

Yubba Capital Corp.

(A Capital Pool Corporation)

Unaudited Interim Condensed Financial Statements

For the three months and Interim Periods ended September 30, 2022 and 2021

(In Canadian Dollars)

Management's Comments on Unaudited Interim Condensed Financial Statements

The accompanying unaudited interim condensed financial statements of Yubba Capital Corp. for the three months and interim periods ended September 30, 2022 and 2021, have been prepared by management and approved by the Board of Directors of the Company. These statements have not been reviewed by the Company's external auditors

Yubba Capital Corp.

Interim Condensed Statements of Financial Position

(In Canadian Dollars)

As at September 30, 2022 and December 31, 2021

	As at September 30, 2022		As at December 31, 2021
	(unaudited)		
ASSETS			
Current			
Cash (note 4)	\$ 214,850	\$	264,756
Deferred financing (note 5)	-		-
Total Assets	\$ 214,850	\$	264,756
LIABILITIES			
Current			
Accounts payable and accrued liabilities	\$ 5,858	\$	29,557
SHAREHOLDERS' EQUITY			
Share capital (note 6)	300,690		300,690
Contributed surplus (note 6)	24,974		24,974
Accumulated deficit	(116,672)		(90,465)
	208,992		235,199
Total Liabilities and Shareholders' Equity	\$ 214,850	\$	264,756

Incorporation and nature of business (note 1)

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

Approved by the Board
 Brian Morales Edward (Ted) Yew
 Director (Signed) Director (Signed)

Yubba Capital Corp.

Interim Condensed Statements of Loss and Comprehensive Loss (Unaudited)

(In Canadian Dollars)

For the Three Months and Interim Periods ended September 30, 2022 and 2021

	Three months ended September 30,		For the nine months ended,		For the period from	
	2022		September 30, 2022		January 8 to	
		2021	September 30, 2022	September 30, 2021	September 30, 2021	
Expenses						
Professional fees	\$	3,250	\$	9,802	\$	22,076
Public company and transaction costs		1,590		(6,262)		31,746
Share based payments expense		-		15,687		15,687
Other		723		21		154
		5,563		19,248		69,663
Net loss and comprehensive loss for the period		(5,563)		(19,248)		(69,663)
Net loss per share - basic and diluted (note 6)	\$	-	\$	-	\$	-
Weighted average shares outstanding - basic and diluted (note 6)		2,200,000		836,957		2,220,000

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

Yubba Capital Corp.

Interim Condensed Statement of Cash Flows (Unaudited)

(In Canadian Dollars)

For the Interim Periods ended September 30, 2022 and 2021

	For the nine months ended September 30, 2022	From January 8, to June 30, 2021
Cash flow used in operating activities		
Net loss	\$ (26,207)	\$ (69,663)
Adjustments for non-cash items:		
Share based payments expense		15,687
Net change in non-cash working capital items:		
Accounts payable and accrued liabilities	(23,699)	12,019
Net cash used in operating activities	(49,906)	(41,957)
Cash flow from financing activities		
Issuance of common shares for cash on Incorporation	-	149,500
Issuance of common shares, net	-	160,477
Net cash provided from financing activities	-	309,977
Net change in cash	(49,906)	268,020
Cash, beginning of period	264,756	-
Cash, end of period	\$ 214,850	\$ 268,020

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

Yubba Capital Corp.

Interim Condensed Statement of Changes in Shareholders' Equity (unaudited)
For the Interim Periods ended September 30, 2022 and 2021
(In Canadian Dollars)

	Number of shares	Share capital	Contributed Surplus	Deficit	Shareholders' Equity
Balance, January 8, 2021	-	\$ -	\$ -	\$ -	\$ -
Issuance of common shares, net	3,000,000	149,500	-	-	149,500
Share based payment expense	-	-	15,687	-	15,687
Net loss for the period	-	-	-	(69,663)	(69,663)
Balance, September 30, 2021	3,000,000	149,500	15,687	(69,663)	95,524
Issuance of common shares, net	2,220,000	151,190	9,287	-	160,477
Net loss for the period	-	-	-	(20,802)	(20,802)
Balance, December 31, 2021	5,220,000	\$ 300,690	\$ 24,974	\$ (90,465)	\$ 235,199
Net loss for the period	-	-	-	(26,207)	(26,207)
Balance, September 30, 2022	5,220,000	\$ 300,690	\$ 24,974	\$ (116,672)	\$ 208,992

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

Yubba Capital Corp.

Notes to the Unaudited Interim Condensed Financial Statements

(In Canadian Dollars)

For the Three Months and Interim Periods ended September 30, 2022 and 2021

1. Incorporation and nature of business

Yubba Capital Corp. ("Yubba" or the "Company") was incorporated on January 8, 2021, under the Ontario Business Corporations Act. The Company is classified as a Capital Pool Company ("CPC") as defined in Policy 2.4 of the TSX Venture Exchange (the "Exchange").

The principal business of the Company will be the identification and evaluation of assets or businesses with a view to completing a Qualifying Transaction ("QT"). The Company has not commenced commercial operations and has no assets other than cash. Given the nature of the activities, no separate segmented information is reported. The Company's continuing operations, as intended, are dependent on its ability to secure equity financing with which it intends to identify and evaluate potential acquisitions of businesses, and once identified and evaluated, to negotiate an acquisition thereof or participation therein subject to receipt of regulatory and, if required, shareholders' approval.

The proceeds raised from the issuance of share capital may only be used to identify and evaluate assets or businesses for future investment, subject to the requirements of the TSX Venture Exchange. These restrictions will apply until completion of a QT by the Company as defined under the policies of the Exchange. The Company is required to complete its QT on or before two years from the date the Company receives regulatory approval.

The head office and the registered head office of the Company is located at 2131 Lawrence Avenue East, Suite 207, Toronto, ON, M1R 5G4.

COVID-19

The global outbreak of COVID-19 (coronavirus) has had a significant impact on businesses through the restrictions put in place by the Canadian, provincial and municipal governments regarding travel, business operations and isolation/quarantine orders. At this time, it is unknown the extent of the impact the COVID-19 outbreak may have on the Company as this will depend on future developments that are highly uncertain and that cannot be predicted with confidence. These uncertainties arise from the inability to predict the ultimate geographic spread of the disease, and the duration of the outbreak, including the duration of travel restrictions, business closures or disruptions, and quarantine/isolation measures that are currently, or may be put, in place by Canada and other countries to fight the virus.

2. Basis of preparation and statement of compliance

Statement of compliance

These unaudited interim condensed 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 IFRS Interpretations Committee ("IFRIC"). These unaudited interim condensed financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS34"), as issued by the IASB. Accordingly, certain information normally included in annual financial statements prepared in accordance with IFRS, as issued by the IASB, have been omitted or condensed.

These unaudited interim condensed financial statements were approved by the Board of Directors on November 16, 2022.

Yubba Capital Corp.

Notes to the Unaudited Interim Condensed Financial Statements

(In Canadian Dollars)

For the Three Months and Interim Periods ended September 30, 2022 and 2021

3. Significant accounting policies

The accounting policies applied in the preparation of these unaudited interim condensed consolidated financial statements are consistent with those applied and disclosed in the Company's consolidated financial statements for the period ended December 31, 2021.

4. Cash

The proceeds raised from the issuance of share capital may only be used to identify and evaluate assets or businesses for future investment, with the exception that not more than \$3,000 per month of the gross proceeds may be used to cover prescribed costs of issuing the common shares or administrative and general expenses of the Company. These restrictions may apply until completion of a Qualifying Transaction by the Company as defined under the policies of the Exchange.

5. Deferred financing costs

Deferred financing costs, consisting of professional and agency fees, are incurred for intended public offering. They will be charged against share capital upon the issuance of shares or written off if the share offering is not completed.

See note 6 for additional details.

6. Share capital and contributed surplus

Authorized: Unlimited number of voting Common Shares.

Issued: During the period from January 8, 2021 to February 28, 2021, the Company issued 3,000,000 common shares at a price of \$0.05 per share for gross cash proceeds of \$150,000.

All of the common shares issued are to be held in escrow. 25% of the common shares held in escrow will be released on the issuance of the Final Exchange Bulletin with the remainder released based on the TSX Venture Exchange rules following the completion of a successful completion of a Qualifying Transaction. These common shares, which are considered contingently issuable until the Company completes a Qualifying Transaction, are not considered to be outstanding for the purpose of the loss per share calculation.

On August 26, 2021, the Company completed its initial public offering (the "Offering") in British Columbia, Alberta and Ontario of an aggregate of 2,220,000 common shares ("Common Shares") at a price of \$0.10 per Common Share for aggregate gross proceeds of \$222,000.

The net proceeds of the Offering, together with the proceeds from prior sales of Common Shares will be used by the Company to identify and evaluate assets or businesses for acquisition with a view to completing a "Qualifying Transaction" under the capital pool company program of the TSXV.

In connection with the Offering, the Company granted to the Agent options to acquire up to an aggregate of 177,600 Common Shares at a price of \$0.10 per share for a period of five years from the closing of the Offering. In connection with the Offering, the Agent also received a cash commission of \$17,760, representing 8% of the aggregate gross proceeds of the Offering.

Total transaction fees in respect of the Offering were \$71,810, including \$9,287 related to the value ascribed to the Agent options. The Agent options were valued using a Black-Scholes valuation methodology using the following assumptions: an estimated life of 5 years, a volatility of 100%, based on comparable companies, a risk free rate of 1%, a dividend yield of nil, and a share price of \$0.10.

Yubba Capital Corp.

Notes to the Unaudited Interim Condensed Financial Statements

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7. Capital management

The Company's capital consists of share capital. The Company's objective for managing capital is to maintain sufficient capital to identify, evaluate and complete an acquisition or other transaction as disclosed in Note 1.

The Company sets the amount of capital in relation to risk and manages the capital structure and makes adjustments to it in light of changes to economic conditions and the risk characteristics of the underlying assets. The Company's objectives when managing capital are: i. to maintain a flexible capital structure, which optimizes the cost of capital at acceptable risk; and, ii. to maintain investor, creditor and market confidence in order to sustain the future development of the business.

The proceeds raised from the issuance of common shares may only be used to identify and evaluate assets or businesses for future investment, with the exception that that not more than \$3,000 per month of the gross proceeds may be used to cover prescribed costs of issuing the common shares or administrative and general expenses of the Company. These restrictions apply until completion of a Qualifying Transaction by the Company as defined under the Exchange policy 2.4.

The Company is not subject to any externally or internally imposed capital requirements at period-end apart from the capital requirements of the Exchange.

8. Financial instruments

The Company, as part of its operations, carries financial instruments consisting of cash and accounts payable and accrued liabilities. It is management's opinion that the Company is not exposed to significant credit, interest, or currency risks arising from these financial instruments except as otherwise disclosed.

Fair value

Fair value represents the price at which a financial instrument could be exchanged in an orderly market, in an arm's length transaction between knowledgeable and willing parties who are under no compulsion to act.

The Company classifies the fair value of the financial instruments according to the following hierarchy based on the amount of observable inputs used to value the instrument. Level 1: Fair value measurements are those derived from quoted prices (unadjusted) in the active market for identical assets or liabilities. Level 2: Fair value measurements are those derived from inputs other than quoted prices that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (derived from prices). Level 3: Fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data.

The fair value of cash is determined on level 1 inputs. The carrying amount of accounts payable and accrued liabilities approximates its fair value due to the short-term maturities of these items.

9. Related party transactions

During the period from January 8, 2021 to September 30, 2021, 2,600,000 common shares were issued at a price of \$0.05 per share for gross proceeds of \$130,000 to Directors, Officer and companies related to directors and Officer of the Company.

There was no remuneration was paid to key management personnel during the three months and interim periods ended September 30, 2022 and 2021.