

Goodegg Growth Fund II, LLC
(the "Company")
a Wyoming Limited Liability Company

Financial Statements (unaudited) and Independent Accountant's Review Report

As of inception - July 31, 2023

Table of Contents

| | |
|---|----|
| INDEPENDENT ACCOUNTANT’S REVIEW REPORT | 3 |
| Goodegg Growth Fund II, LLC Statement of Financial Position | 6 |
| Goodegg Growth Fund II, LLC Statement of Operations | 7 |
| Goodegg Growth Fund II, LLC Statement of Cash Flows | 8 |
| Goodegg Growth Fund II, LLC Statement of Member Equity | 9 |
| NOTE 1 – ORGANIZATION AND NATURE OF ACTIVITIES | 10 |
| NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES | 10 |
| NOTE 3 – RELATED PARTY TRANSACTIONS | 11 |
| NOTE 4 – COMMITMENTS, CONTINGENCIES, COMPLIANCE WITH LAWS AND REGULATIONS | 11 |
| NOTE 5 – LIABILITIES AND DEBT | 11 |
| NOTE 6 – EQUITY | 11 |
| NOTE 7 – SUBSEQUENT EVENTS | 11 |
| NOTE 8 – GOING CONCERN | 11 |



INDEPENDENT ACCOUNTANT'S REVIEW REPORT

To: Management of Goodegg Growth Fund II,

We have reviewed the accompanying financial statements of the Company which comprise the statement of financial position as of July 31, 2023 and the related statements of operations, statement of changes in shareholder equity, and statement of cash flows for the period then ended, and the related notes to the financial statements. A review includes primarily applying analytical procedures to management's financial data and making inquiries of Company management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

Management's Responsibility for the Financial Statements:

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement whether due to fraud or error.

Accountant's Responsibility:

Our responsibility is to conduct the review engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. Those standards require us to perform procedures to obtain limited assurance as a basis for reporting whether we are aware of any material modifications that should be made to the financial statements for them to be in accordance with accounting principles generally accepted in the United States of America. We believe that the results of our procedures provide a reasonable basis for our conclusion.

Accountant's Conclusion:

Based on our review, we are not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Other Matter Concerning a Prior Reg CF Offering and Co-Issuer:

Goodegg Investments, LLC was formed on April 30, 2018 in California.

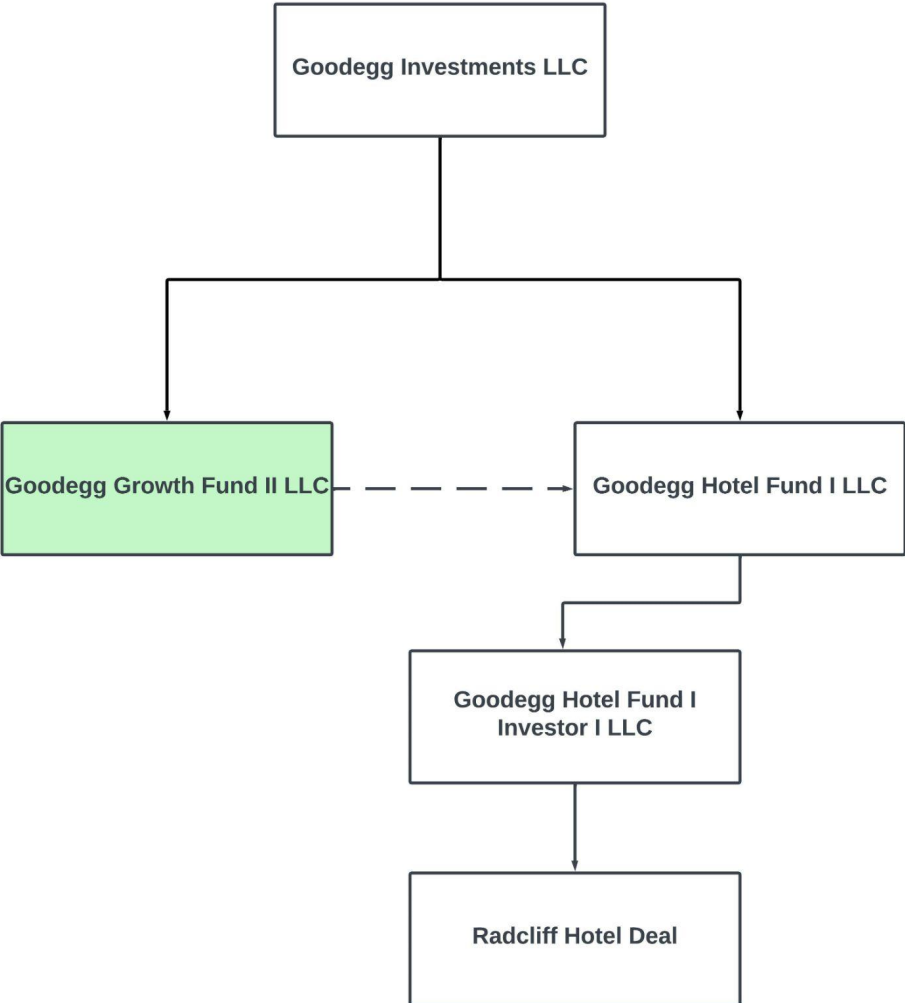
Goodegg Investments, LLC formed Goodegg Growth Fund I, LLC on June 17, 2022 and Goodegg Wealth Fund II, LLC on December 13, 2022. Both entities were formed in Wyoming. Goodegg Growth Fund I, LLC was formed to raise funds under Regulation CF and to pool such funds and use them to invest in Goodegg Wealth Fund II, LLC. The campaign was successfully completed in June 2023, where it raised \$1.235M. *Refer to Independent Accountant's Review Report by Jason M. Tyra CPA, LLC for the year ended December 31, 2022 for additional information.*

Goodegg Investments, LLC subsequently formed Goodegg Hotel Fund I on March 10, 2023 and Goodegg Growth Fund II, LLC on July 28, 2023, both in Wyoming. Goodegg Hotel Fund I, LLC was organized primarily to raise funds through a 506(c) private equity offering under the Securities Act and Regulation D and to pool such funds and use them to invest in, manage, and operate a portfolio of hotels located in the United States.

Goodegg Growth Fund II, LLC was formed to raise funds under Regulation CF and to pool such funds and use them to invest in Goodegg Hotel Fund I, LLC.

Goodegg Hotel Fund I, LLC and Goodegg Growth Fund II, LLC will conduct a regulation crowdfunding campaign together **as co-issuers** to raise an additional \$1.235M. *Refer to the Notes herein for further discussion on Goodegg Growth Fund II, LLC and to the separate financial statements for Goodegg Hotel Fund I, LLC for additional information.*

Goodegg Investments, LLC formed Goodegg Hotel Fund I Investor I LLC on June 26, 2023 in Wyoming. *Refer to the Notes to the financial statements for Goodegg Hotel Fund I Investor I, LLC for additional information.*

 Discussed in the Notes to Financials Herein.

Emphasis of Matter Regarding Going Concern:

As discussed in Note 8, certain conditions indicate substantial doubt that the Company will be able to continue as a going concern. The accompanying financial statements do not include any adjustments that might be necessary should the Company be unable to continue as a going concern. Management has evaluated these conditions and plans to generate revenues and raise capital as needed to satisfy its capital needs.

A handwritten signature in black ink, appearing to read 'Rashellee Herrera', with a stylized, cursive script.

Rashellee Herrera | CPA,CISA,CIA,CFE,CCAE | #AC59042
Sunrise, FL
August 14, 2023

Goodegg Growth Fund II, LLC Statement of Financial Position

As of July 31,

| | 2023 |
|-------------------------------------|-------------|
| ASSETS | |
| Cash and Cash Equivalents | - |
| Total Current Assets | - |
| TOTAL ASSETS | - |
| | |
| LIABILITIES AND EQUITY | |
| Liabilities | |
| Accounts Payable | 5,220 |
| TOTAL LIABILITIES | 5,220 |
| EQUITY | |
| Capital Contributions | - |
| Accumulated Deficit | (5,220) |
| Total Equity | (5,220) |
| TOTAL LIABILITIES AND EQUITY | - |

Goodegg Growth Fund II, LLC Statement of Operations

| | Period Ended July 31, |
|----------------------------|----------------------------------|
| | 2023 |
| Revenue | - |
| Cost of Revenue | - |
| Gross Profit | - |
| Operating Expenses | |
| General and Administrative | 5,220 |
| Total Operating Expenses | 5,220 |
| Operating Income (loss) | (5,220) |
| Other Income | |
| Net Income (loss) | (5,220) |

Goodegg Growth Fund II, LLC Statement of Cash Flows

| | Period Ended July 31, |
|--|--------------------------|
| | 2023 |
| OPERATING ACTIVITIES | |
| Net Income (Loss) | (5,220) |
| Adjustments to reconcile Net Income to Net Cash provided by operations: | |
| Accounts Payable and Accrued Expenses | 5,220 |
| <i>Total Adjustments to reconcile Net Income to Net Cash provided by operations:</i> | 5,220 |
| <i>Net Cash provided by (used in) Operating Activities</i> | |
| INVESTING ACTIVITIES | |
| Net Cash provided by (used by) Investing Activities | - |
| FINANCING ACTIVITIES | |
| Net Cash provided by (used in) Financing Activities | - |
| Cash at the beginning of period | - |
| Net Cash increase (decrease) for period | - |
| Cash at end of period | - |

Goodegg Growth Fund II, LLC Statement of Member Equity

| | Member Capital | | | |
|------------------------------|----------------|----------------------------|------------------------|------------------------|
| | \$ Amount | Accumulated Adjustments | Accumulated Deficit | Total Member Equity |
| Beginning Balance- Inception | - | - | - | - |
| Capital Contributions | - | - | - | - |
| Capital Distributions | | | | |
| Net Income (Loss) | | - | (5,220) | (5,220) |
| Prior Period Adjustment | | | | - |
| Ending Balance 7/31/23 | - | - | (5,220) | (5,220) |

Good Egg Growth Fund II, LLC
Notes to the Unaudited Financial Statements
As of Inception through July 31, 2023
\$USD

NOTE 1 – ORGANIZATION AND NATURE OF ACTIVITIES

Good Egg Growth Fund II, LLC (“the Company”) was formed in Wyoming on July 28, 2023, but is domiciled in California. The Company was formed primarily to raise funds through an equity crowdfunding offering under the Securities Act and Regulation CF and to pool such funds and use them to invest in Goodegg Hotel Fund I, LLC, a Wyoming limited liability, formed to invest in, manage, and operate a portfolio of hotel properties.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

Our financial statements are prepared in accordance with U.S. generally accepted accounting principles (“GAAP”). Our fiscal year ends on December 31. The Company has no interest in variable interest entities and no predecessor entities.

Use of Estimates and Assumptions

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Significant Risks and Uncertainties

The Company faces a number of customary risks, including reliance on key personnel, the quality of future investments, the cost of third-party services, the need for additional financing, and limited operating history.

General and Administrative

General and administrative expenses consist of formation expenses, including attorney and accountant fees.

Recent Accounting Pronouncements

The FASB issues ASUs to amend the authoritative literature in ASC. There have been a number of ASUs to date that amend the original text of ASC. Management believes that those issued to date either (i) provide supplemental guidance, (ii) are technical corrections, (iii) are not applicable to us or (iv) are not expected to have a significant impact on our financial statements.

NOTE 3 – RELATED PARTY TRANSACTIONS

The Company follows ASC 850, "Related Party Disclosures," for the identification of related parties and disclosure of related party transactions. No transactions require disclosure.

NOTE 4 – COMMITMENTS, CONTINGENCIES, COMPLIANCE WITH LAWS AND REGULATIONS

We are currently not involved with or know of any pending or threatening litigation against the Company or any of its officers. Further, the Company is currently complying with all relevant laws and regulations. The Company does not have any long-term commitments or guarantees.

NOTE 5 – LIABILITIES AND DEBT

The Company does not have any debts or long term obligations.

NOTE 6 – EQUITY

The Company is structured as a limited liability company, meaning that the financial responsibility of the Company's members regarding its financial commitments is restricted to the capital each member has invested in the Company.

NOTE 7 – SUBSEQUENT EVENTS

The Company has evaluated events subsequent to July 31, 2023 to assess the need for potential recognition or disclosure in this report. Such events were evaluated through August 14, 2023, the date these financial statements were available to be issued. No events require recognition or disclosure.

NOTE 8 – GOING CONCERN

The accompanying balance sheet has been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The entity has not commenced principal operations and may generate losses. During the next twelve months, the Company intends to finance its operations with funds from a crowdfunding campaign and revenue producing activities. The Company's ability to continue as a going concern in the next twelve months following the date the financial statements were available to be issued is dependent upon its ability to produce revenues and/or obtain financing sufficient to meet current and future obligations and deploy such to produce profitable operating results. Management has evaluated these conditions and plans to generate revenues and raise capital as needed to satisfy its capital needs. No assurance can be given that the Company will be successful in these efforts. These factors, among others, raise substantial doubt about the ability of the Company to continue as a going concern for a reasonable period of time. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities.