

GOLD ENTERTAINMENT GROUP, INC. & SUBSIDIARY
FINANCIAL STATEMENTS for the Period Ending January 31, 2023
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GOLD ENTERTAINMENT GROUP, INC.
BALANCE SHEET
FOR THE PERIODS ENDED JANUARY 31, 2023 AND JANUARY 31, 2022

	JANUARY 31 <u>2023</u>	JANUARY 31 <u>2022</u>
Assets		
Current Assets		
Cash	\$ <u>1,880</u>	\$ <u>11,596</u>
Total Assets	\$ <u>1,880</u>	\$ <u>11,596</u>
Liabilities and Stockholder's Equity		
Current Liabilities		
Accounts Payable	\$ 3,304	\$ \$4,148
Fees to related parties	172,262	\$168,900
Advances by Shareholder	37,495	37,495
Note Payable-Shareholder	26,445	26,445
Stock Subscription Payable	<u>85,850</u>	<u>85,850</u>
Total Liabilities	<u>280,248</u>	\$ <u>331,915</u>
Stockholder' Equity		
Preferred stock, 50,000,000 shares authorized, no par value with 25,000,000 shares designated as Class A of which 2,000,000 shares are issued and outstanding 500,000 Authorized Series B Preferred Stock 500,000 authorized, Outstanding 55,000	0	55,000
Common stock, \$.0001 par value, 25,000,000,000 shares authorized 9,621,501,513 issued and outstanding	962,150	918,150
Additional Paid in Capital	2,028,888	2,017,888
Accumulated Deficit	<u>(3,256,356)</u>	<u>(3,302,280)</u>
Total Stockholder's Deficit	<u>(320,366)</u>	<u>(311,242)</u>
Total Liabilities and Stockholder's Deficit	<u>1,880</u>	\$ <u>11,596</u>

The accompanying notes are in integral part of these financial statements

GOLD ENTERTAINMENT GROUP, INC.
STATEMENT OF CASH FLOWS
FOR THE PERIODS ENDED JANUARY 31, 2023 AND JANUARY 31, 2022
(Unaudited)

	January 31, <u>2023</u>	January 31, <u>2022</u>
Cash Flows From Operating Activities:		
Net loss	\$ (13,051)	(91,709)
Adjustments to reconcile net income(loss) to net cash used in operating activities;		
CHANGES IN OPERATING ASSETS AND LIABILITIES:		
Increase (decrease) accounts payable	(2,252)	2,023
Decrease in accounts payable and accrued expenses related party	3,334	60,000
Subscriptions payable	<u>0</u>	<u>25,000</u>
TOTAL CHANGES IN OPERATING ASSETS AND LIABILITIES	<u>2,518</u>	<u>87,023</u>
NET CASH (USED) IN OPERATING ACTIVITIES:	<u>(3,334)</u>	<u>(4,686)</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
	<u>0</u>	<u>0</u>
CASH FLOWS FROM FINANCING ACTIVITIES:		
Advance by shareholder	<u>0</u>	<u>13,680</u>
Extinguishment of Preferred B		
NET CASH PROVIDED (USED) IN FINANCING ACTIVITIES	<u>55,000</u>	<u>13,680</u>
Net Increase (Decrease) in Cash	(9,717)	8,994
Cash at Beginning of Period	<u>11,597</u>	<u>2,602</u>
Cash at the End of Period	<u>1,880</u>	<u>11,596</u>
SUPPLEMENTAL DISCLOSURE		
Interest	0	0
income taxes	0	0

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GOLD ENTERTAINMENT GROUP, INC.
STATEMENT OF OPERATIONS
FOR THE YEARS ENDED JANUARY 31, 2023 AND JANUARY 31, 2022
(Unaudited)

	<u>2023</u>	<u>2022</u>
Revenues	\$ 0	0
Operating Expenses		
General and Administrative	<u>13,051</u>	<u>91,719</u>
Total Operating Expenses	<u>(13,051)</u>	<u>91,719</u>
Net Loss from Operations	<u>(13,051)</u>	<u>(91,719)</u>
Other Income (Expense)	<u>0</u>	<u>0</u>
Net Loss	<u>(13,051)</u>	<u>(91,719)</u>
Net Loss per share-Basic and Fully Diluted	0.00	0.00
Weighted shares outstanding and diluted	<u>9,621,501,513</u>	<u>9,181,501,513</u>

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GOLD ENTERTAINMENT GROUP, INC.
STATEMENT OF SHAREHOLDERS' EQUITY (DEFICIT)
(Unaudited)
From inception (1999 to Jan 31,2023)

	Preferred Stock Class A No Par	Preferred Stock Class B \$1.00 Stated Value	Dollar Value	Common Stock Par value	0 Dollar Value	Paid In Capital	Retained Deficit	Total Equity	
Balances January 31, 2022	2,000,000	55,000	55,000		9,181,501,513	918,150	2,017,888	(3,256,356)	(179,468)
January 23, 2023 Class B conversion to Common Shares			0	0	440,000,000	44,000	11,000		
Net (Loss) for period							(13,051)	(13,051)	
Balances January 31, 2023	<u>2,000,000</u>	<u>0</u>	<u>0</u>		<u>9,621,501,513</u>	<u>962,150</u>	<u>2,028,888</u>	<u>(3,311,404)</u>	<u>(320,366)</u>

Part II – Subsidiary

DEVON ORTHOPEDIC IMPLANTS, LLC

BALANCE SHEET

As of Jan 31, 2023

As of Jan 31, 2023 As of Jan 31, 2022

CASH	17,685	52,114
ACCOUNTS RECEIVABLE	27,852	1,203
INVENTORY	8,423	1,600
OTHER	<u>592</u>	<u>90,993</u>
TOTAL CURRENT ASSETS	<u>54,552</u>	<u>145,910</u>
LIABILITIES AND EQUITY		
ACCOUNTS PAYABLE	40,778	0
CAPITAL STOCK		
PAID IN CAPITAL	236,688	236,688
RETAINED EARNINGS	<u>-222,914</u>	<u>-90,778</u>
NET EQUITY	<u>13,774</u>	<u>145,910</u>
TOTAL LIABILITIES AND EQUITY	<u>54,552</u>	<u>145,910</u>

The accompanying notes are an integral
part of these financial statements

DEVON ORTHOPEDIC IMPLANTS LLC

CASH FLOW STATEMENT

(Unaudited) (Stated in US Dollars)

For Year end Jan 31, 2023

For 12 months

Jan 31, 2023

(Unaudited)

Cash flows from operating expenses	
Net income	(132,136)
Adjustments-	
Change in Accounts Payable	40,778
Change in Accounts Receivable	(26,649)
Change inventory	(6,823)
Change in Accounts payable	
Change in Income Taxes Payable	
Net cash provided by operating activities	<u>7,306</u>
Cash flows from investing activities	
Sale of Equipment	
Purchase of Equipment	
Net cash used by investing activities	
Cash flows from financing activities	
Notes payable related party	90,401
Additional paid in capital	
Change in Note Payable	
Issuance of stock	
Net cash used by financing activities	<u>90,401</u>
Net increase/decrease in cash	(34,429)
Cash at beginning of year	<u>52,114</u>
Cash at end of year	<u><u>17,685</u></u>

The accompanying notes are an integral
part of these financial statements

DEVON ORTHOPEDIC IMPLANTS LLC
Income statement

	Feb 1 to Jan 31, 2023		Feb 1 to Jan 31, 2022	
Sales	<u>552,316</u>		<u>711,650</u>	
Net Sales	552,316	100.00%	711,650	100.00%
Cost of Goods Sold	<u>342,871</u>	<u>62.08%</u>	<u>534,504</u>	<u>75.11%</u>
Gross Margin	209,445	37.92%	177,146	24.89%
Salary	199,991	36.21%	161,166	22.65%
Rents	50,625	9.17%	6,833	0.96%
Advertisement	3,500	0.63%	0	0.00%
Bank fees	13,933	2.52%	38,474	5.41%
Commissions	13,220	2.39%	18,621	2.62%
Insurance	3,347	0.61%	1,420	0.20%
Contractors	14,703	2.66%	0	0.00%
Legal	5,694	1.03%	5,806	0.82%
Meals	7	0.00%	14,910	2.10%
Office expense	7,194	1.30%	1,151	0.16%
Management fee	5,000	0.91%	0	0.00%
Education	4,500	0.81%	0	0.00%
Travel	2,163	0.39%	0	0.00%
Misc	<u>17,704</u>	<u>3.21%</u>	<u>19,543</u>	<u>2.75%</u>
Total SG&A	341,581	61.85%	267,924	37.65%
Net Income	<u><u>-132,136</u></u>	<u><u>-23.92%</u></u>	<u><u>-90,778</u></u>	<u><u>-12.76%</u></u>

The accompanying notes are an integral
part of these financial statements

GOLD ENTERTAINMENT GROUP, INC
NOTES TO THE FINANCIAL STATEMENTS

(Unaudited)

January 31, 2023

NOTE 1 - NATURE OF ORGANIZATION AND BASIS OF PRESENTATION

Nature of Organization

Gold Entertainment Group, Inc. ("Gold" or the "Company") was originally incorporated in the State of Nevada on February 3, 1999 under the name Advanced Medical Technologies, Inc. The Company was organized formerly for the purpose of establishing a multimedia internet-based communication network between the healthcare industry manufacturers and the key base managers in the medical field to advertise and promote the manufacturers's products. As a result of the abandonment of its patent rights and termination of its previous consulting agreements, as of March 26, 2002, the Company decided not to pursue its previous business plan involving multimedia internet bases. On March 26, 2002, the Company consummated a "reverse acquisition" and changed its name to Gold Entertainment Group, Inc. On August 28, 2007, the Company filed a certificate of domestication with the State of Florida whereby the Company became a Florida corporation. Simultaneously, the Company's capital structure was increased to 25,000,000,000 common shares having a par value of \$0.0001 per share and 50,000,000 preferred shares having no par value per share.

Basis of Presentation

The consolidated financial statements included herein have been prepared by the Company in accordance with accounting principles generally accepted in the United States of America ("GAAP").

Reclassifications

Certain reclassifications were made to the prior year consolidated financial statements to conform to current year presentations. There was no effect on loss per share.

NOTE 2 - GOING CONCERN

Gold's financial statements have been presented on the basis that it is a going concern, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. Gold has accumulated net losses through January 31, 2023 in the amount of \$3,576,722. This factor raises substantial doubt as to Gold's ability to obtain debt and/or equity financing and achieve profitable operations.

Gold's management intends to raise additional operating funds through equity and/or debt offerings. However, there can be no assurance management will be successful in its endeavors. Ultimately, Gold will need to achieve profitable operations in order to continue as a going concern.

There are no assurances that Gold will be able to either (1) achieve a level of revenues adequate to generate sufficient cash flow from operations; or

(2) obtain additional financing through either private placement, public offerings and/or bank financing necessary to support Gold's working capital requirements. To the extent that funds generated from operations and any private placements, public offerings and/or bank financing are insufficient, Gold will have to raise

additional working capital. No assurance can be given that additional financing will be available, or if available, will be on terms acceptable to the Company. If adequate working capital is not available, Gold may be required to curtail its operations.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES

Use of estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities and assets at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates. Significant estimates include the valuation allowance on deferred tax assets.

Cash and Cash Equivalents

The Company considers all short-term highly liquid investments with an original maturity at the date of purchase of three months or less to be cash equivalents..

Fair Value of Financial Instruments

The Company follows FASB ASC 820, Fair Value Measurements and Disclosures, which provides a framework for measuring fair value under GAAP. Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The standard also expands disclosures about instruments measured at fair value and establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value:

Level 1 - Quoted prices for identical assets and liabilities in active markets;

Level 2 - Quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; and model-derived valuations in which all significant inputs and significant value drivers are observable in active markets; and;

Level 3 - Valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

The carrying amounts of financial instruments, including cash and cash equivalents, accounts payable, accrued expenses, and the amounts due to related parties, approximated fair value as of January 31, 2023 and January 31, 2022 because of the relative short-term nature of these instruments.

Shares for Services and Other Assets

The Company accounts for stock-based compensation based on the fair value of all option grants or stock issuances made to employees or directors on or after its implementation date, as well as a portion of the fair value of each option and stock grant made to employees or directors prior to the implementation date that represents the unvested portion of these share-based awards as of such implementation date, to be recognized as an expense, as codified in ASC 718. The Company calculates stock option-based compensation by estimating the fair value of each option as of its date of grant using the Black-Scholes option-pricing model. These amounts are expensed over the respective vesting periods of each award using the straight-line attribution method. Compensation expense is recognized only for those awards that are expected to vest, and as such, amounts have been reduced by estimated forfeitures. The Company has historically issued stock

options and vested and no vested stock grants to employees and outside directors whose only condition for vesting has been continued employment or service during the related vesting or restriction period.

Income taxes

The Company accounts for income taxes under an asset and liability approach. This process involves calculating the temporary and permanent differences between the carrying amounts of the assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. The temporary differences result in deferred tax assets and liabilities, which would be recorded on the Company's balance sheets in accordance with ASC 740, which established financial accounting and reporting standards for the effect of income taxes. The Company must assess the likelihood that its deferred tax assets will be recovered from future taxable income and, to the extent the Company believes that recovery is not likely, the Company must establish a valuation allowance. Changes in the Company's valuation allowance in a period are recorded through the income tax provision on the statements of operations.

ASC 740-10 clarifies the accounting for uncertainty in income taxes recognized in an entity's financial statements and prescribes a recognition threshold and measurement attributes for financial statement disclosure of tax positions taken or expected to be taken on a tax return. Under ASC 74010, the impact of an uncertain income tax position on the income tax return must be recognized at the largest amount that is more-likely-than-not to be sustained upon audit by the relevant taxing authority. An uncertain income tax position will not be recognized if it has less than a 50% likelihood of being sustained. Additionally, ASC 740-10 provides guidance on de-recognition, classification, interest and penalties, accounting in interim periods, disclosure and transition.

Basic and Diluted Net Loss Per Common Share

Basic net loss per share is computed by dividing the net loss by the weighted average number of common shares outstanding during the period. Diluted net loss per common share is computed by dividing the net loss by the weighted average number of common shares outstanding for the period and, if dilutive, potential common shares outstanding during the period. Potentially dilutive securities consist of the incremental common shares issuable upon exercise of stock options and convertible debt and equity instruments, and are excluded from the computation if their effect is anti-dilutive. There were no potentially dilutive items outstanding during the years ended January 31, 2023 and January 31, 2022, respectively.

Concentrations of Credit Risk

Financial instruments, which potentially subject the Company to concentrations of credit risk, consist principally of cash. The Company has not experienced any losses in such accounts and believes it is not exposed to any risks on its cash in bank accounts.

Recently Issued Accounting Standards

From time to time, new accounting pronouncements are issued by FASB that are adopted by the Company as of the specified effective date. If not discussed, management believes that the impact of recently issued standards, which are not yet effective, will not have a material impact on the Company's financial statements upon adoption. No new pronouncements that would affect these financial statements had been issued during or subsequent to the issuance of these financial statements.

NOTE 4 - RELATED PARTY TRANSACTIONS

From time to time the controlling shareholder makes advances and get repayments as available. During the year ended January 31, 2023 and 2022 these advances (repayments) totaled \$3,334 at January 31, 2023 and \$60,000 for January 31, 2022. On 21 January, 2023 the CFO converted 55,000 shares of Class B Preferred stock into 440,000,000 common shares for the benefit of a third party.

NOTE 5 - STOCKHOLDERS' DEFICIT

Common Stock

The Company is authorized to issue 25,000,000,000 shares of common stock, \$.0001 par value. There were 9,621,501,513 and 9,181,501,513 shares issued and outstanding at January 31, 2023 and 2022, respectively.

Preferred Stock

The Company is authorized to issue 50,000,000 shares of preferred stock as described below:

Total Series Class A Preferred Stock, 25,000,000 shares authorized, no par value. 2,000,000 shares issued and outstanding at July 31, 2023 and 2022. Such shares were issued, in prior years, at a de minimis value. Voting as 5,000 shares of common stock for each preferred share outstanding. No dividends. Convertible in the same proportion as voting rights.

Class B Preferred stock, 75,000 shares authorized, \$1.00 stated value. There were 0 (nil) shares and 55,000 shares issued and outstanding at January 31, 2023 and 2022, respectively. On 21 January, 2023 the CFO had converted 55,000 shares of Class B Preferred stock into 440,000,000 common shares for the benefit of a third party (see attached report).

NOTE 6 - COMMITMENTS AND CONTINGENCIES

Legal Matters

From time to time, we may be involved in litigation relating to claims arising out of our operations in the normal course of business. As of January 31, 2023 and 2022, there were no pending or threatened lawsuits that could reasonably be expected to have a material effect on the results of our operations.

There are no proceedings in which any of our directors, officers or affiliates, or any registered or beneficial shareholder, is an adverse party or has a material interest adverse to our interest.

NOTE 7 - SUBSEQUENT EVENTS

The Company signed an agreement on December 31, 2022 to acquire 51% of Devon Orthopedic Implants, LLC ("ORTHO") a Delaware limited liability company with offices in Pennsylvania. ORTHO is an operating company and will become a subsidiary of GOLD effective January 31, 2023.

The acquisition involved three parties, with GOLD acquiring majority control, one party selling their percentage of the company and the other remaining with 49% ownership. This other party is EXLITES HOLDINGS INTERNATIONAL INC. a New Mexico corporation with a public trading symbol of EXHI.

Under the terms of the agreement GOLD has agreed to issue a total of two-hundred fifty thousand SERIES B PREFERRED SHARES (250,000) in return for its 51% equity interest in ORTHO. As of the reporting period of this report, 31 January 2023, GOLD was unable to issue these shares because of a delay in increasing the authorized number of Preferred SERIES B shares.

GOLD had applied to change its state of incorporation from Florida to Wyoming. The change went effective March 14, 2023. In conjunction with this move GOLD restated its share designations and increased the authorized Preferred shares to six million (6,000,000) for all classes. The SERIES B shares were increased from seventy-five thousand (75,000) to one million (1,000,000) authorized to enable GOLD to complete the acquisition of ORTHO and other companies in the future.

With the move to Wyoming, the Company also changed its name to GOLD ENTERPRISE GROUP, INC. to better reflect its expanded business operations. The Company will file a FINRA corporate action notice for the name change and request that it retain its CUSIP number and stock symbol.

As of the date of filing of this report the Company's Transfer Agent has been authorized to issue the shares to complete the acquisition of ORTHO.