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**Condensed Interim Financial Statements**

**Gulf & Pacific Equities Corp.**

**For the Three Months Ended March 31, 2020 and 2019  
(Stated in Canadian Dollars)**

**INDEX**

<b>Condensed Interim Statements of Financial Position</b>	<b>1</b>
<b>Condensed Interim Statements of Income and Comprehensive Income</b>	<b>2</b>
<b>Condensed Interim Statements of Changes in Shareholders' Equity</b>	<b>3</b>
<b>Condensed Interim Statements of Cash Flow</b>	<b>4</b>
<b>Notes to the Condensed Interim Financial Statements</b>	<b>5 - 16</b>

**NOTICE TO READER**

The accompanying unaudited condensed interim financial statements have been prepared by the Company's management and the Company's independent auditors have not performed a review of these interim financial statements

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# Gulf & Pacific Equities Corp.

Condensed Interim Statements of Financial Position

Unaudited - See Notice to Reader

(Stated in Canadian Dollars)

	March 31, 2020	December 31, 2019
<b>Assets</b>		
Cash	\$ 332,093	\$ 283,625
Other amounts receivable (note 3)	188,003	196,679
Prepaid expenses	38,469	38,469
Right-of-use asset (note 6)	55,920	60,854
Investment properties (note 4)	39,600,000	39,600,000
Investments (note 8)	40,680	48,816
	<u>\$ 40,255,165</u>	<u>\$ 40,228,443</u>
<b>Liabilities</b>		
Accounts payable and accrued liabilities	\$ 1,981,521	\$ 1,961,124
Mortgages (note 5)	17,631,047	17,836,171
Lease liability (note 6)	59,071	63,874
Loan payable (note 9)	4,347,000	4,347,000
Purchase price payable (note 7)	658,776	658,776
Deferred income taxes	1,097,000	1,069,000
	<u>25,774,415</u>	<u>25,935,945</u>
<b>Shareholders' Equity</b>		
Share Capital (note 11a)	7,453,322	7,453,322
Contributed Surplus	2,812,409	2,812,409
Retained Earnings	4,215,019	4,026,767
	<u>14,480,750</u>	<u>14,292,498</u>
	<u>\$ 40,255,165</u>	<u>\$ 40,228,443</u>

## Subsequent Events (note 17)

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

Approved on behalf of the Board

\_\_\_\_\_"Anthony J. Cohen"\_\_\_\_\_, Director

\_\_\_\_\_"Greg K. W. Wong"\_\_\_\_\_, Director

# Gulf & Pacific Equities Corp.

Condensed Interim Statements of Income and Comprehensive Income

For the Three Months Ended March 31

Unaudited - See Notice to Reader

Stated in Canadian dollars

	2020	2019
<b>Revenue</b>		
Rental	\$ 678,249	\$ 773,651
Step rent	(14,227)	(48,084)
Common area and realty tax recoveries	243,169	267,599
	<u>907,191</u>	<u>993,166</u>
<b>Expenses</b>		
Interest (note 5)	300,169	319,921
Operating costs and realty taxes	273,348	374,856
Administration	165,186	200,339
Amortization (note 6)	4,934	4,934
	<u>743,637</u>	<u>900,050</u>
<b>Net Income before fair value adjustment and income taxes</b>	163,554	93,116
Unrealized gain (loss) from investments	(8,136)	8,136
Fair value adjustment (note 4)	60,834	96,478
<b>Net Income before income taxes</b>	216,252	197,730
Deferred income tax expense	(28,000)	(122,371)
<b>Net Income and Comprehensive Income</b>	<u>\$ 188,252</u>	<u>\$ 75,359</u>
<b>Income per Share - Basic</b> (note 11b)	<u>\$ 0.01</u>	<u>\$ -</u>
<b>Income per Share - Diluted</b> (note 11b)	<u>\$ 0.01</u>	<u>\$ -</u>
<b>Weighted Average Number of Common Shares Outstanding - Basic</b> (note 11b)	<u>21,290,685</u>	<u>21,290,685</u>
<b>Weighted Average Number of Common Shares Outstanding - Diluted</b> (note 11b)	<u>21,786,685</u>	<u>21,686,685</u>

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

# Gulf & Pacific Equities Corp.

Condensed Interim Statements of Changes in Shareholders' Equity

For the Three Months Ended March 31

Unaudited - See Notice to Reader

Stated in Canadian dollars

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	<u>Share Capital</u>		<u>Contributed Surplus</u>	<u>Retained Earnings</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>			
<b>Balance - January 1, 2019</b>	21,290,685	\$ 7,453,322	\$ 2,812,409	\$ 4,225,865	\$ 14,491,596
Impact on adoption of IFRS 16	-	-	-	(1,880)	(1,880)
Net income and comprehensive income	-	-	-	75,359	75,359
<b>Balance - March 31, 2019</b>	<u>21,290,685</u>	<u>\$ 7,453,322</u>	<u>\$ 2,812,409</u>	<u>\$ 4,299,344</u>	<u>\$ 14,565,075</u>

	<u>Share Capital</u>		<u>Contributed Surplus</u>	<u>Retained Earnings</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>			
<b>Balance - January 1, 2020</b>	21,290,685	\$ 7,453,322	\$ 2,812,409	\$ 4,026,767	\$ 14,292,498
Net income and comprehensive income	-	-	-	188,252	188,252
<b>Balance - March 31, 2020</b>	<u>21,290,685</u>	<u>\$ 7,453,322</u>	<u>\$ 2,812,409</u>	<u>\$ 4,215,019</u>	<u>\$ 14,480,750</u>

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

# Gulf & Pacific Equities Corp.

Condensed Interim Statements of Cash Flow

For the Three Months Ended March 31

Unaudited - See Notice to Reader

(Stated in Canadian Dollars)

	2020	2019
<b>Cash Provided By:</b>		
<b>Operating Activities</b>		
Comprehensive income	\$ 188,252	\$ 75,359
Add (deduct) items not affecting cash:		
Amortization of deferred financing costs	520	10,023
Amortization	4,934	4,934
Deferred income tax expense	28,000	122,371
Amortization of deferred leasing costs	48,440	48,394
Accrued rent receivable	14,227	48,084
Interest expense	299,587	309,898
Fair value adjustment	(52,698)	(104,614)
	<u>531,262</u>	<u>514,449</u>
Changes in non-cash balances related to operations:		
Other amounts receivable	8,677	(76,285)
Accounts payable and accrued liabilities	(44,629)	220,022
	<u>495,310</u>	<u>658,186</u>
<b>Financing Activities</b>		
Repayment of mortgages payable	(205,644)	(197,824)
Interest paid	(233,769)	(241,589)
Payment of lease liability	(5,596)	(5,596)
	<u>(445,009)</u>	<u>(445,009)</u>
<b>Investing Activities</b>		
Investment property expenditures	(1,833)	-
	<u>48,468</u>	<u>213,177</u>
<b>Increase in cash</b>	<b>48,468</b>	<b>213,177</b>
<b>Cash - beginning of period</b>	<b>283,625</b>	<b>355,638</b>
<b>Cash - end of period</b>	<b>\$ 332,093</b>	<b>\$ 568,815</b>

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

# Gulf & Pacific Equities Corp.

Notes to the Condensed Interim Financial Statements  
For the Three Months Ended March 31, 2020 and 2019  
Unaudited - See Notice to Reader  
(Stated in Canadian Dollars)

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Gulf & Pacific Equities Corp. ("the Company") was incorporated under the Business Corporations Act (Alberta) on April 8, 1998 and on June 17, 1998 filed Articles of Amendment to remove certain private corporation restrictions. The registered address and records office of the Company is located at 18104 102 Avenue N.W., Edmonton, AB. The Company is listed on the TSX Venture Exchange as "TSX-V: GUF". The Company commenced active operations during the 1999 fiscal year. The Company owns and operates commercial rental properties in Western Canada. The Company does not have any affiliates nor is it the subsidiary of any entity.

## 1. Basis of Presentation

### a) Statement of Compliance

The Company's condensed interim financial statements have been prepared in accordance with IAS 34, Interim Financial Reporting ("IAS 34"). The IAS 34 condensed interim financial statements do not include all of the information required for annual financial statements.

These condensed interim financial statements should be read in conjunction with the Company's audited financial statements for the year ended December 31, 2019.

The policies applied in the Company's condensed interim financial statements are in accordance with International Financial Reporting Standards ("IFRS") effective as of March 31, 2020 as issued by the International Accounting Standards Board.

These financial statements were authorized for issuance by the Board of Directors on May 21, 2020.

### b) Critical judgments, accounting estimates and assumptions

The Company makes estimates and assumptions that affect the carrying amounts of assets and liabilities, disclosure of contingent assets and liabilities and the reported amount of earnings for the period. Actual results could differ. The estimates and assumptions that the Company considered critical are described below:

#### *i) Investment properties*

The fair value of the investment properties is determined based on either internal valuation models incorporating market evidence or valuations performed by independent third party appraisers. The determination of the fair value of investment properties requires the use of estimates such as future cash flows from assets (such as tenant profiles, future revenue streams and overall repair and condition of the property) and discount rates applicable to those cash flows. These estimates are based on market conditions existing at the reporting date. The following approaches, either individually or in combination, are used in the determination of the fair value of the investment properties:

# Gulf & Pacific Equities Corp.

Notes to the Condensed Interim Financial Statements  
For the Three Months Ended March 31, 2020 and 2019  
Unaudited - See Notice to Reader  
(Stated in Canadian Dollars)

---

## 1. Basis of Presentation and Going Concern (continued)

### b) Critical judgments, accounting estimates and assumptions (continued)

#### *i) Investment properties (continued)*

The Direct Capitalization Income Approach derives market value by estimating the future cash flows that will be generated by the property and then applying an appropriate capitalization rate or discount rate to those cash flows. This approach can utilize the direct capitalization method and/or the discounted cash flow analysis.

The Direct Comparison Approach involves comparing or contrasting the recent sale, listing or optioned prices of properties comparable to the subject and adjusting for any significant differences between them.

Management reviews each appraisal (when obtained) and ensures the assumptions used by the appraisers are reasonable and the final fair value amount reflects those assumptions used in the various approaches above. Where an external appraisal is not obtained at the reporting date, management prepares internal valuations, for each investment property, to estimate the fair value.

Judgment is also applied in determining the extent and frequency of independent appraisals in order to determine fair values. The significant assumptions used by management in estimating the fair value of investment properties are set out in note 4.

In addition, the Company makes judgments with respect to whether tenant improvement expenditures represent an asset with a future economic benefit to the Company which impacts whether or not such amounts are treated as additions to the investment properties.

#### *ii) Leases*

The Company makes judgments in determining whether certain leases, in particular those tenant leases with long contractual terms where the lessee is the sole tenant in a property, are operating or finance leases. The Company has determined that all of its leases are operating leases.

Additional critical accounting estimates and assumptions include those used for estimating current and deferred taxes and purchase price payable, assessing the allowance for doubtful accounts on trade receivables and determining the values of financial instruments for disclosure purposes.

## 2. Summary of Significant Accounting Policies

The Company's complete accounting policies have been included in the audited financial statements for the year ended December 31, 2019. The accounting policies the Company followed in the preparation of these condensed interim financial statements were the same as those applied by the Company in the annual financial statements as at and for the year ended December 31, 2019.

# Gulf & Pacific Equities Corp.

Notes to the Condensed Interim Financial Statements  
For the Three Months Ended March 31, 2020 and 2019  
Unaudited - See Notice to Reader  
(Stated in Canadian Dollars)

---

## 3. Other Amounts Receivable

Other amounts receivable includes trade accounts receivable of \$188,003 (December 31, 2019 - \$196,679) and taxes receivable of \$Nil (December 31, 2019 - \$Nil).

## 4. Investment Properties

	<u>March 31, 2020</u>	<u>December 31, 2019</u>
<b>Balance - Opening</b>	\$ 39,600,000	\$ 40,500,000
Additions	1,833	-
Leasing costs	-	-
Leasing costs amortization	(48,440)	(193,575)
Accrued rent receivable	(14,227)	(173,083)
Fair value adjustment	60,834	(533,342)
<b>Balance - Ending</b>	<u>\$ 39,600,000</u>	<u>\$ 39,600,000</u>

The Company holds three investment properties and determines the fair value of each investment property based on external appraisals and internal review.

External appraisals for the three properties, totaling \$41,400,000, were obtained for the year ended December 31, 2016. As at March 31, 2020, internal fair value for the three properties of \$39,600,000 (December 31, 2019 - \$39,600,000) was determined based on the direct capitalization income approach as defined below. Capitalization rates of 7.00% to 7.25% as at March 31, 2020 (December 31 - 7.00% to 7.25%) were used to determine the fair value of the properties. The weighted average capitalization rate for March 31, 2020 was 7.15% (December 31, 2019 - 7.15%).

As at December 31, 2019, management performed an assessment of the underlying inputs and principles of the December 31, 2016 appraisals and noted a decrease in revenue on one of the properties; thus an internal review was completed for December 31, 2019. As a result, management recorded an aggregate fair value adjustment of \$533,342 to decrease the carrying value of the properties as at December 31, 2019.

The internal fair values were based on the direct capitalization income approach with reference to the direct comparison approach and external appraisers for additional support. The fair value is determined by applying a capitalization rate to stabilized net operating income which incorporates allowances for vacancy, management fees and structural reserves for capital expenditures for the investment property. The resulting capitalized value is further adjusted, where appropriate, for costs to stabilize the income and non-recoverable capital expenditures.

Management will obtain new external appraisals if the conditions disclosed change materially. The Company has classified the three investment properties as level 3 based on the fair value hierarchy.

# Gulf & Pacific Equities Corp.

Notes to the Condensed Interim Financial Statements  
For the Three Months Ended March 31, 2020 and 2019  
Unaudited - See Notice to Reader  
(Stated in Canadian Dollars)

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## 5. Mortgages

	<u>March 31, 2020</u>	<u>December 31, 2019</u>
Mortgage payable, bearing interest at 5.85%, repayable monthly in blended principal and interest payments of \$3,835, due December 1, 2023	\$ 316,662	\$ 323,479
Mortgage payable, bearing interest at 5.26%, repayable monthly in fixed payments of \$111,240, due September 1, 2023	13,517,596	13,672,658
Mortgage payable, bearing interest at 5.26%, repayable monthly in fixed payments of \$29,210, due September 1, 2023	3,549,578	3,590,295
Loan payable, bearing interest at 5.26%, repayable monthly in fixed payments of \$2,186, due September 1, 2023	<u>265,632</u>	<u>268,679</u>
	17,649,468	17,855,111
Unamortized mortgage financing costs	<u>(18,420)</u>	<u>(18,940)</u>
	<u>\$ 17,631,048</u>	<u>\$ 17,836,171</u>

The mortgage is secured by a general security agreement, the underlying revenue-producing properties, an assignment of rents and an assignment of fire insurance.

The unamortized mortgage financing costs consist of fees and costs incurred to obtain the mortgage financing less accumulated amortization. For the three months ended March 31, 2020, interest expense on the statement of income and comprehensive income includes amortized mortgage financing costs of \$520 (March 31, 2019 - \$10,023).

# Gulf & Pacific Equities Corp.

Notes to the Condensed Interim Financial Statements  
For the Three Months Ended March 31, 2020 and 2019  
Unaudited - See Notice to Reader  
(Stated in Canadian Dollars)

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## 6. Right-of-Use Asset and Lease Liability

### a) Right-of-use asset

The following is the continuity of the cost and accumulated amortization of right-of-use asset as at and for the period ended:

	<u>March 31, 2020</u>	<u>December 31, 2019</u>
<b>Cost</b>		
Balance, beginning of the period	\$ 80,590	\$ 80,590
Lease additions	-	-
Balance, end of the period	<u>\$ 80,590</u>	<u>\$ 80,590</u>
<b>Accumulated amortization</b>		
Balance, beginning of the period	\$ 19,736	\$ -
Amortization	4,934	19,736
Balance, end of the period	<u>\$ 24,670</u>	<u>\$ 19,736</u>
<b>Carrying amount</b>	<u>\$ 55,920</u>	<u>\$ 60,854</u>

### b) Lease liability

The following is the continuity of the lease liability as at and for the period end:

	<u>March 31, 2020</u>	<u>December 31, 2019</u>
<b>Balance, beginning of the period</b>	\$ 63,874	\$ 82,470
Lease additions	-	-
Lease payments	(5,596)	(22,384)
Interest expense on lease liability	793	3,788
<b>Balance, end of the period</b>	<u>\$ 59,071</u>	<u>\$ 63,874</u>

The Company used its incremental borrowing rate of 5.25% to measure the lease liability.

Future minimum lease payments under the lease liability are as follows:

	<u>March 31, 2020</u>	<u>December 31, 2019</u>
2020	\$ 16,789	\$ 22,385
2021	22,385	22,385
2022	22,385	22,385
2022	1,865	1,865
Total minimum lease payments	<u>63,424</u>	<u>69,020</u>
Less: future interest expense	(4,353)	(5,146)
Present value of minimum lease payments	<u>\$ 59,071</u>	<u>\$ 63,874</u>

# Gulf & Pacific Equities Corp.

Notes to the Condensed Interim Financial Statements  
For the Three Months Ended March 31, 2020 and 2019  
Unaudited - See Notice to Reader  
(Stated in Canadian Dollars)

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## 7. Purchase Price Payable

In December 2006, the Company acquired the Tri-City Mall in Cold Lake, Alberta and agreed to pay an additional \$658,776 if and when the property became fully leased at any time up to December 31, 2021. Since the Company expects to fully lease the property by this time, the contingency has been fully provided for and was added to the cost of the acquisition. As at March 31, 2020 and December 31, 2019, the property was not fully leased.

## 8. Financial instruments hierarchy and investments at fair value

Fair value measurements are based on a three-level fair value hierarchy based on inputs used in determining fair value of financial assets and liabilities. The hierarchy of inputs is summarized as follows:

*Level 1* - inputs used to value financial assets and liabilities are unadjusted quoted prices in active markets for identical assets or liabilities.

*Level 2* - inputs used to value financial assets and liabilities are other than quoted prices included in Level 1 that are observable either directly or indirectly for the asset or liability.

*Level 3* - inputs used to value financial assets and liabilities are not based on observable market data.

As at March 31, 2020, the Company holds 1,627,200 (December 31, 2019 - 1,627,200) common shares of a related company at a fair value of \$40,680 (December 31, 2019 - \$48,816). The companies are related by virtue of the fact that they have the same President and CFO. Original cost of the investment was \$81,360. The aforementioned investment is classified as level 1 in the fair value hierarchy.

The Company did not record any transfers between fair value levels during the year.

## 9. Loan Payable

The loan payable is due to a related corporation, Ceyx Properties Ltd. During the year ended December 31, 2019, the Company repaid \$200,000 of loan principal. The balance outstanding as at March 31, 2020 is \$4,347,000 (December 31, 2019 - \$4,347,000).

The loan is unsecured, has no fixed terms of repayment, with access to a maximum value of up to \$6,000,000, with interest payable at 6% per annum. Interest is accrued but not compounded. The loan is to be used for financing of the leasing and development of the investment properties, along with general working capital purposes. The companies are related by virtue of the fact that they have the same President. The related corporation is not a subsidiary.

# Gulf & Pacific Equities Corp.

Notes to the Condensed Interim Financial Statements  
For the Three Months Ended March 31, 2020 and 2019  
Unaudited - See Notice to Reader  
(Stated in Canadian Dollars)

## 10. Reconciliation of movements of liabilities to cash flows arising from financing activities

	<u>Mortgages Payable</u>	<u>Loan Payable</u>	<u>Interest payable</u>
<b>Balance - January 1, 2020</b>	\$ 17,836,171	\$ 4,347,000	\$ 1,367,988
Payment of principal	(205,644)	-	-
Amortized deferred financing costs	520	-	-
Interest expense	233,769	-	65,026
Interest paid	(233,769)	-	-
<b>Balance - March 31, 2020</b>	<u>\$ 17,631,047</u>	<u>\$ 4,347,000</u>	<u>\$ 1,433,014</u>

As at March 31, 2020, interest payable of \$1,433,014 (December 31, 2019 - \$1,367,988) is included in accounts payable and accrued liabilities.

## 11. Share capital and earnings per share

### a) Share Capital

The Company is authorized to issue unlimited preference shares and unlimited common shares. The number of issued and outstanding common shares and unexercised options at March 31, 2020 follows:

<b>Common shares</b>	<u>Number</u>	<u>Amount</u>
Shares outstanding - January 1, 2020 and 2019	<u>21,290,685</u>	<u>\$ 7,453,322</u>
Shares outstanding - March 31, 2020 and December 31, 2019	<u>21,290,685</u>	<u>\$ 7,453,322</u>

# Gulf & Pacific Equities Corp.

Notes to the Condensed Interim Financial Statements  
For the Three Months Ended March 31, 2020 and 2019  
Unaudited - See Notice to Reader  
(Stated in Canadian Dollars)

## 11. Share capital and earnings per share (continued)

### b) Earnings per share

Basic earnings per share has been calculated using the weighted average number of shares outstanding of 21,290,685 (March 31, 2019 - 21,290,685). As at March 31, 2020, diluted shares total 21,786,685 and includes 496,000 unexercised dilutive options.

	<u>March 31,</u> <u>2020</u>	<u>March 31,</u> <u>2019</u>
Net income	\$ 188,252	\$ 75,359
Basic weighted average common shares outstanding	<u>21,290,685</u>	<u>21,290,685</u>
Basic earnings per share	<u>\$ 0.01</u>	<u>\$ -</u>
Basic weighted average common shares outstanding	21,290,685	21,290,685
Effect of unexercised dilutive options	<u>496,000</u>	<u>396,000</u>
Diluted weighted average common shares outstanding	<u>21,786,685</u>	<u>21,686,685</u>
Diluted earning per share	<u>\$ 0.01</u>	<u>\$ -</u>

## 12. Share-based compensation

- a) The Stock Option Plan reserves a maximum of 10% of the issued and outstanding shares of the Company (determined at the time of the stock option grant) for issuance upon the exercise of stock options granted pursuant to the Stock Option Plan. Stock options granted have a term that does not exceed 10 years and the exercise prices and vesting provisions are determined by the Board of Directors.

A summary of the status of the Company's Plan as at March 31, 2020 and December 31, 2019 and the changes during the years is presented below:

	<u>2020</u>		<u>2019</u>	
	<u>Options</u>	<u>Weighted Average exercise price per option</u>	<u>Options</u>	<u>Weighted Average exercise price per option</u>
Outstanding and exercisable	<u>1,041,000</u>	<u>\$ 0.257</u>	<u>1,041,000</u>	<u>\$ 0.257</u>

No stock options were granted during the three months ended March 31, 2020.

# Gulf & Pacific Equities Corp.

Notes to the Condensed Interim Financial Statements  
For the Three Months Ended March 31, 2020 and 2019  
Unaudited - See Notice to Reader  
(Stated in Canadian Dollars)

---

## 12. Share-based compensation (continued)

- b) As at March 31, 2020, options which had been granted to certain directors, officers, employees and consultants to purchase common shares of the Company subject to various requirements were outstanding as follows:

<b>Outstanding</b>	<b>Exercisable</b>	<b>Year of grant</b>	<b>Exercise price per option</b>	<b>Expiry date</b>
150,000	150,000	2010	\$ 0.200	June 21, 2020
96,000	96,000	2011	\$ 0.215	April 20, 2021
100,000	100,000	2011	\$ 0.230	June 23, 2021
345,000	345,000	2012	\$ 0.260	April 30, 2022
200,000	200,000	2014	\$ 0.370	April 25, 2024
150,000	150,000	2017	\$ 0.205	April 26, 2027
<u>1,041,000</u>	<u>1,041,000</u>			

## 13. Financial Instruments and Risk Management

### Fair Value

The Company's cash, other accounts receivable and other financial liabilities, which includes loan payable, purchase price payable, and accounts payable and accrued liabilities, are carried at amortized cost, which approximates fair value due to their short-term nature. Such fair value estimates may not necessarily be indicative of the amounts that the Company might pay or receive in actual market transactions.

Management has determined that the fair value of mortgages payable does not differ from its carrying value as underlying interest rates are not materially different than current market conditions. The valuation method is classified as level 2 on the fair value hierarchy. The Company has no financial instruments at level 3.

The Company is exposed to the following risks as a result of holding financial instruments: market risk (i.e. interest rate risk, currency risk and other price risks that impact the fair values of financial instruments); credit risk; and liquidity risk.

The following is a description of these risks and how they are managed:

### Market Risk

Market risk is defined for these purposes as the risk that the fair value or future cash flows of a financial instrument held by the Company will fluctuate because of changes in market prices. Market risk includes the risk of changes in interest rates, currency exchange rates and changes in market prices due to factors other than interest rates or currency exchange rates such as changes in equity prices, commodity prices or credit spreads.

# Gulf & Pacific Equities Corp.

Notes to the Condensed Interim Financial Statements  
For the Three Months Ended March 31, 2020 and 2019  
Unaudited - See Notice to Reader  
(Stated in Canadian Dollars)

---

## 13. Financial Instruments and Risk Management (continued)

### Market Risk (continued)

During the year ended December 31, 2018, the Company converted its variable mortgages to a 5 year fixed rate of 5.26% maturing on September 1, 2023. As a result, fluctuations in interest rates does not have a significant impact on the Company as at March 31, 2020 and 2019. The Company is subject to fair value risk on its fixed rate mortgages.

### Credit Risk

Credit risk arises from the possibility that tenants may experience financial difficulty and be unable to fulfil their lease commitments. The Company mitigates this risk of credit loss by diversifying its tenant mix and by limiting its exposure to any one tenant. The Company believes that the credit risk of trade accounts receivable is minimal as the balance receivable is limited to the amount receivable as at March 31, 2020 of \$187,325 (December 31, 2019 - \$196,679).

Rent is past due when a tenant has failed to make a payment when contractually due. Rent past due amounts to \$11,300 (December 31, 2019 - \$10,622), which is due from related parties as described in note 15.

### Equity Risk

The Company is exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. The Company's investment in the common shares of a related company, Plato Gold Corp., is subject to fair value fluctuations arising from changes in the equity market. At March 31, 2020, should the equity prices of the Company's holdings increase or decrease by 5%, the impact on net loss would be approximately \$2,034 (December 31, 2019 - \$2,441).

### Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages liquidity risk through the management of its capital structure and financial leverage, as outlined in note 14. It also manages liquidity risk by continuously monitoring actual and projected cash flows. The Board of Directors reviews and approves the Company's operating and capital budgets, as well as any material transactions out of the ordinary course of business. The Company is subject to the risk associated with debt financing, including the ability to refinance indebtedness at maturity. The Company believes these risks are mitigated through the use of long-term debt with maturities over an extended period of time.

As at March 31, 2020, the Company's financial liabilities include accounts payable and accrued liabilities, purchase price payable, loan payable and mortgages payable.

# Gulf & Pacific Equities Corp.

Notes to the Condensed Interim Financial Statements  
For the Three Months Ended March 31, 2020 and 2019  
Unaudited - See Notice to Reader  
(Stated in Canadian Dollars)

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## 14. Capital Management

The Company's objectives when managing capital are:

- a) to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits to other stakeholders, and
- b) to provide adequate return to shareholders by obtaining an appropriate amount of debt commensurate with the level of risk, to reduce after-tax cost of capital.

The Company sets the amount of capital in proportion to risk. The Company includes equity in its definition of capital. Equity is comprised of share capital, contributed surplus and retained earnings. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the risk characteristic of underlying assets. In order to maintain or adjust capital structure, the Company may repurchase shares, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company's objective is met by retaining adequate liquidity to provide for the possibility that cash flows from assets will not be sufficient to meet future cash flow requirements.

## 15. Related Party Transactions

During the three months ended March 31, 2020, the Company:

- a) Charged rent to related parties, Plato Gold Corp., \$600 (2019 - \$600) and Ceyx Properties Ltd., \$900 (2019 - \$900). The companies are related by virtue of the fact that they have the same President. As at March 31, 2020, included in accounts receivable is an amount of \$11,900 (December 31, 2019 - \$11,300) due from these related parties.
- b) Was charged consulting fees of \$28,594 (2019 - \$28,594) by Greg K. W. Wong, an officer of the Company. As at March 31, 2020, accounts payable and accrued liabilities included \$12,654 (December 31, 2019 - \$Nil) of consulting fees payable to this officer.
- c) Incurred accounting fees of \$15,000 (2019 - \$15,000) with an accounting firm, Forbes Andersen LLP, in which Paul Andersen, one of the Company's officers, is a partner. As at March 31, 2020, accounts payable and accrued liabilities included \$41,380 (December 31, 2019 - \$42,396) owing to this accounting firm.
- d) Other related party balances are disclosed in notes 8 and 9.

These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

# **Gulf & Pacific Equities Corp.**

Notes to the Condensed Interim Financial Statements  
For the Three Months Ended March 31, 2020 and 2019  
Unaudited - See Notice to Reader  
(Stated in Canadian Dollars)

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## **16. COVID-19 Impact**

In March 2020, the World Health Organization declared a global pandemic related to the outbreak of the novel strain of coronavirus, specifically identified as “COVID-19”. This has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures which include the implementation of travel bans, self-imposed quarantine periods, and social distancing have caused material disruption to businesses resulting in a global economic disruption. At the same time, global equity markets have experienced historic volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize domestic economic conditions. The duration and eventual impact of the COVID-19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company in future periods.

COVID-19 has no physical impact on the three properties located in northern Alberta. However, COVID-19 does significantly impact the daily operations of the company, the operations of the tenants, the rental payments from tenants, the cost of operations at each property and the Company’s ability to access funds in the capital markets for financing all of which is difficult to determine at this time. No adjustments have been made to the condensed interim financial statements in relation to the impact of COVID-19.

## **17. Subsequent Events**

On April 2, 2020, the Company completed a \$3,000,000 non-revolving loan financing from Canadian Western Bank. The non-revolving loan is repayable in monthly payments of principal and interest, at a fixed rate of 4.48% for the first 5 years, starting August 1, 2020 and maturing on December 1, 2034. The proceeds from the new loan were used to repay the principal on the existing loan payable disclosed in note 9.