FINANCIAL STATEMENTS

JUNE 30, 2023

JUNE 30, 2023

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INDEPENDENT AUDITORS' REPORT

To the Directors of Imperial Theatre Inc.

Opinion

We have audited the accompanying financial statements of Imperial Theatre Inc., which comprise the statement of financial position as at June 30, 2023 and the statements of changes in net assets, operations and cash flows for the year then ended, and the notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements present fairly, in all material respects, the financial position of Imperial Theatre Inc. as at June 30, 2023 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 Opinion

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

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 Imperial Theatre Inc.'s ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless management either intends to liquidate the Theatre or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Imperial Theatre Inc.'s financial reporting process.

Independent Auditors' Report to the Directors of Imperial Theatre Inc. (cont'd)

Auditors' 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 auditors' 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 Imperial Theatre Inc.'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 Imperial Theatre Inc.'s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the Imperial Theatre Inc. 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.

THE Samuel Office CHARTERED PROFESSIONAL ACCOUNTANTS

Saint John, New Brunswick November 2, 2023

STATEMENT OF FINANCIAL POSITION

AS AT JUNE 30, 2023

	Operating <u>Fund</u>	Building <u>Fund</u>	Total <u>2023</u>	Total <u>2022</u>				
ASSETS								
CURRENT Cash Term deposits Due from Imperial Theatre Foundation Inc. (Notes 10, Due from Operating Fund (Due to Building Fund) Accounts receivable Inventory (Note 4) Prepaid expenses	\$ 570,252 360,553 11) 368,092 156,259 23,748 23,466 111,866	\$ 100,259 - (156,259) - - (56,000)	\$ 670,511 360,553 368,092 - 23,748 23,466 111,866	\$ 668,085 652,275 178,148 - 25,794 26,693 120,000 1,670,995				
CAPITAL ASSETS (Note 5)	27,019	3,844,337	3,871,356	4,101,001				
CATTAL ABBLIS (Note 3)	\$ <u>1,641,255</u>	\$ <u>3,788,337</u>	\$ <u>5,429,592</u>	\$ <u>5,771,996</u>				
LIABILITIES A	AND NET ASSI	ETS						
CURRENT Accounts payable and accrued liabilities Government remittances payable Due to Imperial Theatre Foundation Inc. (Notes 10, 11) Unearned revenue - ticket sales Unearned revenue - other Unearned revenue - capital campaign Deferred contributions - grants	\$ 168,315 54,807 18,477 558,263 95,039 	\$ - - 53,716 242,859 14,629 311,204	\$ 168,315 54,807 18,477 558,263 148,755 242,859 93,403 1,284,879	\$ 171,531 46,748 94,362 451,276 187,663 242,859 225,800 1,420,239				
LONG TERM DEBT (Note 6)	2	-	2 1	40,000				
DEFERRED CONTRIBUTIONS - CAPITAL ASSETS (Note 7) NET ASSETS	18,562 649,018 \$_1,641,255	3,479,848 (2,715) \$3,788,337		3,775,487 				
	Director Director							

STATEMENT OF CHANGES IN NET ASSETS

FOR THE YEAR ENDED JUNE 30, 2023

	Operating Fund		Building Fund		T	otal
	<u>2023</u>	<u>2022</u>	<u>2023</u>	2022	2023	2022
NET ASSETS AT BEGINNING OF YEAR	\$ 523,388	\$ 407,969	\$ 12,882 \$	34,470	\$ 536,270	\$ 442,439
EXCESS (DEFICIENCY) OF REVENUE OVER EXPENDITURES	_125,630	115,419	(15,597)	(21,588)	_110,033	93,831
NET ASSETS AT END OF YEAR	\$ <u>649,018</u>	\$_523,388	\$ <u>(2,715)</u> \$_	12,882	\$ <u>646,303</u>	\$ <u>536,270</u>

STATEMENT OF OPERATIONS

FOR THE YEAR ENDED JUNE 30, 2023

	_	Operat	ing F	und 2022	-	Buildin 2023	ng Fı	und	-	2023	otal	2022
REVENUE												
Ticket sales and advertising - presented events	S	474,969	S	226,722	\$		\$		\$	474,969	\$	226,722
Rentals	ತಿ	397,658	9	289,329	D.	-	Ф	-	Ф	397,658	D	289,329
Services (Note 11)		150,948		107,916		R				150,948		107,916
Sponsorships		150,946		107,910		-		-		130,946		107,910
Cash		57,800		60,750		_		_		57,800		60,750
In-kind (Note 8)		40,627		48,384				2		40,627		48,384
Concessions		206,665		120,872		<u> </u>		2		206,665		120,872
Other earned revenue		66,543		14,031		1,709		230		68,252		14,261
Foundation Grants		00,545		14,051		1,709		250		00,232		14,201
Imperial Theatre Foundation Inc. (Note 11)		210,000		170,000		_		_		210,000		170,000
Other	P ≜ D	66,484		105,286	(4	C 73		20		66,484		105,286
Grants		00,404		103,200		-		-		00,404		103,200
Municipal (Note 9)		515,000		500,000						515,000		500,000
Federal		153,662		62,500		= .		7 .				
		7,682		17,675		-		-		153,662		62,500
Employment						₹. 		.		7,682		17,675
Provincial		33,080		70,787		-		-		33,080		70,787
Fundraising events		5,500		- - -		<u> </u>		- 700		5,500		-
Donations		64,604		68,510		272.002		700		64,604		69,210
Amortization of deferred contributions - capital assets		3,094		4,223	9.	273,982	_	273,982		277,076	3	278,205
TOTAL REVENUE		2,454,316	-	1,866,985		275,691	(8	274,912	-	2,730,007	_	2,141,897
EXPENDITURES												
Personnel		1,099,906		1,092,620		_		_		1,099,906		1,094,597
Programming		512,406		299,299				2 4		512,406		299,299
Facility and operations		249,334		240,110		<u> </u>		ā		249,334		240,110
Publicity, promotions and marketing		163,255		200,292		7.		T:		163,255		198,315
Administration		153,817		164,006		-		5 . 778		153,817		
Box office		81,992		60,291		-		-		81,992		164,006 60,291
		96,185						55 55				
Concessions				63,508		81 -8 1		-		96,185		63,508
Fundraising		31,082		6,051		•		٠,		31,082		6,051
Other		2,345 5,864		3,656		291,288		206.400		2,345 297,152		3,657
Amortization of capital assets	R-	3,804	-	11,011	102	291,288		296,499	-	297,132	-	307,510
TOTAL EXPENDITURES	()	2,396,186	_	2,140,844	-	291,288	-	296,500	1.	2,687,474	_	2,437,344
EXCESS (DEFICIENCY) OF REVENUE OVER EXPENDITURES												
FROM OPERATIONS		58,130		(273,859)		(15,597)		(21,588)		42,533		(295,447)
PROM OF EXAMINATIONS	-	30,130	-	(275,055)		(15,577)	-	(21,500)	-	42,333	-	(2)3,417)
OTHER INCOME												
COVID-19 Wage and Rent subsidies		2		245,661		-		_		-		245,661
ACOA COVID-19 support funding		-		68,617		-		140				68,617
CAPF COVID-19 support funding		67,500		75,000		-		_		67,500		75,000
TIME TO THE SECOND STREET	89 	PERMITTAN ARTONIA	22		-				8		-	
	8	67,500	25	389,278	2.5		0.00		÷	67,500	-	389,278
EXCESS (DEFICIENCY) OF REVENUE												
OVER EXPENDITURES	\$	125,630	\$	115,419	\$_	(15,597)	\$_	(21,588)	\$_	110,033	\$	93,831
	135				- 1						100	

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED JUNE 30, 2023

		2023		2022
CASH PROVIDED BY (USED IN)				
Operating activities				
Excess of revenue over expenditures	\$	110,033	\$	93,831
Items not involving cash				
Amortization of deferred contributions - capital assets		(277,077)		(278,205)
Amortization of capital assets	-	297,152	_	307,510
		130,108		123,136
Changes in non-cash working capital balances				
Due from Imperial Theatre Foundation Inc.		(189,944)		(175,848)
Accounts receivable		2,046		77,317
Inventory		3,227		(10,461)
Prepaid expenses		8,134		(39,117)
Accounts payable and accrued liabilities		(3,216)		54,731
Government remittances payable		8,059		25,926
Due to Imperial Theatre Foundation Inc.		(75,885)		93,835
Unearned revenue - ticket sales		106,987		319,237
Unearned revenue - other		(38,908)		4
Deferred contributions - grants		(132,397)	-	(12,875)
		(181,789)	-	455,885
Investing activities				
Net redemption (purchase) of term deposits		291,722		(2,275)
Purchase of capital assets		(67,507)		(327,999)
Contributions funding purchase of capital assets	2	-	-	226,309
		224,215		(103,965)
	-		-	(===,
Financing activity				
Repayment of long term debt	2	(40,000)	-	-
		(40,000)		<u> </u>
	-		-	Selection and account
INCREASE IN CASH		2,426		351,920
CASH AT BEGINNING OF YEAR		668,085	_	316,165
CASH AT END OF YEAR	\$_	670,511	\$_	668,085

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2023

1. PURPOSE OF ORGANIZATION

Imperial Theatre Inc. (the "Theatre") is a charitable organization established to build and operate the Imperial Theatre in Saint John, New Brunswick.

The Theatre, which is incorporated under the laws of New Brunswick, is registered as a charitable organization under the Income Tax Act (Canada) and, as such, is exempt from income taxes and is able to issue donation receipts for income tax purposes.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements were prepared in accordance with Canadian accounting standards for not-for-profit organizations ("ASNFPO").

Fund Accounting

The Theatre receives funding for special purposes and therefore the financial statements have been presented in a manner that segregates the following balances:

Operating Fund

This fund reflects the operating activities of the Theatre.

Building Fund

This fund reflects amounts expended on the acquisition and restoration of the land and building and new assets related to the physical plant of the Theatre.

Cash and Cash Equivalents

The Theatre considers cash on hand and balances with banks, net of overdrafts as cash or cash equivalents. Bank borrowings are considered to be finance activities.

Term Deposits

Term deposits are funds held in a guaranteed investment certificate. The guaranteed investment certificate matures on June 28, 2024 and bears interest at 2.25%. The guaranteed investment certificate is held in the custody of the Royal Bank of Canada and is recorded at cost plus accrued interest, which approximates fair value.

Inventory

Inventory is valued at the lower of average cost and net realizable value.

Contributed Services

Volunteers contribute a significant amount of their time, and total hours contributed for this year was 11,328 (2022 - 2,612). Because of the difficulty in determining their fair value, contributed services are not recognized in these financial statements. The Theatre receives sponsorships and donations in kind from donors. When a value is readily available, the Theatre records it as an in kind sponsorship or donation at the fair value at the date of the contribution.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2023

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Capital Assets

Capital assets are stated at cost or deemed cost less accumulated amortization. Contributed capital assets are recorded at fair value at the date of the contribution. Amortization is determined using the straight-line method over their estimated useful lives at the following rates:

Building	5% - 10%
Computer equipment	20% - 33%
Ticketing system	20%
Furnishings and equipment	20%
Concert grand piano	5%
Sound system	10% - 15%
Screen and projector	33%
Lighting project	20%
Incubator project	7% - 20%
Construction in process - Safer Spaces	n/a
Construction in process - Green Energy HVAC	n/a

The Theatre regularly reviews its capital assets to eliminate obsolete items.

Capital assets acquired during the year but not placed into use are not amortized until they are placed into use.

Revenue Recognition

The Theatre follows the deferral method of accounting for contributions, which include grants and donations. Deferred contributions are recognized as revenue in the year in which the related expenditures are incurred. Unrestricted contributions are recognized as revenue when received.

Government grants are recognized in the accounts when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured. Unearned revenue consists of advance ticket sales, sponsorships, advertising sales, deposits on rentals, and gift certificate sales relating to future activities, and is recognized as revenue in the period in which the related event is held.

In-kind sponsorships and donations are recorded as both revenue and expenditures at fair market value.

Financial Instruments

Financial instruments are recorded at fair value when acquired or issued. In subsequent periods, financial assets with actively traded markets are reported at fair value, with any unrealized gains and losses reported in excess (deficiency) of revenue over expenditures. All other financial instruments are reported at amortized cost, and tested for impairment at each reporting date. Transaction costs on the acquisition, sale, or issue of financial instruments are expensed when incurred.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2023

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Measurement Uncertainty

The preparation of financial statements in accordance with Canadian accounting standards for notfor-profit organizations requires management to make estimates and assumptions that affect the reported amount of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenditures during the reporting period. These estimates are reviewed periodically, and as adjustments become necessary, they are reported in earnings in the period in which they become known. Actual results could differ from these estimates.

Examples of significant estimates include:

- providing for amortization of capital assets;
- the recoverability of tangible assets;
- the estimated useful lives of assets; and
- the allowance for doubtful accounts.

3. FINANCIAL INSTRUMENTS

The Theatre is exposed to various risks through its financial instruments and has a comprehensive risk management framework to monitor, evaluate and manage these risks. The following analysis provides information about the Theatre's risk exposure and concentration as of June 30, 2023:

Credit Risk

Credit risk arises from the potential that a counter party will fail to perform its obligations. The theatre is exposed to credit risk from customers and funders. In order to reduce its credit risk, the theatre reviews a new customer's credit history before extending credit and conducts regular reviews of its existing customers' credit performance. An allowance for doubtful accounts is established based upon factors surrounding the credit risk of specific accounts, historical trends and other information. The theatre does not have a significant amount of sales on credit which minimizes credit risk.

Liquidity Risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Theatre is exposed to this risk mainly in respect of its receipt of funds from its customers and other related sources, accounts payable and accrued liabilities, government remittances payable, and other obligations.

Interest Rate Risk

Interest rate risk is the risk that the value of a financial instrument might be adversely affected by a change in the interest rates. In seeking to minimize the risks from interest rate fluctuations, the Theatre manages exposure through its normal operating and financing activities. The Theatre is not exposed to interest rate risk as it does not have any variable interest rate bearing debt.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2023

4. INVENTORY

Inventory consists of the following:

	<u>2023</u>		2022
Merchandise	\$ -	\$	2,908
Concessions	17,45	4	13,929
Technical	1,98	4	4,338
Ticket stock and stationery	4,02	8 _	5,518
	\$23,46	<u>6</u> \$_	26,693

5. CAPITAL ASSETS

		2023		2022
		Accumulated		
	Cost	Amortization	Net	Net
Operating Fund				
Building	\$ 27,365	\$ 26,093	\$ 1,272	\$ 1,920
Computer equipment	16,720	16,720	-	529
Ticketing system	165,101	165,101	-	-
Furnishings and equipment	175,187	149,440	25,747	30,434
Concert grand piano	100,907	100,907		
	485,280	458,261	27,019	32,883
Building Fund				
Land	61,580	E#6	61,580	61,580
Building - restoration to 1994	14,831,440	14,831,440	:=	-
Building - restoration after 1994	3,619,385	1,474,917	2,144,468	2,329,334
Building - Façade	1,553,338	446,585	1,106,753	1,184,420
Furnishings and equipment	1,304,667	1,304,667	-	##X
Sound system	378,606	350,628	27,978	43,194
Screen and projector	122,570	122,570	7	-
Lighting project	384,059	384,059	-	-
Incubator - Streaming system	164,150	40,105	124,045	137,585
Green Energy HVAC project	141,293	-	141,293	73,785
Safer Spaces project	238,220		238,220	238,220
	22,799,308	18,954,971	_3,844,337	4,068,118
	\$ <u>23,284,588</u>	\$ <u>19,413,232</u>	\$ <u>3,871,356</u>	\$ <u>4,101,001</u>

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2023

6. LONG TERM DEBT

		<u>2023</u>	2022
	Canada Emergency Business Account non-interest bearing loan. The loan matures on December 31, 2023 and if repaid, \$20,000 of the \$60,000 loan is forgivable. If the loan is not repaid on or before December 31, 2023, it is extended to a two year loan bearing interest at 5%. The loan was repaid in full during the year.	\$ -	\$ 40,000
	Amounts payable within one year		
		\$	\$40,000
7.	DEFERRED CONTRIBUTIONS - CAPITAL ASSETS	2023	2022
	Balance - beginning of year Contributions funding purchase of capital assets Amounts amortized to revenue	\$ 3,775,487 - (277,077)	\$ 3,827,383 226,309 (278,205)
	Balance - end of year	\$ <u>3,498,410</u>	\$ <u>3,775,487</u>

8. SPONSORSHIPS IN-KIND

The Theatre has sponsorship arrangements with various companies to exchange materials and services equal to the fair market value of the sponsorship. Sponsorships in-kind are recorded as follows:

		<u>2023</u>		<u>2022</u>
Advertising	\$	15,900	\$	22,468
Accomodation		20,227		21,165
Computer service and support		2,000		2,000
Building maintenance contract		2,500		2,500
Concession supplies	·		-	250
	\$	40,627	\$_	48,383

9. MUNICIPAL OPERATING GRANTS

The Theatre receives a municipal operating grant from the City of Saint John, the Town of Grand Bay-Westfield, the Town of Quispamsis and the Town of Rothesay through the Greater Saint John Regional Facilities Commission. The operating grant is awarded on a calendar year-end, and the amount of the remaining grant to be received in the 2023 year is \$265,000 (2022 - \$250,000).

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2023

10. IMPERIAL THEATRE FOUNDATION INC.

Imperial Theatre Foundation Inc. (the "Foundation") is incorporated under the laws of New Brunswick and is a registered charity under the *Income Tax Act* (Canada). Funds raised by the Foundation are preserved in the *Encore Performance Trust Fund* and invested.

The Foundation has the authority and sole discretion to use, apply, give, devote, accumulate or distribute funds to the Theatre as long as the Theatre: [i] is a registered charity under the *Income Tax Act* (Canada); and [ii] operates a performing arts facility for the benefit of the general public. In the absence of: [a] the dissolution of the Foundation after payment of its debts; and [b] the Theatre meeting the criteria in [i] and [ii] above at the time of such dissolution, there is no entitlement of the Theatre to any specific fund or amount from the Foundation at any time.

11. RELATED PARTY TRANSACTIONS

During the year, the Theatre received \$210,000 (2022 - \$170,000) as an operating grant from the Foundation. The Theatre also provides administrative services to the Foundation at cost. During the year, the Theatre recorded an amount of \$4,300 (2022 - \$4,300) as revenue related to these services. These transactions are carried in the ordinary course of business and measured at the exchange amount.

The amounts due to and from the Foundation are non-interest bearing, unsecured and have no set repayment terms.

12. CREDIT FACILITY

The Theatre has a demand credit facility (the "Facility") with a Canadian chartered bank for a maximum amount of \$50,000 (2022 - \$50,000), bearing interest at the bank's prime rate plus 0.80%. The relevant prime rate was 6.95% (2022 - 3.70%) as at June 30, 2023. No amounts were drawn as at June 30, 2023 (2022 - \$nil). The Facility is collateralized by a first fixed charge on the land and improvements of the Theatre in the amount of \$50,000 (2022 - \$50,000).