November 30, 2022 – $58,651) has been capitalized within the properties in progress and productions completed and released balances.

7. Line of credit

The Company has available a line of credit agreement with a Canadian chartered bank which provides that the Company may borrow up to $300,000. Borrowing under the line of credit bears interest, payable monthly, at the bank's prime rate plus 1.8% and is secured by a general security agreement over the property of the Company. The balances payable under this agreement are due on demand. As of August 31, 2023, outstanding borrowings were $300,000 (November 30, 2022 – $185,000). Refer to Note 17(b) for related interest expense.

8. Accounts payable

Management periodically reviews accounts payable and may write-off a portion that has been outstanding for an extended period of time, if there has been no correspondence received by the Company from creditors for payment and the statute of limitations has expired. During the nine month period ended August 31, 2023, management determined to write-off $Nil (2022 – $51,718) from accounts payable.

Expressed in Canadian dollars (Unaudited)

9. Interim financing

Certain subsidiaries of the Company have secured interim bank and/or third-party loans to finance the cost of producing or related to certain of the Company's productions. These loans bear interest at the rates ranging from the bank's prime rate plus 1.50% to a rate of 12% per annum and are either short-term or repayable on demand. Each loan is secured by the tax credits receivable of certain of the Company's subsidiaries and may also have a general security agreement over the assets of the Company. Refer to Note 17(b) for related interest expense. During the nine month period ended August 31, 2023, the Company repaid interim financing of $2,645,385 (2022 – $517,975) and received additional financing of $775,000 (2022 – $2,418,662).

10. Deferred revenue

Deferred revenue represents distribution and development advances as well as contracted fees received or receivable prior to the contracted work being completed.

Distribution advances will be taken into income upon completion of properties in progress. Development advances are from unrelated third parties for development of current and future properties. Repayment of the advances is contingent upon commencement of principal photography. In the event that the properties are not produced, the development advances are typically forgiven by the third party.

As at August 31, 2023, the Company had a deferred revenue balance of $854,785 (November 30, 2022 – $575,782).

The following table reflects the movement in deferred revenue:

	August 31, 2023	November 30, 2022
Deferred revenue, beginning of period	**$ 575,782**	$ 4,561,327
Revenue recognized that was included in the deferred revenue balance at the beginning of the period	**(225,000)**	(4,561,327)
Increase due to cash received, excluding amounts recognized as revenue during the period	**504,003**	575,782
Deferred revenue, end of period	**$ 854,785**	$ 575,782

Expressed in Canadian dollars (Unaudited)

11. Debt payable

		August 31, 2023		November 30, 2022
The Company has secured a $1,200,000 loan from a chartered bank through the Export Development Canada COVID relief funding program. The line of credit is secured by a general charge over the assets of the Company and accrues interest payable monthly, at the bank's prime rate plus 0.25%. The term of the loan is 5 years from initial drawdown, commencing on February 1, 2021, with interest only for the first year, then converts to a term loan for the final 4 years. Refer to Note 17(b) for related interest expense.	**$**	**750,000**	$	975,000
The Company received loans of $180,000 through the Canada Emergency Business Account to provide emergency support due to the impact of COVID-19. If the principal of $120,000 is repaid by December 31, 2023, the remaining $60,000 will be forgiven. Commencing January 1, 2024 any remaining balance will be converted into a two-year term loan which will incur interest at 5% per annum. The Company anticipates that $120,000 of this loan will be repaid during 2023, therefore, the forgivable balance of $60,000 was recognized as other income in profit or loss during the year ended November 30, 2021.		**120,000**		120,000
	$	**870,000**	$	1,095,000
Less: current portion		**(420,000)**		(300,000)
Non-current portion of debt payable	**$**	**450,000**	$	795,000

Principal repayments on long term debt are as follows:

- $75,000 for the fiscal year ended November 30, 2023;
- $420,000 for the fiscal year ended November 30, 2024;
- $300,000 for the fiscal year ended November 30, 2025; and
- $75,000 for the fiscal year ended November 30, 2026.

Expressed in Canadian dollars (Unaudited)

12. Lease obligations

The Company's leases are comprised of the following:

	Note	Office Leases	Equipment Leases	Vehicle Leases	Total
Lease obligations recognized at November 30, 2021		$ 402,084	$ 44,869	$ 20,929	$ 467,882
Leases entered into during the year		-	6,906	-	6,906
Interest expense		13,996	216	854	15,066
Lease payments		(278,692)	(44,742)	(7,983)	(331,417)
Lease obligations recognized at November 30, 2022		137,388	7,249	13,800	158,437
Less: non-current portion		-	-	(6,316)	(6,316)
Current portion of lease obligations		$ 137,388	$ 7,249	$ 7,484	$ 152,121
Lease obligations recognized at November 30, 2022		$ 137,388	$ 7,249	$ 13,800	$ 158,437
Lease modification		295,160	-	-	295,160
Interest expense	17(b)	7,149	1,216	400	8,765
Lease payments		(210,156)	(4,499)	(5,833)	(220,488)
Lease obligations recognized at August 31, 2023		229,541	3,966	8,367	241,874
Less: non-current portion		-	(3,391)	(6,316)	(9,707)
Current portion of lease lobligations		$ 229,541	$ 575	$ 2,051	$ 232,167

13. Related parties

Key management personnel are those persons having the authority and responsibility for planning, directing, and controlling activities of the entity, directly or indirectly. Related parties are defined as key management personnel as well as any companies that are controlled by Officers or Directors of the Company. The Company paid or accrued wages and recognized share-based compensation to key management personnel in the following manner:

	Nine month period ended	
	August 31, 2023	August 31, 2022
Short-term employee benefits	**$ 505,150**	$ 356,250
Share-based compensation	**37,938**	202,213
	$ 543,088	$ 558,463
Recorded as:		
General and administrative expenses	**$ 22,500**	$ 20,000
Share-based compensation	**37,938**	202,213
Production costs	**237,981**	-
Investment in film and television properties	**244,669**	336,250
	$ 543,088	$ 558,463

Recorded in accounts payable and accrued liabilities at August 31, 2023 is $13,650 (November 30, 2022 – $13,650) owed to a company controlled by an Officer of the Company. Amounts due to the related party are unsecured, non-interest bearing and due on demand.

13. Related parties (continued)

On April 25, 2023, the Company entered into a Promissory Note agreement with Directors of the Company for a loan (the "Loan") of up to $650,000. The Loan is due on April 30, 2024, bears interest of 12% interest per annum and is secured by a general security interest over the assets and undertakings of the Company. As at August 31, 2023 the Company has drawn upon the total Loan of $650,000 (November 30, 2022 – $Nil) and recorded $20,631 (November 30, 2022 – $Nil) in interest expense of which $12,789 (November 30, 2022 – $Nil) was accrued for and subsequently paid.

14. Share capital and share-based payment reserve

(a) Authorized

The Company has an unlimited number of authorized common shares and preferred shares with no par value.

(b) Issued share capital

The Company did not issue any common shares during the nine month period ended August 31, 2023 and year ended November 30, 2022.

Subsequent to August 31, 2023, the Company completed a consolidation of its share capital on a 5:1 basis (Note 23). Accordingly, the weighted average number of shares outstanding and earnings (loss) per share have been retroactively presented on a post-consolidated basis.

(c) Share-based payment reserve

Pursuant to the Company's equity-settled stock option plan, as last amended on October 11, 2022, the Board of Directors may, from time to time, authorize the granting of options to Directors, employees and consultants of the Company to a maximum of 20% of the outstanding shares of the Company which is limited to a maximum of 17,000,000 options as approved by the shareholders of the Company. Options granted under the plan have contractual option terms not exceeding 10 years and vesting periods as determined by the Company's Board of Directors.

During the nine month period ended August 31, 2023, 270,000 (2022 - Nil) stock options were cancelled and 1,360,000 (2022 – Nil) stock options expired, resulting in a reclassification of amounts totalling $179,472 (2022 – $Nil) from share-based payment reserve to deficit.

Expressed in Canadian dollars (Unaudited)

14. Share capital and share-based payment reserve (continued)

(c) Share-based payment reserve (continued)

	As at August 31, 2023			As at November 30, 2022		
	Number of Options		**Weighted Ave. Exercise Price**	Number of Options		Weighted Ave. Exercise Price
Outstanding, beginning of year	**16,181,667**	**$**	**0.15**	14,268,667	$	0.15
Granted	**700,000**	**$**	**0.10**	5,386,667	$	0.11
Expired	**(1,360,000)**	**$**	**0.15**	(2,768,667)	$	0.14
Cancelled	**(270,000)**	**$**	**0.14**	(705,000)	$	0.14
Outstanding, end of period	**15,251,667**	**$**	**0.14**	16,181,667	$	0.14

As at August 31, 2023, the following stock options are outstanding and exercisable:

Number of options outstanding	**Number of options exercisable**		**Exercise price**	**Remaining life (yrs)**	**Expiry**
250,000	250,000	$	0.12	0.23	November 23, 2023
1,440,000	1,440,000	$	0.13	0.87	July 15, 2024
400,000	400,000	$	0.15	1.16	October 28, 2024
200,000	200,000	$	0.23	1.17	November 1, 2024
400,000	400,000	$	0.23	1.29	December 13, 2024
200,000	200,000	$	0.15	1.46	February 15, 2025
1,000,000	1,000,000	$	0.20	1.50	March 2, 2025
2,120,000	1,413,333	$	0.16	2.29	December 14, 2025
3,240,000	1,080,000	$	0.15	3.08	September 30, 2026
690,000	230,000	$	0.16	3.10	October 7, 2026
4,611,667	1,537,222	$	0.10	3.91	July 27, 2027
300,000	150,000	$	0.10	4.57	March 24, 2028
400,000	133,333	$	0.10	4.88	July 17, 2028
15,251,667	8,433,889			2.80	

Expressed in Canadian dollars (Unaudited)

14. Share capital and share-based payment reserve (continued)

(c) Share-based payment reserve (continued)

The Company granted 700,000 stock options during the nine month period ended August 31, 2023, exercisable at a price of $0.10 for a term of 5 years. Vesting terms are as follows:

- 300,000 stock options granted March 24, 2023: one-half vesting upon the date of grant and one-half one year from the date of grant, and
- 400,000 stock options granted July 17, 2023: one-third vesting upon the date of grant and one-third at the end of each year from the date of grant.

During the year ended November 30, 2022, 5,386,667 stock options were granted. Vesting terms are as follows:

- 400,000 stock options granted December 13, 2021, vested immediately;
- 200,000 stock options granted February 15, 2022, vested immediately, and
- 4,786,667 stock options grated July 27, 2022: one third vesting one, two and three years from the grant date.

The Company uses the Black-Scholes option-pricing model to determine the estimated fair value, at the grant date, of the stock options issued. In all the calculations the annual dividend yield was assumed to be $Nil, and expected volatility was based on historical volatility. All other assumptions are summarized below:

Grant Date	Options Granted	Exercise Price	Share Price	Annual Volatility Rate	Risk Free Interest Rate	Fair Value at Grant Date	Expected Life
2022	5,386,667	$ 0.11	$ 0.09	93%	2.65%	$ 0.06	4.8
2023	700,000	$ 0.10	$ 0.05	96%	3.51%	$ 0.05	5.0

For the nine month period ended August 31, 2023, the Company recognized compensation expense in relation to these stock options of $253,355 (2022 – $472,145), which is included in profit or loss.

Share-based payment reserve consists of the following amounts:

	August 31, 2023	November 30, 2022
Outstanding options	**$ 1,406,418**	$ 1,332,535
Convertible debt	**134,326**	134,326
Share exchange for Network Entertainment Inc.	**(302,651)**	(302,651)
	$ 1,238,093	$ 1,164,210

Expressed in Canadian dollars (Unaudited)

15. Revenue

	Three month period ended		Nine month period ended	
	August 31, 2023	August 31, 2022	**August 31, 2023**	August 31, 2022
Production revenue	**$ 6,951**	$ 8,507,615	**$ 1,122,801**	$ 8,821,396
Contract production services revenue	**780,863**	875,553	**2,357,607**	1,399,213
Distribution revenue	**1,850,411**	124,733	**2,252,147**	218,817
Other revenue	**-**	-	**-**	31,504
	$ 2,638,225	$ 9,507,901	**$ 5,732,555**	$ 10,470,930

Of the Company's $5,732,555 (2022 – $10,470,930) in revenue for the nine month period ended August 31, 2023, $1,283,672 (2022 – $57,655) was attributable to external customers located in Canada, $4,408,183 (2022 – $10,295,247) was attributable to external customers located in the U.S., and $40,700 (2022 – $118,028) was attributable to other external customers.

16. General and administrative expenses

	Three month period ended		Nine month period ended	
	August 31, 2023	August 31, 2022	**August 31, 2023**	August 31, 2022
Insurance	**$ 10,371**	$ 11,696	**$ 27,803**	$ 25,047
Interest and bank charges	**49,182**	18,744	**89,298**	47,394
Office and general	**31,376**	35,626	**100,731**	119,262
Professional fees	**41,484**	26,741	**104,833**	116,255
Salaries and wages	**149,343**	224,020	**423,448**	659,294
Technology and licenses	**5,578**	26,113	**20,552**	32,922
Telecomunications	**3,255**	1,898	**10,925**	5,739
Transfer agent and filing fees	**9,594**	9,412	**40,535**	65,623
Travel	**6,685**	24,405	**16,670**	56,384
	$ 306,868	$ 378,655	**$ 834,795**	$ 1,127,920

Expressed in Canadian dollars (Unaudited)

17. Supplemental statement of net and comprehensive income (loss) disclosure

(a) Employee benefit expenses

Total salaries and wages recognized in profit or loss for the nine month period ended August 31, 2023 is $1,994,678 (2022 – $886,328) of which $1,571,230 was recorded as production costs (2022 – $227,034) and $423,448 and was recorded as general and administration (2022 – $659,294).

(b) Financing expenses

Financing expenses are comprised of the following:

	Three month period ended		Nine month period ended	
	August 31, 2023	August 31, 2022	**August 31, 2023**	August 31, 2022
Interest income	**$ (272)**	$ (1,949)	**$ (17,731)**	$ (4,656)
Interest expense on interim financing	**23,863**	5,006	**60,956**	22,980
Interest expense on line of credit	**24,166**	15,530	**73,886**	46,858
Interest expense on lease obligations	**3,928**	4,161	**8,765**	13,299
Interest expense on promissory note	**17,228**	-	**20,631**	-
Net financing expense	**$ 68,913**	$ 22,748	**$ 146,507**	$ 78,481

18. Supplemental cash flow information

i. Non-cash investing and financing activities

	Three month period ended		Nine month period ended	
	August 31, 2023	August 31, 2022	**August 31, 2023**	August 31, 2022
Amount included in prior year projects in progress transferred to productions completed and released	**$ (94,417)**	$ -	**$ 1,565,163**	$ -
Tax credits receivable included in production costs	**$ 762,080**	$ -	**$ 4,179,880**	$ 4,491,903
Accounts payable included in production costs	**$ 10,154**	$ -	**$ 1,810,366**	$ 1,107,016
Fair value of options cancelled	**$ -**	$ -	**$ 179,472**	$ -

ii. Interest and income taxes paid

Interest paid during the nine month period ended August 31, 2023 was $180,614 (2022 – $78,902). Income taxes paid during the nine month period ended August 31, 2023 was $16,617 (August 31, 2022 – $298,862).

Expressed in Canadian dollars (Unaudited)

18. Supplemental cash flow information (continued)

iii. Reconciliation of liabilities arising from financing activities

		Nine month period ended August 31, 2022			
		Cash flows	Non-cash changes		
			Accrued interest	Acquisition	
Line of credit	$ 290,000	$ (290,000)	$ -	$ -	$ -
Interim financing	509,588	2,044,058	108,313	-	2,661,959
Lease obligations	467,882	(253,620)	13,299	6,906	234,467
Debt payable	1,177,000	(7,000)	-	-	1,170,000
Total liabilities from financing activities	$ 2,444,470	$ 1,493,438	$ 121,612	$ 6,906	$ 4,066,426

		Nine month period ended August 31, 2023			
		Cash flows	Non-cash changes		
			Accrued interest	Acquisition	
Line of credit	$ 185,000	$ 115,000	$ -	$ -	$ 300,000
Interim financing	2,926,897	(1,870,385)	100,818	-	1,157,330
Lease obligations	158,437	(220,488)	8,765	295,160	241,874
Debt payable	1,095,000	(298,886)	73,886	-	870,000
Promissory note	-	650,000	12,789	-	662,789
Total liabilities from financing activities	**$ 4,365,334**	**$ (1,624,759)**	**$ 196,258**	**$ 295,160**	**$ 3,231,993**

19. Government assistance

Refundable tax credits relating to production activities of the Company are claimed from the federal and provincial governments in Canada. The refundable tax credits for the nine month period ended August 31, 2023, were recorded as follows:

- Reduction to production costs of $576,594 (2022 – $507,113), and;
- Reduction to investment in film and television properties of $1,078,300 (2022 – $2,745,004).

20. Contingent liabilities

The Company and its subsidiaries may from time to time, be a party to certain legal disputes and claims arising from employment or commercial issues in the normal course of business.

The Company and its subsidiaries may, from time to time, enter into royalty or rights agreements for the use of images, stock footage, names and similar items. The Company is liable to pay for the use of these rights contingent on achieving particular production milestones. As these milestones are achieved, the Company accrues the related royalties and rights payable which are no longer contingent.

21. Financial instruments

The Company's financial assets and liabilities are classified as follows:

Financial instrument	Classification
Cash	Amortized cost
Accounts receivable	Amortized cost
Line of credit	Amortized cost
Accounts payable and accrued liabilities	Amortized cost
Interim financing	Amortized cost
Debt payable	Amortized cost
Promissory note	Amortized cost

The fair values of the Company's financial instruments approximate the carrying values, due to their short terms to maturity or attached market rates of interest. The Company has no financial instruments measured at FVTPL.

The fair values of the Company's financial instruments approximate the carrying values, due to their short terms to maturity or attached market rates of interest.

The Company classifies the fair value of these transactions according to a hierarchy that prioritizes the inputs to fair value measurement. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
Level 3 – Inputs that are not based on observable market data.

(i) Market risk

Market risk is the risk that changes in market prices, such as interest rates and foreign exchange rates, will affect the Company's net income and the value of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable limits, while maximizing returns. Market risk is comprised of foreign exchange risk, interest rate risk and other price risk. The Company is not exposed to material other price risk. The Company's exposure to market risk is as follows:

Foreign exchange risk

Foreign exchange risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Company has not entered into foreign exchange purchase contracts to manage its foreign exchange risk, because, in management's view, the cost of setting up the contracts is in excess of the risks associated with a sudden change in the exchange rates. Management continually monitors the exchange rates and will enter into risk prevention measures when warranted.

A five percent fluctuation in the US dollar rate impacting US dollar revenues during the nine month period ended August 31, 2023 would result in a $222,444 (2022 – $520,664) impact to profit or loss.

21. Financial instruments (continued)

(i) Market risk (continued)

Foreign exchange risk (continued)

The Company is also exposed to foreign exchange risk on its cash, accounts receivable and accounts payable balances that are denominated in U.S. dollars, being, respectively, $950,603 (November 30, 2022 – $470,234), $1,126,224 (November 30, 2022 – $928,993) and $1,272,997(November 30, 2022 – $428,704).

A five percent fluctuation in the US dollar closing rate at August 31, 2023 would result in a net change to profit or loss of $40,191 (2022 – $34,500).

The Company's exposure to and management of foreign exchange risk, has not changed materially from that of the prior year.

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.

Interest rate risk arises on interest-bearing financial instruments recognized in the consolidated statement of financial position such as line of credit, interim financing, debt payable and promissory note.

If the market interest rates had changed 100 basis points, the Company’s cost of capital would have fluctuated by $64,845 (2022 – $30,673).

The Company's exposure to and management of interest rate risk has not changed materially from that of the prior year.

(ii) 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 subject to credit risk with respect to cash and accounts receivable. The Company’s maximum exposure to credit risk at the end of the reporting period is the carrying value of these assets. Substantially all of the Company’s customers are in the entertainment industry and are subject to normal industry credit risks. Credit risk is managed through a credit approval process and monitoring procedures.

All cash balances are held at a major Canadian banking institution.

As of August 31, 2023, there are $1,243,587 (November 30, 2022 – $363,396) of accounts receivable due over 61 days, but not considered impaired. Refer to Note 3 for a breakdown.

The Company's exposure to and management of credit risk has not changed materially from that of the prior year.

Expressed in Canadian dollars (Unaudited)

21. Financial instruments (continued)

(iii) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company's liquidity needs can be met through a variety of sources. The Company generates cash from operations, by borrowing against earned tax credits through interim financing, and by issuances of common shares. The Company manages liquidity risk by continuously monitoring actual and forecast cash flows.

The Company will require additional capital in order to meet the payment expectations related to its debts. Accounts payable and accrued liabilities are due on standard commercial terms.

The timing of payments required for accounts payable and debt in the next 5 years, by year, is as follows:

	2023	2024	2025	2026	2027
Accounts payable and accrued liabilities	$ 4,822,522	$ 100,000	$ 100,000	$ -	$ -
Interim financing	1,157,329	-	-	-	-
Debt payable	75,000	420,000	300,000	75,000	-
Promissory note	-	650,000	-	-	-
	$ 6,054,851	$ 1,170,000	$ 400,000	$ 75,000	$ -

The Company's exposure to and management of liquidity risk has not changed materially from that of the prior year.

22. Capital management

The Company's objectives when managing capital are to safeguard its assets, maintain a competitive cost structure, continue as a going concern in order to pursue the development of its film and television properties, and provide a return to its shareholders in the form of capital appreciation. The Company defines capital as the aggregate of its shareholders' equity and long-term debt less cash. Capital as at August 31, 2023 was $10,234,929 (November 30, 2022 – $10,583,111).

In order to facilitate management of capital, the Company continues to prepare annual expenditure budgets that are updated as necessary and dependent on various factors, including successful deployment of capital and industry conditions. The annual and updated budgets are approved by the Board of Directors.

There were no changes in the Company's approach to capital management during the nine month period ended August 31, 2023. The Company is not subject to externally imposed capital requirements.

23. Subsequent event

Subsequent to August 31, 2023, the Company completed a consolidation of its share capital on a 5:1 basis.