LEAF MOBILE INC.

Condensed Consolidated Interim Financial Statements

(Unaudited – Presented in Canadian Dollars)

For the Three and Nine Month Periods Ended September 30, 2021 and 2020

LEAF MOBILE INC.
Condensed Consolidated Interim Statement of Financial Position
(Unaudited - Presented in Canadian dollars)
As at September 30, 2021 and December 31, 2020

	Note	2021 *September 30*	2020 *December 31*
ASSETS			
CURRENT			
Cash and cash equivalents	*4*	**$ 11,775,207**	$ 4,416,399
Marketable securities		**-**	5,249,052
Trade and other receivables	*7*	**7,763,389**	12,731,190
Government assistance receivable	*8*	**388,394**	2,005,998
Prepaid expenses and deposits	*9*	**3,131,032**	627,445
		23,058,022	25,030,084
PROPERTY AND EQUIPMENT	*10*	**761,443**	646,948
INTANGIBLE ASSETS	*11*	**19,460,000**	-
GOODWILL	*4*	**30,952,496**	-
LONG TERM INVESTMENTS	*12*	**3,600,000**	8,121,397
PREPAID EXPENSES AND DEPOSITS	*9*	**1,570,117**	1,531,958
		$ 79,402,078	$ 35,330,387
LIABILITIES			
CURRENT			
Trade and other payables	*15*	**$ 9,815,342**	$ 4,277,777
Income taxes payable		**1,212,670**	3,762,790
Current portion of contingent liabilities	*4*	**19,749,544**	-
Current portion of lease obligation	*16*	**177,771**	174,390
		30,955,327	8,214,957
LEASE OBLIGATION	*16*	**-**	131,201
CONTINGENT LIABILITIES	*4*	**18,786,412**	-
DEFERRED INCOME TAXES	*17*	**5,229,673**	1,336,703
		$ 54,971,412	$ 9,682,861
SHAREHOLDERS' EQUITY			
Share capital	*18*	**74,651,854**	2,104,861
Contributed surplus	*19*	**1,624,596**	1,312,366
Retained earnings (Deficit)		**(51,845,784)**	22,230,299
		24,430,666	25,647,526
		$ 79,402,078	$ 35,330,387
COMMITMENTS AND CONTINGENCIES	*23*		

APPROVED ON BEHALF OF THE BOARD

"Derek Lew" *Director* *"Mike Edwards"* *Director*

LEAF MOBILE INC.
Condensed Consolidated Interim Statement of Income (Loss)
and Comprehensive Income (Loss)
(Unaudited - Presented in Canadian dollars)
For the Three and Nine Month Periods Ended Setember 30, 2021 and 2020

	Note	**2021** ***September 30*** ***(three month)***	2020 *September 30* *(three month)*	**2021** ***September 30*** ***(nine month)***	2020 *September 30* *(nine month)*
REVENUE					
Gaming	*22*	**$ 13,811,648**	$ 15,822,250	**$ 48,665,550**	$ 41,728,591
Advertising		**5,223,753**	2,517,634	**15,913,636**	7,157,174
		19,035,401	18,339,884	**64,579,186**	48,885,765
COST OF SALES		**6,870,726**	4,598,114	**23,364,968**	15,961,526
GROSS PROFIT		**12,164,675**	13,741,770	**41,214,218**	32,924,239
EXPENSES					
Research and development	*8*	**2,597,908**	2,770,998	**8,438,714**	9,253,170
Sales and marketing		**6,253,279**	7,244,106	**20,460,839**	15,773,771
General and administrative		**2,694,281**	363,136	**9,604,205**	2,969,788
Transaction expenses	*4*	**213,040**	-	**1,591,230**	-
Depreciation of property and equipment and right-of use assets		**93,991**	71,353	**260,315**	205,655
Depreciation of intangible assets		**1,556,250**	-	**4,150,000**	-
		13,408,749	10,449,593	**44,505,303**	28,202,384
INCOME (LOSS) BEFORE OTHER INCOME (EXPENSES) AND INCOME TAXES		**$ (1,244,074)**	$ 3,292,177	**$ (3,291,085)**	$ 4,721,855
OTHER INCOME (EXPENSES)					
Gain on long term investment and disposal of subsidiary	*12*	**-**	-	**4,953,463**	9,597,771
Investment income		**86,310**	552,637	**284,760**	252,827
Gain (loss) on foreign exchange		**52,888**	(419,266)	**(553,671)**	(107,351)
Accretion expense		**(482,578)**	-	**(1,230,925)**	-
Gain on disposal of property and equipment		**-**	2,900	**-**	5,015
		(343,380)	136,271	**3,453,627**	9,748,262
INCOME (LOSS) BEFORE INCOME TAXES		**$ (1,587,454)**	$ 3,428,448	**$ 162,542**	$ 14,470,117
INCOME TAXES					
Current		**272,314**	960,490	**3,239,952**	2,805,235
Deferred	*17*	**(414,762)**	(92,218)	**(1,998,254)**	1,018,527
		(142,448)	868,272	**1,241,698**	3,823,762
NET AND COMPREHENSIVE INCOME (LOSS) FOR THE PERIOD		**$ (1,445,007)**	$ 2,560,176	**$ (1,079,156)**	$ 10,646,355
BASIC AND DILUTED NET INCOME (LOSS) PER COMMON SHARE		**$ (0.02)**	$ 0.06	**$ (0.01)**	$ 0.26
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING		**76,585,406**	41,687,890	**72,406,253**	41,572,565

LEAF MOBILE INC.
Condensed Consolidated Interim Statement of Changes in Equity
(Unaudited - Presented in Canadian dollars)
For the Nine Month Period Ended September 30, 2021 and 2020

	Note	Number of shares	Share capital	Contributed surplus	Retained earnings (Deficit)	**Total equity**
As at January 1, 2020		41,455,959	$ 375,666	1,195,419	$ 10,152,870	**$ 11,723,955**
Share issuance		4,410,996	964,618	-	$ -	**964,618**
Share exchange and redemption		(2,129,784)	(310,153)		$ (1,439,012)	**(1,749,165)**
Stock based compensation		-	-	515,382	-	**515,382**
Comprehensive income for the period		-	-	-	10,646,355	**10,646,355**
Dividends paid		-	-	-	(1,277,029)	**(1,277,029)**
As at September 30, 2021		43,737,171	$ 1,030,131	$ 1,710,801	$ 18,083,184	**$ 20,824,116**
As at January 1, 2021		44,444,444	$ 2,104,861	$ 1,312,366	$ 22,230,299	**$ 25,647,526**
Adjustment to the issued common shares of the legal parent at the time of the reverse takeover	*4*	31,566,347	71,024,281	-	-	**71,024,281**
Fair value of stock options from reverse takeover	*4*	-	-	55,000	-	**55,000**
Shares issued for advisory fees for reverse takeover	*18*	426,883	960,486	-	-	**960,486**
Stock option exchange		-	-	(1,255,349)	-	**(1,255,349)**
Stock option exercised		147,872	515,908	(195,727)	-	**320,181**
Warrants exercised		23,867	46,318	(14,490)	-	**31,828**
Stock based compensation	*19*	-	-	1,722,796	-	**1,722,796**
Distribution to shareholders on Reverse Takeover	*4*	-	-	-	(57,733,545)	**(57,733,545)**
Cash dividends paid prior to Reverse Takeover		-	-	-	(6,300,000)	**(6,300,000)**
Non-cash dividends paid prior to Reverse Takeover	*12, 21*	-	-	-	(9,178,619)	**(9,178,619)**
Refundable taxes paid		-	-	-	(1,818,171)	**(1,818,171)**
Refundable taxes recovered		-	-	-	2,033,408	**2,033,408**
Comprehensive loss for the period		-	-	-	(1,079,156)	**(1,079,156)**
As at September 30, 2021		76,609,413	$ 74,651,854	$ 1,624,596	$ (51,845,784)	**$ 24,430,666**

LEAF MOBILE INC.
Condensed Consolidated Interim Statement of Cash Flow
(Unaudited - Presented in Canadian dollars)
For the Nine Month Period Ended September 30, 2021 and 2020

	Note	**2021** ***September 30***	2020 *September 30*
OPERATING ACTIVITIES			
Net and comprehensive income (loss)		**$ (1,079,156)**	$ 10,646,355
Items not affecting cash:			
Depreciation of property and equipment and right-of-use asset		**260,315**	205,655
Depreciation of intangible assets		**4,150,000**	-
Deferred income tax expense (recovery)		**(1,998,254)**	1,018,526
Share based payments		**1,038,486**	-
Gain on disposal of marketable securities		**(284,760)**	-
Gain on long term investments		**(4,895,791)**	-
Gain on disposal of subsidiary		**-**	(9,597,771)
Unrealized loss on marketable securities		**-**	92,969
Accretion expense on contingent liabilities		**1,230,925**	-
Stock based compensation		**3,628,014**	515,382
Changes in non-cash working capital			
Trade and other receivables		**3,581,342**	(4,049,891)
Government assistance receivable		**1,752,040**	(499,326)
Prepaid expenses		**(2,404,199)**	1,164,312
Change in deferred charges		**(38,159)**	120,600
Trade and other payables		**(303,150)**	3,660,938
Income taxes payable		**(2,550,120)**	1,779,563
Cash flow from operating activities		**$ 2,087,533**	$ 5,057,312
INVESTING ACTIVITIES			
Purchase and net proceeds from disposal of marketable securities		**5,533,812**	(1,429,549)
Purchase of equipment		**(285,710)**	(58,108)
Addition to long term investment		**(238,528)**	-
Cash flow from investing activities		**$ 5,009,574**	$ (1,487,657)
FINANCING ACTIVITIES			
Cash acquired from Reverse Takeover		**4,422,540**	-
Cash consideration paid on Reverse Takeover		**(19,328,515)**	-
Cash dividends paid prior to Reverse Takeover		**(6,300,000)**	-
Proceeds from subscription offering		**21,028,250**	-
Stock options exercised		**320,181**	964,618
Dividends paid		**-**	(1,277,029)
Share Redemption		**-**	(1,749,165)
Warrants exercised		**31,828**	-
Refundable taxes paid		**(1,818,171)**	-
Refundable taxes recovered		**2,033,408**	-
Repayment of lease obligation		**(127,820)**	(109,262)
Cash flow from (used in) financing activities		**$ 261,701**	$ (2,170,838)
INCREASE IN CASH		**$ 7,358,808**	$ 1,398,817
Cash - beginning of period		**4,416,399**	2,030,226
CASH - END OF PERIOD		**$ 11,775,207**	$ 3,429,043
Supplemental cash flow information	*21*		

1. NATURE AND CONTINUANCE OF OPERATIONS

Leaf Mobile Inc. (the "Company", "Leaf") was incorporated provincially under the Business Corporations Act of British Columbia on November 29, 2018. The head office of the Company is Suite 909 - 510 Burrard Street, Vancouver, British Columbia, V6C 3A8.

Eastside Games Inc. (“ESG”) and LDRLY (Technologies) Inc. ("LDRLY"), wholly owned subsidiaries of the Company, are mobile game developers and publishers, specialising in free-to-play casual mobile games. ESG and LDRLY generate in-app purchases revenue from the sale of in game virtual items that enhance the game-playing experience, and through advertising.

On February 5, 2021, the Company received approval from the Toronto Stock Exchange (“TSX”) and the TSX Venture Exchange ("TSX-V") to close its acquisition by ESG. On February 10, 2021, the Company resumed trading on the TSX under the symbol "LEAF". Refer to Note 4 for details of the acquisition of ESG, which is being accounted for as a reverse takeover.

On March 11, 2020, the World Health Organization characterized the outbreak of a disease caused by a strain of a novel coronavirus ("COVID-19"), as a pandemic. This has resulted in a series of public health and emergency measures that have been put in place to combat the spread of the virus. These events are resulting in a challenging economic climate in which it is difficult to reliably estimate the length or severity of these developments and their financial impact. The direct and indirect impact to the Company has been considered in management’s judgments, estimates and uncertainties at period-end. Although management has determined that no significant revisions to such estimates, judgments or assumptions were required at period-end, there could be a further prospective material impact in future periods to the extent that the negative impacts from SARS-CoV-2 continue or worsen. To date, the Company has taken steps to protect its employees during this time including having them work from home since March 2020, without any material disruption to the Company’s day-to-day operations to date. The Company is monitoring developments of the SARS-CoV-2 outbreak and will adapt its business plans accordingly.

These condensed consolidated interim financial statements have been prepared on a going-concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of operations as they come due. The Company's ability to continue as a going concern is dependent upon its ability to generate profits and positive cash flows from operations to successfully integrate acquisitions and to fund the development, launch and growth of new games. For the nine months ended September 30, 2021, the Company had positive cash flows from operating activities of $2,087,533 (December 31, 2020 - $5,057,312).

Management believes that the repayment of its liabilities including the current portion of contingent liabilities will be met out of Company’s cash, positive operating cash flows and credit facilities available as disclosed in Note 14. Based on these factors, management has a reasonable expectation that the Company has and will have adequate resources to continue in operational existence for the foreseeable future.

2. BASIS OF PRESENTATION

Statement of compliance

The condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standards ("IAS") 34, Interim Financial Reporting, using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

These condensed consolidated interim financial statements should be read in conjunction with the audited consolidated financial statements of Leaf and ESG for the years ended December 31, 2020 and 2019, which have been prepared in accordance with IFRS as issued by the IASB. The accounting policies followed in these condensed consolidated interim financial statements are consistent with those applied in the Company's financial statements for the years ended December 31, 2020 and 2019. The disclosures which follow do not include all disclosures required for the annual financial statements.

The condensed consolidated interim financial statements were authorized for issue by the Board of Directors on November 15, 2021.

Basis of measurement

The condensed consolidated interim financial statements have been prepared on an accrual basis and are based on historical costs. The condensed consolidated interim financial statements are presented in Canadian dollars unless otherwise noted, which is the Company's functional currency.

Basis of consolidation

The condensed consolidated interim financial statements include the accounts of the Company and its wholly owned subsidiaries, Eastside Games Inc. (“ESG”), 1182533 B.C. Ltd. ("118Co"), LDRLY (Technologies) Inc. ("LDRLY") and Keh Kaw Games Inc. (“KKG”), all companies incorporated in British Columbia. The subsidiaries are entities over which the Company is able, directly or indirectly, to control financial operating policies, which is the authority usually connected with holding majority voting rights. The results of operations of the subsidiaries are included in the condensed consolidated interim financial statements from the respective dates of acquisition or incorporation. All intercompany balances and transactions have been eliminated.

Comparative balances

The transaction as stated in Note 4 constituted a reverse takeover of Leaf by ESG. Accordingly, the condensed consolidated interim financial statements are a continuation of the financial statements of ESG. All prior period comparative amounts are those of ESG and the current year period includes the financial results of Leaf / LDRLY (the “acquiree”) from February 5, 2021. The prior period share and stock option amounts for ESG were retrospectively restated to reflect the share exchange ratio in the merger between LEAF and ESG which was 9.48.

On August 16, 2021, the Company completed a 10-for-1 share consolidation. The share consolidation has been reflected in the retrospectively restated Statements of Shareholders’ Equity and in the notes to the financial statements.

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2. BASIS OF PRESENTATION *(continued)*

Significant Judgments and estimates

The preparation of condensed consolidated interim financial statements in conformity with IFRS requires management to make estimates, assumptions and judgments that affect the application of policies and reported amounts of assets and liabilities and disclosures of assets and liabilities at the date of the condensed consolidated interim financial statements, along with reported amounts of expenses and net losses during the period. Actual results may differ from these estimates, and as such, estimates and underlying assumptions are reviewed on an ongoing basis. Revisions are recognized in the period in which the estimates are revised and in any future periods affected. Significant assumptions about the future and other sources of estimation uncertainty that management has made at the balance sheet reporting date that could result in a material adjustment to the carrying value of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

(a) Identification and valuation of intangible assets acquired in business combinations

In a business combination, all identifiable assets, liabilities and contingent liabilities acquired are recorded at their fair values. One of the most significant estimates relates to the determination of the fair value of intangible assets. For any intangible asset identified, depending on the type of intangible asset and the complexity of determining its fair value, management with assistance from an independent valuation expert develops the fair value using appropriate valuation techniques which are based on a forecast of the total expected future net cash flows. In determining the fair value of the intangible assets at the acquisition date, the Company's significant assumptions include the future net cash flows, royalty rates, attrition rates and in the discount rate applied.

Certain fair values may be estimated at the acquisition date pending confirmation or completion of the valuation process. Where provisional values are used in accounting for a business combination, they may be adjusted retrospectively in subsequent periods. However, the measurement period will last for one year from the acquisition date.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

These condensed consolidated interim financial statements have been prepared following the same accounting policies used in the preparation of the audited consolidated financial statements of the Company and ESG for the years ended December 31, 2020 and 2019.

4. ACQUISITION OF EAST SIDE GAMES INC.

Prior to the acquisition of ESG, on January 22, 2021, the Company received all necessary approvals from the TSX, the TSX-V and all security commissions in each of the Provinces of Canada (except Quebec), and filed its short form prospectus with respect to its public offering of Subscription Receipts and acquisition of ESG. The offering consisted of 8,888,888 Subscription Receipts at a price of $2.25 per Subscription Receipt, for gross proceeds of $20,000,000, and an over-allotment option for an additional 1,333,333 Subscription Receipts at a price of $2.25 per Subscription Receipt, for additional gross proceeds of $3,000,000.

The Company completed its offering on February 4, 2021, including the over-allotment, for aggregate gross proceeds of $23,000,000. The Company paid $1,971,750 in cash and issued 613,333 broker warrants exercisable into Leaf shares at $2.25 per share, in share issuance costs.

On February 5, 2021, the Company acquired all issued and outstanding shares of ESG, such that ESG is now a wholly owned subsidiary, for the following consideration:

- Cash consideration of $10,000,000, plus a working capital adjustment of $10,428,514, with $1,100,000 being held in escrow for a period of 12 months;
- Share consideration of 44,444,444 Leaf shares; and
- $40,000,000 in contingent consideration, with a present value of $37,305,031, upon the Company reaching certain milestones. At the option of the vendors, the contingent consideration will be paid fully in cash or up to a maximum of 50% in Leaf common shares at a set price of $2.25 per share. The contingent consideration becomes payable based on the following:
    - $20,000,000 if Leaf achieves $100,000,000 in gross revenue in the first 12 months following transaction close date; and
    - $20,000,000 if Leaf achieves $150,000,000 in gross revenue in the second 12 months following transaction close date. The Company estimates that the contingent consideration will be paid and has accrued the present value of the expected payments as contingent liabilities. However, if the above targets are not achieved no additional payments will be made to the vendors.

The cash consideration, working capital adjustment and estimated contingent consideration totalling $57,733,545 are payments from Leaf to its shareholders and have been included as part of dividends and distributions to shareholders in the condensed consolidated interim statement of changes in equity.

As a result of the shares issued to shareholders of ESG, ESG shareholders owned 58% of the combined Company. As such, despite being the legal subsidiary, ESG was identified as the accounting acquiror and LEAF was identified as the legal parent and the accounting acquiree. As ESG was deemed to be the acquirer for accounting purposes, its assets, liabilities, and operations since incorporation are included in the condensed consolidated interim financial statements at their historical carrying values. Leaf's results of operations have been included from the date of the transaction. The legal capital continues to be that of Leaf, the legal parent.

As at September 30, 2021, cash of $1,100,000 remains held in escrow pursuant to the share purchase agreement. This restricted amount is included in the total cash and cash equivalents and trade and other payables on the statement of financial position.

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4. ACQUISITION OF EAST SIDE GAMES INC. *(continued)*

Transaction costs for the reverse acquisition were $1,210,375 and were expensed during the nine months ended September 30, 2021 (September 30, 2020 – nil). No such costs were incurred in the three months ended September 30, 2021 and 2020.

The purchase price allocation based on the reverse takeover accounting is summarized as follows:

Consideration	
31,566,347 Leaf shares at a price of $2.25 per share	$ 71,024,281
44,000 stock options	55,000
	$ 71,079,281
Net assets acquired	
Cash	$ 4,422,540
Trade and other receivables	6,091,431
Subscription proceeds receivable	21,028,250
Government assistance receivable	134,436
Prepaid expenses and deposits	99,388
Property and equipment	89,100
Trade and other payables	(9,457,136)
Deferred income taxes	(5,891,224)
Brand	7,130,000
Developed game technology	11,470,000
Customer relationships	5,010,000
Goodwill	30,952,496
	$ 71,079,281

5. BUSINESS COMBINATION DISCLOSURES

IFRS 3, Business combinations, applies to the reverse acquisition of Leaf Mobile Inc. by Eastside Games Inc. on February 5, 2021. In order to evaluate the nature and financial effect of this business combination, the following information has been provided:

Leaf Mobile Inc. Statement of Loss for period from February 5, 2021 to September 30, 2021

The amount of revenue and net loss of Leaf Mobile Inc. subsequent to February 5, 2021 included in the condensed consolidated interim statement of income (loss) and comprehensive income (loss) for the reporting period is as follows:

Revenue	$ 30,291,789
Net loss	$ 5,724.475

Leaf Mobile Inc. Statement of Loss for the nine month period ended September 30, 2021

The amount of revenue and net loss of Leaf Mobile Inc. had the acquisition occurred on January 1, 2021 is as follows:

Revenue	$ 36,094,977
Net loss	$ 6,968,421

The amount of revenue and net loss of Leaf Mobile Inc. on a combined basis had the acquisition occurred on January 1, 2021 is as follows:

Combined Revenue	$ 66,842,455
Combined Net loss	$ 2,323,102

6. FINANCIAL INSTRUMENTS

Categories of financial assets and financial liabilities

Financial instruments are classified into one of the following three categories: fair value through profit or loss ("FVTPL"); fair value through other comprehensive income ("FVOCI"); and amortized cost. The carrying values of the Company's financial instruments are classified into the following categories:

Financial Instrument	Category	September 30, 2021	December 31, 2020
Cash and cash equivalents	Amortized Cost	11,775,207	4,416,399
Marketable securities	FVTPL	-	5,249,052
Trade and other receivables	Amortized Cost	7,763,389	12,731,190
Trade and other payables	Amortized Cost	9,815,343	4,277,777
Contingent liabilities	Amortized Cost	38,535,956	-

Fair value

IFRS 13 establishes a fair value hierarchy for financial instruments measured at fair value that reflects the significance of inputs in making fair value measurements as follows:

Level 1 - applied to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities.

Level 2 - applies to assets or liabilities for which there are inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly such as quoted prices for similar assets or liabilities in active markets or indirectly such as quoted prices for identical assets or liabilities in markets with insufficient volume or infrequent transactions.

Level 3 - applies to assets or liabilities for which there are unobservable market data.

The carrying values of trade and other receivables, trade and other payables, and contingent liabilities approximates their fair value due to their short-term nature. The Company's fair value of cash under fair value hierarchy are measured using Level 1 inputs.

Credit risk

Credit risk arises from the potential that a counter party will fail to perform its obligations. The Company's main exposure to credit risk relates to its trade receivables. The credit risk is minimal since the majority of the Company's receivables come from large corporations who pay the Company advertising and gaming revenue. There is no bad debt expense in the current or prior periods and in the opinion of management, none of the amounts comprising this balance were considered impaired. As at September 30, 2021, 90% (December 31, 2020 - 64%) of the Company's trade receivables was concentrated to three major Digital Storefronts and advertisers. The Company has not had any problems with payment from these Digital Storefronts and advertisers and as such management is of the opinion that any concentration of credit risk is minimal.

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6. FINANCIAL INSTRUMENTS *(continued)*

Liquidity risk

Liquidity risk is the risk that the Company will not have the resources to meet its obligations as they fall due. The Company manages this risk by closely monitoring cash forecasts and managing resources to ensure that it will have sufficient liquidity to meet its obligations.

Currency risk

Currency risk is the risk to the Company's earnings that arise from fluctuations of foreign exchange rates and the degree of volatility of these rates. The Company is exposed to foreign currency exchange risk on cash, trade and other receivables, and trade and other payables held primarily in U.S. dollars. The Company does not use derivative instruments to reduce its exposure to foreign currency risk.

At September 30, 2021, 1 Canadian Dollar was equal to $0.7892 US Dollar (December 31, 2020 - $0.7854).

	September 30, 2021		**December 31, 2020**	
	US Dollar	CDN Equivalent	US Dollar	CDN Equivalent
Cash	4,605,258	5,835,323	1,536,544	1,956,384
Marketable securities	-	-	2,260,201	2,877,771
Trade and other receivables	4,380,026	5,549,932	2,941,181	3,744,819
Trade and other payables	(2,130,452)	(2,699,495)	(1,123,091)	(1,429,961)

Based on the net exposures as of September 30, 2021 and assuming that all other variables remain constant, a 10% fluctuation on the Canadian Dollar against the US Dollar would result in a change to the Company's net income by approximately $685,483 (December 31, 2020 - $561,484).

7. TRADE AND OTHER RECEIVABLES

	2021 ***September 30***	2020 *December 31*
Trade receivable	**$ 6,923,703**	$ 5,260,385
Trade receivable from related party	**-**	7,470,805
Goods and services tax recoverable	**$ 839,685**	-
	$ 7,763,389	$ 12,731,190

The amounts due from related party (LDRLY) at December 31, 2020 are unsecured, non-interest bearing and due on demand with no set repayment terms.

8. GOVERNMENT ASSISTANCE

Included in research and development expenses are tax credits from various government assistance programs. The Company claims investment tax credits ("ITC") from the eligible scientific research and experimental development ("SR&ED") expenditures incurred during the year and British Columbia Interactive Digital Media Tax Credits ("BC IDMTC"). As at September 30, 2021, the Company has an amount receivable from these government assistance programs of $388,394 (December 31, 2020 - $2,005,998).

During the period, the Company claimed SR&ED ITC of $101,622 (2020 - $Nil) and BC IDMTC of $152,336 (2020 - $Nil), which are offset against research and development expenses.

9. PREPAID EXPENSES AND DEPOSITS

The Company has entered into agreements with several external studios in an effort to develop new video games. Included in prepaid expenses and deposits are amounts paid to external studios in advance related to development and royalty costs of the games under development. The Company is also committed to pay royalties over and above prepaid minimum guarantees on these games in the future based on a percentage of sales less certain eligible costs.

	2021 ***September 30***	2020 *December 31*
Prepaid royalties - current	**$ 2,556,776**	$ 233,543
Other prepaid expenses	**538,299**	359,058
Security deposits	**35,957**	34,844
Prepaid expenses and deposits	**$ 3,131,032**	$ 627,445
Prepaid royalties - non-current	**1,570,117**	1,531,958
	$ 4,701,150	$ 2,159,403

10. PROPERTY AND EQUIPMENT

	Computer equipment	Furniture and Fixture	Leasehold Improvement	Right-of-use asset	Total
Cost					
Balance at January 1, 2020	$ 616,382	$ 227,561	$ 62,576	$ 581,874	**$ 1,488,393**
Additions	114,244	8,961	-	-	**123,205**
Disposals	-	-	-	-	**-**
Balance at December 31, 2020	$ 730,626	$ 236,522	$ 62,576	$ 581,874	**$ 1,611,598**
Additions	355,705	19,105	-	-	**374,810**
Disposals	-	-	-	-	**-**
Balance at September 30, 2021	$ 1,086,331	$ 255,627	$ 62,576	$ 581,874	**$ 1,986,408**
Accumulated depreciation					
Balance at January 1, 2020	$ 364,976	$ 78,391	$ 62,576	$ 158,693	**$ 664,636**
Depreciation for the year	109,695	31,626	-	158,693	**300,014**
Disposals	-	-	-	-	**-**
Balance at December 31, 2020	$ 474,671	$ 110,017	$ 62,576	$ 317,386	**$ 964,650**
Depreciation for the period	117,997	23,299	-	119,019	**260,315**
Disposals	-	-	-	-	**-**
Balance at September 30, 2021	$ 592,668	$ 133,316	$ 62,576	$ 436,405	**$ 1,224,965**
Carrying value					
At December 31, 2020	$ 255,955	$ 126,505	$ -	$ 264,488	**$ 646,948**
At September 30, 2021	$ 493,662	$ 122,311	$ -	$ 145,469	**$ 761,442**

11. INTANGIBLE ASSETS

	Brand	Developed Game Technologies	Customer relationships	Total
Cost				
Balance at January 1, 2021	$ -	$ -	$ -	**$ -**
Additions	7,130,000	11,470,000	5,010,000	**23,610,000**
Disposals	-	-	-	**-**
Balance at September 30, 2021	$ 7,130,000	$ 11,470,000	$ 5,010,000	**$ 23,610,000**
Accumulated depreciation				
Balance at January 1, 2021	$ -	$ -	$ -	**$ -**
Depreciation for the period	950,667	1,529,333	1,670,000	**4,150,000**
Disposals	-	-	-	**-**
Balance at September 30, 2021	$ 950,667	$ 1,529,333	$ 1,670,000	**$ 4,150,000**
Carrying value				
At December 31, 2020	$ -	$ -	$ -	**$ -**
At September 30, 2021	$ 6,179,333	$ 9,940,667	$ 3,340,000	**$ 19,460,000**

12. LONG TERM INVESTMENTS

	2021	2020
	September 30	*December 31*
Leaf Mobile (i)	$ -	$ 7,521,397
Creative Labs Limited Partnership (ii)	500,000	500,000
Night Garden Studio Inc. (iii)	100,000	100,000
Truly Social Games Inc. (iv)	3,000,000	-
	$ 3,600,000	$ 8,121,397

i. The 5,518,750 Leaf shares were adjusted to their fair value and distributed to option holders and shareholders of ESG upon the reverse acquisition of Leaf and a gain of $4,895,791 was recognized and a stock based charge of $1,905,217 was recorded in general and administrative expenses for this stock option exchange.

ii. The Company entered into a subscription agreement Creative Labs L.P. on December 5, 2016 and committed to subscribe for 500,000 units of the partnership and enter the partnership as a limited partner. As at September 30, 2021, 500,000 (December 31, 2020 – 500,000) of the committed units have been funded.

iii. The Company entered into a Share Purchase Agreement with Night Garden Studio Inc. ("Night Garden") on November 15, 2020 to purchase 37,500 common shares of Night Garden for a purchase price of $100,000. This transaction has resulted in 25% ownership in Night Garden and has been accounted for using the equity method.

iv. The Company entered into a Definitive Agreement to acquire Truly Social Games Inc. ("TSG") on June 22, 2021. The Company initially acquired 20% of TSG in July 2021 in exchange for an initial investment of up to $3,000,000 which will be used by TSG to develop new game titles. The Company is committed to increasing its ownership position if certain performance targets are met. The remaining 80% ownership position would be purchased for $19,000,000, to be paid in LEAF shares on the achievement of defined revenue targets by June 2024. The Company is also committed to a $15,000,000 payment to TSG, also in LEAF shares, on the achievement of TSG achieving defined revenue targets by June 2027. Of the $3 million initial investment, $238,528 has been funded as of September 30, 2021. The remaining $2,761,472 is accrued in trade and other payables.

13. DISPOSAL OF SUBSIDIARY

On October 29, 2019 ESG entered into a share purchase agreement (the "SPA"), which completed on April 17, 2020, with 1182533 B.C. Ltd. (the "Purchaser") to sell its interest in LDRLY (Technologies) Inc. ("LDRLY") to LEAF for an aggregate selling price as follows:

- cash consideration of $1,250,000 (received on February 14, 2019); and
- share consideration of 5,518,750 common shares to the Company with a fair value of $1.60 per share for a total share consideration of $8,830,000.

The gain on sale of LDRLY is calculated as follows:

Consideration received		
Cash	**$**	**1,250,000**
Share consideration		**8,830,000**
		10,080,000
Net assets disposed of		**(482,229)**
Gain of sale of subsidiary	**$**	**9,597,771**

14. BANK INDEBTEDNESS

The Company has an authorized $13,500,000 operating line of credit, bearing interest up to 5%. No amounts have been drawn as at September 30, 2021.

15. TRADE AND OTHER PAYABLES

	2021 ***September 30***	2020 *December 31*
Trade payables	**$ 9,187,226**	$ 3,941,678
Wages and vacation payable	**628,116**	154,386
Goods and services tax payable	**-**	181,713
	$ 9,815,342	$ 4,277,777

16. LEASE OBLIGATION

The lease obligation has been measured by discounting future lease payments using the Company's incremental borrowing rate at January 1, 2020. The weighted-average rate applied is 12%. Rates implicit in the leases were not readily determinable. Interest expense on lease obligations for the nine month period ended September 30, 2021 was $22,495 (December 31, 2020 - $46,625) and is included in general and administrative expenses.

	2021 ***September 30***	2020 *December 31*
Opening balance	**$ 305,591**	$ 454,821
Lease payments, net of interest recognized	**(127,820)**	(149,230)
	177,771	305,591
Current portion of lease obligation	**177,771**	174,390
	$ -	$ 131,201

17. DEFERRED INCOME TAXES

The following components of deferred income taxes are calculated based on a current period enacted rate of 27% (December 31, 2020 - 27%). The change in deferred income taxes is $1,998,254 (2020 - $1,018,527) and is represented as a deferred income tax recovery on the condensed consolidated interim statement of income (loss) and comprehensive income (loss). The deferred income tax assets and liabilities recognized as at September 30, 2021 are as follows:

	2021 ***September 30***	2020 *December 31*
Marketable securities	**$ -**	$ (74,855)
Long term investments	**-**	(895,436)
Property and equipment	**48,305**	92,490
Right-of-use assets and lease obligations	**8,722**	11,098
Intangible assets	**(5,254,200)**	-
Loss carryforwards	**36,070**	-
Government tax credits	**(68,570)**	(470,000)
	$ (5,229,673)	$ (1,336,703)

18. SHARE CAPITAL

Authorized:

Unlimited common shares of Leaf without par value

Share transactions during the period

On August 16, 2021, the Company completed a 10-for-1 share consolidation. All share, option and warrant amounts in these financial statements have been retrospectively restated.

For the nine month period ended September 30, 2021, the Company had the following transactions:

- As part of the reverse takeover ("RTO") as described in Note 4, an increase of $71,024,281 to share capital was recorded as consideration for the issued and outstanding Leaf shares immediately prior to the RTO transaction.
- As part of the RTO transaction, the Company issued 426,882 shares as advisory fees, valued at $960,486.
- During the period, 23,867 warrants were exercised and 147,872 options were exercised.

Escrow shares

The Company is subject to various regulatory escrow agreements. At September 30 2021, 10,745,187 shares were held in escrow with various release dates through April 2023. In connection with the graduation to the TSX, the Company qualifies as a Tier 1 issuer and has made application to be designated as such which automatically adjusts the escrow release schedule. As disclosed on October 15, 2021, the Company announced amendments to the releases of its common shares from escrow entered into by LEAF with respect to its IPO and Qualifying Transaction due to the graduation of the Company to a Tier 1 Issuer. Under the Tier 1 release schedule, the remaining common shares were released from escrow on October 18, 2021.

Former ESG shareholders have agreed that 48,985,416 shares are subject to lock-up with one third coming out of lock-up on each of February 5, 2022, February 5, 2023 and February 5, 2024.

19. STOCK OPTIONS AND WARRANTS

Stock options

The Company has adopted an incentive stock option plan (the "Option Plan") which provides that the board of directors of the Company may from time to time, in its discretion, grant to directors, officers, employees and consultants non-transferable options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares at the time of the grant. Under the Option Plan, options are required to have an exercise price not less than the closing market price of the Company's shares prevailing on the day that the option is granted less applicable discount, if any, permitted by the policies of the Exchange. Pursuant to the Option Plan, the board of directors of the Company may from time to time authorize the issue of options to directors, officers, employees and consultants of the Company and its subsidiaries or employees of companies providing management or consulting services to the Company or its subsidiaries. The number of shares which may be reserved for issuance to any one individual may not exceed 5% of the issued shares on a yearly basis or an aggregate maximum of 2% if the optionee is engaged in investor relations activities or if the optionee is a consultant, no more than 2% per consultant.

Details of the stock options, reflecting ESG options in 2020 updated for the share exchange ratio of 9.48 on reverse takeover and the 10-for-1 share consolidation, are as follows:

	Number	**Weighted Average Exercise Price 2021**	Number	Weighted Average Exercise Price 2020
		September 30		*December 31*
Outstanding at beginning of period	**2,372,351**	**$ 0.80**	7,735,218	$ 0.40
Previously issued from legal parent	**680,568**	**2.50**	-	-
Granted	**2,459,302**	**2.30**	408,625	1.20
Exercised	**(147,872)**	**1.30**	(4,996,658)	0.30
Exchanged	**(2,372,351)**	**0.80**	-	-
Forfeited	**(601)**	**2.50**	(774,834)	0.80
Outstanding at end of period	**2,991,397**	**$ 2.40**	2,372,351	$ 0.80

(continues)

19. STOCK OPTIONS AND WARRANTS *(continued)*

The Company applies the fair value method using the Black Scholes option pricing model in accounting for its stock options granted. The following inputs were used:

- The risk-free interest rate ranges from 0.36% - 0.48%.
- The expected life of the options ranges from 5 – 10 years.
- The expected volatility is 67.5%.
- The expected forfeiture rate is 4%.
- The expected dividends yield is 0%.

Option pricing models require the use of estimates and assumptions including the expected volatility. Changes in the underlying assumptions can materially affect the fair value estimates and, therefore, existing models do not necessarily provide a reliable measure of the fair value of the Company's share options. Volatility was estimated based on comparable public companies given the lack of historical data for the Company.

Accordingly, during the three and nine month periods, the Company recognized stock-based compensation expense of $463,204 and $1,722,796, respectively (2020 - $31,488 and $515,382, respectively).

The weighted average fair value of all share options granted, using the Black Scholes option pricing model, during the period was $1.20 per option (2020 - $1.20). The weighted average remaining contractual life of outstanding share options at September 30, 2021 was 4.24 years (2020 – 0.80 years).

(continues)

19. STOCK OPTIONS AND WARRANTS *(continued)*

Warrants

Details of the warrants issued are as follows:

	Number	**Weighted Average Exercise Price 2021**	Number	Weighted Average Exercise Price 2020
		June 30		*December 31*
Outstanding at beginning of period	**-**	**$ -**	-	$ -
Previously issued from legal parent	**672,083**	**2.20**	-	-
Exercised	**(23,867)**	**1.33**	-	-
Forfeited	**-**	**-**	-	-
Outstanding at end of period	**648,216**	**$ 2.25**	-	$ -

Of the total warrants previously issued from legal parent, 613,333 warrants were issued as part of the share issuance in February 2021. These warrants are exercisable at $2.25 per warrant for a period of two years from the issuance date of February 5, 2021.

The Company applies the fair value method using the Black Scholes option pricing model in accounting for its warrants granted. The following inputs were used:

- The risk-free interest rate ranges from 0.20% - 1.34%.
- The expected life of the warrants is 2 years.
- The expected volatility is 67.5%.
- The expected forfeiture rate is 0%.
- The expected dividends yield is 0%.

The weighted average fair value of all warrants granted, using the Black Scholes option pricing model, during the year was $2.20 per warrant (2020 - $Nil). The weighted average remaining contractual life of outstanding warrants at September 30, 2021 was 1.30 years (2020 - Nil years)

20. CAPITAL MANAGEMENT

The Company manages, as capital, the components of shareholders' equity and its cash. The Company's objectives, when managing capital, are to safeguard its ability to continue as a going concern and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Company manages its capital structure, and makes adjustments to it, in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may attempt to issue common shares, borrow or adjust the amount of cash. The Company does not anticipate the payment of dividends in the foreseeable future.

21. SUPPLEMENTAL CASH FLOW INFORMATION

The following non-cash transaction occurred during the nine month period ended September 30, 2021:

- Shares and options issued on reverse takeover (Note 4) of $71,024,281 and $55,000, respectively;
- Non-cash dividends of $9,178,619;
- Non-cash investment to acquire 20% of TSG of $2,761,472 which is accrued in trade and other payables (Note 12 iv); and
- Non-cash stock option exchange of $3,160,569.

22. RELATED PARTIES

The following is a summary of the Company's related party transactions:

	2021 ***September 30***	2020 *December 31*
LDRLY (Technologies) Inc.		
Subsidiary of Leaf Mobile Inc. prior to RTO transaction		
Game support services included in gaming revenue, prior to RTO transaction	**$ 3,539,918**	$18,628,035
Royalties paid to TSG	**$ 1,052,061**	$ -
Haymarket Investments Inc.		
Entity with common directorship		
Advisory services	**$ 960,486**	$ -
Growthworks Capital Ltd.		
Entity with common directorship		
Accounting and administrative services	**$ 240,400**	$ -

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

23. COMMITMENTS AND CONTINGENCIES

See note 4 for contingent consideration related to the acquisition of ESG.

See note 12 for commitments related to the investment in Truly Social.

The Company has minimum guarantees of approximately $1,152,000 for certain intellectual property rights.