

**Mongolia Growth Group  
Ltd.**

Consolidated Financial Statements

**December 31, 2023**

(Expressed in Canadian dollars)

---

## INDEPENDENT AUDITOR'S REPORT

To the Shareholders of  
Mongolia Growth Group Ltd.

### *Opinion*

We have audited the accompanying consolidated financial statements of Mongolia Growth Group Ltd. (the "Company"), which comprise the consolidated statements of financial position as at December 31, 2023 and 2022, and the consolidated statements of operations and comprehensive income, changes in equity, and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board.

### *Basis for Opinion*

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 Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated 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 in our audit is sufficient and appropriate to provide a basis for our opinion.

### *Key Audit Matters*

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### *Disposal of Mongolian Subsidiaries*

As described in Note 5 to the consolidated financial statements, the Company disposed of its Mongolian wholly-owned subsidiaries; MGG Properties LLC, Big Sky Capital LLC, Carrollton LLC, Biggie Industries LLC, Zulu LLC, Crescent City LLC and Oceanus LLC for cash consideration of \$10,320,149 and the assumption of the subsidiaries' liabilities. As a result of these sales, there are requirements concerning the allocation of income and expenses to discontinued operations, and the presentation within the consolidated financial statements.

The principal considerations for our determination that the disposal of the Mongolian Subsidiaries is a key audit matter are that there was judgment made by management when assessing whether these operations comprise a discontinued operation as defined by IFRS 5, and that the accounting requirements for loss of control of subsidiaries are non-routine and require significant management judgement. This in turn led to a high degree of auditor judgment, subjectivity, and effort in performing procedures to evaluate the presentation and accuracy of the results of the discontinued operation.



To address this key audit matter, we performed the following procedures:

- Reviewed accounting policies for discontinued operations to ensure compliance with IFRS.
- Obtained a detailed understanding of the processes to allocate income and expenses to be presented as discontinued operations.
- Evaluated the carrying value of the disposal group at the transaction date and agreed to supporting records.
- Reviewed share purchase agreements to gain an understanding of the key terms and conditions of the sale.
- Verified that the consideration received was consistent with supporting documentation.
- Recalculated loss on disposal and loss from discontinued operations.
- Assessed the presentation of the results as discontinued operations and disclosure in accordance with IFRS 5.

### ***Other Information***

Management is responsible for the other information. The other information obtained at the date of this auditor's report includes Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

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

In preparing the consolidated financial statements, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

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

### ***Auditor's Responsibilities for the Audit of the Consolidated Financial Statements***

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 consolidated 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.

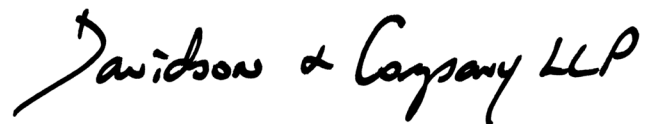
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies 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 Company'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 consolidated 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year ended and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Daniel Nathan.

A handwritten signature in black ink that reads "Davidson & Company LLP". The signature is written in a cursive, flowing style.

Vancouver, Canada

Chartered Professional Accountants

April 25, 2024

**Mongolia Growth Group Ltd.**  
Consolidated Statements of Financial Position  
As at December 31

(Expressed in Canadian dollars)

	<b>2023</b>	<b>2022</b>
	\$	\$
<b>Assets</b>		
<b>Current assets</b>		
Cash and cash equivalents (note 6)	9,735,224	2,051,245
Marketable securities owned (note 8)	46,439,938	49,237,506
Due from broker (note 7)	151	-
Digital assets (note 10)	438,872	284,253
Other assets (note 11)	67,896	44,250
	<u>56,682,081</u>	<u>51,617,254</u>
<b>Non-current assets</b>		
Investment properties (note 12)	-	10,086,956
Other assets-long term receivable (note 11)	-	49,182
Property and equipment (note 13)	1,512,980	2,804,232
	<u>1,512,980</u>	<u>12,940,370</u>
<b>Total assets</b>	<b><u>58,195,061</u></b>	<b><u>64,557,624</u></b>
<b>Liabilities</b>		
<b>Current liabilities</b>		
Trade payables and accrued liabilities (note 14)	415,386	659,402
Unearned revenue (note 9)	1,126,439	1,547,154
Due to broker (note 7)	5,536,537	7,393,046
Marketable securities sold short (note 8)	5,724	5,159,131
CEBA Loan (note 7)	20,000	60,000
Income taxes payable	1,430,333	642,837
	<u>8,534,419</u>	<u>15,461,570</u>
<b>Non-current liabilities</b>		
Deferred income tax liability (note 15)	500,522	2,972,522
<b>Total liabilities</b>	<b><u>9,034,941</u></b>	<b><u>18,434,092</u></b>
<b>Equity</b>		
Share capital (note 16)	49,773,082	50,547,130
Contributed surplus	6,849,976	6,849,976
Accumulated other comprehensive loss	(46,663)	(17,037,148)
Retained earnings (deficit)	(7,416,275)	5,763,574
<b>Total equity</b>	<b><u>49,160,120</u></b>	<b><u>46,123,532</u></b>
<b>Total equity and liabilities</b>	<b><u>58,195,061</u></b>	<b><u>64,557,624</u></b>
<b>Commitment and contingencies (note 20)</b>		
<b>Subsequent events (note 24)</b>		

Approved by the Board of Directors

\_\_\_\_\_  
*"Harris Kupperman"* Director \_\_\_\_\_ *"Nick Cousyn"* Director

# Mongolia Growth Group Ltd.

## Consolidated Statements of Operations

For the years ended December 31

(Expressed in Canadian dollars)

	<b>2023</b>	<b>2022</b>
	\$	\$
<b>Revenue</b>		
Rental income	103,899	-
Subscription revenue (note 9)	3,213,395	3,174,031
<b>Total revenue</b>	<b>3,317,294</b>	<b>3,174,031</b>
<b>Expenses</b>		
Salaries and wages	697,635	896,662
Other expenses (note 23)	3,028,629	2,022,365
Depreciation (note 13 and note 5)	79,024	30,039
<b>Total operating expenses</b>	<b>(3,805,288)</b>	<b>(2,949,066)</b>
Interest income	30,948	6,813
Unrealized gain on short term investments	4,050,104	1,031,997
Realized gain on short term investments	518,828	8,792,881
Unrealized gain (loss) on digital assets (note 10)	29,313	(98,700)
Foreign currency gain (loss)	(17,683)	203,495
<b>Total other income</b>	<b>4,611,510</b>	<b>9,936,486</b>
<b>Net income before income taxes</b>	<b>4,123,516</b>	<b>10,161,451</b>
Income tax recovery (expense) (note 15)	687,667	(2,721,080)
Income from continuing operations	4,811,183	7,440,371
Income (loss) from discontinued operations (note 5)	(17,991,032)	498,051
<b>Net income (loss) for the year</b>	<b>(13,179,849)</b>	<b>7,938,422</b>
<b>Net income (loss) per share</b> (note 16)		
Basic		
From continuing operations	0.18	0.27
From discontinued operations	(0.66)	0.02
From net income (loss) for the year	(0.48)	0.29
Diluted		
From continuing operations	0.18	0.27
From discontinued operations	(0.66)	0.02
From net income (loss) for the year	(0.48)	0.29

The accompanying notes are an integral part of these consolidated financial statement

**Mongolia Growth Group Ltd.**  
 Consolidated Statements of Comprehensive Income  
 For the years ended December 31

---

(Expressed in Canadian dollars)

	<b>2023</b>	<b>2022</b>
	\$	\$
<b>Net income (loss) for the year</b>	<b>(13,179,849)</b>	<b>7,938,422</b>
<b>Other comprehensive gain (loss)</b>		
Items that may be subsequently reclassified to income or loss		
Unrealized gain (loss) on translation from functional currency to Canadian dollar reporting currency	25,736	(1,535,185)
Recycle of translation difference on disposal of subsidiaries	16,964,749	-
<b>Total comprehensive income</b>	<b><u>3,810,636</u></b>	<b><u>6,403,237</u></b>

The accompanying notes are an integral part of these consolidated financial statements.

**Mongolia Growth Group Ltd.**  
Consolidated Statements of Changes in Equity  
For the years ended December 31

(Expressed in Canadian dollars)

	Share capital \$	Contributed surplus \$	Accumulated other comprehensive loss \$	Retained earnings (deficit) \$	Total \$
<b>Balance at January 1, 2022</b>	51,004,122	6,849,976	(15,501,963)	(2,174,848)	40,177,287
Net income for the year	-	-	-	7,938,422	7,938,422
Other comprehensive loss	-	-	(1,535,185)	-	(1,535,185)
	51,004,122	6,849,976	(17,037,148)	5,763,574	46,580,524
Share repurchase	(456,992)	-	-	-	(456,992)
<b>Balance at December 31, 2022</b>	<b>50,547,130</b>	<b>6,849,976</b>	<b>(17,037,148)</b>	<b>5,763,574</b>	<b>46,123,532</b>

	Share capital \$	Contributed surplus \$	Accumulated other comprehensive loss \$	Retained earnings (deficit) \$	Total \$
<b>Balance at January 1, 2023</b>	50,547,130	6,849,976	(17,037,148)	5,763,574	46,123,532
Net income for the year	-	-	-	(13,179,849)	(13,179,849)
Reclassification (note 5)	-	-	16,964,749	-	16,964,749
Other comprehensive gain	-	-	25,736	-	25,736
	50,547,130	6,849,976	(46,663)	(7,416,275)	49,934,168
Share repurchase	(774,048)	-	-	-	(774,048)
<b>Balance at December 31, 2023</b>	<b>49,773,082</b>	<b>6,849,976</b>	<b>(46,663)</b>	<b>(7,416,275)</b>	<b>49,160,120</b>



# Mongolia Growth Group Ltd.

## Consolidated Statements of Cash Flow

As at December 31, 2023

(Expressed in Canadian dollars)

	2023 \$	2022 \$
<b>Cash and cash equivalents provided by (used in)</b>		
<b>Operating activities</b>		
Net income (loss) for the year for continued operations	4,811,183	7,440,371
Items not affecting cash		
Depreciation (note 13)	79,024	30,039
Deferred taxes	(2,118,000)	2,024,278
Unrealized gain on marketable securities	(4,050,104)	(1,031,997)
Realized gain on marketable securities	(518,828)	(8,792,881)
Unrealized (gain) loss on digital assets (note 10)	(29,313)	98,700
	<b>(1,826,038)</b>	<b>(231,490)</b>
Net change in non-cash working capital balances (note 21)*	(1,067,928)	(1,204,809)
	<b>(2,893,966)</b>	<b>(1,436,299)</b>
Cash provided by (used in) discontinued operating activities (note 5)	<b>(1,388,755)</b>	<b>309,467</b>
<b>Financing activities</b>		
Share repurchase (note 16)	(774,048)	(456,992)
CEBA loan (note 7)	(40,000)	-
	<b>(814,048)</b>	<b>(456,992)</b>
<b>Investing activities</b>		
Net sale of marketable securities	2,213,093	1,208,463
Acquisition of property and equipment (note 13)	-	(711,813)
Acquisition of digital assets (note 10)	(134,332)	(94,910)
	<b>2,078,761</b>	<b>401,740</b>
Cash provided by discontinued investing activities (note 5)	10,599,135	919,621
<b>Decrease in cash from continued operations</b>	(1,629,253)	(1,491,551)
<b>Increase in cash from discontinued operations</b>	9,210,380	1,229,088
<b>Effect of exchange rates on cash and cash equivalents</b>	102,852	(82,603)
<b>Increase (decrease) in cash and cash equivalents</b>	7,683,979	(345,066)
<b>Cash and cash equivalents– Beginning of year</b>	2,051,245	2,396,311
<b>Cash and cash equivalents – End of year</b>	<b>9,735,224</b>	<b>2,051,245</b>

\*Supplementary cash flow information (note 21)

# Mongolia Growth Group Ltd.

## Notes to the Consolidated Financial Statements

For the years ended December 31, 2023 and 2022

(Expressed in Canadian dollars)

### 4 Corporate information

Mongolia Growth Group Ltd. (“MGG” or the “Company”) was incorporated in Alberta on December 17, 2007, and is a Merchant bank with real estate investments in Ulaanbaatar, Mongolia, a subscription product business and a public securities portfolio.

The Company trades on the TSX Venture Exchange, having the symbol YAK.

MGG has three wholly-owned subsidiaries at December 31, 2023; Mongolia (Barbados) Corp., MGG US Inc., and Lemontree PR LLC. During the year, Mongolia (Barbados) Corp. disposed of its Mongolian wholly-owned subsidiaries; MGG Properties LLC and Big Sky Capital LLC. Big Sky Capital LLC owned the wholly-owned subsidiaries, Carrollton LLC, Biggie Industries LLC, Zulu LLC, Crescent City LLC and Oceanus LLC (together “the investment property operations”). The Mongolian investment property operations were conducted in Big Sky Capital LLC and its subsidiaries. MGG’s marketable securities are currently held in brokerage accounts owned by Mongolia (Barbados) Corp and MGG US Inc.

At December 31, 2023 and 2022, the principal subsidiaries of the Company, their geographic locations, and the ownership interest held by the Company, were as follows:

Name	Principal Activity	Ownership		Location
		December 31, 2023	December 31, 2022	
Mongolia (Barbados) Corp.	Holding Company and Brokerage Account	100%	100%	Barbados
Lemontree PR LLC	Real estate operations	100%	100%	Puerto Rico
MGG US Inc.	Investments	100%	100%	United States
MGG Properties LLC	Holding Company and Real estate operations	-	100%	Mongolia
Big Sky Capital LLC	Holding Company and Real estate operations	-	100%	Mongolia
Carrollton LLC	Real estate operations	-	100%	Mongolia
Biggie Industries LLC	Real estate operations	-	100%	Mongolia
Zulu LLC	Real estate operations	-	100%	Mongolia
Crescent City LLC	Real estate operations	-	100%	Mongolia
Oceanus LLC	Real estate operations	-	100%	Mongolia

The Company is registered in Alberta, Canada, at its registered and records address at Centennial Place, East Tower, 1900, 520 – 3<sup>rd</sup> Avenue S.W. Calgary, Alberta, Canada T2P 0R3. The Company’s Canadian headquarters are located at 100 King Street West, Suite 5600, Toronto, Ontario, M5X 1C9, Canada.

At December 31, 2023, the Company is organized into three segments based on the business operations:

- The MGG Corporate segment manages the Company’s corporate affairs, capital management and public securities portfolio.
- The Subscription Products segment manages the Company’s subscription product business.
- The Investment Property Operations segment manages the commercial and residential property in Mongolia (discontinued).

# **Mongolia Growth Group Ltd.**

## Notes to the Consolidated Financial Statements

### **For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

#### **5 Basis of presentation**

The consolidated financial statements of the Company have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board. The material accounting policies used in the preparation of these consolidated financial statements are summarized in note 3.

These consolidated financial statements have been prepared on a going concern basis, meaning that the Company will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. The Company estimates it has sufficient working capital to continue operations for the upcoming 12 months.

The consolidated financial statements, including the notes to the consolidated financial statements, are presented in Canadian dollars (\$) which is the presentation currency and the functional currency of the parent Company. The functional currency of the Mongolian subsidiaries (discontinued) is the Mongolian National Tögrög (MNT). The functional currency of the Company's operating subsidiary in Barbados is the Canadian Dollar. The functional currency of the Company's operating subsidiaries in the United States and Puerto Rico is the US Dollar.

These consolidated financial statements were approved by the Board of Directors of the Company for issue on April 25, 2024.

#### **6 Material accounting policies**

##### **a. Basis of measurement**

The consolidated financial statements have been prepared on a historical cost basis except for certain financial instruments, and digital assets, which are measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

##### **b. Basis of consolidation**

These consolidated financial statements include the accounts of MGG and its wholly-owned subsidiaries. Subsidiaries are entities controlled by MGG. Control exists when MGG is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of the subsidiaries are prepared for the same reporting year as MGG, using consistent accounting policies. Intercompany balances and transactions, and any unrealized income and expenses arising from intercompany transactions, are eliminated in preparing the consolidated financial statements. Upon the disposal of a subsidiary, amounts previously recognized in other comprehensive income in respect of that entity, are reclassified to profit or loss.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

**c. Discontinued Operations**

A discontinued operation is a component of the Company's business that represents a separate major line of business or geographical area of operations that has been disposed of or is held for sale or distribution, or is a subsidiary acquired exclusively with a view to resale. Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if earlier. When an operation is classified as a discontinued operation, the comparative statement of profit or loss is re-presented as if the operation had been discontinued from the start of the comparative period. The results of operations associated with disposal groups sold, or classified as held for sale, are reported separately as income or loss from discontinued operations.

**d. Financial instruments**

*Classification and measurement*

The classification of financial assets is based on the Company's business models and the financial asset's contractual cash flow characteristics. Business models are reassessed periodically, and contractual cash flow characteristics are assessed to determine whether they are "Solely payments of principal and interest" (SPPI).

Financial assets, including hybrid contracts, are classified as either amortized cost, fair value through other comprehensive income (FVOCI), or the residual classification of fair value through profit and loss (FVTPL).

Financial assets with cash flows that are SPPI and are held within a business model where the objective is to hold the financial assets in order to collect contractual cash flows ("Hold to collect" business model) are measured at amortized cost.

Financial assets with cash flows that are SPPI and are held within a business model where the dual objective is to hold the financial assets in order to collect contractual cash flows and selling financial assets ("Hold to collect and sell" business model) are measured at FVOCI.

Financial assets with cash flows that are SPPI but are not held within the "Hold to collect" or "Hold to collect and sell" business models are measured at FVTPL.

Financial assets with cash flows that do not meet the SPPI conditions are measured at FVTPL.

Marketable securities held for trading are classified as FVTPL. For all other marketable securities that are not held for trading, the Company, on initial recognition, may irrevocably elect to present subsequent changes in the investment's fair value in other comprehensive income. This election is made on an investment-by-investment basis.

Financial liabilities are measured at amortized cost unless they must be measured at fair value through profit or loss (such as instruments held for trading or derivatives) or if the Company elects to measure them at fair value through profit or loss.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership. Financial assets and financial liabilities are recognized on the trade date, the date on which the Company commits to purchase or sell the investment.

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position when there is a legally enforceable and unconditional right to offset the recognized amounts and when there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

i) Financial assets and financial liabilities held for trading

A financial asset or financial liability is classified as held for trading if it is acquired or incurred principally for the purpose of selling or repurchasing in the near term or if on initial recognition it is part of a portfolio of identifiable financial investments that are managed together and for which there is evidence of a recent actual pattern of short-term profit taking. Derivatives are also categorized as held for trading. The Company does not classify any derivatives as hedges in a hedging relationship.

The Company makes short sales in which a borrowed security is sold in anticipation of a decline in the market value of that security, or it may use short sales for various arbitrage transactions.

From time to time, the Company enters into derivative financial instruments for speculative purposes. These instruments are marked to market, and the corresponding gains and losses for the year are recognized in the consolidated statement of operations. The carrying value of these instruments is fair value, which approximates the amount that would be received or paid if the derivative were to be transferred to a market participant at the consolidated statement of financial position date. The fair value is included in marketable securities if in an asset position or marketable securities sold short if in a liability position.

As at December 31, 2023, the Company had a net fair market value of approximately \$5,724 (2022 - \$5,159,131) of derivative financial liabilities that will expire with no value if out of the money at expiration (Note 8).

ii) Financial assets managed as fair value through profit or loss

Financial assets managed as fair value through profit or loss are financial instruments that are not classified as held for trading but form part of a portfolio that is managed and whose performance is evaluated on a fair value basis in accordance with the Company's documented investment strategy.

The Company's marketable securities owned, and marketable securities sold short are all classified as held for trading and carried at FVTPL.

*Recognition, derecognition and measurement*

Financial assets and financial liabilities at fair value through profit or loss are initially recognized at fair value. Transaction costs are expensed as incurred in the consolidated statement of operations. Subsequent to initial recognition, all financial assets and financial liabilities at fair value through profit or loss are measured at fair value. Gains and losses arising from changes in the fair value of financial assets or financial liabilities at fair value through profit or loss are presented in the consolidated statement of operations in realized and unrealized gain on short-term investments.

# **Mongolia Growth Group Ltd.**

## Notes to the Consolidated Financial Statements

### **For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

#### Financial assets at amortized cost

##### *Classification*

Financial assets at amortized cost are non-derivative financial assets with cash flows that are “solely from the payment of principal and interest” (SPPI) and that are managed under a “held to collect” business model.

The Company’s financial assets at amortized cost consist of cash, due from brokers, as well as accounts receivable and long term receivable, which are included in other assets.

##### *Recognition and measurement*

At initial recognition, the Company measures its financial assets at its fair value plus transactions costs incurred. The amortized cost is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount and adjusted for any loss allowance.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of financial assets.

#### Financial liabilities at amortized cost

##### *Classification*

The Company’s financial liabilities at amortized cost are non-derivative liabilities that comprise trade payables and accrued liabilities, due to broker, and CEBA loan.

##### *Recognition and measurement*

Trade payables and accrued liabilities are initially recognized at fair value. Subsequently, they are measured at amortized cost using the effective interest method. Due to brokers and CEBA loans are recognized initially at fair value, net of any transaction costs incurred, and subsequently at amortized cost using the effective interest method.

##### *Impairment*

Substantially all of the Company’s financial assets at amortized cost are short-term assets and from sources with low credit risk. The Company monitors its financial assets measured at amortized cost and counterparty risk.

#### **Fair Value of Financial Instruments**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Financial assets and liabilities recorded at fair value in the consolidated statement of financial position are measured and classified in a hierarchy consisting of three levels for disclosure purposes. The three levels are based on the priority of the inputs to the respective valuation technique. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). An asset or liability’s classification within the fair value hierarchy is based on the lowest level of significant input to its valuation. The input levels are defined as follows:

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

(Expressed in Canadian dollars)

**Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities**

- The Company defines active markets based on the frequency of valuation and any restrictions or illiquidity on disposition of investments. The size of the bid/ask spread is used as an indicator of market activity for fixed maturity securities. Fair value is based on market price data for identical assets obtained from the investment custodian, investment managers or dealer markets. The Company does not adjust the quoted price for such instruments.

**Level 2: Quoted prices in markets that are not active or inputs that are observable either directly (i.e. as prices) or indirectly (i.e. derived from prices)**

- Level 2 inputs include observable market information, including quoted prices for assets in markets that are considered less active. Fair value is based on or derived from market price data for same or similar instruments obtained from the investment custodian, investment managers or dealer markets.

**Level 3: Unobservable inputs that are supported by little or no market activity and are significant to the estimated fair value of the assets or liabilities**

- Level 3 assets and liabilities would include financial instruments whose values are determined using internal pricing models, discounted cash flow methodologies, or similar techniques that are not based on observable market data, as well as assets or liabilities for which the determination of estimated fair value requires significant management judgement or estimation.

The Company has determined the estimated fair values of its financial instruments based upon appropriate valuation methodologies.

The levels of the fair value inputs used in determining estimated fair value of the Company's financial assets at fair value through profit or loss as at December 31, 2023 and 2022, is shown below.

	Estimated fair values			
	December 31, 2023	Level 1	Level 2	Level 3
Marketable securities	\$46,439,938	\$46,439,938	-	-
Marketable securities sold short	(\$5,724)	(\$5,724)	-	-
	<b>\$46,434,214</b>	<b>\$46,434,214</b>	-	-

	Estimated fair values			
	December 31, 2022	Level 1	Level 2	Level 3
Marketable securities	\$49,237,506	\$49,237,506	-	-
Marketable Securities sold short	(\$5,159,131)	(\$5,159,131)	-	-
	<b>\$44,078,375</b>	<b>\$44,078,375</b>	-	-

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

At December 31, 2023 and 2022 there were no financial assets or liabilities measured and recognized in the statement of financial position at fair value that would be categorized as level 2 and 3 in the fair value hierarchy above.

**e. Investment properties**

Investment properties include properties held to earn rental revenue, for capital appreciation, and/or for redevelopment. Investment properties are initially measured at fair value which is most often the purchase price plus any directly attributable expenditures. Investment properties are subsequently measured at fair value, which reflects market conditions at the date of the consolidated statement of financial position. Gains or losses arising from changes in the fair value of investment properties are recognized in the consolidated statement of operations in the year they arise. A key characteristic of an investment property is that it generates cash flows largely independently of the other assets held by an entity.

Subsequent expenditure is included in the asset's carrying amount only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the consolidated statement of operations during the financial period in which they occur.

Substantially all of the Company's income generating properties and properties under development are investment properties.

Properties under development are measured at cost.

Certain land leases held under an operating lease are classified as investment properties when the definition of an investment property is met. At inception these leases are recognized at the lower of the fair value of the property and the present value of the minimum lease payments.

Some properties may be partially occupied by the Company, with the remainder being held for rental income or capital appreciation. If that part of the property occupied by the Company can be sold separately, the Company accounts for the portions separately. The portion that is owner-occupied is accounted for under IAS 16, and the portion that is held for rental income, capital appreciation or both is treated as investment property under IAS 40. When the portions cannot be sold separately, the whole property is treated as investment property only if an insignificant portion is owner-occupied. The Company considers the owner-occupied portion as insignificant when the property is more than 90% held to earn rental income or capital appreciation. In order to determine the percentage of the portions, the Company uses the size of the property measured in square metres.

The fair value of investment properties was based on the nature, location and condition of the specific asset. The fair value is calculated at December 31 on the majority of investment properties by an independent, professional, qualified appraisal firm, whose appraisers hold recognized relevant, professional qualifications and who have recent experience in the locations and categories of the investment properties valued. The remaining investment properties' fair value was calculated by management and was performed by qualified individuals with recent experience in the locations and categories of the investment properties valued.

As at December 31, 2023, the Company had disposed of all investment properties (note 5).



**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

**f. Assets held for sale**

Non-current assets, or disposal groups comprising assets and liabilities, are categorized as held for sale at the point in time when the asset or disposal group is available for immediate sale. Management has committed to a plan to sell and is actively locating a buyer at a sales price that is reasonable in relation to the current fair value of the asset, and the sale is probable and expected to be completed within a one year period. Investment properties measured under the fair value model and held for sale continue to be measured by the guidelines of IAS 40 – Investment Property. All other assets held for sale are stated at the lower of carrying amounts and fair value less selling costs. An asset that is subsequently reclassified as held and in use, with the exception of investment property measured under the fair value model, is measured at the lower of its recoverable amount and the carrying value that would have been recognized had the asset never been classified as held for sale.

**g. Revenue recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable. The Company's specific revenue recognition criteria are as follows:

i) Rental revenue

The Company has not transferred substantially all of the benefits and risk of ownership of its investment properties, and therefore, the Company accounts for leases with its tenants as operating leases. Rental revenue includes all amounts earned from tenants related to lease agreements including property tax and operating cost recoveries.

The Company reports rental revenue on a straight-line basis, whereby the total amount of cash to be received under a lease is recognized into earnings in equal periodic amounts over the term of the lease.

Contingent rents are recognized as revenue in the period in which they are earned.

Amounts payable by tenants to terminate their lease prior to their contractual expiry date (lease cancellation fees) are included in rental revenue at the time of cancellation.

ii) Interest income

Interest income is recorded as it accrues using the effective interest method.

iii) Subscription Revenue

Subscription revenue consists of subscriptions to an investment data analytics service. The subscription service provides customers the right to access its weekly data publications. The Company's subscription service represents a series of distinct publications produced each week and are made available to the customer continuously throughout the contractual period. However, the extent to which the customer uses the services may vary at the customer's discretion.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

A performance obligation is a commitment in a contract with a customer to transfer products or services that are distinct. Determining whether products and services are distinct performance obligations that should be accounted for separately or combined as one unit of accounting may require significant judgment. The Company's data analytics service is considered to have a single performance obligation where the customer simultaneously receives and consumes the benefit, and as such revenue is recognized ratably over the term of the contractual agreement.

For the Company's data subscription product, the Company generally receives payment for the full subscription contract up front.

iv) Unearned revenue

Payments received in advance of services being rendered are recorded as unearned revenue and recognized ratably over the requisite service period.

**h. Cash**

Cash includes cash held at banks or on hand and demand deposits.

**i. Property and equipment**

On initial recognition, property and equipment are valued at cost, being the purchase price and directly attributable cost of acquisition or construction required to bring the asset to the location and condition necessary to be capable of operating in a manner intended by the Company, including appropriate borrowing costs and the estimated present value of any future unavoidable costs of dismantling and removing items. Property and equipment is subsequently measured at cost less accumulated depreciation, less any accumulated impairment losses. All repairs and maintenance costs are charged to the consolidated statement of operations during the period in which they occur.

Depreciation is recognized in the consolidated statement of operations and is provided on a straight-line basis over the estimated useful life of the assets as follows:

Buildings	Straight-line over 40 years
Furniture and fixtures	Straight-line over 5 to 10 years
Equipment	Straight-line over 1 to 5 years

Impairment reviews are performed when there are indicators that the net recoverable amount of an asset may be less than the carrying value. The net recoverable amount is determined as the higher of an asset's fair value less cost to dispose and value in use. Impairment is recognized in the consolidated statement of operations, when there is objective evidence that a loss event has occurred which has impaired future cash flows of an asset. In the event that the value of previously impaired assets recovers, the previously recognized impairment loss is recovered in the consolidated statement of operations at that time.

# **Mongolia Growth Group Ltd.**

## Notes to the Consolidated Financial Statements

### **For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

An item of property and equipment is derecognized upon disposal or when no further economic benefits are expected from its use. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of operations in the period the asset is derecognized.

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate.

#### **j. Income taxes**

Income taxes are comprised of both current and deferred taxes. Current tax and deferred tax are recognized in the statement of operations except to the extent that it relates to items recognized in Other Comprehensive Income (“OCI”) or directly in equity. In this case, the tax is recognized in OCI or directly in equity respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the consolidated statement of financial position date in the countries where the Company and its subsidiaries operate and generate taxable income and are measured at the amount expected to be recovered from or paid to the taxation authorities for the current and prior periods.

Deferred income tax assets and liabilities are recorded for the expected future income tax consequences of events that have been included in the consolidated financial statements or income tax returns. Deferred income taxes are recognized for all significant temporary differences between the tax and financial statement bases for assets and liabilities and for certain carry-forward items, such as losses and tax credits not utilized from prior years. However, if the deferred income tax arises from initial recognition of an asset or a liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable income, it is not accounted for.

Recognition of deferred tax assets for unused tax losses, tax credits and deductible temporary differences is restricted to those instances where, in the opinion of management, it is probable that future taxable profit will be available against which the deferred tax asset can be realized. Deferred income tax assets and liabilities are adjusted for the effects of changes in tax laws and rates, on the date the changes in tax laws and rates have been enacted or substantively enacted.

#### **k. Foreign exchange translations**

Foreign currency transactions are translated at the rate of exchange in effect on the dates they occur. Gains and losses arising as a result of foreign currency transactions are recognized in the consolidated statement of operations. At reporting dates, monetary items are translated at the closing rate of exchange in effect at the consolidated statement of financial position date.

# **Mongolia Growth Group Ltd.**

## Notes to the Consolidated Financial Statements

### **For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

For the purpose of the consolidated financial statements, the results and financial position of the Company's operations are expressed in Canadian dollars, which is the functional currency of the parent, and the presentation currency of the consolidated financial statements.

The Company translates the assets, liabilities, income and expenses of its subsidiaries which have a functional currency other than the Canadian dollar, to Canadian dollars on the following basis:

- Assets and liabilities are translated at the closing rate of exchange in effect at the consolidated statement of financial position date.
- Income and expense items are translated using the average rate for the month in which they occur, which is considered to be a reasonable approximation of actual rates.
- Equity items are translated at their historical rates.
- The translation adjustment from the use of different rates is included as a separate component of equity, in accumulated other comprehensive income (loss).

#### **k. Comprehensive income**

Comprehensive income consists of net income (loss) and OCI. OCI includes changes in unrealized gains (losses) on the translation of subsidiaries with a functional currency other than the Canadian dollar.

#### **l. Share capital and deferred share issuance costs**

Ordinary shares issued by the Company are classified as equity. Costs directly identifiable with the raising of capital will be charged against the related share issue, net of any tax effect.

Costs related to shares not yet issued are recorded as deferred financing costs. These costs will be deferred until the issuance of the shares to which the costs relate, at which time the costs will be charged against the related share issuance or charged to operations if the shares are not issued.

#### **m. Earnings (loss) per share**

For both continuing and discontinued operations, the Company presents basic and diluted earnings (loss) per share (EPS) data for its common shares. Basic EPS is calculated by dividing the results of operations attributable to ordinary shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted EPS is determined by adjusting the results of operations attributable to common shareholders and the weighted average number of common shares outstanding for the effects of all dilutive potential common shares, which comprise share options.

# **Mongolia Growth Group Ltd.**

## Notes to the Consolidated Financial Statements

### **For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

#### **n. Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of operations, has been identified as the Chief Executive Officer. The Company is now managed as three operating segments based on how information is produced internally for the purpose of making operating decisions. The segments are defined as investment property operations, subscription products and corporate.

#### **o. Leases**

IFRS 16, Leases (“IFRS 16”) sets out the principles for the recognition, measurement, presentation and disclosure of leases for both the lessee and the lessor.

From a lessee point of view, the Company has entered into Mongolian government land leases on some of its investment properties. The Company, as a lessee, has determined, based on an evaluation of the terms and conditions of the arrangements, that these land leases meet the definition of an investment property and has classified them as such; therefore, the fair value model is applied to those assets, and gains and losses on changes in fair value are recorded in the consolidated statements of operations. The payments on these leases are nominal, and are therefore exempt from recognition as low-value leases.

The Company has also entered into commercial and residential property leases on its investment properties. The Company as a lessor, has determined, based on an evaluation of the terms and conditions of the arrangements, that it retains the significant risks and rewards of ownership of these properties and therefore accounts for these agreements as operating leases.

For other leases of low-value assets or short-term leases that end within 12 months of the commencement date and which have no renewal or purchase option, the Company has elected to apply the recognition exemptions specified in IFRS 16, allowing the Company to continue to expense the lease payments in the period in which they are incurred. The total of such expenses was \$ 9,869 for the 2023 fiscal year (2022 - \$4,620).

#### **p. Provisions and contingent liabilities**

Provisions are recognized when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of the provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense of any provision is recognized in the consolidated statement of operations net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a borrowing cost.

Contingent liabilities are disclosed if there is a possible future obligation as a result of a past event, or if there is a present obligation as a result of a past event but either a payment is not probable or the amount cannot be reasonably estimated.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

**q. Due from and to brokers**

Amounts due from and to brokers represent negative cash balances or margin accounts, and pending trades on the purchase or sale of securities. Where terms in the prime brokerage agreements permit the prime broker to settle margin balances with cash accounts or collateral, the due from brokers cash balances are offset against the due to brokers margin balances at each prime broker.

**r. Marketable Securities**

The Company presents results from trading marketable securities on both a realized and unrealized basis separately in the consolidated statements of operations. A realized gain or loss is recorded upon transfer of ownership of a marketable security, calculated as proceeds (net of broker fees) less its cost which is measured on a first-in-first-out (“FIFO”) basis. Unrealized gains and losses are the fair value adjustments to positions still held at reporting dates.

**s. Futures Contracts**

The Company may invest in financial futures contracts (“futures contracts”) for the purpose of hedging its existing portfolio securities or for speculative reasons.

Upon entering into a futures contract, the Company is required to pledge to the broker an amount of cash and/or other assets equal to a certain percentage of the contract amount. This payment is known as “initial margin.” Subsequent payments, known as “variation margin,” are calculated each day, depending on the daily fluctuations in the fair value/market value of the underlying assets. An unrealized gain or loss equal to the variation margin is recognised on a daily basis and carried on the consolidated statements of financial position. When the contract expires or is closed the gain (loss) is realised and is presented in the Statement of Operations as a realised gain (loss) on short term investments. Futures contracts are valued daily at their last quoted sale price on the exchange they are traded. A “sale” of a futures contract means a contractual obligation to deliver the securities or foreign currency called for by the contract at a fixed price at a specified time in the future. A “purchase” of a futures contract means a contractual obligation to acquire the securities, commodities or foreign currency at a fixed price at a specified time in the future.

**t. Current Accounting Policy Changes**

International Accounting Standard (“IAS”) 1 and IFRS Practice Statement (“PS”) 2: In February 2021, the IASB issued amendments to IAS 1 and the IFRS PS 2, Making Materiality Judgements, to provide guidance on the application of materiality judgments to accounting policy disclosures. The amendments to IAS 1 replace the requirement to disclose “significant” accounting policies with a requirement to disclose “material” accounting policies. The standard was adopted by the Company on January 1, 2023.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

**u. Future Accounting Policy Changes**

IAS 1, Presentation of Financial Statements (“IAS 1”) The IASB issued ‘Classification of Liabilities as Current or Non-Current (Amendments to IAS 1)’ in January 2020, affecting the presentation of liabilities in the statement of financial position. In October 2022, the IASB issued ‘Non-current Liabilities with Covenants (Amendments to IAS 1)’ affecting the required disclosures for non-current liabilities with covenants. The narrow-scope amendments to IAS 1 clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the expectations of the entity or events after the reporting date. The amendments also clarify what IAS 1 means when it refers to the ‘settlement’ of a liability. The amendments must be applied retrospectively in accordance with the normal requirements of IAS 8, Accounting Policies, Changes in Accounting Estimates and Errors (“IAS 8”). The amendments are effective for annual periods beginning on or after January 1, 2024, with earlier application permitted. The amendments have not been early adopted by the Company. The Company is currently assessing any potential impact of these amendments.

**7 Significant accounting estimates and judgements**

The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgements are continually evaluated based on historical experiences and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in the consolidated statements of operations in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both. Significant estimates made in the preparation of these consolidated financial statements include the following areas:

- Fair value of investment properties – An external appraiser estimates the fair value of the majority of investment properties by dollar value annually.

The remaining balance of investment properties was valued internally. The fair value of investment properties is based on the nature, location and condition of the specific asset. The fair value of investment properties represents an estimate of the price that would be made in an arm’s length transaction between knowledgeable, willing parties. This fair value assumes that the Company is in possession of the property’s land and property titles where applicable. Management judges that the Company has the appropriate titles for each of the properties classified as Investment Properties. Properties whereby management judges that the Company’s titles are at risk, have been impaired to reflect the level of risk estimated by management.

As at December 31, 2023, the Company had disposed of all investment properties (note 5).

# Mongolia Growth Group Ltd.

## Notes to the Consolidated Financial Statements

For the years ended December 31, 2023 and 2022

---

(Expressed in Canadian dollars)

- The Company operates in the emerging real estate market of Mongolia, which given its current economic, political and industry conditions, gives rise to an increased inherent risk given the lack of reliable and comparable market information. The significant estimates underlying the fair value determination are disclosed in note 11. Changes in assumptions about these factors could materially affect the carrying value of investment properties. In addition, the significant global uncertainty resulting from the novel coronavirus (“COVID-19”) pandemic has reduced the availability of reliable market metrics to inform opinions, and therefore a higher degree of judgment must be applied. Consequently, fair values are subject to significant change.

As at December 31, 2023, the Company had disposed of all investment properties in Mongolia (note 5).

- Valuation of marketable securities – The Company recognizes marketable securities at fair value. Fair value is determined on the basis of market prices from independent sources, if available. If there is no market price, then the fair value is determined by using valuation models with inputs derived from observable market data where possible but where observable data is not available, judgement is required to establish fair values.
- Operating environment of the Company – Mongolia displays many characteristics of an emerging market including relatively high inflation and interest rates. The tax and customs legislation in Mongolia is subject to varying interpretations and frequent changes. The future economic performance of Mongolia is tied to the continuing demand from China and global prices for commodities as well as being dependent upon the effectiveness of economic, financial and monetary measures undertaken by the Government of Mongolia together with tax, legal, regulatory and political developments. Management is unable to predict all developments that could have an impact on the Mongolian economy and consequently what effect, if any, they could have on the future financial position of the Company.

As at December 31, 2023, the Company had disposed of all investment properties in Mongolia (note 5).

Significant judgements made in the preparation of these consolidated financial statements include the following:

- Judgement is required in determining whether an asset meets the criteria for classification as assets held for sale and or as discontinued operations in the consolidated financial statements. Criteria considered by management include the existence of and commitment to a plan to dispose of the assets, the expected selling price of the assets, the probability of the sale being completed within an expected time frame of one year and the period of time any amounts have been classified within assets held for sale.

The Company reviews the criteria for assets held for sale each quarter and reclassifies such assets to or from this financial position category as appropriate. On completion of the sale, management exercises judgement as to whether the sale qualifies as a discontinued operation.

As at December 31, 2023 and 2022, management has made the judgment that none of the Company’s assets meet the criteria to be classified as held for sale. While this is due to a number of factors, a primary reason is that due to the conditions of the Mongolian economy and the lack of liquidity in the market, management was unable to conclude that the sale of any significant size asset could be considered highly probable until these sales closed during the year ended December 31, 2023 (notes 5 and 12).



**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

- Judgement is required in determining whether the Company's investment property and land use rights titles are at risk. As at December 31, 2020, management made the judgment that investment properties whereby the land title has recently expired but is expected to be renewed in the near future should continue to be classified as investment properties. Properties whereby management judges that the Company's titles are at risk, have been impaired to reflect the level of risk estimated by management. As of December 31, 2022, all land titles of the Company's investment properties were current. As of December 31, 2023, the Company had disposed of all its investment properties (note 5).

**5 Discontinued operations**

During the year ended December 31, 2023, the Company disposed of its interests in all its Mongolian subsidiaries including; Biggie Industries LLC, Zulu LLC, Crescent City LLC, MGG Properties LLC, Big Sky LLC, Carrolton LLC and Oceanus LLC. The sale was for cash consideration of \$10,320,149 and the buyer assuming all of the subsidiaries' liabilities. As a result of these sales, the Company disposed of five investment properties and its Mongolian headquarters included in property, plant and equipment.

The Company recorded a loss of \$16,791,242 on disposal of the subsidiaries noted above primarily related to the recycling of foreign exchange transaction as shown below:

	<b>For the year ended December 31 2023 \$</b>
<b>Consideration</b>	
Cash, net of taxes	10,320,149
Liabilities assumed:	
Trade and other payables	99,692
Prepaid rent and other security deposits	51,630
Property liability	<u>260,044</u>
<b>Total consideration</b>	<b>10,731,515</b>
<b>Net assets at date of disposition</b>	
<b>Cash</b>	<b>192,145</b>
Prepays	14,155
Receivables	50,275
PP&E	1,205,668
Investment Property	<u>9,095,765</u>
<b>Total Assets</b>	<b><u>10,558,008</u></b>
<b>Gain on sale of subsidiaries before other items</b>	<b>173,507</b>
Recycling of foreign exchange on disposal of subsidiary	(16,964,749)
<b>Loss on sale of subsidiaries</b>	<b>(16,791,242)</b>

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

The reclassification of accumulated other comprehensive income relates to the accumulated revaluation of the Company's assets and liabilities denominated in currencies outside of the Canadian dollar in accordance with the Company's accounting policy for the translation of its former subsidiaries.

The Company discontinued its investment properties business in Mongolia during the year ended December 31st, 2023 and the following summarizes the net income from discontinued operations for the respective periods.

**Comprehensive Statement of Operations of Discontinued Operations**

	<b>For the year ended December 31</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$</b>	<b>\$</b>
<b>Revenue</b>		
Rental income	519,415	798,826
Other revenue	23,500	100,572
Loss on disposal of investment properties	(452,035)	(146,544)
<b>Total Revenue</b>	<b>90,880</b>	<b>752,854</b>
<b>Expenses</b>		
Salaries and wages	478,263	354,999
Other expenses	1,024,489	659,526
Depreciation	6,495	73,623
<b>Total expenses</b>	<b>(1,509,247)</b>	<b>(1,088,148)</b>
Interest income	14,162	-
Unrealized gain on fair value of investment properties	-	622,186
Impairment on property and equipment	-	127,538
Gain on disposal of Mongolian subsidiaries	173,507	-
Foreign currency gain (loss)	(35,595)	51,820
<b>Total other income</b>	<b>152,074</b>	<b>801,544</b>
<b>Net income (loss) before tax</b>	<b>(1,266,293)</b>	<b>466,250</b>
Income tax recovery	240,010	31,801
<b>Gain (loss) from discontinued operations before other items</b>	<b>(1,026,283)</b>	<b>498,051</b>
Reclassification of accumulated other comprehensive income	(16,964,749)	-
<b>Loss from discontinued operations</b>	<b>(17,991,032)</b>	<b>498,051</b>

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

---

(Expressed in Canadian dollars)

**Assets held for sale and discontinued operations (continued)**

**Cash flows from (used in) discontinued operations:**

	<b>Year ending December 31, 2023</b>	<b>Year ending December 31, 2022</b>
	\$	\$
Net income for the year from discontinued operations	(17,991,032)	498,051
Depreciation	6,495	73,623
Deferred Taxes	(354,000)	(62,000)
Loss on disposal of investment properties	452,035	146,544
Gain on disposal of subsidiaries	(173,507)	-
Reclassification of other comprehensive income	16,964,749	-
Reversal of impairment of property and equipment (note 13)	-	(127,538)
Unrealized gain on fair value adjustment on investment properties (note 12)	-	(622,186)
Changes in non-cash working capital items:		
Other asset	(7,594)	240,838
A/P accruals	(255,702)	131,936
Income tax payable	(30,199)	30,199
<b>Net cash from (used in) operating activities</b>	<b>(1,388,755)</b>	<b>309,467</b>
Net cash proceeds from investing activities		
Net proceeds on sale of investment properties	471,131	-
Net proceeds on sale of subsidiaries, net of cash disposed of	10,128,004	919,621
<b>Net cash from investing activities</b>	<b>10,599,135</b>	<b>919,621</b>
<b>Increase in cash from discontinued operations</b>	<b>9,210,380</b>	<b>1,229,088</b>

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

---

(Expressed in Canadian dollars)

**6 Cash and cash equivalents**

Cash at banks earns interest at floating rates based on daily bank deposit rates. The component of cash accounts currently consists only of cash amounts held in banks or on hand.

The following table discloses the geographical location of cash:

	<b>2023</b>	<b>2022</b>
	\$	\$
Barbados	5,710,431	64,643
Canada	3,345,795	1,579,747
United States	678,998	213,209
Mongolia	-	193,646
<b>Total cash</b>	<b>9,735,224</b>	<b>2,051,245</b>

Cash is not collateralized. The carrying amount of cash approximates fair value.

The following table discloses the breakdown of cash and cash equivalents:

	<b>2023</b>	<b>2022</b>
	\$	\$
Cash	7,053,679	707,419
Cash equivalents*	2,681,545	1,343,826
<b>Total cash and cash equivalents</b>	<b>9,735,224</b>	<b>2,051,245</b>

\*Cash equivalents are held in a GIC at a Canadian bank.

The credit quality of cash balances may be summarized based on Standard and Poor's ratings or equivalents of Moody's and/or Fitch ratings. The credit quality at December 31 was as follows:

	<b>2023</b>	<b>2022</b>
	\$	\$
Cash on hand	567	1,750
A or A+ rated	3,274,006	1,620,438
B- or B+ rated	90,689	269,152
BBB+ rated	5,709,270*	63,361*
Unrated	660,692	96,544
<b>Total cash</b>	<b>9,735,224</b>	<b>2,051,245</b>

The unrated balance relates to one private bank in Barbados (2022 – one), one brokerage company in Canada (2022 – one). The BBB+ rating relates to a brokerage company in the United States.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

---

(Expressed in Canadian dollars)

**7 Credit facilities and due from and due to brokers**

a) Credit facilities

During the year ended December 31, 2020, the Company qualified for a government-guaranteed line of credit (Canada Emergency Business Account “CEBA”) of \$40,000 which was interest-free until December 31, 2020. On January 1, 2021, the line of credit converted to a 2-year, 0% interest term loan to be repaid by December 31, 2022 at which time a 25% balance forgiveness (\$10,000) will apply if the loan is repaid by such date. On January 1, 2021 the Company qualified for an additional \$20,000 2-year, 0% interest term loan to be repaid by December 31, 2022. The Company has the option to exercise a 3-year term extension on the loans by December 31, 2022, if the loans are not repaid by then, at which time, the remaining unpaid balance of the loans will bear interest at 5% interest per annum during the extension period and must be paid in full by December 31, 2025. In October 2022, the Government announced that the deadline for the partial loan forgiveness and interest-free period has been extended to December 31, 2023. The Company repaid \$40,000 in December 2023, and the \$20,000 has been forgiven on January 2, 2024.

**Short and long term debt**

	<b>2023</b>	<b>2022</b>
	\$	\$
Current	20,000	60,000
	<b>20,000</b>	<b>60,000</b>

b) Due from and due to brokers

The Company has margin facilities with its prime brokers. As at December 31, 2023 and 2022, the Company’s amounts due to brokers have no specific repayment terms, and they are governed by the margin terms set forth in the prime brokerage agreements. The fair value of the collateral-listed equity securities is calculated daily and compared to the Company’s margin limits. The prime brokers can at any time demand full or partial repayment of the margin balances and any interest thereon or demand the delivery of additional assets as collateral.

Due from and due to brokers balances are presented on a net basis by broker in the consolidated statement of financial position. Under the prime broker agreements, the broker may upon events of default offset, net and/or regroup any amounts owed by the Company to the broker by amounts owed to the Company by the broker.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

The following tables set out the offsetting of the Company's various accounts with prime brokers.

**Due from and due to brokers**

	<b>2023</b>		
	<b>Gross amounts due from brokers \$</b>	<b>Gross amounts due to brokers \$</b>	<b>Net amounts \$</b>
Due from brokers	22,172	(22,021)	<b>151</b>
Due to brokers	-	(5,536,537)	<b>(5,536,537)</b>

	<b>2022</b>		
	<b>Gross amounts due from brokers \$</b>	<b>Gross amounts due to brokers \$</b>	<b>Net amounts \$</b>
Due from brokers	14,203	(14,203)	-
Due to brokers	-	(7,393,046)	<b>(7,393,046)</b>

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

---

(Expressed in Canadian dollars)

**8 Equity investments and other holdings, securities sold short, derivatives and futures**

**Equity Investments and other holdings**

	<b>December 31, 2023</b>	<b>December 31, 2022</b>
	\$	\$
<b>Assets</b>		
Equity securities	42,823,146	34,826,329
Options on futures	3,616,792	14,411,177
Calls	-	-
Puts	-	-
	<b>46,439,938</b>	<b>49,237,506</b>

**Securities sold short and derivative liabilities**

	<b>December 31, 2023</b>	<b>December 31, 2022</b>
	\$	\$
<b>Liabilities</b>		
Options on futures	5,724	5,127,327
Calls	-	-
Puts	-	31,804
	<b>5,724</b>	<b>5,159,131</b>

A “purchase” of a futures contract means a contractual obligation to acquire the securities, commodities or foreign currency at a fixed price at a specified time in the future and is not included on the consolidated statements of financial position. An unrealized gain or loss equal to the change in value of the contract is recognised on a daily basis and carried on the consolidated statements of financial position as futures contracts.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

**9 Subscription Revenue**

The Company's revenue from contracts with customers is comprised of investment data analytics subscriptions.

The Company has built a data analytics service, named KEDM, that tracks various event-driven strategies. Revenue earned during the period is classified as subscription revenue on the consolidated statements of operations. Revenue collected that has not yet been earned, have been classified as unearned revenue and will be classified according to the Company's revenue policies described in note 3.

**Contract Liabilities:**

As of December 31, 2023, the Company has unearned revenue of \$1,126,439 to be fully recognized in the year ended December 31, 2024 in accordance with contract terms (December 31, 2022 - \$1,547,154).

	<b>December 31, 2023 \$</b>	<b>December 31, 2022 \$</b>
Opening balance	1,547,154	1,035,471
Additions	2,792,680	3,685,714
Revenue earned	<u>(3,213,395)</u>	<u>(3,174,031)</u>
<b>Closing balance</b>	<b>1,126,439</b>	<b>1,547,154</b>

When the Company first launched its subscription business, the Company engaged an arm's length company to compile and produce the KEDM report on an ongoing basis, while MGG acted as the distributor and marketer of the product. As a part of this engagement, MGG paid the direct and approved expenses related to producing KEDM in addition to 20% of quarterly earned revenues above a threshold of \$125,000 USD. Beginning on January 1, 2023, MGG has engaged Praetorian PR LLC (PPR), a Puerto Rican company owned by the MGG's Chairman and CEO, to produce KEDM. Under the terms of the agreement, MGG pays PPR a monthly fee of USD \$50,000 along with 20% of any quarterly revenue in excess of USD \$125,000. The Company paid \$488,981 in revenue share during 2023 (December 31, 2022 - \$476,236), classified as subscription product expenses in note 22. Most of the expenses related to the unearned revenue have not yet been incurred and are not reflected in the Company's financial statements. MGG owns all intellectual property related to KEDM and PPR disclaims any ownership or rights to the intellectual property. The agreement can be discontinued by either party following a reasonable transition period and MGG can engage a substitute party to continue the production of KEDM.

**10 Digital assets**

	<b>December 31, 2023 \$</b>	<b>December 31, 2022 \$</b>
Balance - beginning of year	284,253	266,890
Net purchases	134,332	94,910
Unrealized gain (loss)	29,313	(98,700)
Foreign currency gain (loss)	<u>(9,026)</u>	<u>21,153</u>
Balance - end of year	<b><u>438,872</u></b>	<b><u>284,253</u></b>

The Company has a digital currency account at Kraken Custody which holds Monero (XMR) cryptocurrency.



**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

---

(Expressed in Canadian dollars)

**11 Other assets**

**Short term other assets**

	<b>December 31, 2023</b>	<b>December 31, 2022</b>
	\$	\$
Accounts receivable	39,652	15,172
Prepaid expenses	28,244	29,078
	<u>67,896</u>	<u>44,250</u>

**Long term other assets**

	<b>December 31, 2023</b>	<b>December 31, 2022</b>
	\$	\$
Long term receivable	-	98,364
Allowance for doubtful debt	-	(49,182)
	<u>-</u>	<u>49,182</u>

According with the disposal of the sale of its Mongolian operations, the Company wrote off its receivable of \$84,836 from a property sold in 2019 which is included in the “Other expense” caption in loss from discontinued operations (note 5). In 2022, the Company had filed court proceedings against the debtor and has made an allowance for 50% of the amount. The company received \$13,528 during the third quarter of 2023.

**12 Investment properties**

	<b>2023</b>	<b>2022</b>
	\$	\$
Balance - beginning of year	10,086,956	11,885,907
Disposals	(10,018,931)	(1,066,165)
Fair value adjustment	-	622,186
Foreign exchange adjustments	(68,025)	(1,354,972)
Reclassification to asset held for sale	-	-
Balance – end of year	<u>-</u>	<u>10,086,956</u>

During the year ended December 31, 2023, the Company directly sold three properties for net proceeds of \$471,131, resulting in a net loss of \$452,035 and sold four properties with a value of \$9,095,765 via the sale of subsidiaries (note 5). During the year ended December 31, 2022, the Company sold five properties for net proceeds of \$919,621 resulting in a net loss of \$146,544. Losses related to the sale of investment properties have been included in loss from discontinued operations (note 5) for the years presented.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

Investment properties by major category are as follows:

	<b>2023</b>	<b>2022</b>
	\$	\$
Office	-	931,736
Retail	-	5,508,385
Land and redevelopment sites	-	3,646,835
	<hr/>	<hr/>
	-	<b>10,086,956</b>
	<hr/>	<hr/>

**Property valuation**

All investment properties were disposed of during the year ended December 31, 2023 with the resulting gains and losses included in loss from discontinued operations (note 5) for the years presented.

During the year ended December 31, 2022, investment properties with an aggregate fair value of \$10,020,823, and one property classified as PPE with a value of \$1,203,975, were valued by external independent valuation professionals who are deemed to be qualified appraisers who hold a recognized, relevant, professional qualification and who have recent experience in the locations and categories of the investment properties valued. The remaining balance of investment properties were valued internally.

The Company determined the fair value of investment properties using the income approach and the sales comparison approach, which are generally accepted appraisal methodologies.

Under the income approach, the methodology used was the direct capitalization approach which is based on rental income and yields. Rental incomes were based on current rent and reasonable and supportable assumptions that represent what knowledgeable, willing parties would assume about rental income from future rent in light of current conditions adjusted for non-recoverable property costs. Yields were determined using data from real estate agencies, market reports and property location among other things in determining the appropriate assumptions. Under this method, year one income is stabilized and capped at a rate deemed appropriate for each investment property.

The sales comparison approach analyzes all available information of sales of comparable properties that have recently taken place or have recently been marketed and adjusts the price to reflect differences in the property valued and sold.

The entire portfolio of investment properties has been valued using the income approach, the sales comparison approach or a combination thereof.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

---

(Expressed in Canadian dollars)

As at December 31, 2022, the Company had a standing agreement with the owner of a 42 sq. meter apartment which has been included in one of the Company's properties classified as land and redevelopment. The agreement entitles the owner of the apartment to 84 sq. meters of space on the first floor of a new building to be built on this land. In this agreement, the Company had an obligation to complete the construction of a new building by the end of fiscal 2017 and the agreement was not extended. During the year ended December 31, 2023, the liability of \$260,044 was included in the subsidiary disposal group in trades payables and accrued liabilities (note 5). As at December 31, 2022, a liability of \$261,648 was included in the Company's trade payables and accrued liabilities (note 14) to reflect this liability. In addition, the Company has recognized an unrealized fair value impairment of \$nil (2022 - \$887,732) included in investment properties in excess of the fair value adjustment calculated using the valuation approaches described. This adjustment is management's estimate of the markets perception of the risk related to this agreement and is included within the unrealized gain (loss) on fair value adjustment on Investment properties within profit and loss.

Under the fair value hierarchy, the fair value of the Company's investment properties is considered a level three, as defined in note 3.

The key valuation assumptions for commercial investment properties are as follows:

	<b>2023</b>		
	<b>Maximum</b>	<b>Minimum</b>	<b>Weighted- average</b>
Capitalization rate	-	-	-

	<b>2022</b>		
	<b>Maximum</b>	<b>Minimum</b>	<b>Weighted- average</b>
Capitalization rate	13.1%	12.6%	13.0%

The following sensitivity table outlines the impact of a 0.25% change in the weighted average capitalization rate on investment properties at 2022:

	<b>Change to fair value if capitalization rate increased 0.25%</b>	<b>Change to fair value if capitalization rate decreases 0.25%</b>
Investment property	(16,984)	17,651

Additional valuation assumptions include the rental revenue per square meter, grade quality of the property, and comparable market data.

At December 31, 2023, investment properties of \$nil (2022 -\$66,188) had no rental revenue associated with them.

Investment properties included land use rights held under operating leases with an aggregate fair value of \$nil (2022 - \$3,646,835) at December 31, 2023.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

Certain investment properties held by the Company are leased out (the Company is the lessor) under operating leases. The future minimum lease payments under non-cancellable leases are as follows:

	<b>2023</b>	<b>2022</b>
	\$	\$
Less than 1 year	-	468,191
Between 1 and 5 years	-	226,289
Beyond 5 years	-	-
	<hr/>	<hr/>
	-	<b>694,480</b>
	<hr/>	<hr/>

Direct operating expenses arising from investment properties that generated rental income during the year was 2023 was \$1,121,622 (2022 - \$769,501) and have been included in loss from discontinued operations (note 5) for the years presented. Direct operating expenses arising from investment properties that did not generate rental income during the year was \$nil (2022 -\$1,352) and have been included in loss from discontinued operations (note 5) for the years presented.

The Company's operating leases, in which the Company is the lessor, are structured such that the weighted average length of the leases as at December 31, 2023 was nil (12.6 months as at December 31, 2022), calculated as a percentage of monthly revenues.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

(Expressed in Canadian dollars)

**13 Property and equipment**

				<b>2023</b>
	<b>Furniture and fixtures</b>	<b>Equipment</b>	<b>Buildings</b>	<b>Total</b>
	\$	\$	\$	\$
<b>Cost</b>				
<b>At January 1</b>	208,070	161,107	3,175,061	3,544,238
Additions	-	-	-	-
Disposals	(30,870)	(43,243)	(1,680,298)	(1,754,411)
Foreign exchange adjustment	(26,871)	(71,281)	(41,261)	(139,413)
<b>At December 31</b>	<b>150,329</b>	<b>46,583</b>	<b>1,453,502</b>	<b>1,650,414</b>
<b>Accumulated depreciation</b>				
<b>At January 1</b>	65,220	116,142	558,644	740,006
Depreciation	32,377	11,931	41,211	85,519
Disposals	(30,870)	(43,243)	(474,630)	(548,743)
Foreign exchange adjustment	(22,337)	(59,633)	(57,378)	(139,348)
<b>At December 31</b>	<b>44,390</b>	<b>25,197</b>	<b>67,847</b>	<b>137,434</b>
<b>Net book value at December 31</b>	<b>105,939</b>	<b>21,386</b>	<b>1,385,655</b>	<b>1,512,980</b>

During the year ended December 31, 2023, the Company sold property, plant and equipment (including its Mongolian headquarters with a carrying value of \$1,192,531) with a value of \$1,205,668 via the sale of subsidiaries (note 5).

# Mongolia Growth Group Ltd.

Notes to the Consolidated Financial Statements

For the years ended December 31, 2023 and 2022

(Expressed in Canadian dollars)

				<b>2022</b>
	<b>Furniture and fixtures</b>	<b>Equipment</b>	<b>Buildings</b>	<b>Total</b>
	\$	\$	\$	\$
<b>Cost</b>				
<b>At January 1</b>	59,993	129,798	2,726,198	2,915,989
Additions	150,331	49,827	511,655	711,813
Disposals	(674)	(17,465)	-	(18,139)
Reversal of impairment	-	-	127,538	127,538
Foreign exchange adjustment	(1,580)	(1,053)	(190,330)	(192,963)
<b>At December 31</b>	<b>208,070</b>	<b>161,107</b>	<b>3,175,061</b>	<b>3,544,238</b>
<b>Accumulated depreciation</b>				
<b>At January 1</b>	48,719	122,182	524,881	695,782
Depreciation	17,574	12,325	73,763	103,662
Disposals	(674)	(17,465)	-	(18,139)
Foreign exchange adjustment	(399)	(900)	(40,000)	(41,299)
<b>At December 31</b>	<b>65,220</b>	<b>116,142</b>	<b>558,644</b>	<b>740,006</b>
<b>Net book value at December 31</b>	<b>142,850</b>	<b>44,965</b>	<b>2,616,417</b>	<b>2,804,232</b>

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

---

(Expressed in Canadian dollars)

**14 Trade payables and accrued liabilities**

	<b>2023</b>	<b>2022</b>
	\$	\$
Trade and accrued payables	408,773	339,191
Property commitment	-	261,648
Security deposits	6,613	58,563
	<u>415,386</u>	<u>659,402</u>

The carrying amounts above reasonably approximate the fair value at the consolidated statement of financial position date. All trade and other payables are current.

**15 Income taxes**

**a) Effective tax rate**

The income tax expense reflects an effective tax rate that differs from the combined tax rate for Canadian federal and provincial corporate taxes for the following:

	<b>2023</b>	<b>2022</b>
	\$	\$
Income before tax from continuing operations	4,123,516	10,161,451
Income (loss) before tax from discontinued operations	(1,266,293)	466,250
<b>Net income (loss) before income taxes</b>	<b>(2,857,223)</b>	<b>10,627,701</b>
Combined statutory tax rate	26.5%	26.5%
Expected income tax (recovery)	757,000	2,816,000
Effect of:		
Permanent differences	1,119,323	1,152,000
Change in statutory, foreign tax, foreign exchange rates and other	(4,923,000)	(1,043,721)
Adjustment to prior years provision versus statutory tax returns and expiry of non-capital losses	-	(288,000)
Change in unrecognised deductible tax differences	2,119,000	53,000
Total income tax expense (recovery)	<u><b>(927,677)</b></u>	<u><b>2,689,279</b></u>
Income tax reported in the statement of profit or loss	(687,667)	2,721,080
Income tax attributable to discontinued operations	(240,010)	(31,801)
	<u><b>(927,677)</b></u>	<u><b>2,689,279</b></u>
Provision for income taxes		
Current	1,430,333	642,837
Deferred (recovery)	(2,118,000)	2,078,243
	<u><b>(687,667)</b></u>	<u><b>2,721,080</b></u>

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

(Expressed in Canadian dollars)

**b) Deferred income taxes**

Differences between IFRS and statutory taxation regulations in Mongolia give rise to temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and their tax bases. The Company did not recognize a deferred tax asset in these consolidated financial statements as there is uncertainty with regard to the recoverability of the asset for both the Canadian and Mongolian entities.

The significant components of the Company's deferred tax assets and liabilities are as follows:

	<b>2023</b>	<b>2022</b>
	\$	\$
Deferred Tax Assets (liabilities)		
Property and equipment	93,000	67,000
Investment properties	-	(354,000)
Marketable securities	(1,515,522)	(2,695,522)
Digital assets	28,000	33,000
Foreign accrual capital loss	2,923,000	
Non-capital losses available for future period	162,000	49,000
	<u>1,690,478</u>	<u>(2,900,522)</u>
Unrecognized deferred tax assets	<u>(2,191,000)</u>	<u>(72,000)</u>
<b>Net deferred tax liability</b>	<b><u>(500,522)</u></b>	<b><u>(2,972,522)</u></b>

The significant components of the Company's temporary differences, unused tax credits and unused tax losses that have not been included on the consolidated statement of financial position are as follows:

<b>Temporary Differences</b>	<b>2023</b>	<b>Expiry Date Range</b>	<b>2022</b>	<b>Expiry Date Range</b>
Property and equipment	292,000	No expiry date	62,000	No expiry date
Foreign accrual capital loss	7,542,000	2043	-	No expiry date
Allowable capital losses	105,000	No expiry date	-	No expiry date
Non-capital losses available for future period	<u>192,000</u>	<u>2031 to 2033</u>	<u>131,000</u>	<u>2031 to 2032</u>

Tax attributes are subject to review, and potential adjustment by tax authorities.



**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

---

(Expressed in Canadian dollars)

**16 Share capital and contributed surplus**

**Common shares**

The Company is authorized to issue an unlimited number of common and preferred shares.

The issued and outstanding common shares are as follows:

	<b>Number of shares</b>	<b>Amount \$</b>
Balance, December 31, 2021	27,778,499	51,004,122
Shares re-purchased	-	(456,992)
Treasury stock cancelled	(68,000)	-
<b>Balance, December 31, 2022</b>	<b>27,710,499</b>	<b>50,547,130</b>
Shares re-purchased	-	(774,048)
Treasury stock cancelled	(729,800)	-
<b>Balance, December 31, 2023</b>	<b>26,980,699</b>	<b>49,773,082</b>

As at December 31, 2023, the Company held 105,000 (2022-234,600) shares in treasury.

**Options**

There were no options outstanding as of December 31, 2023 and 2022 and the Company's option plan lapsed in 2021.

**Restricted Stock Awards (RSA)**

There are no RSAs outstanding as of December 31, 2023.

During 2022, the Company renewed its Restricted Stock Award plan ("the RSA Plan") whereby it can grant RSAs to directors, officers, employees, and technical consultants of the Company. The maximum number of RSAs that may be reserved for issuance under the RSA Plan is limited to 300,000 common shares. The Restricted Period in respect to the Restricted Shares shall end once the Restricted Shares shall become vested. To date, no RSAs have been granted.

**Earnings per share**

The following table summarizes the shares used in calculating earnings (loss) per share:

	<b>2023</b>	<b>2022</b>
Weighted average number of shares - basic	27,243,468	27,761,956
Effect of dilutive stock options	-	-
Weighted average number of shares - diluted	<b>27,243,468</b>	<b>27,761,956</b>

Basic earnings (loss) per share are derived by dividing net income (loss) for the year by the weighted average number of common shares outstanding for the period.

# Mongolia Growth Group Ltd.

## Notes to the Consolidated Financial Statements

### For the years ended December 31, 2023 and 2022

---

(Expressed in Canadian dollars)

#### 17 Management of capital structure

The Company's objective when managing capital is to ensure the Company is capitalized in a manner which provides a strong financial position for its shareholders.

The Company's capital structure includes the components of equity. In managing its capital structure, the Company considers future investment and acquisition opportunities, potential credit available and potential issuances of new equity. The Company's objective is to maintain a flexible capital structure that will allow it to execute its stated business. There was no change in the Company's strategy or objective in managing capital since the prior year. There are no externally imposed capital requirements at year end. Upon acquiring investment properties and operating businesses, the Company will strive to balance its proportion of debt and equity within its capital structure in accordance with the needs of the continuing business. The Company may, from time to time, issue shares and adjust its spending to manage current and projected proportions as deemed appropriate.

	<b>2023</b>	<b>2022</b>
	\$	\$
Current assets	56,682,081	51,617,254
Current liabilities	<u>(8,534,419)</u>	<u>(15,461,570)</u>
<b>Working capital</b>	<b><u>48,147,662</u></b>	<b><u>36,155,684</u></b>

The method used by the Company to monitor its capital is based on an assessment of the Company's working capital position relative to its projected obligations.

#### 18 Financial risk management

The Board of Directors ensures that management has put appropriate risk management processes in place. Through the Audit Committee, the Board oversees such risk management procedures and controls. Management provides updates to the Audit Committee on a quarterly basis with respect to risk management.

##### Catastrophe risk

The Company has obtained insurance on its Puerto Rico property with a value of \$1,385,665 (note 13) at December 31, 2023.

##### Credit risk

Credit risk is the risk of an unexpected financial loss to the Company if a third party fails to fulfill its performance obligations under the terms of a financial instrument. The Company's credit risk arises principally from the Company's cash and receivables as well as its marketable securities portfolio.

The Company's maximum exposure to credit risk comprises the carrying values of cash, accounts receivable and marketable securities was \$56,214,965 at December 31, 2023.

The Company's exposure to credit risk is managed through risk management policies and procedures with emphasis on the quality of the investment portfolio. The majority of the funds invested are held in reputable Barbadian, American or Canadian banks (note 6).

# **Mongolia Growth Group Ltd.**

## Notes to the Consolidated Financial Statements

### **For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

The Company is exposed to credit risk as an owner of real estate in that tenants may become unable to pay the contracted rents. The Company mitigates this risk by carrying out appropriate credit checks and related due diligence on the significant tenants. The Company's properties are diversified across commercial classes.

#### **Liquidity risk**

Liquidity risk is the risk of having insufficient cash resources to meet financial obligations without raising funds at unfavourable rates or selling assets on a forced basis. Liquidity risk arises from the general business activities and in the course of managing the assets and liabilities. The purpose of liquidity management is to ensure that there is sufficient cash to meet all financial commitments and obligations as they fall due. The liquidity requirements of the Company's business are met primarily by funds generated from operations, liquid investments and income and other returns received on investments. Cash provided from these sources is used primarily for investment property operating expenses.

As at December 31, 2023, the Company does not believe the current maturity profile of the Company lends itself to any material liquidity risk, taking into account the level of cash and marketable securities as at December 31, 2023. All financial assets and liabilities have contractual or expected maturities within 12 months. Due to the short term nature of the Company's financial instruments, there is no material impact due to discounting or the time value of money to disclose.

#### **Equity price risk**

Equity price risk is the risk that the fair value of equity investments and other holdings and equities sold short and derivatives will vary as a result of changes in the market prices of the holdings. All of the Company's equity investments and other holdings and all of the equities sold short and derivatives are based on quoted market prices as at the consolidated statement of financial position date. Changes in the market price of quoted securities and derivatives may be related to a change in the financial outlook of the investee entities or due to the market in general. Where non-monetary financial instruments – for example, equity securities – are traded in currencies other than the Canadian dollar, the price, initially expressed in a foreign currency and then converted into Canadian dollars, will also fluctuate because of changes in foreign exchange rates.

Securities sold short represent obligations of the Company to make future delivery of specific securities and create an obligation to purchase the security at market prices prevailing at the later delivery date. This creates the risk that the Company's ultimate obligation to satisfy the delivery requirements will exceed the amount of the proceeds initially received or the liability recorded in the consolidated financial statements. In addition, the Company has entered into derivative financial instruments which have a notional value greater than their fair value which is recorded in the consolidated financial statements. This information is disclosed in note 7 to these consolidated financial statements.

This creates a risk that the Company could settle these instruments at a value greater or less than the amount that they have been recorded in the consolidated financial statements. The Company's equity investments and other holdings have a downside risk limited to their carrying value, while the risk of equities sold short and derivatives is open-ended. The Company is subject to commercial margin requirements which act as a barrier to the open-ended risks of the equities sold short and derivatives. The Company closely monitors both its equity investments and other holdings and its equities sold short and derivatives.

# Mongolia Growth Group Ltd.

## Notes to the Consolidated Financial Statements

For the years ended December 31, 2023 and 2022

(Expressed in Canadian dollars)

### Currency risk

Currency risk is the risk that the value of monetary financial assets and financial liabilities denominated in foreign currencies will vary as a result of changes in underlying foreign exchange rates. The Company is exposed to currency risk due to potential variations in currencies other than the Canadian dollar.

As at December 31, 2023, the Company had material exposure to foreign currencies. The approximate impact of a 10% fluctuation of the foreign currency against the Canadian dollar are as follows:

	<b>Impact of 10% fluctuation in foreign currency</b>	
	<b>2023</b>	<b>2022</b>
	\$	\$
Mongolian Tögrög	-	1,080,510
US Dollar	651,140	447,292

### Other price risk

Other price risk market fluctuation risk is where fluctuations in the value of equity securities affect the level and timing of recognition of gains and losses on securities held, and cause changes in realized and unrealized gains and losses. The Company's marketable securities are exposed to other price risk. The approximate impact of a fluctuation of 10% in the price of the marketable securities would impact the value of the marketable securities by \$4,643,994 (2022 - \$4,923,751).

Management performs regular re-assessments of tax risk and its position may change in the future as a result of the change in conditions that cannot be anticipated with sufficient certainty at present.

## 19 Related party transactions

Parties are generally considered to be related if the parties are under common control or if one party has the ability to control the other party or can exercise significant influence or joint control over the other party in making financial and operational decisions. In considering each possible related party relationship, attention is directed to the substance of the relationship, not merely the legal form.

Key management personnel of the Company include all directors and executive management, and persons directly related to directors and executive management. The summary of compensation for key management personnel is as follows:

	<b>2023</b>	<b>2022</b>
	<b>\$</b>	<b>\$</b>
Salaries and other short-term employee benefits	604,487	590,924
Salaries to other related parties	80,912	78,040
KEDM production expense and revenue share paid to an entity controlled by the chairman*	1,298,072	-
Director fees	60,000	60,000
	<b>2,043,471</b>	<b>728,964</b>

\*Beginning on January 1, 2023, MGG engaged Praetorian PR LLC (PPR), a Puerto Rican company owned by MGG's Chairman and CEO to produce KEDM. Further details on the fee arrangement can be found in note 9 and the MD&A.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
**For the years ended December 31, 2023 and 2022**

---

(Expressed in Canadian dollars)

As at December 31, 2023, amounts due to related parties totalled approximately \$240,061 (2022 - \$16,446) comprised of fees owed to management and directors, were included in trade payables and accrued liabilities. Salaries to other related parties include the salary of an employee that is related to a director.

**20 Commitments and contingencies**

From time to time and in the normal course of business, claims against the Company may be received. On the basis of management's assessments and professional legal advice, management is of the opinion that no material losses will be incurred and no provision or disclosure has been made in these consolidated financial statements.

The Company indemnifies its directors and officers against any and all claims or losses reasonably incurred in the performance of their service to the Company to the extent permitted by law.

**21 Supplementary cash flow information**

	<b>2023</b>	<b>2022</b>
	<b>\$</b>	<b>\$</b>
Changes in non-working capital arising from		
Unearned Revenue	(369,085)	511,683
Other assets	(31,300)	(205,257)
Net due to / (from) broker	(1,856,660)	(1,778,503)
Trade payables and accrued liabilities	371,422	(341,096)
Income tax payable	817,695	608,364
<b>Changes in non-cash working capital from operating activities</b>	<b>(1,067,928)</b>	<b>(1,204,809)</b>

Income tax paid during the year was \$416,860 (2022 - \$4,975). Interest paid during the year was \$11,694 (2022 - \$22).

**22 Segment information**

The Company's operations are conducted in three reportable segments: Investment Property Operations (discontinued), Corporate, and Subscription Products. The Company reports information about its operating segments based on the way management organizes and reports the segments within the organization for making operating decisions and evaluating performance.

Investment Property Operations consist of commercial and residential investment property in Mongolia held for the purposes of rental revenue, capital appreciation or redevelopment. These properties are managed by Big Sky Capital LLC and its subsidiaries. This segment has been classified as discontinued operations as of December 31, 2023, however, was included in the charts below for information purposes.

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

(Expressed in Canadian dollars)

	<b>2023</b>			
	<b>Investment Property</b>	<b>Corporate</b>	<b>Subscription Products</b>	<b>Total</b>
	\$	\$	\$	\$
Rental income	519,415	103,899	-	623,314
Subscription revenue	-	-	3,213,395	3,213,395
Salaries and wages	(478,263)	(697,635)	-	(1,175,898)
Other expenses	(1,024,489)	(1,483,107)	(1,545,522)	(4,053,118)
Unrealized mark to market gain	-	4,050,104	-	4,050,104
Unrealized gain on digital assets	-	29,313	-	29,313
Depreciation	(6,495)	(79,024)	-	(85,519)
Loss on disposal of investment property	(452,035)	-	-	(452,035)
Gain on disposal of subsidiaries	173,507	-	-	173,507
Interest income	14,162	30,948	-	45,110
Other revenue	23,500	-	-	23,500
Realized gain on marketable securities	-	518,828	-	518,828
Foreign currency gain (loss)	(35,595)	(17,683)	-	(53,278)
<b>Net income (loss) before income taxes</b>	<b>(1,266,293)</b>	<b>2,455,643</b>	<b>1,667,873</b>	<b>2,857,223</b>
	<b>2022</b>			
	<b>Investment Property</b>	<b>Corporate</b>	<b>Subscription Products</b>	<b>Total</b>
	\$	\$	\$	\$
Rental income	798,826	-	-	798,826
Subscription revenue	-	-	3,174,031	3,174,031
Salaries and wages	(354,999)	(896,662)	-	(1,251,661)
Other expenses	(659,526)	(959,328)	(1,063,037)	(2,681,891)
Unrealized mark to market gain	-	1,031,997	-	1,031,997
Unrealized loss on digital assets	-	(98,700)	-	(98,700)
Depreciation	(73,623)	(30,039)	-	(103,662)
Unrealized loss on investment properties	622,186	-	-	622,186
Reversal of impairment of PPE	127,538	-	-	127,538
Loss on disposal of investment property	(146,544)	-	-	(146,544)
Interest income	-	6,813	-	6,813
Other revenue	100,572	-	-	100,572
Realized gain on marketable securities	-	8,792,881	-	8,792,881
Foreign currency gain (loss)	51,820	203,495	-	255,315
<b>Net income before income taxes</b>	<b>466,250</b>	<b>8,050,457</b>	<b>2,110,994</b>	<b>10,627,701</b>

# Mongolia Growth Group Ltd.

## Notes to the Consolidated Financial Statements

For the years ended December 31, 2023 and 2022

(Expressed in Canadian dollars)

Balance as of December 31, 2023	Investment Property \$	Subscription products \$	Corporate \$	Total \$
<b>Total assets</b>	-	-	58,195,061	58,195,061
Property and equipment	-	-	1,512,980	1,512,980
<b>Total liabilities</b>	-	<b>1,126,439</b>	<b>7,407,980</b>	<b>8,534,419</b>

Balance as of December 31, 2022	Investment Property \$	Subscription products \$	Corporate \$	Total \$
<b>Total assets</b>	11,687,152	-	52,870,472	64,557,624
Property and equipment	1,350,730	-	1,453,502	2,804,232
Investment properties	10,086,956	-	-	10,086,956
Expenditures on long-lived assets Property and equipment	-	-	711,813	711,813
<b>Total liabilities</b>	<b>355,394</b>	<b>1,547,154</b>	<b>16,531,544</b>	<b>18,434,092</b>

### Entity Wide Disclosures

The Company has three geographic segments: Canada, the United States of America (“USA”) and Mongolia.

	Revenue		Property and equipment		Investment property	
	2023 \$	2022 \$	2023 \$	2022 \$	2023 \$	2022 \$
Canada	3,213,395	3,160,487	-	-	-	-
USA	103,899	13,544	1,512,980	1,453,502	-	-
Mongolia	542,915	752,854	-	1,350,730	-	10,086,956
	<b>3,860,209</b>	<b>3,926,885</b>	<b>1,512,980</b>	<b>2,804,232</b>	-	<b>10,086,956</b>

**Mongolia Growth Group Ltd.**  
Notes to the Consolidated Financial Statements  
For the years ended December 31, 2023 and 2022

---

(Expressed in Canadian dollars)

**23 Other expenses**

	<b>2023</b>	<b>2022</b>
	\$	\$
Investor relations	29,114	30,981
Investment research expense	212,237	86,745
Repairs and maintenance	14,213	-
Office	132,058	124,944
Professional fees	944,610	549,795
Travel	46,036	120,689
Advertising	58,812	3,172
Land and property tax	400	882
Insurance	50,339	30,261
Utilities	15,443	11,859
Subscription processing fees	99,529	135,707
Subscription product expenses	1,298,057	927,330
Other	127,781	-
	<b>3,028,629</b>	<b>2,022,365</b>

**24 Subsequent events**

Since January 1, 2024, the Company has repurchased 781,300 of its shares at an average price of \$1.51/share and cancelled 886,300 shares.