

IPE UNIVERSAL INC.

Financial Statements

For the period ended September 30, 2021

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IPE UNIVERSAL INC.
BALANCE SHEETS
AS OF SEPTEMBER 30, 2021 AND DECEMBER 31, 2020
(Currency expressed in United States Dollars (“US\$”), except for number of share)

	<u>As of September 30, 2021</u>	<u>As of December 31, 2020</u>
<u>ASSETS</u>		
CURRENT ASSETS		
Prepayments	\$ -	\$ -
Current assets from discontinued operations	-	-
Total Current Assets	<u>-</u>	<u>-</u>
NON-CURRENT ASSETS		
Non-Current Assets from discontinued operations	-	-
Total Non-Current Assets	<u>-</u>	<u>-</u>
TOTAL ASSETS	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
<u>LIABILITIES AND STOCKHOLDERS' EQUITY</u>		
CURRENT LIABILITIES		
Accruals and other payables	\$ 16,439	\$ 13,797
Amount due to a related party	57,978	55,478
Total Current Liabilities	<u>74,417</u>	<u>69,275</u>
TOTAL LIABILITIES	<u><u>\$ 74,417</u></u>	<u><u>\$ 69,275</u></u>
STOCKHOLDERS' EQUITY		
Preferred stock, 10,000,000 authorized. None issued and outstanding	\$ -	\$ -
Common stock, 100,000,000 authorized, 110,780 shares and 12,465 shares issued and outstanding as at September 30, 2020 and December 31, 2019 respectively	110	110
Additional paid-in capital	287,921	287,921
Accumulated deficit	(380,448)	(357,306)
Accumulated other comprehensive income	-	-
TOTAL STOCKHOLDERS' EQUITY	<u><u>\$ (74,417)</u></u>	<u><u>\$ (69,275)</u></u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>

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

IPE UNIVERSAL INC.
STATEMENTS OF OPERATIONS
AND COMPREHENSIVE INCOME
FOR THE PERIODS ENDED SEPTEMBER 30, 2021 AND 2020
(Currency expressed in United States Dollars (“US\$”), except for number of shares)

	Three months ended		Nine months ended	
	September 30,		September 30,	
	2021	2020	2021	2020
REVENUE	\$ -	\$ -	\$ -	\$ -
COST OF REVENUE	-	-	-	-
GROSS PROFIT	-	-	-	-
OTHER INCOME	-	-	-	-
OPERATING EXPENSES				
General and administrative expenses	-	(11,006)	(5,142)	(114,379)
LOSS BEFORE INCOME TAX	-	(11,006)	(5,142)	(114,379)
INCOME TAX EXPENSES	-	-	-	-
NET LOSS FROM CONTINUING OPERATIONS	\$ -	\$ (11,006)	(5,142)	\$ (114,379)
LOSS FROM DISCONTINUED OPERATIONS				
Loss on disposal of net assets	-	-		(23,898)
Loss from discontinued operations	-	-		(18,839)
NET LOSS FROM DISCONTINUED OPERATIONS	\$ -	\$ -	\$ -	(42,737)
NET LOSS	\$ -	\$ (11,006)	\$ (5,142)	(157,116)
Other comprehensive income/(loss):				
- Foreign currency translation income (loss)	-	-	-	-
- Realized foreign currency translation	-	-		(10,929)
COMPREHENSIVE LOSS	\$ -	\$ (11,006)	\$ (5,142)	\$ (168,045)
NET LOSS PER SHARE, BASIC AND DILUTED	\$ -	\$ (0.10)	\$ (0.05)	\$ (1.96)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING, BASIC AND DILUTED	110,780	110,780	110,780	80,158

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

IPE UNIVERSAL INC.
STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR THE PERIODS ENDED SEPTEMBER 30, 2021 AND 2020
(Currency expressed in United States Dollars ("US\$"), except for number of shares)

	COMMON STOCK		ADDITIONAL	ACCUMULATED	ACCUMULATED	TOTAL
	NUMBER		PAID-IN	(DEFICIT)/	OTHER	STOCKHOLDERS'
	OF	AMOUNT	CAPITAL	PROFIT	LOSS	EQUITY
	SHARES					
Balance as of December 31, 2019	110,780	\$ 110	\$ 287,921	\$ (308,551)	\$ -	\$ (20,520)
Issuance of shares in initial public offering						
Net profit for the period	-	-	-	(24,151)	-	(24,151)
Foreign currency translation	-	-	-	-	-	-
Balance as of March 31, 2020	110,780	\$ 110	\$ 287,921	\$ (332,702)	\$ -	\$ (44,671)
Issuance of private placement shares						
Net loss for the period	-	-	-	(5,754)	-	(5,754)
Foreign currency translation	-	-	-	-	-	-
Balance as of June 30, 2020	110,780	\$ 110	\$ 287,921	\$ (338,456)	\$ -	\$ (50,425)
Net loss for the period	-	-	-	(15,000)	-	(15,000)
Foreign currency translation	-	-	-	-	-	-
Balance as of September 30, 2020	110,780	\$ 110	\$ 287,921	\$ (353,456)	\$ -	\$ (65,425)

	COMMON STOCK		ADDITIONAL	ACCUMULATED	ACCUMULATED	TOTAL
	NUMBER		PAID-IN	(DEFICIT)/	OTHER	STOCKHOLDERS'
	OF	AMOUNT	CAPITAL	PROFIT	LOSS	EQUITY
	SHARES					
Balance as of December 31, 2020	110,780	\$ 110	\$ 287,921	\$ (357,306)	\$ -	\$ (69,275)
Net loss for the period	-	-	-	(2,642)	-	(2,642)
Balance as of March 31, 2021	110,780	\$ 110	\$ 287,921	\$ (377,948)	\$ -	\$ (71,917)
Net loss for the period	-	-	-	(2,500)	-	(2,500)
Balance as of June 30, 2021	110,780	\$ 110	\$ 287,921	\$ (380,448)	\$ -	\$ (74,417)
Net loss for the period	-	-	-	-	-	-
Balance as of September 30, 2021	110,780	\$ 110	\$ 287,921	\$ (380,448)	\$ -	\$ (74,417)

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

IPE UNIVERSAL INC.
STATEMENTS OF CASH FLOWS
FOR THE PERIODS ENDED SEPTEMBER 30, 2021 AND 2020
(Currency expressed in United States Dollars (“US\$”), except for number of shares)

	For the periods ended September 30,	
	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$ -	\$ (15,000)
Adjustments to reconcile net income to net cash provided by operating activities:		
Loss on disposal of net assets and discontinued operations	-	-
Changes in operating assets and liabilities:		
Prepayments	-	-
Accruals and other payables	-	-
Amount due to a related party	-	15,000
Net cash used in operating activities	<u>\$ -</u>	<u>\$ -</u>
Effect of exchange rate changes on cash and cash equivalent	<u>\$ -</u>	<u>\$ -</u>
Net decrease in cash and cash equivalents	\$ -	\$ -
Cash and cash equivalents, beginning of period	\$ -	\$ -
CASH AND CASH EQUIVALENTS, END OF PERIOD	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>

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

IPE UNIVERSAL INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE PERIODS ENDED SEPTEMBER 30, 2021 AND 2020
(Currency expressed in United States Dollars (“US\$”), except for number of shares)

1. DESCRIPTION OF BUSINESS AND ORGANIZATION

Organization and description of business

The Company is principally engaged in high-tech business developing early childhood education software systems, with its main market share located in China and Taiwan.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The accompanying financial statements are prepared in accordance with generally accepted accounting principles in the United States of America (“US GAAP”).

Use of estimates

Management uses estimates and assumptions in preparing these financial statements in accordance with US GAAP. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities in the balance sheet, and the reported revenue and expenses during the periods reported. Actual results may differ from these estimates.

Going Concern

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business. During the periods ended September 30, 2021 and 2022, the Company incurred a net loss of \$0 and \$15,000, respectively, and use of cash in operations of \$0 and \$0, respectively. These factors raise substantial doubt about the Company’s ability to continue as a going concern within one year of the date that the financial statements are issued. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

The Company’s ability to continue as a going concern is dependent upon improving its profitability and the continuing financial support from its shareholders. Management believes the existing shareholders or external financing will provide the additional cash to meet the Company’s obligations as they become due. Despite the amount of funds that we have raised, no assurance can be given that any future financing, if needed, will be available or, if available, that it will be on terms that are satisfactory to the Company. Even if the Company is able to obtain additional financing, if needed, it may contain undue restrictions on its operations, in the case of debt financing, or cause substantial dilution for its stockholders, in the case of equity financing.

IPE UNIVERSAL INC.
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Cash and cash equivalents

Cash and cash equivalents are carried at cost and represent cash on hand, demand deposits placed with banks or other financial institutions and all highly liquid investments with an original maturity of three months or less as of the purchase date of such investments.

Accounts Receivable

Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of accounts receivable. The Company extends credit to its customers in the normal course of business and generally does not require collateral. The Company’s credit terms are dependent upon the segment, and the customer. The Company assesses the probability of collection from each customer at the outset of the arrangement based on a number of factors, including the customer’s payment history and its current creditworthiness. If in management’s judgment collection is not probable, the Company does not record revenue until the uncertainty is removed.

Management performs ongoing credit evaluations, and the Company maintains an allowance for potential credit losses based upon its loss history and its aging analysis. The allowance for doubtful accounts is the Company’s best estimate of the amount of credit losses in existing accounts receivable. Management reviews the allowance for doubtful accounts each reporting period based on a detailed analysis of trade receivables. In the analysis, management primarily considers the age of the customer’s receivable, and also considers the creditworthiness of the customer, the economic conditions of the customer’s industry, general economic conditions and trends, and the business relationship and history with its customers, among other factors. If any of these factors change, the Company may also change its original estimates, which could impact the level of the Company’s future allowance for doubtful accounts. If judgments regarding the collectability of receivables were incorrect, adjustments to the allowance may be required, which would reduce profitability.

Accounts receivable are recognized and carried at the original invoice amount less an allowance for any uncollectible amounts. An estimate for doubtful accounts receivable is made when collection of the full amount is no longer probable. Bad debts are written off as identified.

Revenue Recognition

Revenue is generated through sale of goods and delivery services. Revenue is recognized when a customer obtains control of promised goods or services and is recognized in an amount that reflects the consideration that the Company expects to receive in exchange for those goods or services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. The amount of revenue that is recorded reflects the consideration that the Company expects to receive in exchange for those goods and services. The Company applies the following five-step model in order to determine this amount:

- (i) identification of the promised goods and services in the contract;
- (ii) determination of whether the promised goods and services are performance obligations, including whether they are distinct in the context of the contract;
- (iii) measurement of the transaction price, including the constraint on variable consideration;
- (iv) allocation of the transaction price to the performance obligations; and
- (v) recognition of revenue when (or as) the Company satisfies each performance obligation.

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The Company adopted ASU 2014-09, Revenue from Contracts with Customers (Topic 606). Under Topic 606, the Company records revenue when persuasive evidence of an arrangement exists, delivery has occurred, the fee is fixed or determinable and collectability is probable. The Company records revenue upon the delivery of goods and services to the individual and enterprise customers, which is when title and risk and rewards of ownership have passed to the individual and enterprise customers, and when collectability is reasonably assured. When the collectability is not reasonably assured, the revenue will not be recorded until payments are collected. Discounts provided were recorded as deduction of net sales.

Earnings Per Share

The Company reports earnings per share in accordance with ASC 260 “Earnings Per Share”, which requires presentation of basic and diluted earnings per share in conjunction with the disclosure of the methodology used in computing such earnings per share. Basic earnings per share excludes dilution and is computed by dividing income available to common stockholders by the weighted average common shares outstanding during the period. Diluted earnings per share takes into account the potential dilution that could occur if securities or other contracts to issue common stock were exercised and converted into common stock. Further, if the number of common shares outstanding increases as a result of a stock dividend or stock split or decreases as a result of a reverse stock split, the computations of a basic and diluted earnings per share shall be adjusted retroactively for all periods presented to reflect that change in capital structure.

The Company’s basic earnings per share is computed by dividing the net income available to holders by the weighted average number of the Company’s ordinary shares outstanding. Diluted earnings per share reflects the amount of net income available to each ordinary share outstanding during the period plus the number of additional shares that would have been outstanding if potentially dilutive securities had been issued.

Related parties

Parties, which can be a corporation or individual, are considered to be related if the Company has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Companies are also considered to be related if they are subject to common control or common significant influence.

Income Taxes

The Company accounts for income taxes using the asset and liability method prescribed by ASC 740 “Income Taxes”. Under this method, deferred tax assets and liabilities are determined based on the difference between the financial reporting and tax bases of assets and liabilities using enacted tax rates that will be in effect in the years in which the differences are expected to reverse. The Company records a valuation allowance to offset deferred tax assets if based on the weight of available evidence, it is more-likely-than-not that some portion, or all, of the deferred tax assets will not be realized. The effect on deferred taxes of a change in tax rates is recognized as income or loss in the period that includes the enactment date.

New U.S. federal tax legislation, commonly referred to as the Tax Cuts and Jobs Act (the “U.S. Tax Reform”), was signed into law on December 22, 2017. The U.S. Tax Reform modified the U.S. Internal Revenue Code by, among other things, reducing the statutory U.S. federal corporate income tax rate from 35% to 21% for taxable years beginning after December 31, 2017; limiting and/or eliminating many business deductions; migrating the U.S. to a territorial tax system with a one-time transaction tax on a mandatory deemed repatriation of previously deferred foreign earnings of certain foreign subsidiaries; subject to certain limitations, generally eliminating U.S. corporate income tax on dividends from foreign subsidiaries; and providing for new taxes on certain foreign earnings. Taxpayers may elect to pay the one-time transition tax over eight years, or in a single lump-sum payment.

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Fair Value Measurement

Accounting Standards Codification (“ASC”) 820 “Fair Value Measurements and Disclosures”, which defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements. The statement clarifies that the exchange price is the price in an orderly transaction between market participants to sell the asset or transfer the liability in the market in which the reporting entity would transact for the asset or liability, that is, the principal or most advantageous market for the asset or liability. It also emphasizes that fair value is a market-based measurement, not an entity-specific measurement, and that market participant assumptions include assumptions about risk and effect of a restriction on the sale or use of an asset.

This ASC establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2: Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability; and

Level 3: Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

Comprehensive Income

Comprehensive income is defined as the change in equity of the Company during a period from transactions, and other events and circumstances excluding those resulting from investments by and distributions to shareholders. Accumulated other comprehensive income (loss), as presented on the accompanying balance sheets, only consists of cumulative foreign currency translation adjustment.

3. SHAREHOLDERS’ EQUITY

As of September 30, 2021, the Company has an issued and outstanding common share of 110,780.