

VALDY INVESTMENTS LTD.

Condensed Interim Financial Statements

For the nine-month period ended

September 30, 2020

(Unaudited)

(Expressed in Canadian Dollars)

NOTICE OF NO AUDITOR REVIEW OF THE CONDENSED INTERIM FINANCIAL STATEMENTS

The accompanying unaudited condensed interim financial statements of Valdy Investments Ltd. (the "Company") 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 financial statements in accordance with the standards established by the Canadian Institute of Chartered Professional Accountants for a review of the interim financial statements by an entity's auditor.

VALDY INVESTMENTS LTD.
Condensed Interim Statement of Financial Position
(Unaudited)
(Expressed in Canadian Dollars)

As at	September 30, 2020	December 31, 2019
	\$	\$
ASSETS		
Current assets		
Cash	436,916	460,824
TOTAL ASSETS	436,916	460,824
LIABILITIES AND EQUITY		
Current liabilities		
Accounts payable and accrued liabilities	14,190	8,853
Total Liabilities	14,190	8,853
EQUITY		
Share capital (Note 3)	548,120	548,120
Equity reserves (Note 3)	75,846	75,846
Deficit	(201,240)	(171,995)
Total Equity	422,726	451,971
TOTAL LIABILITIES AND EQUITY	436,916	460,824

Nature and continuance of operations (*Note 1*)

On behalf of the Board of Directors:

"Johnny Ciampi"
Director

"James Decker"
Director

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

VALDY INVESTMENTS LTD.
Condensed Interim Statement of Loss and Comprehensive Loss
(Unaudited)
(Expressed in Canadian Dollars)

	Three months ended September 30, 2020	Three months ended September 30, 2019	Nine months ended September 30, 2020	Nine months ended September 30, 2019
	\$	\$	\$	\$
OPERATING EXPENSES				
Office expense	-	189	-	189
Professional fees	9,218	7,419	19,706	60,228
Share-based payment (Note 3)	-	-	-	62,644
Transfer agent and filing fees	530	1,640	9,539	25,756
Loss and comprehensive loss for the period	(9,748)	(9,248)	(29,245)	(148,817)
Basic and diluted loss per common share	(0.00)	(0.00)	(0.01)	(0.05)
Weighted average number of common shares outstanding	4,500,000	4,000,000	4,500,000	2,978,022

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

VALDY INVESTMENTS LTD.
Condensed Interim Statement of Changes in Shareholders' Equity
(Expressed in Canadian Dollars)

	Share Capital		Equity Reserves		Total equity
	Number of Shares outstanding	Amount	Share-based payments	Deficit	
		\$	\$	\$	\$
Balance at December 31, 2018	2,000,000	100,000	-	(15,022)	84,978
Shares issued for private placement	5,000,000	500,000	-	-	500,000
Share issuance costs	-	(51,880)	13,202	-	(38,678)
Share-based payment	-	-	62,644	-	62,644
Comprehensive loss for the period	-	-	-	(148,817)	(148,817)
Balance at September 30, 2019	7,000,000	548,120	75,846	(163,839)	460,127
Comprehensive loss for the period	-	-	-	(8,156)	(8,156)
Balance at December 31, 2019	7,000,000	548,120	75,846	(171,995)	451,971
Comprehensive loss for the period	-	-	-	(29,245)	(29,245)
Balance at September 30, 2020	7,000,000	548,120	75,846	(201,240)	422,726

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

VALDY INVESTMENTS LTD.
Condensed Interim Statement of Cash Flows
(Unaudited)
(Expressed in Canadian Dollars)

For the nine-month period ended September 30,	2020	2019
	\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss for the period	(29,245)	(148,817)
Items not affecting cash:		
Share-based payment	-	62,644
Changes in non-cash working capital items:		
Accounts payable and accrued liabilities	5,337	(378)
Cash used in operating activities	<u>(23,908)</u>	<u>(86,551)</u>
CASH FLOWS FROM FINANCING ACTIVITY		
Proceeds from issuance of shares, net of share issuance costs	-	461,322
Cash provided by financing activity	<u>-</u>	<u>461,322</u>
Change in cash during the period	(23,908)	374,771
Cash, beginning of period	<u>460,824</u>	<u>92,478</u>
Cash, end of period	436,916	467,249
Cash paid during the period for:		
Interest	-	-
Taxes	-	-

Supplemental cash flow information:

	September 30, 2020	September 30, 2019
Warrants issued as agent fees	\$Nil	\$13,202

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

VALDY INVESTMENTS LTD.

Notes to the Condensed Interim Financial Statements

For the period end September 30, 2020

1. Nature and Continuance of Operations

Valdy Investments Ltd. (the "Company") was incorporated under the provincial *Business Corporations Act* (British Columbia) on August 22, 2018 and its registered office is at 4619 West 3rd Avenue, Vancouver, BC V6R 1N5. The Company completed its initial public offering ("IPO") during fiscal 2019 and 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 is to identify and evaluate assets or businesses with a view to potentially acquire them or an interest therein by completing a purchase transaction, by the exercising of an option or by any concomitant transaction ("Qualifying Transaction"). The purpose of such an acquisition is to satisfy the related conditions of a Qualifying Transaction under the Exchange rules.

Where an acquisition or participation is warranted, additional funding may be required. The ability of the Company to fund its potential future operations and commitments is dependent upon the ability of the Company to obtain additional financing. There is no assurance that the Company will identify a business or asset that warrants acquisition or participation within the time limitations permissible under the policies of the Exchange, at which time the Exchange may suspend or de-list the Company's shares from trading. These condensed interim financial statements have been prepared with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. The condensed interim financial statements do not include adjustments to amounts and reclassification of assets and liabilities that might be necessary should the Company be unable to continue operates. Management estimates it has sufficient funds to operate for the next twelve months.

In March 2020 the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company's business or ability to raise funds.

2. Significant Accounting Policies

(a) Statement of Compliance

These condensed interim financial statements, including comparatives, have been prepared in accordance with International Financial Report Standards and International Accounting Standards ("IAS") 34 "Interim Financial Reporting" as issued by the International Accounting Standards Board ("IASB") and Interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC").

These condensed interim financial statements were approved by the Board of Directors for issuance on October 29, 2020.

(b) Basis of Presentation

These condensed interim financial statements have been prepared on the historical cost basis and are presented in Canadian dollars, which is the Company's presentation currency.

(c) Significant Judgments, Estimates and Assumptions

The preparation of these condensed interim financial statements requires management to make judgment, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities at the date of the condensed interim financial statements and reported amounts of expenses during the reporting period. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual outcomes could differ from these estimates. The estimates and underlying assumptions are reviewed on an

VALDY INVESTMENTS LTD.

Notes to the Condensed Interim Financial Statements

For the period end September 30, 2020

2. Significant Accounting Policies (continued)

(c) Significant Judgments, Estimates and Assumptions (continued)

ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the revision affects both current and future periods. The preparation of these condensed interim financial statements requires management to make judgements regarding the going concern of the Company, as disclosed in Note 1, and share-based payments. The fair value of stock options issued are subject to the limitation of the Black-Scholes option pricing model which incorporates market data, and which involves uncertainty and subjectivity in estimates used by management in the assumptions.

(d) Financial Instruments

The following is the accounting policy for financial assets under IFRS 9:

Financial assets

The Company classifies its financial assets in the following categories: at fair value through profit and loss ("FVTPL"), at fair value through other comprehensive income ("FVTOCI") or at amortized cost. The determination of the classification of financial assets is made at initial recognition. Equity instruments that are held for trading (including all equity derivative instruments) are classified as FVTPL; for other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI.

The Company's accounting policy for each of the categories is as follows:

Financial assets at FVTPL: Financial assets carried at FVTPL are initially recorded at fair value and transaction costs are expensed in profit or loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets held at FVTPL are included in profit or loss.

Financial assets at FVTOCI: Investments in equity instruments at FVTOCI are initially recognized at fair value plus transaction costs. Subsequently they are measured at fair value, with gains and losses arising from changes in fair value recognized in other comprehensive (loss) income in which they arise.

Financial assets at amortized cost: A financial asset is measured at amortized cost if the objective of the business model is to hold the financial asset for the collection of contractual cash flows, and the asset's contractual cash flows are comprised solely of payments of principal and interest. They are classified as current assets or non-current assets based on their maturity date and are initially recognized at fair value and subsequently carried at amortized cost less any impairment.

Impairment of financial assets at amortized cost: The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost.

The Company has classified its financial instruments as follows:

- Cash: FVTPL
- Trade payable and accrued liabilities: Amortized cost

VALDY INVESTMENTS LTD.

Notes to the Condensed Interim Financial Statements

For the period end September 30, 2020

3. Share Capital

(a) Authorized:

Unlimited Common Shares without par value

Unlimited Preferred Shares without par value

(b) *Issued share capital:*

Changes in share capital during the nine months ended September 30, 2020:

No share capital transactions for the period end September 30, 2020.

Changes in share capital for the year ended December 31, 2019:

On January 24, 2019, the Company completed a private placement offering, pursuant to which the Company issued 2,500,000 common shares at \$0.10 per share for total proceeds of \$250,000.

On May 27, 2019 the Company completed its IPO and issued 2,500,000 common shares for gross proceeds of \$250,000. The Company paid agent commissions of \$25,000 and an administrative fee of \$5,250.

The Company granted the Agent 250,000 agent's warrants in connection with the IPO, where each agent's warrant is exercisable into one common share at \$0.10 expiring May 27, 2021.

The agent's warrants have been assigned a fair value of \$13,202 or \$0.05 per agent's warrant. The fair value of the agent's warrant was estimated using the Black-Scholes option pricing model assuming a life expectancy of 2 years, a risk-free rate of 1.59%, a forfeiture rate of 0%, and volatility of 100%.

The Company also paid \$8,428 in cash as share issuance costs relating to the IPO.

(c) *Escrow:*

The Company has 2,500,000 common shares subject to an escrow agreement as at September 30, 2020 and December 31, 2019, whereby 10% of the shares will be released from escrow upon the completion of the Qualifying Transaction. An additional 15% of the escrowed common shares will be released on each six-month anniversary thereafter unless otherwise permitted by the Exchange. Common shares issued upon the exercise of options held by officers and directors are subject to the same escrow conditions to the extent of options exercised prior to the completion of a qualifying transaction. Escrowed shares may be subject to cancellation if the qualifying transaction is not completed within 24 months from the date of listing.

(d) *Share-based payments:*

Stock Option Plan

The Company has a rolling stock option plan ("the Plan") which is applicable to directors, officers, employees and consultants. Under the Plan, the total outstanding stock options that may be granted are limited to 10% of the outstanding common shares of the Company at any one time. The exercise price of an option shall not be less than the discounted market price at the time of granting as prescribed by the policies of the Exchange. The maximum term of stock options is ten years from the grant date. Vesting terms are at the discretion of the directors.

Common shares issued upon the exercise of options held by officers and directors are subject to the same escrow conditions to the extent of options exercised prior to the completion of a Qualifying Transaction.

VALDY INVESTMENTS LTD.**Notes to the Condensed Interim Financial Statements**

For the period end September 30, 2020

3. Share Capital (continued)

(d) Share-based payments: (continued)

As at September 30, 2020, the following stock options were outstanding:

	Number of Stock Options	Weighted Average Exercise Price
Balance, August 22, 2018 and December 31, 2018	-	\$ -
Granted	700,000	0.10
Balance, December 31, 2019 and September 30, 2020	700,000	\$ 0.10

During the period ended September 30, 2020, the Company issued nil stock options.

During the year ended December 31, 2019, the Company issued 700,000 stock options to officers and directors (being key management personnel) of the Company with an exercise price of \$0.10 per share, at a fair value of \$62,644 (2018 - \$Nil). The weighted average fair value per option was \$0.09. The fair value of the options is estimated using the Black-Scholes option pricing model assuming a life expectancy of 10 years, a risk-free rate of 1.59%, a forfeiture rate of 0%, and volatility of 100%.

A summary of the Company's stock options outstanding and exercisable as at September 30, 2020 is as follows:

Expiry Date	Number of Stock Options	Exercise Price	Remaining Life (in years)
May 27, 2029	700,000	\$0.10	8.66
Outstanding and exercisable	700,000		

(e) Share Purchase Warrants

As at September 30, 2020, the following stock warrants were outstanding:

	Number of Warrants	Weighted Average Exercise Price
Balance, August 22, 2018 and December 31, 2018	-	\$ -
Granted	250,000	0.10
Balance, December 31, 2019 and September 30, 2020	250,000	\$ 0.10

As at September 30, 2020, the following share purchase warrants were outstanding:

Number of Warrants	Weighted Average Exercise Price	Expiry Date	Remaining Life (in years)
250,000	\$ 0.10	May 27, 2021	0.65

VALDY INVESTMENTS LTD.

Notes to the Condensed Interim Financial Statements

For the period end September 30, 2020

4. Capital Disclosures

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 a Qualifying Transaction. 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:

- to maintain a flexible capital structure, which optimizes the cost of capital at acceptable risk; and
- to maintain investor, creditor and market confidence in order to sustain the future development of the business.

The Company is not subject to any externally or internally imposed capital requirements at period end, except as discussed below.

Until the completion of a Qualifying Transaction, the gross proceeds realized from the sale of all securities may only be used to identify and evaluate assets or businesses for, and obtain shareholders approval for, a proposed Qualifying Transaction, with the exception that no more than the lesser of 30% of the gross proceeds from the sale of securities issued by a CPC and \$210,000 may be used to cover prescribed costs of issuing securities and administrative and general expenses.

5. Financial Instruments

The Company classifies its financial instruments measured at fair value at one of three levels according to the relative reliability of the inputs used to estimate the fair value:

- Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company's cash is measured as level 1 input. The carrying value of accounts payable and accrued liabilities approximates the fair value due to its short-term nature.

6. Financial Risk Management

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

Overview

The Company's financial instruments consist of cash and accounts payable and accrued liabilities. The fair value of these financial instruments approximates their carrying value due to short term nature.

Credit Risk

Credit Risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's cash is held with reputable institutions in Canada.

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 risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at September 30, 2020, the Company had a cash balance of \$436,916 to pay liabilities of \$14,190.

VALDY INVESTMENTS LTD.

Notes to the Condensed Interim Financial Statements

For the period end September 30, 2020

6. Financial Instruments (continued)

Market Risks

The Company will be subject to normal market risks including fluctuations in foreign exchange rates and interest rates. While the Company manages its operations in order to minimize exposure to these risks, the Company has not entered into any derivatives or contracts to hedge or otherwise mitigate this exposure. For the period ended September 30, 2020, the Company held no financial instruments subject to significant foreign exchange or interest rate risks.