

Bold Capital Enterprises Ltd.

Unaudited Interim Financial Statements
(Expressed in Canadian Dollars)

Three month ended September 30th, 2019

Notice of no audit review

The accompanying unaudited condensed interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

In accordance with National Instrument 51-102, the Company discloses that its independent auditor has not performed a review of these unaudited condensed interim financial statements.

Bold Capital Enterprises Ltd.

Condensed Interim Statement of Comprehensive Loss

(Expressed in Canadian Dollars)

Unaudited

	Three month ended September 30, 2019	Nine month ended September 30, 2019
Expenses		
Professional fees	3,630	44,605 \$
Registration fees	-267	17,312
Share-based payments	0	54,000
	<u>3,363</u>	<u>115,917</u>
Net loss and comprehensive loss for the period	<u>-3,363</u>	<u>-115,917 \$</u>
Basic and diluted loss per share	<u>-0.00</u>	<u>-0.02</u>

Bold Capital Enterprises Ltd.

Condensed Interim Statement of changes in Shareholder's Equity

(Expressed in Canadian Dollars)

Unaudited

	Number of Shares	Amount	Contributed Surplus	Deficit	Total Equity
		\$		\$	\$
Balance at December 31st, 2018	3,800,000	190,000	-	(76,022)	113,978
Initial Public Offering					
Proceeds from share issuance	3,464,500	346,450	-	-	346,450
Share issuance costs		(87,054)	-		(87,054)
Agent's warrants		(18,000)	18,000		-
Share-based Payments			54,000		54,000
Net loss and comprehensive loss	-	-		(115,917)	(115,917)
Balance at September 30, 2019	7,264,500	431,396	72,000	(191,939)	311,457

Bold Capital Enterprises Ltd.

Condensed Interim Statement of Financial Position

(Expressed in Canadian Dollars)

Unaudited

	September 30, 2019	December 31, 2018
Assets		
Current		
Cash in trust	319,705	132,660 \$
Prepaid Expenses	0	30,725
Deposit	<u>0</u>	<u>10,000</u>
	<u>319,705</u>	<u>173,385 \$</u>
LIABILITIES		
Current		
Trade accounts payable	<u>8,248</u>	<u>59,407 \$</u>
EQUITY		
Share Capital (note 3)	431,396	190,000
Contributed surplus	72,000	0
Deficit	<u>-191,939</u>	<u>-76,022</u>
	<u>311,457</u>	<u>113,978</u>
	<u>319,705</u>	<u>173,385 \$</u>

Bold Capital Enterprises Ltd.

Condensed Interim Statement of Cash Flows

(Expressed in Canadian Dollars)

Unaudited

	\$	
	Three month ended September 30, 2019	Nine month ended September 30, 2019
OPERATING ACTIVITIES		
Net loss	-3,363	-115,917
Items not affecting cash		
Share-based payment	0	54,000
Accounts payable and accrued liabilities	<u>-2,518</u>	<u>-10,434</u>
Net cash provided by operating activities	<u><u>-5,881</u></u>	<u><u>-72,351</u></u>
FINANCING ACTIVITIES		
Shares issued for cash	0	346,450
Shares issued cost - cash	<u>0</u>	<u>-87,054</u>
Net cash provided by financing activities	<u><u>0</u></u>	<u><u>259,396</u></u>
Net change in cash	-5,881	187,045
CASH, BEGINNING OF THE PERIOD	<u>325,586</u>	<u>132,660</u>
CASH, END OF PERIOD	<u><u>319,705</u></u>	<u><u>319,705</u></u>

Bold Capital Enterprises Ltd.

Notes to the condensed Interim Financial Statements

(Expressed in Canadian Dollars)

For the Three Months Ended September 30, 2019

Unaudited

1. GENERAL INFORMATION AND NATURE OF OPERATIONS

Bold Capital Enterprises Ltd. (the "Company") was incorporated under the Canada Business Corporations Act on May 16, 2018. The address of its head office is 70 Dalhousie Street, Suite 300, Québec, Quebec G1K 4B2.

The Company intends to carry on business as a Capital Pool, as such term is defined in TSX Venture Exchange Inc. (the "Exchange") Policy 2.4, Capital Pool Companies ("Policy 2.4"). As at September 30, 2019, the Company has no business operations and did not enter into any agreements to acquire an interest in businesses or assets. Its principal purpose is the identification, evaluation and acquisition of assets, properties or businesses or participation therein subject, in certain cases, to shareholder approval and acceptance by the Exchange.

Where a qualifying transaction is warranted, additional funding may be required. The ability of the Company to fund its potential future operations and commitments is dependent upon its ability to obtain additional financing. Under Policy 2.4, the Company must identify and complete a qualifying transaction within 24 months from the date its shares are listed for trading on the Exchange. There is no assurance that the Company will be able to complete a qualifying transaction within 24 months of being listed or that it will be able to secure the necessary financing to complete a qualifying transaction. The Exchange may suspend or delist the Company's shares from trading should it not meet these requirements.

2. SIGNIFICANT ACCOUNTING POLICIES**(a) Basis of preparation and evaluation**

These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS).

The interim financial statements of the Company have been prepared on an accrual basis except for cash flow information and are based on historical costs, modified where applicable.

(b) Functional and presentation currency

The interim financial statements are presented in Canadian dollars, which is also the Company's functional currency.

(c) Financial instruments

Recognition, initial measurement and derecognition

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument and they are measured initially at fair value adjusted for transaction costs (when applicable).

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is derecognized when it is extinguished, discharged, cancelled or expired.

Bold Capital Enterprises Ltd.

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2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(c) Financial instruments (continued)

Classification of financial assets

The classification is determined by both:

- the entity's business model for managing the financial assets;
- the contractual cash flow characteristics of the financial asset.

Subsequent measurement of financial assets

Financial assets are measured at amortized cost if they meet the following conditions:

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows;
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortized cost using the effective interest method. The Company's cash fall into this category of financial instruments.

Classification and measurement of financial liabilities

Financial liabilities are initially measured at fair value, and when applicable, adjusted for transaction costs.

Subsequently, financial liabilities are measured at amortized cost using the effective interest method.

The Company's financial liabilities include trade accounts payable.

(d) Basic and diluted loss per share

Basic loss per share is calculated by dividing the net loss by the weighted average number of outstanding common shares during the period. Diluted loss per share is calculated by adjusting net loss and the weighted average number of common shares outstanding for the effects of all dilutive potential common shares which include share purchase stock options, if any.

(e) Equity

Share capital represents the amount received on the issue of shares

3. EQUITY

(a) Authorized

An unlimited number of voting common shares without par value

Bold Capital Enterprises Ltd.

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3. EQUITY (Continued)

(b) Issued and outstanding

During the nine month period ended September 30, 2019:

On April 16, 2019, the Company closed its Initial Public Offering ("IPO") for the issuance of 3,464,500 common shares ("Offering") of the Company at \$0.10 per share for gross proceeds of \$346,450. The Company paid the Agent a cash commission of 34 645 \$ and issued to the Agents broker warrants to purchase 346,450 common shares at \$0.10 \$ per share until April 16, 2021. The Company recorded a fair value of the agent's warrants of \$18,000 utilizing the Black-Scholes option pricing model with the following assumptions - Share price on grant date of \$0.10 \$; Risk-free interest rate of 1.58 %; Dividend yield of Nil; Expected volatility of 100 %; Expected life of 2 years and forfeiture rate of 0 %. The Company also pay the Agent corporate finance fee of \$12,500 plus GST and QST and paid expenses related to the offering, including legal fees and disbursements totaling \$56,328.

During the period ended December 31, 2018:

The Company issued 3,800,000 common shares (the "Seed Shares") to its founders at a price of \$0.05 per Seed Share in consideration of \$190,000 pursuant to a non-brokered private placement.

These Seed Shares are subject to an escrow agreement, 10% of the escrowed Seed Shares will be released from escrow on the acceptance by the Exchange of the Company's qualifying transaction (the "Initial Release"). An additional 15% will be released on each of the dates that are 6 months, 12 months, 18 months, 24 months, 30 months and 36 months following the Initial Release. Any common shares acquired pursuant to the exercise of incentive stock options prior to completion of the qualifying transaction must be deposited in escrow and will be subject to escrow until the Initial Release is issued.

4. FINANCIAL RISK

(a) Objectives and politics concerning financial risk management

The Company considers managing risk as being an integral part of its development and diversification strategies. It is exposed to various risks related to its financial instruments. The Company focusses on actively securing short to medium term cash flows by minimizing the exposures to financial markets. The Company does not enter into financial instrument agreements including derivative financial instruments for speculative purposes.

(b) Financial risks

The Company's most significant financial risk exposure is as follows.

Credit Risk

Credit risk relates to the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. As at September 30, 2019, the Company may be exposed to credit risk from its cash in trust. The credit risk is managed by dealing with reputable financial institutions with high quality external credit ratings.

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company is exposed to this risk primarily through its trade accounts payable, which have a contractual maturity of less than 90 days.

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5. INCOME TAXES

As of December 31, 2018, the Company has unused tax losses totalling \$20,661. No future income tax asset has been recognized by the Company in respect of these items.

6. RELATED PARTY TRANSACTIONS

Related party transactions are comprised of services rendered by directors and/or officers of the Company or by a company with a director in common. Related party transactions are in the ordinary course of business and are measured at the exchange amount.

	Relationship	For the three months ended September 30, 2019	For the nine months ended September 30, 2019
Professional fees :			
Stein Monast L.L.P. Attorneys	Partnership where Richard Provencher is a partner	\$ 0	\$ 29,959
Share-based payments :			
Peter Rona	President and CEO	0	7,715
Nabil Ishak	CFO and director	0	7,715
John Paradias	Director	0	7,714
Octavio Soares	Director	0	7,714
Denis Bouchard	Director	0	7,714
Jean-Robert Pronovost	Director	0	7,714
Richard Provencher	Corporate secretary	0	7,714
		0	54,000
		0	83,959

The Company considers its President, Chief Executive Officer, Chief Financial Officer, and the directors of the Company to be key management. During the nine months ended September 30, 2019, there were no compensations paid except for share-based payments.

7. STOCK OPTION PLAN

The Company has adopted an incentive stock option plan (the "Stock Option Plan") which provides that the Board of Directors may from time to time, in its discretion, and in accordance with the Exchange requirements, grant to directors, officers and employees of the Company and its affiliates and to consultants and management company employees non-transferable options to purchase common shares for a period of up to ten years from the date of the grant, provided that the number of common shares reserved for issuance may not exceed 10% of the total issued and outstanding common shares after the completion of the contemplated initial public offering, being 630,000 common shares if the minimum offering is subscribed for or 880,000 common shares if the maximum offering is subscribed for.

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7. STOCK OPTION PLAN (continued)

Pursuant to the Stock Option Plan, the maximum number of common shares reserved for issuance in any 12 months period to any one optionee other than a consultant may not exceed 5% of the issued and outstanding common shares at the date of the grant. The maximum number of common shares reserved for issuance in any 12 months period to any consultant may not exceed 2% of the issued and outstanding common shares at the date of the grant.

Incentive stock options may be exercised within the later of i) 12 months after the completion of the qualifying transaction, and ii) 90 days after the optionee ceases to be a director, officer, technical consultant or employee of the Company, as this term is defined in Policy 2.4.

On April 16, 2019, The Company granted stock options to directors and officers of the Company for the right to purchase 726,450 common shares at a price of \$0.10 \$ per share exercisable to April 16, 2024. The Company recorded share-based payment of \$54,000 on these stock options. The fair value of the options was determined using the Black Scholes option pricing model with the following assumptions - Share price on grant date of \$0.10 \$; Risk-free interest rate of 1.58%; Dividend yield of NIL; Expected volatility of 100 %; Expected life of 5 years and forfeiture rate of 0 %. Volatility was determined based on comparison to similar companies as the Company does not have enough history.

As at September 30, 2019, the Company had 726,450 stock options outstanding exercisable at \$0.10 per share expiring on April 16, 2024.

8. CAPITAL MANAGEMENT

The proceeds from the issuance of share capital raised by the Company, both prior to the Company's IPO and from the IPO itself, may only be used to identify and evaluate assets or business for future investments, with the lesser of 30 % 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 policies of the Exchange.