Lake Helen Gas & Variety, LP Financial Statements

March 31, 2024

Lake Helen Gas & Variety, LP Contents

For the year ended March 31, 2024

P	age
ndependent Auditor's Report	
Financial Statements	
Balance Sheet	1
Statement of Earnings (Loss)	2
Statement of Partners' Capital	3
Statement of Cash Flows	4
Notes to the Financial Statements	5



To the Partners of Lake Helen Gas & Variety, LP:

Qualified Opinion

We have audited the financial statements of Lake Helen Gas & Variety, LP (the "Partnership"), which comprise the balance sheet as at March 31, 2024, and the statements of earnings (loss), partners' capital and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report, the accompanying financial statements present fairly, in all material respects, the financial position of the Partnership as at March 31, 2024, and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for private enterprises.

Basis for Qualified Opinion

We did not observe the counting of physical inventory on March 31, 2024 recorded in the amount of \$316,132 (2023 - \$397,365) and we were unable to satisfy ourselves by alternative means concerning inventory quantities held as at March 31, 2024 and the effect of inventory on the cost of sales for the year ended March 31, 2024. As a result, we were unable to determine whether any adjustments might have been necessary in respect of inventory, cost of sales, partners' capital and cash flows for the year ended March 31, 2024. The audit opinion on the financial statements for the year ended March 31, 2023 was qualified accordingly because of the possible effects of the limitation in scope.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Partnership in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Other Matter - Restriction on Distribution or Use

Without modifying our opinion, we draw attention to Note 2 of the financial statements, which describes the basis of accounting. These financial statements have been prepared to assist the Partnership in meeting its reporting requirements to its financial institution. As a result, the financial statements may not be suitable for another purpose. Our report is intended solely for the Partnership and its financial institution and should not be distributed to or used by parties other than the Partnership or its financial institution.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian accounting standards for private enterprises, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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In preparing the financial statements, management is responsible for assessing the Partnership's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Partnership or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Partnership's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Partnership's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Partnership's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Partnership to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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Chartered Professional Accountants

MNPLLP

Licensed Public Accountants

February 19, 2025

Thunder Bay, Ontario



Lake Helen Gas & Variety, LP Balance Sheet

As at March 31, 2024

	2024	2023
Assets		
Current		
Cash	877,627	15,359
Accounts receivable (Note 3), (Note 11)	228,348	216,070
Inventory (Note 4)	316,132	397,365
Prepaid expenses and deposits	14,909	1,751
	1,437,016	630,545
Property and equipment (Note 5)	2,817,417	2,943,292
Advances to related parties (Note 6)	14,637	12,027
	4,269,070	3,585,864
Liabilities		
Current		
Accounts payable and accrued liabilities (Note 7)	283,979	254,957
Advances from related parties (Note 8)	1,800,000	700,000
Current portion of long-term debt (Note 9)	122,014	117,949
	2,205,993	1,072,906
Long-term debt (Note 9)	769,557	1,404,488
	2,975,550	2,477,394
Partners' Capital	1,293,520	1,108,470
	4,269,070	3,585,864

Approved on behalf of the Partners

Partner

Lake Helen Gas & Variety, LP Statement of Earnings (Loss) For the year ended March 31, 2024

	2024	2023
Sales (Note 11)	12,013,607	9,770,521
Cost of sales (Note 4)	10,635,820	8,957,204
Gross margin	1,377,787	813,317
Expenses (Note 11)		
Advertising and promotion	6,607	10,007
Amortization	161,040	140,323
Bad debts	2,840	12,307
Business taxes and licences	692	75
Donations	1,540	-
Dues and memberships	2,388	-
Insurance	22,193	4,115
Interest and bank charges	91,933	73,876
Interest on long-term debt	123,124	98,416
Office and general	32,874	35,357
Professional fees	30,725	21,683
Repairs and maintenance	23,252	16,642
Salaries, wages and benefits	640,131	625,407
Supplies	14,332	12,545
Telephone	5,921	11,946
Training	· -	2,869
Travel	112	· -
Utilities	33,033	26,418
	1,192,737	1,091,986
Net earnings (loss)	185,050	(278,669)
Allocation of net earnings (loss)		
Lake Helen Gas & Variety GP Inc.	185	(279)
Red Rock IB Holdings, LP	184,865	(278,390)
. Tod . Todaligo, El	·	
	185,050	(278,669)

Lake Helen Gas & Variety, LP Statement of Partners' Capital For the year ended March 31, 2024

	2024	2023
Lake Helen Gas & Variety GP Inc.		
Balance, beginning of year	1,109	1,388
Share of earnings (loss)	185	(279)
Balance, end of year	1,294	1,109
Red Rock IB Holdings, LP		
Balance, beginning of year	1,107,361	1,385,751
Share of earnings (loss)	184,865	(278,390)
Balance, end of year	1,292,226	1,107,361
	1,293,520	1,108,470

Lake Helen Gas & Variety, LP Statement of Cash Flows

For the year ended March 31, 2024

	2024	2023
Cash provided by (used for) the following activities		
Operating activities		
Net earnings (loss)	185,050	(278,669)
Amortization	161,040	140,323
	346,090	(138,346)
Change in working capital accounts		
Accounts receivable	(12,278)	(136,532)
Inventory	81,233	(106,932)
Prepaid expenses and deposits	(13,158)	(1,751)
Accounts payable and accrued liabilities	29,022	131,295
	430,909	(252,266)
Financing activities		
Advances of long-term debt	_	1,400,000
Repayments of long-term debt	(630,866)	(1,512,175)
Advances from related party	1,100,000	700,000
	469,134	587,825
nvesting activities		
Purchases of property and equipment	(35,165)	(942,787)
Advances to related parties	(2,610)	(2,335)
That all the terminal parties	(=,0:0)	(=,555)
	(37,775)	(945,122)
ncrease (decrease) in cash resources	862,268	(609,563)
Cash resources, beginning of year	15,359	624,922
Cash resources, end of year	877,627	15,359

For the year ended March 31, 2024

1. Operations

Lake Helen Gas & Variety, LP (the "Partnership") was incorporated under the laws of the Limited Partnership Act in Ontario on February 3, 2017. The Partnership owns and operates a gas station with convenience store in the region of Lake Helen, Ontario.

2. Significant accounting policies

The financial statements have been prepared in accordance with Canadian accounting standards for private enterprises (ASPE) using the following significant accounting policies:

Basis of accounting

These financial statements have been prepared in accordance with Canadian accounting standards for private enterprise as special purpose financial statements that would suit the reporting requirements of its financial institution.

Cash and cash equivalents

Cash and cash equivalents include balances with banks and short-term investments with maturities of three months or less. Cash subject to restrictions that prevent its use for current purposes is included in restricted cash.

Inventory

Inventory is valued at the lower of cost and net realizable value. Cost is determined by the first-in, first-out method. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling costs.

Property and equipment

Property and equipment are initially recorded at cost. Amortization is provided using the declining balance method at rates intended to amortize the cost of assets over their estimated useful lives.

	Method	Rate
Buildings	declining balance	4 %
Computer software	declining balance	100 %
Furniture and fixtures	declining balance	20 %
Paving and landscaping	declining balance	8 %
Signs	declining balance	20 %

In the year of acquisition, amortization is taken at one-half of the above rates.

Long-lived assets

Long-lived assets consist of property and equipment. Long-lived assets held for use are measured and amortized as described in the applicable accounting policies.

The Partnership performs impairment testing on long-lived assets held for use whenever events or changes in circumstances indicate that the carrying amount of an asset, or group of assets, may not be recoverable. The carrying amount of a long-lived asset is not recoverable if the carrying amount exceeds the sum of the undiscounted future cash flows from its use and disposal. If the carrying amount is not recoverable, impairment is then measured as the amount by which the asset's carrying amount exceeds its fair value. Fair value is measured using quoted market prices. Any impairment is included in net earnings (loss) for the year.

Revenue recognition

Revenue is recognized when goods have been delivered or services performed, the amount to be received is measurable and collectability is reasonably assured.

For the year ended March 31, 2024

2. Significant accounting policies (Continued from previous page)

Measurement uncertainty (use of estimates)

The preparation of financial statements in conformity with Canadian accounting standards for private enterprises requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year.

Accounts receivable are stated after evaluation as to their collectability and an appropriate allowance for doubtful accounts is provided where considered necessary.

Amortization is based on the estimated useful lives of the property and equipment.

Accounts payable and accrued liabilities are estimated based on historical charges for unbilled goods and services at year-end.

Management has estimated the value of the inventory based upon their assessment of the realizable amount less selling costs. It is reasonably possible that changes in future conditions within the next fiscal year could cause a material adjustment to the carrying amounts of inventory.

By their nature, these estimates are subject to measurement uncertainty, and the effect on the financial statements from changes in such estimates in future years could be material. These estimates and assumptions are reviewed periodically and, as adjustments become necessary they are reported in earnings in the reporting periods in which they become known.

Financial instruments

The Partnership recognizes its financial instruments when the Partnership becomes party to the contractual provisions of the financial instrument.

Arm's length financial instruments

Financial instruments originated/acquired or issued/assumed in an arm's length transaction ("arm's length financial instruments") are initially recorded at their fair value.

At initial recognition, the Partnership may irrevocably elect to subsequently measure any arm's length financial instrument at fair value. The Partnership has not made such an election during the year. Fair value is determined by reference to recent arm's length transactions.

The Partnership subsequently measures investments in equity instruments quoted in an active market and all derivative instruments, except those designated in a qualifying hedging relationship or that are linked to, and must be settled by delivery of, unquoted equity instruments of another entity, at fair value. Fair value is determined by published price quotations. Investments in equity instruments not quoted in an active market and derivatives that are linked to, and must be settled by delivery of, unquoted equity instruments of another entity, are subsequently measured at cost less impairment. With the exception of financial liabilities indexed to a measure of the Partnership's performance or value of its equity and those instruments designated at fair value, all other financial assets and liabilities are subsequently measured at amortized cost.

Transaction costs and financing fees directly attributable to the origination, acquisition, issuance or assumption of financial instruments subsequently measured at fair value are immediately recognized in net earnings (loss). Conversely, transaction costs and financing fees are added to the carrying amount for those financial instruments subsequently measured at cost or amortized cost.

Related party financial instruments

The Partnership initially measures the following financial instruments originated/acquired or issued/assumed in a related party transaction ("related party financial instruments") at fair value:

- Investments in equity instruments quoted in an active market.
- Debt instruments quoted in an active market.
- Debt instruments when the inputs significant to the determination of its fair value are observable (directly or indirectly).
- Derivative contracts.

For the year ended March 31, 2024

2. Significant accounting policies (Continued from previous page)

Financial instruments (Continued from previous page)

All other related party financial instruments are measured at cost on initial recognition. When the financial instrument has repayment terms, cost is determined using the undiscounted cash flows, excluding interest, dividend, variable and contingent payments, less any impairment losses previously recognized by the transferor. When the financial instrument does not have repayment terms, but the consideration transferred has repayment terms, cost is determined based on the repayment terms of the consideration transferred. When the financial instrument and the consideration transferred both do not have repayment terms, the cost is equal to the carrying or exchange amount of the consideration transferred or received (refer to Notes 6, 8 and 11).

At initial recognition, the Partnership may elect to subsequently measure related party debt instruments that are quoted in active market, or that have observable inputs significant to the determination of fair value, at fair value.

The Partnership subsequently measures investments in equity instruments quoted in an active market and all derivative instruments, except those designated in a qualifying hedging relationship or that are linked to, and must be settled by delivery of, unquoted equity instruments of another entity, at fair value. Fair value is determined by published price quotations. Financial instruments that were initially measured at cost and derivatives that are linked to, and must be settled by, delivery of unquoted equity instruments of another entity, are subsequently measured using the cost method less any reduction for impairment.

Transaction costs and financing fees directly attributable to the origination, acquisition, issuance or assumption of related party financial instruments are immediately recognized in net earnings (loss).

Financial asset impairment

The Partnership assesses impairment of all its financial assets measured at cost or amortized cost. The Partnership groups assets for impairment testing when there are numerous assets affected by the same factors. Management considers whether the issuer is having significant financial difficulty in determining whether objective evidence of impairment exists. When there is an indication of impairment, the Partnership determines whether it has resulted in a significant adverse change in the expected timing or amount of future cash flows during the year.

With the exception of related party debt instruments and related party equity instruments initially measured at cost, the Partnership reduces the carrying amount of any impaired financial assets to the highest of: the present value of cash flows expected to be generated by holding the assets; the amount that could be realized by selling the assets at the balance sheet date; and the amount expected to be realized by exercising any rights to collateral held against those assets.

For related party debt instruments initially measured at cost, the Partnership reduces the carrying amount of the asset (or group of assets), to the highest of: the undiscounted cash flows expected to be generated by holding the asset, or group of similar assets, excluding the interest and dividend payments of the instrument; the present value of cash flows expected to be generated by holding the assets; the amount that could be realized by selling the assets at the balance sheet date; and the amount expected to be realized by exercising any rights to collateral held against those assets.

For related party equity instruments initially measured at cost, the Partnership reduces the carrying amount of the asset (or group of assets), to the amount that could be realized by selling the asset(s) at the balance sheet date.

Any impairment, which is not considered temporary, is included in current year net earnings (loss).

The Partnership reverses impairment losses on financial assets when there is a decrease in impairment and the decrease can be objectively related to an event occurring after the impairment loss was recognized. The amount of the reversal is recognized in net earnings (loss) in the year the reversal occurs.

Government assistance

Claims for assistance under various government grant programs are recorded as other income in the year in which eligible expenditures are incurred.

For the year ended March 31, 2024

Accounts receivable		
	2024	2023
Accounts receivables	153,726	71,476
HST recoverable	70,810	144,594
Accounts receivable from employees	3,812	
	228,348	216,070
Inventory	2024	2023
	2024	2023
	67,297	95,691
Fuel - regular and premium	01,231	30,031
	43,185	50,190
Diesel fuel - clear and dyed		,
	43,185	50,190

During the year, the Partnership recognized inventory of \$10,559,961 (2023 - \$8,894,738) as an expense within cost of sales.

5. Property and equipment

roporty and oquipmont	Cost	Accumulated amortization	2024 Net book value	2023 Net book value
Buildings	2,692,748	241,862	2,450,886	2,553,006
Computer software	9,388	6,536	2,852	1,842
Furniture and fixtures	215,623	104,951	110,672	129,766
Paving and landscaping	229,936	26,746	203,190	219,356
Signs	81,504	31,687	49,817	39,322
	3,229,199	411,782	2,817,417	2,943,292

6. Advances to related parties

Advances to related parties are unsecured, non-interest bearing with no fixed terms of repayment. The parties are related through common control.

	2024	2023
Lake Helen Gas & Variety GP Inc. Red Rock IB Holdings, LP	13,638 999	11,028 999
	14,637	12,027

For the year ended March 31, 2024

Accounts payable and accrued liabilities		
	2024	20.
Trade accounts payable	278,625	249,95
Accrued wages payable	5,354	5,00
	283,979	254,95
Advances from related party		
Advances from related party are unsecured, non-interest bearing with no fixed te through common control.	rms of repayment. The parties	s are relate
	2024	20
Red Rock Indian Band	1,800,000	700,00
Long-term debt		
Long-term debt NADE term loop bearing interest at 9.5% payable in monthly instalments of \$5.00	2024	20
NADF term loan bearing interest at 8.5% payable in monthly instalments of \$5,08 July 2026. Secured by an unlimited guarantee from Red Rock Indian Band.		20 180,77
NADF term loan bearing interest at 8.5% payable in monthly instalments of \$5,08 July 2026. Secured by an unlimited guarantee from Red Rock Indian Band. BMO term loan bearing interest at bank prime rate plus 0.75% (7.95% at year-en	33, due 132,821	-
NADF term loan bearing interest at 8.5% payable in monthly instalments of \$5,08 July 2026. Secured by an unlimited guarantee from Red Rock Indian Band.	33, due 132,821	180,77
NADF term loan bearing interest at 8.5% payable in monthly instalments of \$5,08 July 2026. Secured by an unlimited guarantee from Red Rock Indian Band. BMO term loan bearing interest at bank prime rate plus 0.75% (7.95% at year-en payable in monthly installments of \$5,833 plus interest, due May 2042. Secured loans are secured by the secured by t	33, due 132,821 ad) by a	-
NADF term loan bearing interest at 8.5% payable in monthly instalments of \$5,08 July 2026. Secured by an unlimited guarantee from Red Rock Indian Band. BMO term loan bearing interest at bank prime rate plus 0.75% (7.95% at year-en payable in monthly installments of \$5,833 plus interest, due May 2042. Secured loans are secured by the secured by t	33, due 132,821 ad) by a 758,750	180,77 1,341,66

Principal repayments on long-term debt in each of the next five years, assuming long-term debt subject to refinancing is renewed, are estimated as follows:

2025	122,014
2026	126,443
2027	94,916
2028	70,000
2029	70,000
	483,373

10. Bank indebtedness

At March 31, 2024, the Partnership had available a revolving operating demand loan to a maximum of \$100,000, (2023 - \$100,000), \$Nil of which was drawn upon (2023 - \$96,869). The demand loan bears interest at the bank prime rate plus 0.75% (7.95% at year-end). The following has been collateralized in connection with this demand loan:
-- A \$1,510,000 corporate guarantee from Red Rock Indian Band.

For the year ended March 31, 2024

2024

2022

11. Related party transactions

Red Rock Indian Band controls the operations of the Lake Helen Gas & Variety, LP, Lake Helen Gas & Variety, GP, Nipigon & Red Rock Plumbing & Heating, LP, and RRIB General Construction Logistics, LP, therefore, Lake Helen Gas & Variety, GP, Red Rock Indian Band and Nipigon, Red Rock Plumbing & Heating, LP, and RRIB General Construction Logistics, LP are related to the Partnership.

The following constitutes the major transactions between the Partnership and related parties as defined by Canadian accounting standards for private enterprises.

	2024	2023
Sales - received from Red Rock Indian Band	92,614	109,680
Sales - received from Nipigon & Red Rock Plumbing & Heating, LP	15,348	21,150
Sales - received from Lake Helen Gas & Variety, GP	488	2,385
Sales - received from RRIB General Construction Logistics, LP	208,162	209,117
Expenses - paid to Red Rock Indian Band	57,519	35,999
Expenses - paid to Nipigon & Red Rock Plumbing & Heating, LP	-	1,118
Expenses - paid to RRIB General Construction Logistics, LP	7,976	26,876

Included in accounts payable and accrued liabilities are amounts owing to a related party under common control in the amount of \$44,837 (2023 - \$8,933) and included in accounts receivable are amounts receivable from related parties under common control in the amount of \$7,695 (2023 - \$42,098).

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.

12. Financial instruments

The Partnership, as part of its operations, carries a number of financial instruments. It is management's opinion that the Partnership is not exposed to significant interest, currency, credit, liquidity or other price risks arising from these financial instruments except as otherwise disclosed.

Liquidity risk

Liquidity risk is the risk that the Partnership will encounter difficulty in meeting obligations associated with financial liabilities. The Partnership enters into transactions to purchase goods and services on credit for which repayment is required at various maturity dates.

Interest rate risk

Interest rate risk is the risk that the value of a financial instrument might be adversely affected by a change in the interest rates. Changes in market interest rates may have an effect on the cash flows associated with some financial assets and liabilities, known as cash flow risk, and on the fair value of other financial assets or liabilities, known as price risk.

The Partnership is exposed to interest rate price risk on its long-term debt as they are at both fixed and variable rates. The Partnership's NADF term loan with a fixed rate of 8.5% (2023 - 8.5%), matures in 2026. The Partnership's BMO term loan with a variable rate of prime plus 0.75% (7.95% at year-end, 2023 - 7.45%), matures in 2042.

During the year, the Partnership's exposure to interest rate risk decreased because the prime rate was decreased by 0.50% in response to inflationary pressures.

Credit concentration

As at March 31, 2024, one customer (2023 - one) accounted for 48% (2023 - 35%) of the trade accounts receivable. The Partnership believes that there is no unusual exposure associated with the collection of these receivables. The Partnership performs regular credit assessments of its customers and provides allowances for potentially uncollectible accounts receivable.