FIRST BOOK/LE PREMIERE LIVRE

FINANCIAL STATEMENTS

DECEMBER 31, 2021

INDEX

INDEPENDENT AUDITOR'S REPORT

To the Directors
First Book/Le Premiere Livre
MISSISSAUGA
Ontario

Qualified Opinion
We have audited the accompanying financial statements of First Book/Le Premiere Livre which comprise the statement of financial position as at December 31, 2021 and the statements of operations, statement of changes in net asset balances and statement of cash flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, except for the effects of the matter described in the Basis for Qualified Opinion paragraph, the accompanying financial statement present fairly, in all material respects, the financial position of the entity as at December 31, 2021 and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Basis for Qualified Opinion
As is common with many charitable organizations, First Book/Le Premiere Livre derives part of its revenue from the general public in the form of contributions the completeness of which is not susceptible to satisfactory audit verification. Accordingly, our verification of revenue from this source was limited to the amounts recorded in the records of First Book/Le Premiere Livre and we were not able to determine whether any adjustments might be necessary to donations revenue, deficiency of revenues over expenses, and cash flows from opearations for the years December 31, 2021 and 2020, current assets as at December 31, 2021 and 2020, and net assets as at January 1 and December 31 for both the 2021 and 2020 years.

Our audit opinion on the financial statements for the year ended December 31, 2020 was modified accordingly because of the possible effects of this limitation in scope.

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

Emphasis of Matter - Comparative Information
Without modifying our opinion, we draw attention to Note 1 of the financial statements which describes that First Book/Le Premiere Livre changed the method of accounting under Canadian accounting standards for not-for-profit organizations with respect to revenue recognition from the restricted fund method to the deferral method and, consequently, discontinued using fund accounting with respect to the presentation of net assets. As a result, certain comparative figures were changed to conform with the changes in application of accounting policies.

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Responsibilities of Management and Those Charged with Governance for the Financial Statements
Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian accounting standards for not-for-profit organizations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity'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 entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the entity to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Norton McMullen LLP

NORTON McMULLEN LLP
Chartered Professional Accountants, Licensed Public Accountants

MARKHAM, Canada
May 25, 2022

FIRST BOOK/LE PREMIERE LIVRE

STATEMENT OF FINANCIAL POSITION

As at December 31,		**2021**		2020 Restated (Note 1)
ASSETS				
Current				
Cash	**$**	**24,973**	$	158,054
Restricted cash		**444,842**		86,407
Accounts receivable (Notes 2 and 4)		**28,426**		56,036
Prepaid expenses		**11,025**		11,309
	$	**509,266**	$	311,806
Capital Assets (Note 3)		**2,468**		4,676
	$	**511,734**	$	316,482

LIABILITIES				
Current				
Accounts payable and accrued liabilities (Note 4)	**$**	**656,278**	$	490,285
Government remittances payable		**11,505**		-
Deferred contributions (Notes 1 and 5)		**405,637**		86,407
Deferred program income (Note 6)		**39,205**		-
	$	**1,112,625**	$	576,692
NET ASSETS		**(600,891)**		(260,210)
	$	**511,734**	$	316,482

Commitment (Note 7)

Approved by the Board:

____________________ Director ____________________ Director

See accompanying notes

FIRST BOOK/LE PREMIERE LIVRE

STATEMENT OF CHANGES IN NET ASSETS

For the year ended December 31,	2021	2020 Restated (Note 1)
BALANCE - Beginning (as restated) (Note 1)	**$ (260,210)**	$ (43,471)
Deficiency of revenues over expenses	**(340,681)**	(216,739)
BALANCE - Ending	**$ (600,891)**	$ (260,210)

See accompanying notes

FIRST BOOK/LE PREMIERE LIVRE

STATEMENT OF OPERATIONS

For the year ended December 31,	2021	2020
		Restated (Note 1)
REVENUES		
Books received in-kind	**$ 5,769,393**	$ 5,233,238
Fundraising and donations	**584,013**	678,674
Program income	**556,020**	370,501
Program income on account of grants (Note 5)	**123,186**	175,297
Other Income	**8,917**	8,509
Freight income	**-**	36,527
	$ 7,041,529	$ 6,502,746
PROGRAM EXPENSES		
Books distributed in-kind	**$ 5,769,393**	$ 5,233,238
Cost of books for program distribution (Note 4)	**583,708**	539,463
Salaries and benefits	**411,540**	424,346
Shipping costs	**173,640**	142,612
Other program expenses	**100,832**	82,008
Travel and lodging	**3,909**	3,214
	$ 7,043,022	$ 6,424,881
ADMINISTRATIVE EXPENSES		
Salaries and benefits	**$ 211,058**	$ 161,592
Other administrative expenses	**48,883**	52,105
Professional fees	**41,179**	38,329
Occupancy	**32,296**	31,339
Travel and lodging	**5,081**	9,597
Amortization	**2,208**	1,642
Gain on foreign exchange	**(1,517)**	-
	$ 339,188	$ 294,604
TOTAL EXPENSES	**$ 7,382,210**	$ 6,719,485
DEFICIENCY OF REVENUES OVER EXPENSES	**$ (340,681)**	$ (216,739)

See accompanying notes

FIRST BOOK/LE PREMIERE LIVRE

STATEMENT OF CASH FLOWS

For the year ended December 31,		2021		2020 Restated (Note 1)
CASH AND CASH EQUIVALENTS WERE PROVIDED BY (USED IN):				
OPERATING ACTIVITIES				
Deficiency of revenues over expenses	$	**(340,681)**	$	(216,739)
Items not affecting cash:				
Amortization		**2,208**		1,642
	$	**(338,473)**	$	(215,097)
Net change in non-cash working capital balances:				
Accounts receivable		**27,610**		(18,823)
Prepaid expenses		**284**		(314)
Accounts payable and accrued liabilities		**165,993**		174,806
Government remittances payable		**11,505**		-
Deferred contributions		**319,230**		42,888
Deferred program income		**39,205**		-
	$	**225,354**	$	(16,540)
INVESTING ACTIVITIES				
Purchase of capital assets		**-**		(5,009)
INCREASE (DECREASE) IN CASH	$	**225,354**	$	(21,549)
CASH - Beginning		**244,461**		266,010
CASH - Ending	$	**469,815**	$	244,461

Cash is allocated as follows:				
Unrestricted cash	$	**24,973**	$	158,054
Restricted cash		**444,842**		86,407
	$	**469,815**	$	244,461

See accompanying notes

NATURE OF OPERATIONS

First Book/Le Premiere Livre (the "Organization") provides new books and education materials to Canadian children from low-income families. The Organization works through existing community programs and literacy efforts to provide a steady stream of new, free or low cost books to elevate educational programming and improve access to reading materials. Through work with Canadian publishing partners, an ever expanding network of volunteers and book recipient groups, the Organization provides unprecedented access to new books for programs serving children in need.

The Organization was incorporated without share capital under Part II of the Canada Corporations Act by Letters Patent dated April 23, 2003 and on December 31, 2013 received its Certificate of Continuance under the Canada Not-for-profit Corporations Act. The Organization is a registered charitable organization and is therefore exempt from Income tax.

1. SIGNIFICANT ACCOUNTING POLICIES

These financial statements have been prepared in accordance with Canadian accounting standards for not-for-profit organizations.

Changes in Accounting Policy

Financial Instruments – Financial Instruments Originated or Exchanged in a Related Party

The Organization applied the amendments to FINANCIAL INSTRUMENTS, Section 3856, relating to the recognition of financial instruments originated or exchanged in a related party transaction.

Under these new requirements, such a financial instrument is initially measured at cost, which is determined depending on whether the instrument has repayment terms.

Subsequent measurement depends on the initial method used and is usually at cost less any reduction for impairment

The adoption of these new requirements had no impact on the Company’s financial statements.

1. **SIGNIFICANT ACCOUNTING POLICIES** - Continued

Revenue Recognition Method

During the year, the Organization changed its revenue recognition policy under Canadian accounting standards for not-for-profit organizations with respect to externally restricted contributions. Previously, revenues and expenses were classified on the statements of operations under the restricted fund method whereby contribution revenues were recognized in the appropriate fund when the contribution was received or receivable. Effective January 1, 2020, the Organization adopted the deferral method to record contributions restricted for programs. This change in accounting policy has been recognized retrospectively and has resulted in a restatement of the net assets and deferred contributions. The former Restricted Fund balance was restated at January 1, 2020 from $43,519 to $Nil and eliminated. In addition, deferred contributions at January 1, 2020 were restated from $Nil to $43,519. Consequently, the former Unrestricted and Restricted Fund balances were eliminated and reclassified as Net Assets, which was restated at January 1, 2020 from $48 to $(43,471).

Impact on Prior Year Deficiency of Revenues Over Expenses	2020
DEFICIENCY OF REVENUES OVER EXPENSES - as originally stated	$ (173,851)
Add: Restricted contributions recognized as revenue (Note 5)	175,297
Less: Restricted contributions received in the year (Note 5)	(218,185)
DEFICIENCY OF REVENUES OVER EXPENSES - restated	$ (216,739)

Impact on Statement of Cash Flows

The impact of the change on the cash flow statement was restricted to the change in deferred contributions and deficiency of revenues over expenses as described above. The net change in cash was not affected.

These financial statements include the following significant accounting policies:

a) **Use of Estimates**

The preparation of financial statements in accordance with Canadian accounting standards for not-for-profit organizations requires management to make estimates and assumptions based on currently available information. Such estimates and assumptions affect the reported amounts of assets and liabilities as at the date of the financial statements and the reported amounts of revenues and expenses during the year. Actual results could differ from the estimates used. Significant estimates include the estimated useful life of capital assets.

1. **SIGNIFICANT ACCOUNTING POLICIES** - Continued

b) **Foreign Currency Translation**

Accounts in foreign currencies have been translated into Canadian dollars using the temporal method. Under this method, monetary assets and liabilities are translated at the year-end exchange rate. Revenues and expenses are translated at the average exchange rate during the year.

c) **Cash and cash equivalents**

Cash and cash equivalents consists of bank deposits.

d) **Capital Assets**

Capital Assets are recorded at cost. Amortization is being provided over the estimated useful life of the assets using the following annual rates and methods:

	Rate	Method
Computer equipment	55%	declining balance
Furniture and equipment	20%	declining balance

e) **Impairment of Capital Assets**

When a tangible capital asset no longer contributes to an organization's ability to provide goods and services, or the value of future economic benefits or service potential associated with the tangible capital asset is less than its carrying amount, the net carrying amount of the tangible capital asset is written down to the asset's fair value or replacement cost.

f) **Revenue Recognition**

The Organization follows the deferral method of accounting for contributions. Restricted contributions are recognized as revenue in the year in which related expenses are incurred. Unrestricted contributions are recognized as revenue when they are received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

Program income and freight income are recognized as revenue when orders are accepted and collection is reasonably assured. Program income received that spans multiple years is deferred and recognized as revenue based on the actual amount of program items purchased over time by the customer.

g) **Contributed Services**

Volunteer services contributed to the Organization in carrying out its operating activities are not recognized in these financial statements due to the difficulty in determining their fair value.

1. **SIGNIFICANT ACCOUNTING POLICIES** - Continued

h) **Contributed Goods**

Books contributed in-kind are recognized when the fair value of the contributed goods can be reasonably estimated and when they are used in the normal course of the Organization's program operations. Fair value is determined on the basis of appraised values or the market value of similar goods.

i) **Financial Instruments**

The Organization initially measures its financial assets and liabilities originating or exchanged in arm's length transactions at fair value.

Financial assets and liabilities originated or exchanged in related party transactions, except for those that involve parties whose sole relationship with the organization is in the capacity of management, are initially measured at cost. The cost of a financial instrument in a related party transaction depends on whether the instrument has repayment terms.

The Organization subsequently measures all its financial assets and liabilities at cost or amortized cost.

Financial assets subsequently measured at amortized cost include cash, and certain amounts included in accounts receivable. Financial liabilities subsequently measured at amortized cost include accounts payable and accrued liabilities originating or exchanged in arm's length transactions.

The Organization has no financial assets measured at fair value and has not elected to carry any financial asset or liability at fair value.

Impairment
Financial assets measured at amortized cost are tested for impairment when events or circumstances indicate possible impairment. Write-downs, if any, are recognized in the excess (deficiency) of revenues over expenses and may be subsequently reversed to the extent that the net effect after the reversal is the same as if there had been no write-down. There are no indicators of impairment in the current year.

j) **Allocation of Common Expenses**

The Organization incurs expenses to support restricted and unrestricted programs as well as to maintain program and administrative functions. The preparation of financial statements requires management to make estimates and assumptions based on currently available information in order to allocate shared expenses between these activities. Such estimates and assumptions affect gross program and administrative expenses reported on the statement of operations for the unrestricted fund.

2. ACCOUNTS RECEIVABLE

Included in accounts receivable is HST refundable of $13,819 (2020 - $22,767).

3. CAPITAL ASSETS

Capital assets consist of the following:

	2021			2020
	Cost	**Accumulated Amortization**	**Net Book Value**	Net Book Value
Computer equipment	**$ 6,513**	**$ 4,876**	**$ 1,637**	$ 3,637
Furniture and equipment	**7,732**	**6,901**	**831**	1,039
	$ 14,245	**$ 11,777**	**$ 2,468**	$ 4,676

4. RELATED PARTY TRANSACTIONS AND BALANCES

The Organization engaged with First Book USA Inc., an affiliated company, in the following transactions:

	2021	2020
Cost of books for program distribution	**$ 332,875**	$ 266,810

These transactions were carried out in the normal course of operations and have been measured at the exchange amount, which is the amount of consideration agreed upon by the related parties.

Amounts owing from (to) First Book USA Inc. result from shared expense invoicing, cross inventory purchasing, and volume purchase rebates. The resulting year end balances are non-interest bearing and due on demand as follows:

	2021	2020
Included in accounts payable and accrued liabilities	**$ (636,059)**	$ (456,222)
Included in accounts receivable	**$ 1,023**	$ 1,023

5. DEFERRED CONTRIBUTIONS

Deferred contributions consists of restricted contributions received for which the associated expense has not yet been incurred. The change in deferred contributions consists of the following:

	2021	2020
Balance - Beginning (as restated) (Note 1)	$ 86,407	$ 43,519
Add: Restricted contributions received in the year	442,416	218,185
Less: Restricted contributions recognized as revenue	123,186	175,297
Balance - Ending	$ 405,637	$ 86,407

6. DEFERRED PROGRAM INCOME

Deferred program income consists of amounts received from a customer in advance for books purchases. The change in deferred program income consists of the following:

	2021	2020
Balance - Beginning	$ -	$ -
Add: Advance received in the year	50,000	-
Less: Program income recognized as revenue	10,795	-
Balance - Ending	$ 39,205	$ -

7. COMMITMENT

The Company's lease agreement for its premises expires November 30, 2027. Future minimum annual rental payments (excluding property taxes, maintenance, and insurance) for each of the next five years and thereafter are as follows:

2022	$ 48,968
2023	51,320
2024	51,320
2025	51,320
2026	51,320
Thereafter	47,043
	$ 301,291

8. FINANCIAL INSTRUMENTS

Risks and Concentrations

The Organization is exposed to various risks through its financial instruments. The following analysis provides a summary of the Organization's exposure to and concentrations of risk at December 31, 2021:

a) **Credit Risk**

Credit risk is the risk that one party to a financial instrument will cause financial loss for the other party by failing to discharge an obligation. The Organization is exposed to this risk mainly with respect to its accounts receivable. There is no concentration of credit risk as at December 31, 2021. There has been no change in the assessment of credit risk from the prior year.

b) **Liquidity Risk**

Liquidity risk is the risk that the Organization will encounter difficulty in meeting obligations associated with financial liabilities. The Organization is exposed to this risk mainly with respect to its accounts payable and accrued liabilities. The Organization manages this risk by managing its working capital and by generating sufficient cash flows from operations. There has been no change in the assessment of liquidity risk from the prior year.