BLUE HORIZON GLOBAL CAPITAL CORP.

(formerly Sensor Technologies Corp.)

CSE FORM 2A
LISTING STATEMENT

December 13, 2023

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CAUTIONARY NOTE REGARDING FORWARD-LOOKING INFORMATION

This Listing Statement contains forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "estimates", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved. Forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Issuer to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this Listing Statement. Such forward-looking statements speak only as of the date of this Listing Statement and include, but are not limited to, statements with respect to:

- the ability of the Issuer to obtain necessary financing;
- the performance of the Issuer's business and operations as it relates to the Investee Companies;
- the Issuer's expected market and the profitability thereof;
- the Issuer's future liquidity and financial capacity;
- anticipated and unanticipated costs;
- costs, timing and future plans concerning the business and operations of the Issuer;
- results and expectations concerning various partnerships, strategic alliances, projects and marketing strategies of the Issuer; and
- the economy generally.

The forward-looking statements contained in this Listing Statement are based on several assumptions which may prove to be incorrect including, but not limited to:

- the Issuer's ability to raise capital;
- the Issuer's ability to satisfy certain requirements as an "investment company" pursuant to Part A, Section 2A.4 (7) of Appendix 2A to CSE Policy 2 – Qualifications for Listing;
- the success of the Issuer's investment decisions;
- the market for and potential revenues to be derived from the Issuer's Investments' proposed products;
- the consumer interest in and demand for the Issuer's Investments' products, where the Investments may produce products or services; and
- costs, timing and future plans concerning operations of the Issuer and/or its Investments being consistent with current expectations.

These forward-looking statements should not be relied upon as representing the Issuer's views as of any date subsequent to the date of this Listing Statement. Although the Issuer has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The factors identified above are not intended to represent a complete list of the factors that could affect the Issuer. Additional factors are noted under "Risk Factors" in this Listing Statement. The forward-looking statements contained in this Listing Statement are expressly qualified in their entirety by this cautionary statement. The forward-looking statements included in this Listing Statement are made as of the date of this Listing Statement and the Issuer does not undertake an obligation to publicly update such forward-looking statements to reflect new information, subsequent events or otherwise unless required by applicable law.

Market and Industry Data

Any market data or industry forecasts used in this Listing Statement, unless otherwise specified, were obtained from publicly available sources. Although the Issuer believes these sources to be generally reliable, the accuracy and completeness of such information is not guaranteed and has not been independently verified.

Statistical information included in this Listing Statement and other data relating to the industry in which the Issuer intends to operate is derived from recognized industry reports published by industry analysts, industry associations and independent consulting and data compilation organizations. Although the Issuer believes these sources to be generally reliable, the accuracy and completeness of such information is not guaranteed and has not been independently verified.

1. GLOSSARY OF TERMS

"**Affiliate**" means a company that is affiliated with another company as described below. A company is an "Affiliate" of another company if (a) one of them is the subsidiary of the other, or (b) each of them is controlled by the same person.

A company is "controlled" by a person if (a) voting securities of a company are held, other than by way of security only, by or for the benefit of that person, and (b) the voting securities, if voted, entitle the person to elect a majority of the directors of a company.

A person beneficially owns securities that are beneficially owned by (a) a company controlled by that Person, or (b) an Affiliate of that person or an Affiliate of any company controlled by that person;

"**Associate**" has the meaning ascribed to such term in the *Securities Act* (Ontario), as amended, including the regulations promulgated thereunder;

"**Audit Committee**" means the Audit Committee of the Issuer as set out under the heading "*Directors and Officer – Board Committees";*

"**Board of Directors**" or "**Board**" means the board of directors of Sensor;

"**CEO**" means Chief Executive Officer;

"**CFO**" means Chief Financial Officer;

"**Change of Business**" means the redeployment of Sensor's assets or resources that results in a change to the principal business without a major acquisition or change of control;

"**Common Shares**" means the common shares in the capital of Sensor which will become the common shares of the Issuer upon completion of the Change of Business;

"**company**" unless specifically indicated otherwise, means a corporation, incorporated association or organization, body corporate, partnership, trust, association or other entity other than an individual;

"**CSE**" means the Canadian Securities Exchange;

"**CSE Listing**" means the listing of the Common Shares on the CSE;

"**IFRS**" means the International Financial Reporting Standards, as adopted by the Canadian Accounting Standards Board, effective January 1, 2011;

"**Investee Company**" has the meaning set out under the heading *"Narrative Description of the Business - Investment Policy*"

"**Investment Committee**" means the investment committee established by the Board of Directors in accordance with the Investment Policy;

"**Investment Policy**" has the meaning set out under the heading "*Narrative Description of the Business – Investment Policy*";

"**Issuer**" or "**Blue Horizon**" means Blue Horizon Global Capital Corp. – a company incorporated as Southport Capital Corp. under the *Company Act* (British Columbia) on November 18, 1999 and which on March 28, 2002 changed its name to VP Group Media Limited and on February 10, 2005 continued the Issuer's registered jurisdiction from British Columbia to Ontario. On January 16, 2006 the Issuer changed its name to DVD Investments Limited and which on October 5, 2007 changed its name to Mooncor Oil & Gas Corp. and which on September 6, 2018 changed its name to Sensor Technologies Corp. and which on December 8, 2023 changed its name to Blue Horizon Global Capital Corp.;

"**Listing Statement**" means this listing statement, as may be amended and/or supplemented from time to time;

"**MD&A**" means management's discussion and analysis;

"**Name Change**" means the name change of Sensor Technologies Corp. to Blue Horizon Global Capital Corp. on December 8, 2023 in connection with the Change of Business;

"**Named Executive Officer**" has the meaning set out in Form 51-102F6 – *Statement of Executive Compensation;*

"**NI 52-110**" means National Instrument 52-110 – *Audit Committees;*

"NP 46-201" means National Policy 46-201 – *Escrow for Initial Public Offerings;*

"**OBCA**" means the *Business Corporations Act* (Ontario), as amended, including the regulations promulgated thereunder;

"**person**" means a company or individual;

"**Related Person**" has the meaning set out in CSE Policy 1 – Interpretation and General Provisions;

"**Sensor**" means the Issuer prior to giving effect to the Change of Business and Name Change;

"**Sensor's Financial Statements**" means the audited financial statements of Sensor for the years ended December 31, 2022 and 2021 and the unaudited interim financial statements of Sensor for the nine months ended September 30, 2023, which are attached to this Listing Statement as Schedule "A";

"**Sensor Private Placement**" means a private placement of up to an aggregate of 2,166,667 Sensor Private Placement Units at a price of $0.30 per Sensor Private Placement Unit for aggregate proceeds of up to $650,000;

"**Sensor Private Placement Unit**" means units to be issued pursuant to the Sensor Private Placement. Each Sensor Private Placement Unit comprised of one (1) Common Share and one (1) Sensor Private Placement Warrant; and

"**Sensor Private Placement Warrant**" means a common share purchase warrant to be issued pursuant to the Sensor Private Placement. Each Sensor Private Placement Warrant entitles the holder to purchase one (1) Common Share at a price of $0.35 per share for a period of two (2) years from date of issuance.

Words importing the masculine shall be interpreted to include the feminine or neuter and the singular to include the plural and vice versa where the context so requires.

In this Listing Statement, other words and phrases that are capitalized have the meanings assigned in this Listing Statement.

All references to "$", "CDN$" or "dollars" in this Listing Statement are to lawful currency of Canada unless otherwise expressly stated. References to "US$" are to United States dollars.

2. CORPORATE STRUCTURE

2.1 Corporate Name and Head and Registered Office

The full corporate name of the Issuer is "Blue Horizon Global Capital Corp." (formerly Sensor Technologies Corp.).

The head and registered office of the Issuer is located at 196 Wildcat Road, North York, Ontario M3J 2N5.

2.2 Incorporation

The Issuer was incorporated as Southport Capital Corp. under the *Company Act* (British Columbia) on November 18, 1999. On March 28, 2002 the Issuer changed its name to VP Group Media Limited and on February 10, 2005 continued the Issuer's registered jurisdiction from British Columbia to Ontario. On January 16, 2006 the Issuer changed its name to DVD Investments Limited and on October 5, 2007 changed its name to Mooncor Oil & Gas Corp. and on September 6, 2018 changed its name to Sensor Technologies Corp. and which on December 8, 2023 changed its name to Blue Horizon Global Capital Corp.

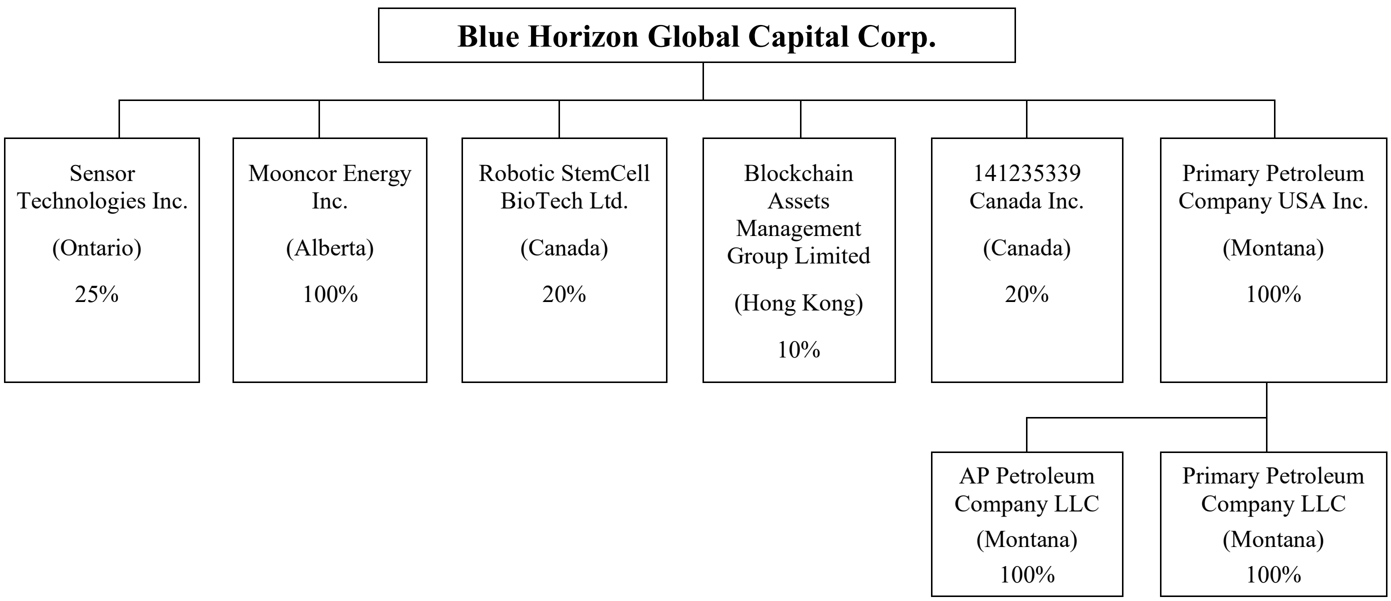
The Issuer and Fox-Tek Canada Inc. entered into an amalgamation agreement dated June 11, 2018 whereby the two companies will amalgamate and continue under the name Sensor Technologies Inc. The transaction was approved at a shareholders' meeting of Sensor Technologies Corp. scheduled for July 26,

2018. The acquisition of Fox-Tek Canada Inc. constituted a "fundamental change" of Sensor pursuant to the policies of the CSE (the "**Fundamental Change**"). In connection with the Fundamental Change, the Issuer changed its name to Sensor Technologies Corp.

The Issuer was listed for trading on the CSE on October 24, 2018 under the trading symbol "SENS". It is anticipated that the Common Shares will begin trading on the CSE under the symbol "BRCH" upon completion of the Change of Business.

2.3 Inter-Corporate Relationships

The corporate structure of the Issuer is as follows:



2.4 Re-qualification

The Issuer plans to re-qualify on the CSE following its Change of Business.

2.5 Non-Corporate Issuers and Issuers Outside of Canada

The Issuer is a corporate Issuer inside Canada, and therefore this section does not apply to the Issuer.

3. GENERAL DEVELOPMENT OF THE BUSINESS

3.1 General Development of the Business

Sensor is continued under the *Business Corporations Act* (Ontario). The company's principal assets were originally oil and natural gas interests which were not yet in substantial commercial production.

After a thorough evaluation of Sensor's then existing operations and a review of strategic options for the company generally, the board of directors and management determined to expand its business from simply an oil & gas exploration company to one that includes complementary technologies for the oil and gas industry.

Pursuant to a letter of intent dated May 27, 2018 and an amalgamation agreement dated June 11, 2018, Sensor agreed to acquire all of the issued and outstanding securities in the capital of Fox-Tek Canada Inc. ("Fox-Tek") for an aggregate purchase price of $21,500,000. The purchase price was satisfied as follows:

- $9,500,000 through the issuance of an aggregate of 47,500,000 common shares in the capital of Sensor at a price of $0.20 per share; and

- $12,000,000 through a royalty of 15% on all future sales of Fox-Tek's products and a 20% royalty on all future sales of Fox-Tek services. The royalties are payable until the earlier of (a) the 10-year anniversary of the closing of the sale of Fox-Tek or (b) the aggregate payment of $12 million in royalties.

On July 26, 2018, the shareholders approved the amalgamation and Sensor's business was focused on the business of Fox-Tek as a technology company focused on the oil and gas industry, along with civil infrastructure and other areas of interest.

Fox-Tek Business

Fox-Tek is incorporated pursuant to the *Business Corporations Act* (Ontario).

Fox-Tek is engaged in the development, design, manufacture and sale of sensors and related monitoring instruments, and providing engineering design services, training, supervision of on-site installation and turnkey sensing systems, primarily focused on applications within the OGI. Fox-Tek's products provide flexible and reliable monitoring and reporting solutions due to their high precision, continuous monitoring capability, suitability for harsh environments, low operating cost, and the benefits derived by their localized and distributed sensing capabilities.

The demand for test, measurement and monitoring equipment is driven by the growing use of customized automated test systems, more stringent industry requirements, environmental concerns, shifting political landscapes and the safety challenges of mega infrastructures coupled with the limitations of existing solutions. Consequently, there is an increased demand from the operational, risk management, and finance sectors of various markets for solutions that reduce costs and down-time and meet increasingly stringent safety and health legislative requirements.

In 2021, following a thorough evaluation of the Issuer's existing resources and a review of its strategic options, the Issuer made the decision to refocus its business operations to become an investment company (see "*General Development of the Business – Transition to an Investment Issuer*"). On December 7, 2021, the Issuer announced that it would pursue the Change of Business from an industrial issuer to an investment company under the rules and policies of the CSE.

On April 6, 2023 (as amended on May 2, 2023), the Issuer filed a Notice of Annual and Special Meeting and Information Circular with respect to the Change of Business for the annual general meeting to be held on June 7, 2023.

Additional information pertaining to the Issuer, including financial information, is contained in the various disclosure documents of the Issuer filed with applicable securities commissions and the CSE and made available through the Internet on the SEDAR website at www.sedarplus.ca and on the CSE website at www.thecse.com.

Transition to an Investment Issuer

In 2021, following a thorough evaluation of the Issuer's existing resources and a review of its strategic options, the Issuer made a decision to refocus its business operations from a technology company to an investment company.

The Board of Directors takes the position that the Issuer satisfies all criteria to be categorized as an "investment entity" as defined under IFRS. The Issuer plans to raise capital from multiple arm's length parties for the purpose of providing investors with the ability to pool funds to earn returns on the capital invested through the appreciation of the Issuer's share price or through investment income from its Investments (as defined in "*Narrative Description of the Business – Investment Policy*"). Second, the Issuer has multiple investments, as detailed in its listing statement, and it intends to invest funds solely for returns from capital appreciation, investment income or both (see below "*Material Assets and Investments*" and see "*Narrative Description of the Business – Investment Policy*"). Third, the Issuer intends to evaluate the performance of its investments on a fair value basis as it continues to invest in further investments, which will include both private investment and the marketable securities of public companies.

The Issuer anticipates investing in opportunities, as such opportunities arise, and make investments in a wide variety of sectors which the Investment Committee identifies from time to time as offering particular value. The Issuer's current investments are in the technology, software development and biotechnology industries. For a full description of the Issuer's current holdings, please see "*General Development of the Business – Material Assets and Investments*". For a full description of the Issuer's investment Strategy, please refer to the Issuer's Investment Policy under the heading "*Narrative Description of the Business – Investment Policy*".

Material Assets and Investments

The following chart is a summary of the Issuer's material assets and investments in each of its current investments in Investee Companies.

Asset/Corporation Name	**Description of Investment**	**Type of Investment, Jurisdiction and Classification**	**Valuation**
Robotic StemCell BioTech Ltd. ("Robotic")	Sensor has agreed to acquire an aggregate of 27,644,444 common shares in the capital of Robotic (the "Purchased Robotic Shares"). The Purchased Robotic Shares represent approximately 20% of the issued and outstanding securities in the capital of Robotic. The purchase price for the Purchased Robotic Shares is $1,382,222 (or $0.05 per	*Type of Investment:* Common Shares *Jurisdiction:* Robotic was incorporated pursuant to the federal laws of Canada. The company currently conducts its operations in Asia with the intention of expanding into the European and North American markets. *Classification:* Industrial	The Issuer completed its acquisition of 27,644,444 common shares in the capital of Robotic on December 12, 2023. As Robotic is currently a private company, the market value of the Issuer's investment in Robotic is $552,889, which is less than the acquisition cost of the Purchased Robotic Shares as a result of the decline in the Issuers stock price.

	Purchased Robotic Share) (the “Robotic Purchase Price”). The Robotic Purchase Price will be satisfied through the issuance of an aggregate of 27,644,444 Common Shares at a price of $0.05 per share.		Robotic is an operating company and had revenues of approximately $5.5 million for fiscal 2022. The valuation for the Purchased Robotic Shares was based on a multiple of Robotic’s revenue, assets and projected future growth.
Blockchain Assets Management Group Limited (“BAM”)	Sensor has agreed to acquire an aggregate of 11,111 common shares in the capital of BAM (the “Purchased BAM Shares”). The Purchased BAM Shares represent approximately 10% of the issued and outstanding securities in the capital of BAM. The purchase price for the Purchased BAM Shares is $4,977,728 (or $448 per Purchased BAM Share) (the “BAM Purchase Price”). The BAM Purchase Price will be satisfied through the issuance of an aggregate of 99,554,560 Common Shares at a price of $0.05 per share.	*Type of Investment:* Common Shares *Jurisdiction:* BAM was incorporated pursuant to the laws of the Hong Kong Special Administrative Region of the People's Republic of China. The company currently conducts its operations in Asia. *Classification:* Technology	The Issuer completed its acquisition of 11,111 common shares in the capital of BAM on December 12, 2023. As BAM is currently a private company, the market value of the Issuer’s investment in BAM is $1,991,091, which is less than the acquisition cost of the Purchased BAM Shares as a result of the decline in the Issuers stock price. BAM is an operating company and had revenues of approximately USD $5 million for fiscal 2022 and total assets of approximately USD $35 million. The valuation for the Purchased BAM Shares was based on a multiple of BAM’s revenue, assets and projected future growth.
14125339 Canada Inc. (“1412”)	Sensor has agreed to acquire an aggregate of 19,875,156 common shares in the capital of 1412 (the “Purchased 1412 Shares”). The Purchased 1412 Shares represent approximately	*Type of Investment:* Common Shares *Jurisdiction:* 1412 was incorporated pursuant to the federal laws of Canada. The company currently conducts its operations in Asia.	The Issuer completed its acquisition of 19,875,156 common shares in the capital of 1412 on December 12, 2023. As 1412 is currently a private company, the market value of the

	20% of the issued and outstanding securities in the capital of 1412. The purchase price for the Purchased 1412 Shares is $2,484,395 (or $0.125 per Purchased 1412 Share) (the “1412 Purchase Price”). The 1412 Purchase Price will be satisfied through the issuance of an aggregate of 42,087,890 Common Shares at a price of $0.05 per share.	*Classification:* Technology	Issuer’s investment in 1412 is $841,758, which is less than the acquisition cost of the Purchased 1412 Shares as a result of the decline in the Issuers stock price. 1412 is a research and development company that is currently working on the development and deployment of next generation blockchain technology. The valuation for the 1412 Purchased Shares was based on a multiple of the aggregate expenditures spent on research and development and the projected market of the technology.
Sensor Technologies Inc. (“Sensor”)	Sensor owns an aggregate of 25% of the issued and outstanding securities in the capital of Sensor.	*Type of Investment:* Common Shares *Jurisdiction:* Sensor was incorporated pursuant to the laws of the Province of Ontario. The company currently conducts its operations in Ontario. *Classification:* Technology	
Mooncor Energy Inc. (“Mooncor”)	Sensor owns all of the issued and outstanding securities in the capital of Mooncor.	*Type of Investment:* Common Shares *Jurisdiction:* Mooncor was incorporated pursuant to the laws of the Province of Alberta. The company currently conducts its operations in Alberta. *Classification:* Oil & Gas It is the intention of Sensor to divest itself of this investment.	

Primary Petroleum Company USA Inc. (“Primary”)	Sensor owns all of the issued and outstanding securities in the capital of Primary.	*Type of Investment:* Common Shares *Jurisdiction:* Primary was incorporated pursuant to the laws of the State of Montana. The company currently conducts its operations in Montana. *Classification:* Technology	

About Robotic

Robotic, which is an arm’s length party to the Issuer, entered into an exclusive licensing agreement with iStemCells Regenerative Biotech Corp, whereby Robotic has the exclusive right to manufacture and distribute fully automatic artificial intelligence stemCell culturing robots (the “Cell Robot”).

In recent years, the regenerative medicine market has continued to expand. According to British TechNavio statistics, the compound annual growth rate of the regenerative medicine market in 2020- 2024 will reach 20%. The FDA has spotted this trend and declared that 10-20 cell therapy products will be launched every year after 2025.

The business model of Robotic will be to:

- Promote medical tourism for its stem cell therapy in hospitals in Japan
- Distributing and licensing the Cell Robot for medical and research use
- Distributing stem cell consumer-based products in the medical, cosmetic and veterinary industries.

Robotic has acquired two (2) medical clinics in Asia with a view to establish medical tourism in the Asian market with the view of expending into Europe and North America. The clinics are Guangzhou Solan, established in 2018, and Shenzhen Solan, established in 2021.

About BAM

BAM, which is an arm’s length party to the Issuer, is comprised of two business units: Filecoin mining and blockchain technology development.

Filecoin is a decentralized storage network that turns cloud storage into an algorithmic market. The market runs on a blockchain with a native protocol token (also called “Filecoin”), which miners earn by providing storage to clients. Conversely, clients spend Filecoin hiring miners to store or distribute data. As with Bitcoin, Filecoin miners compete to mine blocks with sizable rewards, but Filecoin mining power is proportional to active storage, which directly provides a valuable service to clients (unlike Bitcoin mining, whose usefulness is limited to maintaining blockchain consensus). This creates a powerful incentive for miners to amass as much storage as they can and rent it out to clients. The protocol weaves these collected resources into a self-healing storage network. The network achieves robustness by replicating and dispersing content while automatically detecting and repairing replica failures. Clients can select replication parameters to protect against different threat models. The protocol's cloud storage network also provides security, as content is encrypted end-to-end at the client, while storage providers do not have access to decryption keys. Filecoin works as an incentive layer on top of IPFS, which can provide storage infrastructure for any data. It is beneficial for decentralizing data, building and running distributed applications, and implementing smart contracts.

BAM is operating a Filecoin mining site with over 5,000 servers. The total mining power is over 205P, with daily mined Filecoin over 3,200 pieces.

BAM also provides cloud storage services for global clients based on the latest IPFS and traditional cloud storage technology to achieve commercial value. In addition, personalized customization services, including private storage, can be carried out.

Leading by PFS storage computing power, BAM creates computing power cluster network services for major public chains. Based on IPFS official technology, BAM has united mining communities to develop the largest IPFS miner cluster network. As such, BAM provides external sales and leasing services. In addition, BAM provides IPFS technical support, product building, promotion, marketing, and other comprehensive benefits.

About 1412

1412, which is an arm's length party to the Issuer, is in the process of developing the next blockchain technology to solve the limitation of the current issues.

The fundamental of many problems comes from the limitation of block size. Using a blockchain for record information is not usually the best idea since a block, the structural unit of a blockchain, is limited to 1Mb (1 megabyte for a Bitcoin Block). Thus, sending a file larger than 1 megabyte to the blockchain is impossible.

Today 1412, with the implementation of a new Data Implosion Algorithm, big data volumes, in multiples of 40Gbyte storage blocks are now possible for data archiving, virtual storage and document transmission, "inside" the 1Mb blockchain data envelope. The Imploder Algorithm implodes any type of extensive internet data or binary files into token size depositories, which are less than 1 kilobyte in size.

Immediate applications using this technology include:

- Non-streaming storage and sending of video files over blockchain for video NFT.
- Transmission to IOT BlockChain devices and readers e.g. smartwatch blockchain reader.
- Tokenisation of value added digital assets and smart contracts.

Examples for the use of the Implorer Algorithm IP messaging protocol include:

- The ability for commodity trading and auditable e-commerce track and trace documents for banking settlement and tax jurisdictions.
- The provision of cyber security "Golden and Silver Keys" for distributors and users, to unlock sealed documents and files 'inside' the imploded nested folders inside the blockchain packet.

In addition, 1412 is currently developing the following products:

- Blockchain Crypto Wallet - Users of the wallet can request another party for a specific amount of bitcoin or other crypto assets. The system generates a unique address (like an internet phone number) that can be sent to a third party or converted into a QR Barcode for fast optical reading.

- Secure E-Wallet - A blockchain wallet is a cryptocurrency wallet that is used to manage cryptocurrencies like Bitcoin and Ethereum. It helps to exchange funds efficiently, and the transactions are more secure as they are cryptographically signed, ensuring digital privacy.

- Supply Chain Management - The Blockchain Imploder ensures the high-speed movement of goods internationally, the quality of food safety and food recall, data, and article logistics track and trace protocols become possible using the Imploder IP Protocol operating at SKU level. Data visibility and transport transparency tools offered at a global level.

About Sensor

Sensor develops non-intrusive asset health monitoring sensor systems for the oil and gas market to help operators track the thinning of pipelines and refinery vessels due to corrosion/erosion, strain due to bending/buckling and process pressure and temperature. Sensor's FT fiber optic sensor and corrosion monitoring systems allow cost-effective, 24/7 remote monitoring capabilities to improve scheduled maintenance operations, avoid unnecessary shutdowns, and prevent accidents and leaks.

About Mooncor

Mooncor has an interest in 2 suspended heavy oil wells and leases and related natural gas rights in the Lloydminster area of Alberta. The interests are carried at a nominal amount of $1. Sensor intends to divest itself of the 2 oil wells and leases and related natural gas rights in the Lloydminster area of Alberta.

About Primary

Primary has a 67.5% interest in of 120 square miles of proprietary 3D seismic data for various oil properties located in Pondera and Teton Counties in Northwestern Montana.

During the year ended December 31, 2022, Primary and one of its joint venture partners, Oxy USA Inc. (“Oxy”) - jointly the licensor (“Licensor”) entered into a non-exclusive seismic data use license agreement with Twin Bridges Resources LLC (“Licensee”) for 14.58 Square miles out of 120 square miles of proprietary 3D seismic. Subject to the terms and conditions of this agreement, the Licensor granted the Licensee a non-exclusive, non-transferable, paid-up license to use the Licensor’s seismic data for a term of 25 years. In return, the Licensee agreed to pay a gross sum of US$116,640 to the Licensor. Primary owns 67.5% of the seismic data being licensed while Oxy owns 32.5%.

Primary’s share of the licensing fee is CDN $90,613. Primary has engaged American Geophysical Corporation to actively market the proprietary 3D seismic in Pondera and Teton Counties in Northwestern Montana. Primary’s objective is to license its 3D seismic data, leading to future opportunities for potential joint ventures, partnerships or farm in agreements

Sensor has entered into or will enter into agreements with each of the above listed companies, pursuant to which the Issuer may appoint a member to the board of directors of each such company.

4. NARRATIVE DESCRIPTION OF THE BUSINESS

Investment Policy

The Issuer has adopted the following investment policy to govern its investment activities and strategy (the "**Investment Policy**"):

Overview of Business

The Issuer is an investment company that carries on business with the objective of enhancing shareholder value. The Corporation will seek to accomplish this objective by making use of the experience, expertise and opportunity flow of its management and board of directors (the "**Board**") to opportunistically make investments in situations that the Corporation believes will provide superior returns. Such investments may include the acquisition of equity, debt or other securities of publicly traded or private companies or other entities.

The Issuer's business objective is to identify promising companies with excellent projects, innovative technologies or both, using management's extensive experience in deal sourcing and capital combination to maximize returns for the Issuer's shareholders.

Investments will be acquired and held for short-term gains, income generation, or long-term capital appreciation, dependent upon the specific investment. The paramount goal of the Issuer will be to generate maximum returns from its investments.

The Issuer will operate as an investment company, rather than an investment fund. That is, the Issuer intends to be active in managing its investments and active with respect to each entity in which it holds an interest (each an "**Investee Company**"). It will do this by doing one or more of (i) holding a significant equity interest, (ii) having representation on the Investee Company's board of directors, or observer status on board meetings and matters, (iii) appointing an advisor to the advisory board; (iv) appointing a member of management, (v) imposing restrictions on the management, or holding approval or veto rights over decisions made by management, and (vi) having a right to restrict transfer of shares of other shareholders, or the right to issue new shares.

The Issuer expects to establish the Investment Committee to oversee the identification, review and implementation of investments. The Issuer may also engage one or more investment managers or third party consultants to assist with identifying and executing upon investments, as well as monitoring investments over time.

The Issuer anticipates re-investing the profits realized from its investments to further the growth and development of the Issuer's investment portfolio. The declaration and payment of dividends to shareholders will become a priority once the Issuer has achieved steady or continuous cash flow from its investments.

Investment Objectives

The principal investment objectives of the Issuer will be as follows:

- Investing in high growth companies and technologies;
- Investing in companies that intend to go public; and

- Investing in companies where the Issuer can provide capital markets expertise and leadership.

Investment Strategy

The following shall be the guidelines for the Issuer's investment strategy:

- The Issuer may invest in securities of both public and private companies or other entities that the Issuer believes have the potential for superior investment returns, with a particular emphasis on small capitalization companies looking to grow or expand.

- The Issuer will maintain a flexible position with respect to the form of investment taken and may employ a wide range of investment instruments, including equity, bridge loans, secured loans, unsecured loans, convertible debentures, warrants, options, royalties, net profit interests and other hybrid instruments.

- The Issuer will not invest in physical commodities, derivatives, "short" sales or other similar transactions (except that the Issuer may sell call options to purchase securities owned by the Issuer as a means of locking in gains or avoiding future losses).

- The Issuer will not be precluded from investing in any particular industry. The Issuer will primarily focus on North American based entities, although certain properties owned by companies engaged in the resource sector may be located outside of North America. Similarly, there are no restrictions on the size or market capitalization of companies or other entities in which the Issuer mayinvest, subject to the provisions hereof.

- The Issuer has no specific policy with respect to investment diversification. Each investment will be assessed on its own merits and based upon its potential to generate above market gains for the Issuer.

- Immediate liquidity shall not be a requirement.

- The Issuer may, from time to time and in appropriate circumstances, seek a more active role in regard to investment situations and investee companies where the involvement of the Issuer is expected to make a significant difference to the success of the Issuer's investment. In appropriate circumstances, this may involve the Issuer, either alone or jointly with other shareholders, seeking to influence the governance of public or private issuers by seeking board seats, launching proxy contests or taking other actions to enhance shareholder value, or becoming actively involved in the management or board oversight of investee companies.

- The Issuer may also make investments in special situations, including event-driven situations such as corporate restructurings, mergers, spin offs, friendly or hostile take-overs, bankruptcies or leveraged buyouts. Such special situations may include, without limitation, investments in one or more public companies, by take-over bid or otherwise, where there is an opportunity to invest to gain control over the strategic direction of such public companies, whether using the shares of the Issuer as currency or otherwise. Such situations may also involve the Issuer lending money, directly or indirectly.

- Depending upon market conditions and applicable laws, the Issuer may seek to sell any or all of its investments when it concludes that those investments no longer offer the potential to generate appropriate gains for the Issuer, or when other investment opportunities reasonably available to the Issuer are expected to offer superior returns. This may include the disposition of any or all of the Issuer's investments in a particular Industry sector or of a particular nature, or any or all of the Issuer's investments more generally, without prior notice to the Issuer's shareholders.

- Subject to applicable laws and regulatory requirements, the Issuer may also from time to time seek toutilize its capital to repurchase shares of the Issuer.

- The Issuer may, from time to time, use borrowed funds to purchase or make investments or to fund working capital requirements or may make investments jointly with third parties.

- Depending upon the Issuer's assessment of market conditions and investment opportunities, the Issuer may, from time to time, be fully invested, partially invested or entirely uninvested such that theIssuer is holding only cash or cash-equivalent balances while the Issuer actively seeks to redeploy such cash or cash-equivalent balances in suitable investment opportunities. Funds that are not invested or expected to be invested in the near-term, while the Issuer actively seeks to redeploy such funds in one or more suitable investment opportunities, may, from time to time as appropriate, be placed into high quality money market investments.

- All investments shall be made in compliance with applicable laws in relevant jurisdictions and shall be made in accordance with the rules and policies of any applicable regulatory authorities.

Implementation

Management of the Issuer and the Board will work jointly to uncover appropriate investment opportunities that meet the Issuer's investment strategy as outlined above and the Issuer's objective of enhancing shareholder value. These individuals have a broad range of business and investing experience and networks through which potential investments are expected to be identified.

Prospective investments will be channeled through the investment committee of the Board (the "**Investment Committee**"). The Investment Committee shall assess whether the proposal fits with the investment and corporate strategy of the Issuer in accordance with the investment evaluation process below, and then proceed with preliminary due diligence, leading to a decision to reject or move the proposal to the next stage of detailed due diligence. This process may involve the participation of outside professional consultants.

All investments shall be submitted to the Board for final approval. The Investment Committee will select all investments for submission to the Board and monitor the Issuer's investment portfolio on an ongoing basis and will be subject to the direction of the Board. One member of the Investment Committee may be designated and authorized to handle the day-to-day trading decisions in keeping with the directions of the Board and the Investment Committee.

Negotiation of terms of participation is a key determinant of the ultimate value of any opportunity to the Issuer. Negotiations may be ongoing before and after the performance of due diligence. The representative(s) of the Issuer involved in these negotiations will be determined in each case by the circumstances.

Investment Evaluation Process

In selecting securities for the investment portfolio of the Issuer, the Investment Committee will consider various factors in relation to any particular issuer, including:

- inherent value of its assets;
- proven management, clearly defined management objectives and strong technical and professional support;
- future capital requirements to develop the full potential of its business and the expected ability to raise the necessary capital;
- anticipated rate of return and the level of risk; and
- financial performance, including consistency of positive cash flow.

Composition of Investment Portfolio

The nature and timing of the Issuer's investments will depend, in part, on available capital at any particular time and the investment opportunities identified and available to the Issuer.

The Issuer intends to create a diversified portfolio of investments. The composition of its investment portfolio will vary over time depending on its assessment of a number of factors including the performance of financial markets and credit risk.

Conflicts of Interest

The Issuer has no restrictions with respect to investing in companies or other entities in which a member of the Issuer's management or Board may already have an interest or involvement. However, prior to the Issuer making an investment, all members of senior management and the Board shall be obligated to disclose any such other interest or involvement. If a conflict is determined to exist, the Issuer may only proceed after receiving approval from disinterested members of the Board.

The Issuer is also subject to the "non-arm's length" and "related party transaction" policies of the applicable securities regulators, which mandates disinterested shareholder approval for certain transactions.

The management and directors of the Issuer may be involved in other activities which may on occasion cause a conflict of interest with his or her duties to the Issuer. These include serving as directors, officers, promoters, advisors or agents of other public and private companies, including of companies in which the Issuer may invest, or being shareholders or having an involvement or financial interest in one or more shareholders of existing or prospective investee companies of the Issuer. The management and directors of the Issuer may also engage from time to time in transactions with the Issuer where any one or more of such persons is acting in his or her capacity as financial or other advisor, broker, intermediary, principal or counterparty.

The management and directors of the Issuer are aware of the existence of laws governing the accountability of directors and officers for corporate opportunities and requiring disclosure of conflicts of interest, and the Issuer will rely upon such laws in respect of any conflict of interest. Further, to the extent that management or directors of the Issuer engage in any transactions with the Issuer, such transactions will be carried out on customary and arm's length commercial terms.

Monitoring and Reporting

The Issuer's Chief Financial Officer shall be primarily responsible for the reporting process whereby the performance of each of the Issuer's investments is monitored. Quarterly financial and other progress reports shall be gathered from each corporate entity, and these shall form the basis for a quarterly review of the Issuer's investment portfolio by the Investment Committee. Any deviations from expectation are to be investigated by the Investment Committee and, if deemed to be significant, reported to the Board.

With public company investments, the Issuer is not likely to have any difficulty accessing financial information relevant to its investment. In the event the Issuer invests in private enterprises, it shall endeavour in each case to obtain a contractual right to be provided with timely access to all books and records it considers necessary to monitor and protect its investment in such private enterprises.

A full report of the status and performance of the Issuer's investments is to be prepared by the Chief Financial Officer and presented to the Board at the end of each fiscal year.

Amendment

This investment policy may be amended from time to time with the prior approval of the Board.

Current Investments

Please see "*General Development of Business – Material Assets and Investments*".

Business Objectives and Milestones Over Next 12 Months

Over the next 12 months the Issuer will continue to monitor its current investment portfolio and evaluate whether the Issuer's investments should continue to be held in whole or in part or be divested of. The Issuer's key objective over the next 12 months is to grow its current investment portfolio by adding investments that: (a) are accretive to the existing investment portfolio; (b) provide potential for growth or hyper-growth opportunities; and (c) are consistent with the criteria and objectives set out in the Issuer's Investment Policy. To review a copy of the Issuer's Investment Policy, please refer to the heading "*Narrative Description of the Business – Investment Policy*".

In order to meet the Issuer's key objective, management will need to source and identify investment opportunities to present to the Investment Committee. Management intends to devote a significant amount of time over the next year in working to identify investments for review by the Investment Committee. In order to grow the Issuer's investment portfolio, the Issuer will need additional investment capital. While the Issuer will initially have approximately $225,000 in cash available to acquire investments, it is expected that more capital will be needed throughout the next 12 months to continue to acquire new investments. The Issuer will obtain such capital either from the divestiture of existing investments or from the sale of its own securities. There can be no assurance that the Issuer will be successful in raising additional capital. Please see "*Risk Factors*".

The Issuer's primary business objectives are to assist its Investee Companies with corporate finance, branding and marketing, capital markets and investor awareness.

Funds Available

As of November 30, 2023, the Issuer had a working capital deficit of approximately $223,397. After the closing of the Sensor Private Placement, the Issuer will have approximately $426,603 in working capital.

The following table outlines the Issuer's expected use of its available funds and expenses it expects to incur over the next 12 months:

Category of Expense	**Expected 12 Months Expenditures ($)**
Additional Investments	$225,000
General and Administrative Expenses	$85,000
Unallocated Working Capital	$116,603
TOTAL	**$426,603**

The Issuer's general and administrative expenses are expected to consist of the following:

General and Administrative Expenses	**Amount**
Accounting and Audit	$25,000
Legal and Compliance	$10,000
Administrative and Office Expenditures	$20,000
Oil and Gas Lease Costs	$20,000
CSE and SEDAR Fees	$5,000
Miscellaneous	$5,000
TOTAL	**$85,000**

To materially increase the Issuer's investment portfolio, the Issuer will be required to raise additional funds, which it anticipates will be by way of equity distributions. There is no assurance the Issuer will be successful in raising funds through the sale of Common Shares on terms acceptable to it, or at all. If the Issuer does not raise additional funding, it may not be able to invest in any new opportunities it identifies and will seek to grow more slowly through the sale of some existing investments to acquire new ones. New investments will be made in accordance with the Issuer's Investment Policy.

5. SELECTED CONSOLIDATED FINANCIAL INFORMATION

Annual Information

The following table is a summary of selected financial information for the Issuer for the fiscal years ended December 31, 2022, 2021, and 2020. This information has been prepared in accordance with IFRS and is expressed in Canadian dollars. See also Sensor's Financial Statements attached hereto as Schedule "A".

	Year Ended December 31, 2022 (audited) ($)	Year Ended December 31, 2021 (audited) ($)	Year Ended December 31, 2020 (audited) ($)
Revenue	105,079	117,149	3,238
Net Income (Loss)	147,417	(134,055)	(336,244)
Basic and Diluted loss per share	0.00	0.00	0.00
Total Assets	979,810	470,993	460,428
Total Liabilities	713,612	874,433	2,679,990
Cash dividends declared	Nil	Nil	Nil

See Sensor's MD&A for the year ended December 31, 2022 and 2021 attached to this Listing Statement as Schedule "B" for a discussion of the factors causing period-to-period variations in the Issuer's financial condition for the fiscal years ended December 31, 2022 2021 and 2020, including significant acquisitions and changes in the direction of the Issuer's business.

Quarterly Information

The following table is a summary of selected financial information for the eight most recently completed fiscal quarters of the Issuer. This information has been prepared in accordance with IFRS and is expressed in Canadian dollars. See also Sensor's Financial Statements attached hereto as Schedule "A".

	3rd Quarter 2023	2nd Quarter 2023	1st Quarter 2023	4th Quarter 2022
Three Months Ended	September 30, 2023	June 30, 2023	March 31, 2023	December 31, 2022
Total Revenue	27,559	$17,940	$8,749	$9,941
Net Income (Loss)	(289,618)	($287,732)	($21,934)	($18,900)
Earnings (Loss) per share - basic and diluted	$0.00	$0.00	$0.00	$0.00
	3rd Quarter 2022	**2nd Quarter 2022**	**1st Quarter 2022**	**4th Quarter 2021**
Three Months Ended	September 30, 2022	June 30, 2022	March 31, 2022	December 31, 2021
Total Revenue	$3,625	$91,513	$450	$679
Net Income (Loss)	$143,580	$3,855	($26,232)	($42,620)
Earnings (Loss) per share - basic and diluted	$0.00	$0.00	$0.00	$0.00

See Sensor's MD&As for the years ended December 31, 2022 and 2021 and the nine months ended September 30, 2023, attached to this Listing Statement as Schedule "B" for a discussion of the factors causing period to period variations in the Issuer's financial condition.

6. MANAGEMENT'S DISCUSSION AND ANALYSIS

Management's Discussion and Analysis

Sensor's annual MD&A for the years ended December 31, 2022 and 2021 and interim MD&A for the nine months ended September 30, 2023 are attached to this Listing Statement as Schedule "B".

7. MARKET FOR SECURITIES

The Sensor's Common Shares were listed on the CSE under the stock symbol "SENS" on October 24, 2018. Please refer to Section 10 - "*Stock Exchange Price*" of this Listing Statement.

8. CONSOLIDATED CAPITALIZATION

The following table sets forth the share and loan capital of the Issuer as at December 31, 2022 and June 30, 2023 and the date of this Listing Statement (assuming the completion of the acquisition of thr shares of Robotic. BAM and 1412). The table should be read in conjunction with Sensor's Financial Statements and the accompanying notes thereto, attached as Schedule "A", to this Listing Statement.

Designation of Security	Amount Authorized or to be Authorized	Amount Outstanding as of December 31, 2022	Amount Outstanding as of September 30, 2023	Amount Outstanding as of the Date of this Listing Statement
Common Shares	Unlimited	247,801,764	257,801,764	429,255,325 (1)
Warrants	Unlimited	10,600,000 (2)	10,600,000	12,766,667 (3)
Convertible Debentures	N/A	Nil	Nil	Nil
Options	10% of the issued and outstanding Common Shares	Nil	Nil	Nil

Note:

1. This includes the 2,166,667 Common Shares to be issued pursuant to the Sensor Private Placement.

2. The 10,6000,000 warrants were issued in connection with a private placement completed in June 2022. Pursuant to the private placement, Sensor raised gross proceeds of $530,000 through the issuance of 10,600,000 units (the "Units") at a price of $0.05 per Unit. Each Unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to purchase one common share at a price of $0.08 per share for a period of two years to June 27, 2024.

3. This includes the 10,600,000 warrants issued in June 2022 and the 2,166,667 Sensor Private Placement Warrants to be issued pursuant to the Sensor Private Placement.

9. OPTIONS TO PURCHASE SECURITIES

The Issuer's shareholders approved the stock option plan at the Issuer's annual shareholder meeting held on June 7, 2023 (the "Stock Option Plan"). The Stock Option Plan provides that the aggregate number of securities reserved for issuance will be 10% of the number of common shares of the Issuer issued and outstanding from time to time. The Stock Option Plan was established to provide incentive to qualified parties to increase their proprietary interest in the Issuer and thereby encourage their continuing association with the Issuer. Management proposes stock option grants to the Board of Directors based on such criteria as performance, previous grants, and hiring incentives.

The Stock Option Plan is administered by the Issuer's Board of Directors, which has full and final authority with respect to the granting of all options thereunder. Options may be granted under the Stock Option Plan to certain qualified parties, such as directors, senior officers, employees and consultants of the Issuer or its subsidiaries. The exercise prices will be determined by the Board of Directors, provided that it is not less than such minimum price as is permitted by the policies of any stock exchange on which the Issuer Shares may be listed. All options granted under the Stock Option Plan will expire not later than the date that is ten years from the date that such options are granted. Options granted under the Stock Option Plan are not transferable or assignable other than by testamentary instrument or pursuant to the laws of succession.

The terms of an option may not be amended once issued. If an option is cancelled prior to its expiry date, the Issuer must post notice of the cancellation and shall not grant new options to the same person until 30 days have elapsed from the date of cancellation.

The terms of any options issued pursuant to the Stock Option Plan may not be amended once issued.

There are currently no options issued and outstanding.

10. DESCRIPTION OF SECURITIES

Common Shares

The Issuer is authorized to issue an unlimited number of common shares without par value, of which 429,255,325 Common Shares are currently issued and outstanding. See "*Consolidated Capitalization*" above. All issued and outstanding Common Shares are fully paid and not subject to any future call or assessment. In addition, all Common Shares will rank equally as to voting rights, participation in a distribution of the assets of the Issuer on a liquidation, dissolution or winding-up of the Issuer and the entitlement to dividends as and when declared by the directors of the Issuer. The holders of Common Shares will be entitled to receive notice of all meetings of shareholders and to attend and vote the shares at the meetings. Each Common Share will carry with it the right to one vote. The Common Shares will have no pre-emptive, conversion, exchange, redemption, retraction, purchase for cancellation or surrender provisions and there are no sinking fund provisions in relation to the Common Shares.

In the event of the liquidation, dissolution or winding-up of the Issuer or other distribution of its assets, the holders of the Common Shares will be entitled to receive, on a pro rata basis, all of the assets remaining after the Issuer has paid out its liabilities. Distribution in the form of dividends, if any, will be set by the directors of the Issuer. See "*Dividend Policy*" below for particulars of the Issuer's anticipated dividend policy.

Provisions as to the modification, amendment or variation of the rights attached to the capital of the Issuer are contained in the Issuer's articles and the OBCA. Generally speaking, substantive changes to the share capital require the approval of the shareholders by either an ordinary (50% +1 of the votes cast) or special resolution (at least 66 2/3% of the votes cast). However, in certain cases, the directors of the Issuer may, subject to the OBCA, be able to alter the Issuer's authorized and issued share capital to, inter alia, create one or more classes of shares or, if none of the shares of a class are allotted or issued, eliminate that class of shares; increase, reduce or eliminate the maximum number of shares that the Issuer is authorized to issue out of any class of shares; subdivide or consolidate all or any of its unissued, or fully paid issued, shares; or alter the identifying name of any of its shares.

Warrants

As of the date hereof, the Issuer has 12,766,667 warrants issued and outstanding. The warrants are exercisable as follows:

(i) 10,600,000 warrants which entitles the holder thereof to acquire one Common Share at a price of $0.08 per warrant until June 27, 2024; and

(ii) 2,166,667 warrants which entitles the holder thereof to acquire one Common Share at a price of $0.35 per warrant for a period of two (2) years from date of issuance.

Dividend Policy

The Issuer will retain any future earnings for use in its business and does not expect to pay dividends on the Common Shares in the foreseeable future. Any decision to pay dividends on Common Shares will be made by the Board of Directors on the basis of the earnings, financial requirements and other conditions existing at such time.

Stock Exchange Price

As at the date of this Listing Statement, the Common Shares are listed on the CSE under the symbol "SENS". The following table sets out the high and low trading price and volume of trading of Common Shares on the CSE during the periods indicated.

Period	High ($)	Low ($)	Volume
October 2023	0.01	0.005	209,415
September 2023	0.015	0.01	1,993,172
August 2023	0.015	0.01	975,014
July 2023	0.015	0.01	1,026,787
June 2023	0.015	0.005	3,609,245
May 2023	0.015	0.005	1,339,036
April 2023	0.01	0.005	516,596
March 2023	0.01	0.005	1,803,201
February 2023	0.015	0.005	1,234,648
January 2023	0.02	0.005	10,660,115
December 2022	0.01	0.005	978,357
November 2022	0.01	0.005	5,186,074
October 2022	0.01	0.005	356,994
September 2022	0.01	0.005	304,028
August 2022	0.01	0.005	759,438
July 2022	0.015	0.005	1,459,671
June 2022	0.015	0.005	2,675,483
May 2022	0.015	0.005	4,911,125

April 2022	0.015	0.01	1,793,806
March 2022	0.02	0.01	1,775,485

11. ESCROWED SECURITIES

There are no Common Shares which are subject to escrow.

12. PRINCIPAL SHAREHOLDERS

To the knowledge of the directors and executive officers of the Issuer, as at the date of this Listing Statement, the following persons beneficially own, directly or indirectly, or exercise control or direction over, Common Shares carrying more than 10% of the voting rights attaching to all the outstanding Common Shares:

Name and Residence of Securityholder	Number of Common Shares (1)	Percentage of Common Shares
Blockchain Assets Management Group Limited Hong Kong	99,554,560	22.37%

Notes

1. The shareholder has advised the Issuer that it is the shareholder's intention to distribute its Common Shares to its shareholders. As a result of said distribution, there will not be any person who will beneficially own, directly or indirectly, or exercise control or direction over, Common Shares carrying more than 10% of the voting rights attaching to all the outstanding Common Shares.

13. DIRECTORS AND OFFICERS

Directors and Officers

The following table sets out information regarding each of the Issuer's directors and executive officers, including the name, municipality of residence, position or office held with the Issuer and principal occupation of each director and executive officer of the Issuer, as well as the number of voting securities beneficially owned, directly or indirectly, or over which each exercises control or direction, excluding common shares issued on the exercise of convertible securities. The term of office of each director will expire at the close of the next annual general meeting, unless such director resigns or otherwise vacates office before that time.

	Position with Issuer	Principal Occupation Business, or Employment	Date Appointed as Director or Officer	Number of Shares Beneficially Owned, or Controlled Directed, Directly or Indirectly (1)
Philip Wong (2) (3) Hong Kong	Director and Chief Executive Officer	Principal of Precious International Investment Management	June 2023	Nil

Brian Grieve (2) (3) Aurora, Ontario	Director	Chief Technology Officer of Cloudpipe Inc.	August 2023	Nil
Alex MacKay (2) (3) Aurora, Ontario	Director	Consultant	January 2020	Nil
Jay Vieira Toronto, Ontario	Director	Consultant	July 2018	Nil
Leo Choi Hong Kong	Chief Financial Officer	Chief Financial Officer, Skysmart Development Limited	June 2023	Nil

Notes:

(1) The information as to the number of Common Shares beneficially owned, or controlled or directed, directly or indirectly, is as of December 13, 2023, and has been furnished to the Issuer by the respective nominees individually.

(2) Member of the Audit Committee.

(3) Member of the Investment Committee.

Board Committees

The Issuer currently an audit committee (the "**Audit Committee**"). The members of the Audit Committee are of Philip Wong (Chair), Brian Grieve and Alex MacKay. All of the members of the Audit Committee are considered independent within the meaning of NI 52-110.

Each member of the Audit Committee is considered to be financially literate within the meaning of NI 52-110, which includes the ability to read and understand a set of financial statements that present a breadth and level of complexity of accounting issues that are generally comparable to the breadth and complexity of the Corporation's financial statements.

The following table summarizes the relevant education and experience of the members of the Audit Committee:

Philip Wong (Chair) - Mr. Wong is currently the principal of Precious International Investment Management ("PIIM"), a private Hong Kong company that provides financing for companies, both in Hong Kong and internationally. Mr. Wong has also served as Vice President, China Canton Exchange Group, Guangzhou and Chief Executive Officer of GuangDong K-Banker Group, Guangzhou. In addition to PIIM, Mr. Wong has partnership interests in GuoHong PE Investment Fund Management Co. Ltd., China, Oneday Assets Management Co. Ltd., Hong Kong, EBullion, Inc. (EBML), USA and Guangdong HengHao Private Securities Investment Fund Management Co., China. Mr. Wong holds a BBA from City University of Hong Kong (2014) and an MBA, University of Bradford, London (2020).

Alex MacKay - Mr. MacKay is a veteran of the capital markets, having worked on Bay Street in multiple capacities. He has worked at various securities brokerages as investment adviser, options supervisor and branch manager as well as being chief executive officer and other positions for public companies. His utmost concern being aligned, building value for shareholders and providing rigorous governance.

Brian Grieve - Mr. Grieve is an experienced IT professional and the founder and Chief Technology Officer of Cloudpipe Inc., a "technology-centric" consulting firm. Mr. Grieve has over 30 years of proven expertise in systems analysis and possesses a Master of Business Administration from MIT Sloan School of Management, specializing in Artificial Intelligence and Business Strategy, a Bachelor of Commerce, Information Technology and a Bachelor of Applied Science (B.A.Sc.) in Computer Science with a minor in Physics.

The Board of Directors will adopt a written charter setting forth the responsibilities, powers and operations of the Audit Committee consistent with NI 52-110. The principal duties and responsibilities of the Audit Committee will be to assist the Board of Directors in discharging the oversight of:

- the integrity of the Issuer's consolidated financial statements and accounting and financial processes and the audits of our consolidated financial statements;
- the Issuer's compliance with legal and regulatory requirements;
- the Issuer's external auditors' qualifications and independence;
- the work and performance of the Issuer's financial management and its external auditors; and
- the Issuer's system of disclosure controls and procedures and system of internal controls regarding finance, accounting, legal compliance, and risk management established by management and the Board of Directors.

It is anticipated that the Audit Committee will have access to all books, records, facilities, and personnel and may request any information about the Issuer as it may deem appropriate. It will also have the authority to retain and compensate special legal, accounting, financial and other consultants, or advisors to advise the Audit Committee. The Audit Committee is also expected to review and approve all related-party transactions and prepare reports for the Board of Directors on such related-party transactions as well as be responsible for the pre-approval of all non-audit services to be provided by our auditors.

The Issuer is a "venture issuer" as defined in NI 52-110 and relies upon the exemption in section 6.1 of NI 52-110 in respect of the composition of its Audit Committee and in respect of its reporting obligations under NI 52-110.

Corporate Cease Trade Orders or Bankruptcies

Other than as disclosed below, no proposed director or officer of the Issuer or a shareholder holding a sufficient number of securities of the Issuer to affect materially the control of the Issuer, is, or within 10 years before the date of this Listing Statement has been, a director or officer of any other issuer that, while that person was acting in that capacity:

(a) was the subject of a cease trade or similar order, or an order that denied the other issuer access to any exemptions under Ontario securities law, for a period of more than 30 consecutive days;

- The OSC issued a cease trade order against Distinct Infrastructure Group on May 4, 2018 (revoked on June 4, 2018) for failure to file annual statements for December 31, 2017. The OSC also issued a cease trade order against Distinct Infrastructure Group. on February 15, 2019 upon Distinct Infrastructure Group. issuing a press release announcing that its financial statements for December 31, 2017 and interim periods ending March 31, June 30 and September 30, 2018 should no longer be relied upon. This temporary cease trade order was replaced with a permanent cease trade order on February 28, 2019. Mr. Vieira was Corporate/Securities Lawyer and Vice President, Corporate and Legal Affairs until March 11, 2019.

- The OSC issued a cease trade order against American Aires Inc. on May 9, 2022 for failure to file its audited annual financial statements and related MD&A for the year ended December 31, 2021, by the prescribed deadline of May 2, 2022. On November 3, 2022, Aires announced that it has filed its audited annual financial statements, MD&A and certificates of the Chief Executive Officer and Chief Financial Officer. Mr. Vieira was a director of Aires until April 2023.

(b) was subject to an event that resulted, after the director or executive officer ceased to be a director or executive officer, in the Issuer being the subject of a cease trade or similar order or an order that denied the relevant Issuer access to any exemption under securities legislation, for a period of more than 30 consecutive days

(c) became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or

(d) within 12 months of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets.

Penalties or Sanctions

No proposed director or executive officer of the Issuer, or a shareholder holding a sufficient number of the Issuer's securities to affect materially the control of the Issuer, has been subject to:

(a) any penalties or sanctions imposed by a court relating to Canadian securities legislation or by a Canadian securities regulatory authority or has entered into a settlement agreement with a Canadian securities regulatory authority; or

(b) any other penalties or sanctions imposed by a court or regulatory body that would be likely to be considered important to a reasonable investor making an investment decision.

Bankruptcies

No proposed director or executive officer of the Issuer or a shareholder holding a sufficient number of securities of the Issuer to affect materially the control of the Issuer, or a personal holding company of any such persons has, within the 10 years before the date of this Listing Statement:

(a) is at the date hereof, or has been within the previous 10 years, a director or executive officer of any corporation that, while that person was acting in that capacity, or within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver manager or trustee appointed to hold its assets;

- On March 11, 2019 the Ontario Superior Court of Justice (Commercial List) issued an Order (the "Appointment Order") pursuant to section 243(1) of the Bankruptcy and Insolvency Act, R.S.C. 1985, c. B-3, as amended (the "BIA") and section 101 of the Courts of Justice Act, R.S.O. 1990, c. C.43, as amended, appointing Deloitte Restructuring Inc. as receiver (in such capacities, the “Receiver”) without security, of all of the assets, undertakings and properties of Distinct Infrastructure Group Inc. including its subsidiaries iVac Services West Inc., Distinct Infrastructure Group West Inc., QE2 Holding Corp., iVac Services., Distinct, Crown Utilities Ltd., Distinct Environmental Solutions Inc. (together, the “Debtors”), acquired for, or used in relation to a business carried on by the Debtors. The March 11, 2019 Order appointing the Receiver permitted the Receiver to make an assignment in bankruptcy on behalf of any or all of the Debtors. The Receiver filed an assignment in bankruptcy for Distinct and the Office of the Superintendent of Bankruptcy issued a Certificate of Appointment of Deloitte Restructuring Inc. as trustee in bankruptcy of Distinct on March 22, 2019. Mr. Vieira was Corporate/Securities Lawyer and Vice President, Corporate and Legal Affairs until March 11, 2019.

(b) has, within 10 years before the date of this Circular, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets such individual; or

(c) has been subject to any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority; or any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor in making an investment decision.

Conflicts of Interest

Certain of the proposed directors and officers of the Issuer are currently, or may in the future become, involved in managerial or director positions with other issuers, both reporting and non-reporting, whose operations may, from time to time, be in direct competition with those of the Issuer or with entities which may, from time to time, provide financing to, or make equity investments in, competitors of the Issuer.

In such event, the directors and officers of the Issuer will be required by law to act honestly and in good faith with a view to the best interests of the Issuer and to disclose any interests which they may have in any project or opportunity of the Issuer and abstain from voting thereon. In determining whether or not the Issuer will participate in any project or opportunity, the directors will primarily consider the degree of risk to which the Issuer may be exposed and its financial position at that time.

The proposed directors and officers of the Issuer also have either other employment or other business or time restrictions placed on them and accordingly, these directors and officers will only be able to devote part of their time to the affairs of the Issuer.

Conflicts, if any, will be subject to the procedures and remedies prescribed by the BCBCA, the CSE and applicable securities law, regulations and policies. See “*Risk Factors*”.

Management and Board Details

The following sets out details respecting the management and Board of Directors of the Issuer on completion of the Issuer’s transition to an investment issuer and filing of the Listing Statement:

Philip Wong, 35, Chief Executive Officer and Director - Mr. Wong is currently the principal of Precious International Investment Management ("PIIM"), a private Hong Kong company that provides financing for companies, both in Hong Kong and internationally. Mr. Wong has also served as Vice President, China Canton Exchange Group, Guangzhou and Chief Executive Officer of GuangDong K-Banker Group, Guangzhou. In addition to PIIM, Mr. Wong has partnership interests in GuoHong PE Investment Fund Management Co. Ltd., China, Oneday Assets Management Co. Ltd., Hong Kong, EBullion, Inc. (EBML), USA and Guangdong HengHao Private Securities Investment Fund Management Co., China. Mr. Wong holds a BBA from City University of Hong Kong (2014) and an MBA, University of Bradford, London (2020).

Mr. Wong will devote 50% of his time to the business of the Issuer to effectively fulfill his duties as CEO of the Issuer. Mr. Wong has not entered into a non-competition or non-disclosure agreement with the Issuer.

Leo Choi, 44, Chief Financial Officer – Mr. Choi is an experienced Chief Financial Officer with over 15 years of experience in financial management, strategic planning, and leadership. He has worked in a variety of industries, including technology, healthcare, e-commerce and manufacturing. Mr. Choi is skilled in financial planning and analysis, budgeting, forecasting, risk management, and regulatory compliance. Mr. Choi is a Certified Public Accountant and Chartered Financial Analyst. Mr. Choi holds a Master of Commerce / E-Business Management degree from the University of South Wales, Sydney, Australia (2003) and a BSc in Business Information Technology from Bringham City University, Bringham (2001).

Mr. Choi will devote 25% of his time to the business of the Issuer to effectively fulfill his duties as CFO of the Issuer. Mr. Choi has not entered into a non-competition or non-disclosure agreement with the Issuer.

Brian Grieve, 51, Director - Mr. Grieve is an experienced IT professional and the founder and Chief Technology Officer of Cloudpipe Inc., a "technology-centric" consulting firm specialized in helping organizations achieve excellence in software quality assurance and software development. Mr. Grieve has over 30 years of proven expertise in systems analysis, showcasing an unparalleled ability to unravel intricate technical and operational challenges swiftly. He possesses a Master of Business Administration from MIT Sloan School of Management, specializing in Artificial Intelligence and Business Strategy, a Bachelor of Commerce, Information Technology and a Bachelor of Applied Science (B.A.Sc.) in Computer Science with a minor in Physics.

Mr. Grieve will devote approximately 5% of his time to the affairs of the Issuer.

Alex MacKay, 50, Director - Mr. MacKay is a veteran of the capital markets, having worked on Bay Street in multiple capacities. He has worked at various securities brokerages as investment adviser, options supervisor and branch manager as well as being chief executive officer and other positions for public companies. Currently, Mr. MacKay is a consultant assisting companies going public, raising funds and executing their business plans.

Mr. MacKay will devote approximately 5% of his time to the affairs of the Issuer.

Jay Vieira, 53, Director - Mr. Vieira is currently a consultant assisting companies in going public, mergers and acquisitions and corporate governance and acts as a strategic advisor. Previously, Mr. Vieira was a lawyer specializing in securities and corporate law. Mr. Vieira's practice focused on financings, mergers and acquisitions and going public transactions. Mr. Vieira represented several mid-market public companies and assisted companies in listing on the TSX, the TSX Venture Exchange and the Canadian Securities Exchange. He also represented brokerage firms and helped numerous clients with their M&A and cross border transactions. Mr. Vieira has experience in representing clients in Canada and the US as well as South America, China and Europe.

Mr. Vieira will devote approximately 5% of his time to the affairs of the Issuer.

14. CAPITALIZATION

There are 429,255,325 Issuer Shares issued and outstanding as at the date of this Listing Statement.

The following tables set forth capitalization of the Issuer as at the date of this Listing Statement. All references are to the Issuer Shares.

Issued Capital	Number of Securities (non-diluted)	Number of Securities (fully-diluted)	% of Issued (non-diluted)	% of Issued (fully diluted)
Public Float				
Total outstanding (A)	429,255,325	442,021,992	100%	100%
Held by Related Persons or employees of the Issuer or Related Person of the Issuer, or by persons who beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer (or who would beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer upon exercise or conversion of other securities held) (B)	176,286,894	176,286,894	41.07%	39.88%
Total Public Float (A-B)	252,968,431	265,735,098	58.93%	60.12%
Freely-Tradeable Float				
Number of outstanding securities subject to resale restrictions, including restrictions imposed by pooling or other arrangements or in a shareholder agreement and securities held by control block holders (C)	171,453,561	173,620,228	44.52%	46.39%
Total Tradable Float (A-C)	257,801,764	268,401,764	60.06%	60.72%

Public Securityholders (Registered)

Size of Holding	Number of holders	Total number of securities (1)
1 – 99 securities	32	812

100 – 499 securities	27	6,214
500 – 999 securities	7	4,935
1,000 – 1,999 securities	13	19,837
2,000 – 2,999 securities	2	5,017
3,000 – 3,999 securities	2	7,109
4,000 – 4,999 securities	1	4,286
5,000 or more securities	21	43,182,192
Total	**105**	**43,230,402**

Notes:

(1) Current as of June 8, 2023

Public Securityholders (Beneficial)

Size of Holding	Number of holders	Total number of securities (1)
1 – 99 securities	405	15,678
100 – 499 securities	672	194,832
500 – 999 securities	296	193,290
1,000 – 1,999 securities	448	565,678
2,000 – 2,999 securities	215	488,193
3,000 – 3,999 securities	143	467,948
4,000 – 4,999 securities	88	372,340
5,000 or more securities	1,823	214,183,080
Total	**4,090**	**216,481,039**

Notes:

(1) Current as of June 7, 2023

Non-Public Securityholders (Registered)

Size of Holding	Number of holders	Total number of securities (1)
1 – 99 securities	-	-
100 – 499 securities	-	-
500 – 999 securities	-	-
1,000 – 1,999 securities	-	-
2,000 – 2,999 securities	-	-
3,000 – 3,999 securities	-	-
4,000 – 4,999 securities	-	-
5,000 or more securities	2	141,642,450
Total	**2**	**141,642,450**

Notes:

(1) Current as of June 7, 2023

Convertible Securities

The following are details for any securities convertible or exchangeable into Common Shares:

Description of Security (include conversion/exercise terms, including conversion/exercise price) [(1)]			Number of convertible/exchan ge able securities outstanding	Number of listed securities issuable upon conversion/exercise
Type of Security	**Exercise Price**	**Expiry Date**		
Warrants	$0.08	June 27, 2024	10,600,000	10,600,000
Warrants	$0.35	Two (2) years from date of issuance	2,166,667	2,166,667

Notes:

(1) See "*Options to Purchase Securities*" above.

15. EXECUTIVE COMPENSATION

Sensor Technologies Corp.

Compensation Discussion and Analysis

The Issuer's policies on compensation for its executive officers are intended to provide appropriate compensation for executives that is internally equitable, externally competitive and reflects individual achievements in the context of the Issuer. The overriding principles in establishing executive compensation provide that compensation should:

(a) reflect fair and competitive compensation commensurate with an individual's experience and expertise in order to attract and retain highly qualified executives;

(b) reflect recognition and encouragement of leadership, entrepreneurial spirit and team work;

(c) reflect an alignment of the financial interests of the executives with the financial interest of the Issuer's shareholders;

(d) include stock options and, in certain circumstances, bonuses to reward individual performance and contribution to the achievement of corporate performance and objectives;

(e) reflect a contribution to enhancement of shareholder value; and

(f) provide incentive to the executives to continuously improve operations and execute on corporate strategy.

Goals and Objectives

The Issuer's compensation philosophy is aimed at attracting and retaining quality and experienced people which is critical to the success of the Issuer. Executive compensation is comprised of three elements: base fee or salary, short-term incentive compensation (discretionary cash bonuses) and long-term incentive compensation (stock options). The Board of Directors reviews all three components in assessing the compensation of individual executive officers and of the Issuer as a whole.

Base fees or salaries and bonuses (discretionary) are intended to provide current compensation and a short-term incentive for executive officers to meet the Issuer's goals, as well as to remain competitive with the industry. Base fees or salaries are compensation for job responsibilities and reflect the level of skills, expertise and capabilities demonstrated by the executive officers. Executive officers will also be eligible to receive discretionary bonuses as determined by the Board of Directors from time to time based on each officer's responsibilities, his or her achievement of individual and corporate objectives and the Issuer's financial performance. Cash bonuses are intended to reward the executive officers for meeting or exceeding the individual and corporate performance objectives set by the Issuer's board.

Stock options are an important part of the Issuer's long-term incentive strategy for its officers, permitting them to participate in any appreciation of the market value of Common Shares over a stated period of time, and are intended to reinforce commitment to long-term growth and shareholder value. Stock options reward overall corporate performance, as measured through the price of the Common Shares and enable executives to acquire and maintain a significant ownership position in the Issuer. Stock options also represent an additional form of compensation to the Issuer's executive officers without directly impacting the Issuer's cash resources.

Summary Compensation Table

The following table sets forth all compensation for services rendered in all capacities to Sensor for the fiscal years ended December 31, 2022, 2021 and 2020 in respect of the Named Executives of Sensor. Sensor had no other executive officers, or individuals acting in a similar capacity, whose total compensation during the fiscal year ended December 31, 2022 exceeded $150,000.

Name and Principal Position	**Year**	**Salary ($)**	**Share based awards ($)**	**Option based awards ($)** [3]	**Non-equity incentive plan compensation ($)**		**Pension value ($)**	**All other compensation ($)**	**Total compensation ($)**
					Annual incentive plans	**Long-term incentive plans**			
Jay Vieira [1] CEO and Acting CFO	2022 2021 2020	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil

Notes:

(1) Mr. Vieira was appointed Chief Executive Officer and Acting Chief Financial Officer effective July 2018.

Incentive Plan Awards

Outstanding Share-Based Awards and Option-Based Awards

No stock options or other compensation securities were granted or issued to the Named Executives or directors of Sensor during the year ended December 31, 2022. There are no share-based awards outstanding for any of the Named Executives or directors of Sensor. No stock options or other compensation securities were exercised by any Named Executive of director of Sensor during the fiscal year ended December 31, 2022.

Pension Plan Benefits

The Issuer does not have any pension, retirement or deferred compensation plans, including defined contribution plans.

Termination and Change of Control Benefits

The Issuer has not entered into any compensatory plans, contracts or arrangements with any of its Named Executive Officers whereby such officers are entitled to receive compensation as a result of the resignation, retirement or any other termination of employment of the Named Executive Officer with the Issuer or from a change in control of the Issuer or a change in the Named Executive Officer's responsibilities following a change in control.

Management / Employment Contracts

The Issuer does not currently have any management/employment agreements in place with its Named Executive Officers.

Share-based awards, option-based awards and non-equity incentive plan compensation

Outstanding Share-Based Awards and Option-Based Awards

As of December 31, 2021, there were no option-based or share-based awards outstanding to the non-executive directors of the Issuer.

Incentive Plan Awards – Value Vested or Earned During the Year

No option-based awards or share-based awards were vested in, and no non-equity incentive plan compensation was earned by, the non-executive directors of the Issuer during the year ended December 31, 2021.

Issuer

Compensation Discussion and Analysis

It is anticipated that the objectives, criteria and analysis of the compensation of the executive officers of the Issuer will be, in all material respects, the same as the Issuer's current philosophy and policies on executive compensation. See "*Executive Compensation – Sensor Technologies Corp.*" above. Notwithstanding the foregoing, there may be circumstances where, for sound business reasons, the Board of Directors determines that another compensation strategy is in the best interests of the Issuer.

Summary Compensation Table

The following table summarizes the proposed compensation to be paid by the Issuer to its CEO and CFO, and each other executive officers whose total compensation is anticipated to exceed $150,000 (collectively, the "**Proposed Named Executive Officers**") during the twelve-month period following completion of the Change of Business.

Name and Principal Position	Salary ($)	Share based awards ($)	Option based awards ($) [3]	Non-equity incentive plan compensation ($)		Pension value ($)	All other compensation ($)	Total compensation ($) [1]
				Annual incentive plans	Long-term incentive plans			
Philip Wong CEO	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Leo Choi CFO	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Note:

(1) As of the date of this Listing Statement, the Issuer does not currently intend to issue the executive officers of the Issuer or the directors of the Issuer any share-based awards during the 12 months following completion of the acquisition. In addition, no benefits are proposed to be paid to any of the executive officers of the Issuer or director of the Issuer under any pension or retirement plan or under any deferred compensation plan during the 12 months following completion of the Change of Business.

Incentive Plan awards

As of the date of this Listing Statement, the Issuer does not currently intend to grant any stock options to its Proposed Named Executive Officers upon completion of the Change of Business. Any future grants of incentive stock options will be as determined by the Board of Directors from time to time.

As of the date of this Listing Statement, the Issuer does not propose to grant any share-based awards to its Proposed Named Executive Officers during the first 12 months following completion of the Change of Business.

See also "*Options to Purchase Securities*" above.

Pension Plan Benefits

As of the date of this Listing Statement, the Issuer does not expect to establish any pension, retirement or deferred compensation plans, including defined contribution plans, for its proposed Named Executive Officers in the first 12 months following completion of the Change of Business.

Termination and Change of Control Benefits

The Issuer does not currently have any compensatory plan, contract or agreement with any Named Executive Officer.

Compensation of Directors

Following completion of the Change of Business, it is anticipated that the non-executive directors of the Issuer will not receive cash compensation in their capacities as directors of the Issuer. The directors of the Issuer will be entitled to reimbursement for transportation and other out-of-pocket expenses incurred for attendance at Board of Directors meetings and in connection with discharging their director functions.

Non-executive directors of the Issuer will also be entitled to receive incentive stock options as determined by the Board of Directors from time to time. As of the date of this Listing Statement, the Issuer does not currently intend to grant any stock options to non-executive directors of the Issuer upon completion of the Change of Business.

See also "*Options to Purchase Securities*" above.

16. INDEBTEDNESS OF DIRECTORS AND EXECUTIVE OFFICERS

No director or officer of the Issuer or person who acted in such capacity in the last financial year of the Issuer, or proposed director or officer of the Issuer, or any Associate of any such director or officer is, or has been, at any time since the beginning of the most recently completed financial year of the Issuer, indebted to the Issuer nor is any indebtedness of any such person to another entity the subject of a guarantee, support agreement, letter of credit or other similar arrangement or understanding provided by the Issuer.

17. RISK FACTORS

The following are certain risk factors relating to the business to be carried on by the Issuer, including the business of the Investee Companies, which prospective investors should carefully consider before deciding whether to purchase Common Shares. For the purposes of this section, any reference to the Issuer's business and operations includes the business and operations of the Investee Companies. Any explicit use of the term "Investments" or discussion of specific "Investment" hereunder is for narrative purposes only and should be understood to include the Issuer and the Investee Companies.

The risks presented below may not be all of the risks that the Issuer may face. The Issuer will face a number of challenges in the development of its business due to the nature of the present stage of the business and operations of its Investments and its Investment Policy. Sometimes new risks emerge and management may not be able to predict all of them, or be able to predict how they may cause actual results to be different from those contained in any forward-looking statements. Readers should not rely upon forward-looking statements as a prediction of future results. Readers should carefully consider all such risks, including those set out in the discussion below and elsewhere in this Listing Statement.

Risks Relating to Investments

Market Reaction to Investments

The market reaction to the Issuer's Investments and the future trading prices of the Common Shares cannot be predicted. If any disclosed Investments are not consummated, the market price of Common Shares may decline to the extent that the current market price of Common Shares reflects a market assumption that the Investments will be completed.

Costs of the Investments

Certain costs related to the Investments, such as legal and accounting fees incurred by the Issuer, must be paid by the Issuer even if the Investments are not completed.

Failure to Secure a More Attractive Offer

If the Investments are not completed and the Board decides to seek other merger or business combinations, there can be no assurance that it will be able to find an equivalent or more attractive price than the consideration pursuant to the Investments.

Termination of Investments in Certain Circumstances

The Issuer may elect to withdraw any of its Investments (where possible) for a number of reasons including, without limitation, changing market conditions, a recommendation from the Board of Directors or the availability of a more suitable investment opportunity. If for any reason the Investments are delayed or not completed, the market price of Common Shares may be adversely affected (see "*Risk Factors – Market Reaction*" above).

Investment Issuer Status

As an investment issuer, essentially all of the Issuer's operating assets are the capital stock of its Investments. As a result, investors in the Issuer are subject to the risks attributable to its Investments. As an investment issuer, the Issuer conducts substantially all of its business through its Investments, which generate substantially all of its revenues. Consequently, the Issuer's cash flows and ability to complete current or desirable future enhancement opportunities are dependent on the earnings of its Investments and the distribution of those earnings to the Issuer. The ability of these entities to pay dividends and other distributions will depend on their operating results and will be subject to applicable laws and regulations which require that solvency and capital standards be maintained by such companies and contractual restrictions contained in the instruments governing their debt. In the event of a bankruptcy, liquidation or reorganization of any of the Issuer's Investments, holders of indebtedness and trade creditors will generally be entitled to payment of their claims from the assets of those Investments before any assets are made available for distribution to the Issuer.

Competition for Investments

There is potential that the Issuer will face intense competition from numerous other companies, some of which can be expected to have longer operating histories and more financial resources and technical, manufacturing and marketing experience than the Issuer. Increased competition by larger and better financed competitors could materially and adversely affect the Issuer's ability to acquire Investments.

To remain competitive, the Issuer will require a continued high level of investment in research, marketing and networking, and research and development, marketing, sales and client support for its Investments. The Issuer may not have sufficient resources to maintain its operations on a competitive basis which could materially and adversely affect the business, financial condition and results of operations of the Issuer.

Tax Consequences

The Investments described herein, including the acquisition, ownership and disposition of the Common Shares may have tax consequences in Canada, or elsewhere, depending on each particular existing or prospective shareholder's specific circumstances. Such tax consequences are not described herein and disclosure is not intended to be, nor should it be construed to be, legal or tax advice to any particular shareholder. Existing and prospective shareholders should consult their own tax advisors with respect to any such tax considerations.

Risks Facing Investee Companies

The Issuer's financial condition and results of operations will be affected by the performance of the companies in which it invests. Each Investee Company will also be subject to risks which will affect their respective financial condition. Given that, other than with respect to the Investments, the Issuer does not currently know the exact nature of the businesses in which it may make investments, it is impossible to predict exactly what risks Investee Companies will face. Nonetheless, typical risks which Investee Companies might be expected to face include the following:

- Investee Companies may need to raise capital through equity or debt financing. Failure to obtain such equity or debt, or the terms of such equity or debt that may be available, may impair the ability of Investee Companies to finance their future operations and capital needs. Flexibility to respond to changing business and economic conditions may therefore be limited.

- The success of Investee Companies may depend on the talents and efforts of one or two persons or a small group of persons. The death, disability or resignation of one or more of these persons could have a material adverse impact on an Investee Company.

- Investee Companies may require additional working capital to carry out their business activities and to expand their businesses. If such working capital is not available, the financial performance and development of the businesses of the Investee Companies may be adversely affected.

- Damage to the reputation of Investee Companies' brands could negatively impact consumer opinion of those companies or their related products and services, which could have an adverse effect on their businesses.

- Investee Companies may face intense competition, including competition from companies with greater financial and other resources, and more extensive development, manufacturing, marketing and other capabilities. There can be no assurance that Investee Companies will be able to successfully compete against their competitors or that such competition will not have a material adverse effect on their businesses.

- Investee Companies may experience reduced revenues through the loss of a customer representing a high percentage of their revenues.

- Investee Companies may experience reduced revenues due to an inability to meet regulatory requirements, or may experience losses of revenues due to unforeseeable changes in regulations imposed by various levels of government.

- Investee Companies may rely on government or other subsidy programs for revenue or profit generation. Changes to, or elimination of, such programs may have an adverse effect on such companies.

- Investee Companies may experience negative financial results based on foreign exchange losses.

- The material adverse effects experienced by Investee Companies due to the current COVID-19 pandemic, including, but not limited to, decreased global economic activity, disruptions to global supply chains, and the volatility of the financial and capital markets, which could affect the business, financial condition, results of operations and other factors relevant to each Investee Company, including their ability to raise capital.

General Risks

Volatile Market Price for Common Shares

The market price for the Common Shares may be volatile and subject to wide fluctuations in response to numerous factors, many of which are beyond the Issuer's control, including the following:

- actual or anticipated fluctuations in the Issuer's quarterly results of operations;
- recommendations by securities research analysts;
- changes in the economic performance or market valuations of companies in the industry in which the Issuer operates;
- addition or departure of the Issuer's executive officers and other key personnel;
- release or expiration of transfer restrictions on outstanding Common Shares;
- sales or perceived sales of additional Common Shares;
- operating and financial performance that vary from the expectations of management, securities analysts and investors;
- regulatory changes affecting the Issuer's industry generally and its business and operations;
- announcements of developments and other material events by the Issuer or its competitors;
- fluctuations to the costs of vital production materials and services required by the businesses underlying the Investments;
- changes in global financial markets and global economies and general market conditions, such as interest rates;
- significant acquisitions or business combinations, strategic partnerships, joint ventures or capital commitments by or involving the Issuer or its competitors;
- operating and share price performance of other companies that investors deem comparable to the Issuer or from a lack of market comparable companies; and
- news reports relating to trends, concerns, technological or competitive developments, regulatory changes and other related issues in the Issuer's industry or target markets.

Financial markets have recently experienced significant price and volume fluctuations that have particularly affected the market prices of equity securities of companies and that have often been unrelated to the operating performance, underlying asset values or prospects of such companies. Accordingly, the market price of Common Shares may decline even if the Issuer's operating results, underlying asset values or prospects have not changed. Additionally, these factors, as well as other related factors, may cause decreases in asset values that are lasting and not temporary, which may result in impairment losses. There can be no assurance that continuing fluctuations in share price and volume will not occur. If such increased levels of volatility and market turmoil continue, the Issuer's operations could be adversely impacted and the trading price of Common Shares may be materially adversely affected.

Litigation Associated with Share Price Volatility

In the past, certain companies that have experienced volatility in their share value, have been the subject of securities class action litigation. The Issuer might become involved in securities class action litigation in the future. Such litigation often results in substantial costs and diversion of management's attention and resources and could have a negative effect on business and results of operation.

Limited Market for Securities

Upon completion of the Change of Business, the Common Shares will be listed on the CSE, however, there can be no assurance that an active and liquid market for the Common Shares will develop or be maintained and an investor may find it difficult to resell any securities of the Issuer.

Lack of Operating History

Many of the Issuer's Investments have only recently started to carry their businesses. The Issuer will therefore be subject to many of the risks common to early-stage enterprises, including under-capitalization, cash shortages, limitations with respect to personnel, financial, and other resources and lack of revenues. The failure by the Issuer to meet any of these conditions could have a materially adverse effect on the Issuer and may force it to reduce, curtail, or discontinue operations. There is no assurance that the Issuer will be successful in achieving a return on shareholders' investment and the likelihood of success must be considered in light of the early stage of operations. The Issuer may not successfully address all of the risks and uncertainties or successfully implement its existing and new products and services. If the Issuer fails to do so, it could materially harm its business and impair the value of its common stock, resulting in a loss to shareholders. Even if the Issuer accomplishes these objectives, the Issuer may not generate the anticipated positive cash flows or profits. No assurance can be given that the Issuer can or will ever be successful in its operations and operate profitably.

Reliance on Management and Key Personnel

The success of the Issuer is dependent upon the ability, expertise, judgment, discretion and good faith of its senior management. While employment agreements are customarily used as a primary method of retaining the services of key employees, these agreements cannot assure the continued services of such employees. The Issuer attempts to enhance its management and technical expertise by recruiting qualified individuals who possess desired skills and experience in certain targeted areas. The Issuer's inability to retain employees and attract and retain sufficient additional employees as well as information technology, engineering, and technical support resources could have a material adverse impact on the Issuer's financial condition and results of operation. Any loss of the services of such individuals could have a material adverse effect on the Issuer's business, operating results or financial condition.

Additional Financing

The Issuer's future capital requirements depend on many factors, including its ability to market products successfully, cash flows from operations, locating and retaining talent, and competing market developments. The Issuer's business model requires spending money (primarily on, licensing, advertising and marketing) in order to generate revenue. Based on the Issuer's current financial situation, the Issuer may have difficulty continuing its operations at the current level, or at all, if it does not raise additional financing in the near future.

In order to execute the Issuer's business plan, the Issuer will require some additional equity and/or debt financing to undertake capital expenditures. There can be no assurance that additional financing will be available to the Issuer when needed or on terms which are acceptable. The Issuer's inability to raise financing to support on-going operations or to fund capital expenditures could limit the Issuer's operations and may have a material adverse effect upon future profitability. The Issuer may require additional financing to fund its operations to the point where it is generating positive cash flows.

If additional funds are raised through further issuances of equity or convertible debt securities, existing shareholders could suffer significant dilution, and any new equity securities issued could have rights, preferences and privileges superior to those of holders of Common Shares. Any debt financing secured in the future could involve restrictive covenants relating to capital raising activities and other financial and operational matters, which may make it more difficult for the Issuer to obtain additional capital or to pursue business opportunities, including potential acquisitions. If adequate funds are not obtained, the Issuer may be required to reduce, curtail, or discontinue operations. There is no assurance that the Issuer's future cash flow, if any, will be adequate to satisfy its ongoing operating expenses and capital requirements.

In Certain Circumstances, the Issuer's Reputation Could be Damaged

Damage to the Issuer's reputation can be the result of the actual or perceived occurrence of any number of events, and could include any negative publicity, whether true or not. The increased usage of social media and other web-based tools used to generate, publish and discuss user-generated content and to connect with other users has made it increasingly easier for individuals and groups to communicate and share opinions and views regarding the Issuer and its activities, whether true or not. Although the Issuer believes that it operates in a manner that is respectful to all stakeholders and that it takes care in protecting its image and reputation, the Issuer does not ultimately have direct control over how it is perceived by others. Reputation loss may result in decreased investor confidence, increased challenges in developing and maintaining community relations and an impediment to the Issuer's overall ability to advance its projects, thereby having a material adverse impact on financial performance, financial condition, cash flows and growth prospects.

Wide Industry Base

The Issuer's Investments extend over a number of industries, specifically oil and gas, and technology. The ability to successfully navigate multiple sectors requires significant knowledge and involvement from management in a variety of different areas and is dependent on the ability of the Issuer to retain persons capable of providing that knowledge base to the Issuer. Additionally, factors in each of these sectors and any other that the Issuer ultimately invests in could result in a decrease in the value of the Investment, which may impact the Issuer's business.

Operating Risk and Insurance Coverage

The Issuer will obtain and maintain insurance to protect its assets, operations and employees. There are no guarantees that the Issuer will be able to find adequate insurance coverage in the future or that the cost will be affordable to the Issuer. While the Issuer believes it will be able to obtain sufficient insurance coverage to address all material risks to which it will be exposed, such insurance will be subject to coverage limits and exclusions and may not be available for all risks and hazards to which the Issuer is exposed. In addition, no assurance can be given that such insurance will be adequate to cover all of the Issuer's liabilities or will be generally available in the future or, if available, that premiums will be commercially justifiable. If the Issuer were to incur substantial liability and such damages were not covered by insurance or were in excess of policy limits, or if the Issuer were to incur such liability at a time when it is not able to obtain liability insurance, its business, results of operations and financial condition could be materially adversely affected.

Management of Growth

Should the Issuer experience rapid growth and development in its business in a relatively short period of time the Issuer may encounter growth-related risks including capacity constraints and pressure on its internal systems and controls. The ability of the Issuer to manage growth effectively will require it to continue to implement and improve its operational and financial systems and to expand, train and manage its employee base. The inability of the Issuer to deal with this growth may have a material adverse effect on the Issuer's business, financial condition, results of operations and prospects.

Conflicts of Interest

Certain of the directors and officers of the Issuer are also directors and officers of other companies, and conflicts of interest may arise between their duties as officers and directors of the Issuer and as officers and directors of such other companies. See "*Directors and Officers of the Issuer – Conflicts of Interest*" above.

Shareholders Are Not Entitled to Vote on the Company's Proposed Investments

Shareholders will not be afforded the opportunity to either approve or oppose an investment opportunity of the Issuer. Thus, the Issuer may consummate any such investment even if a majority of the holders of its outstanding equity securities do not favour the particular investment.

Long-Term Nature of Investments

An investment in Issuer Shares requires a long-term commitment with no certainty of return. Most significant investments to be made by the Issuer are not expected to generate current income. Therefore, the return of capital to the Issuer and the realization of gains, if any, from the Issuer's investments will generally occur only upon the partial or complete realization or disposition of such investment. While an investment of the Issuer may be realized or disposed of at any time, it is generally expected that the ultimate realization or disposition of most of the Issuer's investments will not occur for a number of years after each such investment is made.

Minority Investments

All of the current investments held by the Issuer are minority equity investments or convertible debt. While the Issuer intends to participate in the management or otherwise seek to influence the business or affairs of the Issuer's investees, day-to-day operations will primarily be the responsibility of each Issuer's investee's management team and the Issuer may have a limited ability to influence such operations.

Ranking of the Issuer's Investments and Structural Subordination

The Issuer will invest in public and private equity securities and debt instruments. Equity positions typically rank last in terms of priority in the event of insolvency, liquidation, dissolution, reorganization or bankruptcy of an Investee. Debt investments may have, or may be permitted to allow, other debt that ranks equally with, or senior to, the debt in which the Issuer invests. By their terms, such debt instruments may entitle the holders to receive payment of interest or principal on or before the dates on which the Issuer is entitled to receive payments with respect to the debt instruments in which the Issuer invests. Also, in the event of insolvency, liquidation, dissolution, reorganization or bankruptcy of an Investee, holders of debt instruments ranking senior to the Issuer's investment in that investee would typically be entitled to receive payment in full before the Issuer receives any distribution. After repaying such senior creditors, such investee may not have any remaining assets to use to repay its obligation to the Issuer. In the case of debt ranking equally with debt instruments in which the Issuer invests, the Issuer would have to share on an equal basis any distributions with other creditors holding such debt in the event of an insolvency, liquidation, dissolution, reorganization or bankruptcy of the investee.

Follow-On Investments

Following the initial investment in a business, the Issuer may be called upon to provide additional funds or have the opportunity to increase its investment in such business through the exercise of a warrant or other right to purchase securities or to fund additional investments through such business. There is no assurance that the Issuer will make follow-on investments or that the Issuer will have sufficient funds to make any such investment. Even if the Issuer has sufficient capital to make a desired follow-on investment, the Issuer may elect not to make such investment, as the Issuer may not want to increase its level of risk, the Issuer may prefer other opportunities, or the Issuer may be restricted from doing so under its investment guidelines. Any decision by the Issuer not to make follow-on investments or its inability to make such follow-on investments may have a negative impact on the investee in need of such investment, may result in a missed opportunity for the Issuer to increase its participation in a successful operation or may reduce the expected return on the investment.

Private Issuers and Illiquid Securities

The Issuer invests in securities of private issuers. The value of these investments may be affected by factors such as investor demand, resale restrictions, general market trends and regulatory restrictions. Fluctuation in the market value of such investments may occur for a number of reasons beyond the control of the Issuer and there is no assurance that an adequate market will exist for investments made by the Issuer, such that the Issuer may experience difficulty in exiting investment positions on favourable terms or at all. Many of the investments made by the Issuer will be relatively illiquid and may decline in price if a significant number of such investments are offered for sale by the Issuer or other investors

Costs of Operating as a Public Company

As a public company whose securities are listed on the CSE, the Issuer will continue to incur significant legal, accounting and related continuous disclosure expenses. The Issuer will continue to be subject to the reporting requirements of Canadian securities laws the rules and regulations thereunder, the rules and regulations of the CSE, and the provisions of securities laws that apply to public companies such as the Issuer. The expenses that will continue to be required in order to adequately comply with the various reporting and other requirements applicable to public companies will continue to require considerable expense, time and the attention of management.

Investments May Be Made In Foreign Businesses

In pursuing the Issuer's investment strategy, the Issuer may seek to make one or more investments in businesses outside of Canada. As public information available for businesses outside of Canada may be minimal, the Issuer could be required to make investment decisions on whether to pursue a potential investment in a foreign business on the basis of limited information, which may result in an investment in a business that is not as profitable as the Issuer initially suspected, if at all. Investments in foreign businesses pose certain incremental risks as compared to investments in Canadian businesses, including that they:

- foreign jurisdictions may have laws, customs, business culture, language, and politics which differ markedly from Canada;

- there is a heightened possibility of imposition of withholding taxes on interest or dividend income generated from foreign jurisdictions.

- governments of foreign jurisdictions may engage in confiscatory taxation or expropriation of income and/or assets to raise revenues or to pursue a domestic political agenda. In the past, foreign jurisdictions have nationalized assets, companies and even entire sectors, including the assets of foreign investors, with inadequate or no compensation to the prior owners. There can be no assurance that the Issuer will not suffer a loss of any or all of its investments or, interest or dividends thereon, due to adverse fiscal or other policy changes in foreign jurisdictions;

- governments of many foreign jurisdictions have exercised and continue to exercise substantial influence over many aspects of the private sector. In some cases, the government owns or controls many companies, including some of the largest in the country. Accordingly, government actions could have a significant effect on economic conditions in a foreign jurisdiction;

- bankruptcy law and creditor reorganization processes may differ substantially from those in Canada and the United States, resulting in greater uncertainty as to the rights of creditors, the enforceability of such rights, reorganization timing and the classification, seniority and treatment of claims. In certain foreign jurisdictions, although bankruptcy laws have been enacted, the process for reorganization remains highly uncertain. In addition, it may be impossible to seek legal redress against an issuer that is a sovereign state;

- other heightened risks associated with investments in foreign jurisdictions include without limitation: (i) risks due to less social, political and economic stability, including the risk of war, terrorism, nationalization, limitations on the removal of funds or other assets, or diplomatic developments that affect investments in these countries; (ii) certain national policies which may restrict the Issuer's investment opportunities, including restrictions on investing in entities or industries deemed sensitive to relevant national interests and requirements that government approval be obtained prior to investment by foreign persons; (iii) certain national policies that may restrict the Issuer's repatriation of investment income, capital or the proceeds of sales of securities, including temporary restrictions on foreign capital remittances; (iv) the lack of uniform accounting and auditing standards and/or standards that may be significantly different from the standards required in Canada; (v) less publicly available financial and other information regarding entities;

(vi) potential difficulties in enforcing contractual obligations; and (vii) higher rates of inflation, higher interest rates and other economic concerns.

Illiquidity of Investments

Some of the investments of the Issuer are expected to be in private businesses and, in turn, highly illiquid. Accordingly, there can be no assurance that the Issuer will be able to realize on its investments in a timely manner or at all, which may also make the Issuer's investees and the Issuer difficult to accurately value. Illiquidity may result from the absence of an established market for the investments as well as legal or contractual restrictions on their resale. In addition, private equity investments by their nature are often difficult and time consuming to liquidate. If the Issuer is required to liquidate all or a portion of its portfolio investments quickly, it may realize significantly less than the value at which the Issuer previously recorded such investments.

Furthermore, it is possible that unlisted investees in which the Issuer invests will consider having their securities listed on an overseas stock exchange, as a means of creating liquidity for its investors. However, there can be no assurance that the listing of these securities will provide a viable exit mechanism, as these securities may experience low trading volumes and a low market capitalization at the time of intended disposal. Further, applicable regulations may impose a lock-in period on promoters' holdings in businesses seeking listing through initial public offerings, which would reduce secondary market liquidity. Although the Issuer would generally endeavour to avoid or minimize such lock-in restrictions on its shareholdings in Investees, there can be no assurance that it will be able to do so.

Dividend Risk

The Issuer has not paid dividends in the past and does not anticipate paying dividends in the near future. The Issuer expects to retain earnings to finance further growth and, where appropriate, retire debt.

Foreign Exchange Risk

The Issuer is a Canadian company, and most of its expenses and fund raising have been and are expected to continue to be in Canadian dollars. All the Issuer's present investments are in entities formed and operating in Canada. In the future, some of the expenses and revenues of the investee entities may be denominated in currencies other than Canadian dollars. As a result, the Issuer may be subject to foreign exchange risks relating to the relative value of the applicable foreign currency as compared to the Canadian dollar.

Any fluctuations in the value of any of these currencies relative to the Canadian dollar may have an adverse impact on the Issuer's financial condition and/or operating results. The Issuer may or may not in the future engage in hedging activities.

Repatriation of Funds

Certain countries impose or may impose restrictions upon the ability to transfer funds out of such country. All of the Issuer's present investments are in entities formed and operating in Canada, but in the future the Issuer may invest in entities formed and operating in other countries. As such, the Issuer may be subject to restrictions on its ability to transfer funds out of some foreign countries. However, any change in a country's laws in that regard could materially impact on an investee's ability to carry on business in that country and may preclude it from paying dividends to the Issuer, and similarly the Issuer's ability to receive dividends or any return of capital, and so materially impact on the value of the Issuer's investment.

Litigation

The Issuer may be forced to litigate, enforce, or defend its contractual rights, protect its trade secrets, or determine the validity and scope of other parties' proprietary rights. Such litigation would be a drain on the financial and management resources of the Issuer which may affect the operations and business of the Issuer.

The Issuer may become party to litigation from time to time in the ordinary course of business which could adversely affect its business. Should any litigation in which the Issuer becomes involved be determined against the Issuer such a decision could adversely affect the Issuer's ability to continue operating and the market price for Common Shares and could use significant resources. Even if the Issuer is involved in litigation and wins, litigation can redirect significant company resources.

18. PROMOTERS

Philip Wong may be considered a Promoter of the Issuer for the purposes of applicable securities laws, as he took the initiative in organizing and financing the Issuer. For further information regarding Mr. Wong see "*Directors and Officers*" above.

Other than as disclosed in this Listing Statement, Mr. Wong has not received, directly or indirectly, anything of value, including money, property, contracts, options or rights of any kind from the Issuer, and the Issuer has not received any assets, services or other consideration from Mr. Wong in return.

No promoter of the Issuer has, within 10 years prior to the date of this Listing Statement, been a director, chief executive officer, or chief financial officer of any person, that was subject to an order that was issued while the promoter was acting in such capacity, or was subject to an order that was issued after the promoter ceased to act in such capacity and which resulted from an event that occurred while the promoter was acting in such capacity.

No promoter of the Issuer is, as at the date of this Listing Statement, or has been within the 10 years prior to the date of this Listing Statement, a director or executive officer of any person that, while the promoter was acting in that capacity, or within 12 months of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets.

No promoter of the Issuer has, within the 10 years prior to the date of this Listing Statement, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of the promoter

19. LEGAL PROCEEDINGS

As of the date of this Listing Statement, there are no legal proceedings to which the Issuer is a party or of which any of its property is the subject matter. Additionally, to the reasonable knowledge of the management of the Issuer, there are no such proceedings contemplated.

As of the date of this Listing Statement, there are no legal proceedings to which any of the Investee Companies is a party or of which any of its property is the subject matter. Additionally, to the reasonable knowledge of the management of each of the Investee Companies, there are no such proceedings contemplated.

20. INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

None of the directors or executive officers of the Issuer, principal shareholders, or any Associate or Affiliate of such persons, has or has had any material interest, direct or indirect, in any material transaction within the three years before the date of this Listing Statement or in any proposed transaction that has materially affected or may affect the Issuer.

21. AUDITORS, TRANSFER AGENTS AND REGISTRARS

The current auditors of the Issuer, Wasserman Ramsay Chartered Professional Accountants, located at 3601 Hwy 7 East, Suite 1008, Markham, Ontario L3R 0M3 will be the auditors of the Issuer.

The Issuer's registrar and transfer agent, Computershare Trust Company of Canada, located 3rd Floor, 510 Burrard Street, Vancouver, British Columbia V6C 3B9 will be the registrar and transfer agent of the Issuer.

22. MATERIAL CONTRACTS

During the two years preceding the date of this Listing Statement, other than contracts entered into in the ordinary course of business, the Issuer has entered into the following material contracts:

- Share Purchase Agreement entered into on December 31, 2021 with Robotic StemCell BioTech Ltd., with respect to the acquisition of 20% of the issued and outstanding securities in the capital of Robotic.

- Share Purchase Agreement entered into on December 31, 2021 with Blockchain Assets Management Group Limited, with respect to the acquisition of 10% of the issued and outstanding securities in the capital of BAM.

- Share Purchase Agreement entered into on December 31, 2021 with 14125339 Canada Inc., with respect to the acquisition of 20% of the issued and outstanding securities in the capital of 1412.

23. INTEREST OF EXPERTS

The auditor of the Issuer, Wasserman Ramsay Chartered Professional Accountants (the "**Auditors**"), audited the financial statements of Sensor for the years ended December 31, 2022, 2021 and 2020.

The Auditors are independent within the meaning of the Rules of Professional Conduct of the Chartered Accountants of Ontario. Based on information provided by the Auditors, the Auditors have not received nor will receive any direct or indirect interests in the property of the Issuer. Neither the Auditors nor any of the directors, officers, employees and partners thereof, beneficially own, directly or indirectly, any securities of the Issuer or the Issuer or its Associates and Affiliates.

24. OTHER MATERIAL FACTS

The Issuer is not aware of any other material facts relating to the Issuer, the Issuer or the Investee Companies that are not disclosed under the preceding items and are necessary in order for this Listing Statement to contain full, true and plain disclosure of all material facts relating to the Issuer.

25. CERTIFICATE OF THE ISSUER

Pursuant to a resolution duly passed by its Board of Directors, Sensor hereby applies for the listing of the above-mentioned securities on the CSE. The foregoing contains full, true and plain disclosure of all material information relating to Sensor. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Toronto, Ontario this 13th day of December, 2023

"Philip Wong"	*"Leo Choi"*
Philip Wong	Leo Choi
Chief Executive Officer	Chief Financial Officer

ON BEHALF OF THE BOARD OF DIRECTORS OF
BLUE HORIZON GLOBAL CAPITAL CORP.

"Alex MacKay"	*"Brian Grieve"*
Alex MacKay	Brian Grieve
Director	Director

PROMOTERS

"Philip Wong"
Philip Wong

Schedule “A”

Audited Financial Statements of Sensor for the Years Ended December 31, 2022 and 2021 and Unaudited Interim Financial Statements of Sensor for the Nine Months Ended September 30, 2023

SENSOR TECHNOLOGIES CORP.

CONSOLIDATED FINANCIAL STATEMENTS
(Prepared in Canadian dollars)

For Years Ended December 31, 2022 and 2021

Wasserman
Ramsay

Chartered Professional Accountants

3601 Hwy 7 East, Suite 1008, Markham, Ontario L3R 0M3
Tel. (905) 948-8637 Fax (905) 948-8638
email: wram@wassermanramsay.ca

INDEPENDENT AUDITORS' REPORT

To the Shareholders of
Sensor Technologies Corp.:

Opinion
We have audited the consolidated financial statements of Sensor Technologies Corp. and its subsidiaries (the "Company"), which comprise the consolidated statements of financial position as at December 31, 2022 and 2021, and the consolidated statements of loss and comprehensive loss, changes in deficiency and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion
We conducted our audits 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 consolidated Financial Statements section of our report. We are independent of the Company 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 these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern
We draw attention to Note 1 in the consolidated financial statements, which indicates that as of December 31, 2022 the Company has incurred losses resulting in an accumulated deficit of $5,432,118. In addition, the Company, has a working capital deficiency in the amount of $104,228. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other information
Management is responsible for the other information. The other information comprises:

- Management's Discussion and Analysis

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the consolidated Financial Statements
Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the consolidated Financial Statements
Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 Company'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 Company'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 consolidated 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated 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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditors' report is Kevin Ramsay.

Wasserman Ramsay

Markham, Ontario
May 1, 2023

Chartered Professional Accountants
Licensed Public Accountants

SENSOR TECHNOLOGIES CORP.
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2022 AND 2021
(Expressed in Canadian Dollars)

	Note	December 31, 2022	December 31, 2021
ASSETS			
Current Assets:			
Cash		$ 143,346	$ 11,035
Trade and other accounts receivable		4,690	13,079
Advances to Blockchains Asset Management Group	6	388,004	-
Prepaid expenses		13,344	12,890
Total current assets		549,384	37,004
Non-current assets:			
Investment in subsidiary held for sale	2	78,729	88,755
Oil and gas property interests	5	1	1
Deposits	14	351,696	345,233
Total non-current assets		430,426	433,989
Total assets		$ 979,810	$ 470,993
LIABILITIES			
Current liabilities:			
Accounts payable and accrued liabilities		$ 155,301	$ 328,434
Reclamation & decommissioning obligation	9	367,776	367,776
Advances	7	130,535	118,223
Total current liabilities		653,612	814,433
Long term liabilities			
Canadian emergency response benefit loan	11	60,000	60,000
Total long term liabilities:		60,000	60,000
Total liabilities		713,612	874,433
SHAREHOLDERS' EQUITY/(DEFICIENCY)			
Capital stock	8	5,638,986	5,166,515
Warrants	8	57,529	-
Accumulated other comprehensive income		1,801	(446)
Deficit		(5,432,118)	(5,569,509)
Total shareholders' equity/(deficiency)		266,198	(403,440)
Total liabilities and shareholders' equity/(deficiency)		$ 979,810	$ 470,993
Nature and continuance and operations and going concern	1		
Commitments and contingencies	14		
Subsequent events	21		

Approved on Behalf of the Board

"Jay Vieira"	**"Alex Mackay"**
Director	**Director**

The accompanying notes form an integral part of these consolidated financial statements

SENSOR TECHNOLOGIES CORP.
CONSOLIDATED STATEMENTS OF INCOME (LOSS) AND COMPREHENSIVE INCOME (LOSS)
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in Canadian Dollars)

		Year ended December 31,	
	Note	**2022**	**2021**
Licensing fee	17	$ 90,613	$ -
Alberta energy site rehabilitation program grant	9	-	115,428
Interest income		14,466	1,721
Total revenue		105,079	117,149
Expenses			
Exploration expenses	15	(30,530)	(18,999)
Reclamation and decommissioning expenses	9	-	(72,134)
Office and general expenses	16	(95,031)	(96,711)
Total expenses		$ (125,561)	$ (187,844)
Loss before undernoted		(20,482)	(70,695)
Finance costs		(12,312)	(91,373)
Writeback of old accounts payable balances		182,396	27,791
Gain (loss) on foreign exchange		(2,185)	222
Net income (loss) for the year		147,417	(134,055)
Net income (loss) of subsidiary held for sale for the year	2	(10,026)	3,870
		137,391	(130,185)
Other comprehensive income (loss) for the year			
Exchange differences on translation of foreign operations		2,247	(46)
Total comprehensive income (loss) for the year		$ 139,638	$ (130,231)
Weighted average shares outstanding - basic and diluted	8	242,632,449	197,961,264
Income (loss) per common share based on net income (loss) for the year	8	$ 0.00	$ (0.00)

The accompanying notes form an integral part of these consolidated financial statements

SENSOR TECHNOLOGIES CORP.
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (DEFICIENCY)
DECEMBER 31, 2022 AND 2021
(Expressed in Canadian Dollars)

	Share Capital						
	Number	**Amount**	**Equity Portion of Convertible Debentures**	**Warrants**	**Accumulated Other Comprehensive (Loss)**	**Deficit**	**Total Equity (Deficiency)**
Balance, December 31, 2020	150,234,129	$3,209,272	$ 10,890	$ -	$ (400)	$ (5,439,324)	$ (2,219,562)
Net loss for the year	-	-	-	-	-	(130,185)	(130,185)
Shares issued on conversion of convertible debentures	20,434,950	615,699	-	-	-	-	615,699
Equity portion of converible debentures transferred to common stock on conversion of debentures	-	10,890	(10,890)	-	-	-	-
Shares issued on conversion of advances	26,526,354	530,527	-	-	-	-	530,527
Shares issued on conversion of accounts payable	40,006,331	800,127	-	-	-	-	800,127
Exchange differences on translation of foreign operations	-	-	-	-	(46)	-	(46)
Balance, December 31, 2021	237,201,764	$5,166,515	$ -	$ -	$ (446)	$ (5,569,509)	$ (403,440)

	Number	**Amount**	**Equity Portion of Convertible Debentures**	**Warrants**	**Accumulated Other Comprehensive (Loss)**	**Deficit**	**Total Equity (Deficiency)**
Balance, December 31, 2021	237,201,764	$5,166,515	$ -	$ -	$ (446)	$ (5,569,509)	$ (403,440)
Net income for the year	-	-	-	-	-	137,391	137,391
Shares issued on private placement	10,600,000	472,471	-	-	-	-	472,471
Warrants issued on private placement	-	-	-	57,529	-	-	57,529
Exchange differences on translation of foreign operations	-	-	-	-	2,247	-	2,247
Balance, December 31, 2022	247,801,764	$5,638,986	$ -	$ 57,529	$ 1,801	$ (5,432,118)	$ 266,198

The accompanying notes form an integral part of these consolidated financial statements

SENSOR TECHNOLOGIES CORP.
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR YEARS ENDED DECEMBER 31. 2022 AND 2021
(Expressed in Canadian Dollars)

	Year ended December 31, 2022	2021
Cash flows (used in) operating activities		
Net income (loss) for the year	$ 137,391	$ (130,185)
(Income) loss from subsidiary held for income	10,026	(3,870)
Writeback of old accounts payable balances	(182,396)	(27,791)
Accrued interest on advances	12,312	39,514
Accrued interest on debentures	-	17,438
Accretion on debentures	-	49,320
	(22,667)	(55,574)
Changes in non-cash working capital balances		
Trade and other accounts receivable	8,389	(11,598)
Prepaid expenses	(454)	15,331
Reclamation & decommissioning obligation	-	(43,294)
Accounts payable and accrued liabilities	9,263	19,353
Cash flows from (used in) operating activities	(5,469)	(75,782)
Cash flows (used in) investing activities		
Increase in deposits	(6,463)	(1,720)
Advances to Blockchains Asset Management Group	(388,004)	-
Cash flows (used in) investing activities	(394,467)	(1,720)
Cash flows from financing activities		
Proceeds from private placement	530,000	-
Proceeds from advances	-	26,255
Proceeds from Canadian emergency response benefit loan	-	60,000
Cash flows from financing activities	530,000	86,255
Net change in cash	130,064	8,753
Effect of changes in foreign exchange rate	2,247	(46)
Cash, beginning of the year	11,035	2,328
Cash, end of the year	$ 143,346	$ 11,035
Supplemental Information		
Non-cash financing and investing activities		
Issuance of common shares - conversion of debenture	$ -	$ 615,699
Issuance of common shares - conversion of advances	$ -	$ 530,527
Issuance of common shares - conversion of accounts payable	$ -	$ 800,127
Alberta energy site rehabilitation program grant paid directly to sub-contractor for decommissioning of wells	$ -	$ 115,428

The accompanying notes form an integral part of these consolidated financial statements

1. NATURE AND CONTINUANCE OF OPERATIONS AND GOING CONCERNS

Sensor Technologies Corp. (the "Company" or "STC" or "Sensor") is continued under the Business Corporations Act (Ontario). The Company's principal assets are oil and natural gas interests. The Company is domiciled in the province of Ontario and its head office is located at 196 Wildcat Rd., North York, Ontario , Canada. The Company trades on the Canadian Securities Exchange ("CSE") under the symbol "SENS".

These consolidated financial statements ("consolidated statements) include the accounts of the Company and its subsidiaries, Mooncor Energy Inc. ("Mooncor Energy"), an Alberta Corporation, Primary Petroleum Company U.S. Inc ("PPCUSA"), a Montana, USA Corporation, Primary Petroleum Company LLC ("PPCLLC"), a Montana, USA Corporation and AP Petroleum Company ("APLLC"), a Montana, USA Corporation. STI which was a subsidiary of Sensor is no longer consolidated as it is considered as held for sale. (See note 2).

The consolidated statements were approved for issue by the board of directors on May 1, 2023.

On December 1, 2019, the Company entered into share purchase agreement with an arm's length party with respect to the sale of 49% of the issued and outstanding securities in the capital of Sensor Technologies Inc. ("STI"), a wholly owned subsidiary of Sensor, for $158,010 with a right of first refusal to purchase another 26% of the issued and outstanding securities for $10, subject to shareholder approval, within 5 years of the closing date.

The consolidated statements have been prepared using accounting policies applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they come due. The Company has a net comprehensive income of $139,638 for year ended December 31, 2022 (2021- comprehensive loss of $130,231), has a working capital deficiency in the amount of $104,228 and has a deficit in the amount of $5,432,118 as at December 31, 2022. Management estimates that the funds available as at December 31, 2022 will not be sufficient to meet the Company's potential capital and operating expenditures through to December 31, 2023. The Company will have to raise additional funds to continue operations. Although the Company has been successful in raising funds to date, there can be no assurance that adequate funding will be available in the future, or available on terms acceptable to the Company. The challenges of securing requisite funding and the cumulative losses indicate the existence of a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern. These consolidated statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts nor to the amounts or classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. INVESTMENT IN SUSIDIARY HELD FOR SALE

On December 1, 2019, the Company entered into share purchase agreement with an arm's length party with respect to the sale of 49% of the issued and outstanding securities in the capital of STI, a wholly owned subsidiary of Sensor for $158,080 with a right of first refusal to purchase another 26% of the issued and outstanding securities for $10, subject to shareholder approval, within 5 years of the closing date. Management expects that the sale of the further 26% interest will close within the current fiscal year and therefore as required under IFRS 5 has recorded this investment as a subsidiary held for sale and as such has deconsolidated the subsidiary. The only outstanding issue to complete this sale is shareholder approval which is expected, by management, to be a formality. After that point any income or loss of the subsidiary held for sale has been accounted for using the equity method of accounting where the Company recognizes its share of income or losses of the company. The carrying value of investment in STI is $78,729 on December 31, 2022 (2021 - $88,755) and is shown in the consolidated statements of financial position as investment in subsidiary held for sale. During the current year the Company recognized $10,026 as its share of net loss of STI (2021 – share of income $3,870) in the consolidated statements of income (loss) and comprehensive income (loss).

3. BASIS OF PRESENTATION

Statement of Compliance

The Company prepares its consolidated financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IASB") which includes International Financial Reporting Standards, International Accounting Standards ("IAS"), and interpretations of the International Financial Reporting Interpretation Committee ("IFRIC") effective as of December 31, 2022. These standards are collectively referred to as “IFRS”.

Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis, except for certain financial assets which are measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The consolidated financial statements are presented in Canadian dollars, which is the parent’s functional and presentation currency. Each entity in the group determines its own functional currency. Management reviewed the primary and secondary indicators in IAS 21, the effects of changes in foreign exchange rates, and determined that the functional currency for its USA subsidiaries is US dollars and for all other subsidiaries is Canadian dollars.

Basis of consolidation

These consolidated financial statements include the accounts of the Company and its subsidiaries; Mooncor Energy, PPCUSA, PPCLLC and APLLC (collectively referred to as the “Company””). Subsidiaries consist of entities over which the Company is exposed to, or has rights to, variable returns as well as the ability to affect those returns through the power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company and are de-consolidated from the date control ceases. The consolidated financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions. STI which was a subsidiary is no longer consolidated as it is considered held for sale. (Note 2)

Significant accounting judgments, estimates and assumptions

The preparation of consolidated financial statements in conformity with IFRS requires the Company's management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements and reported amounts of revenue and expenses during the reporting periods. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Uncertainty about these judgments, estimates and assumptions could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in future periods.

The information about significant areas of estimation uncertainty considered by management in preparing the consolidated financial statements are as follows:

- Assets' carrying values and impairment charge

  In the determination of carrying values and impairment charges, management looks at the higher of recoverable amount or fair value less costs to sell in the case of assets and at objective evidence, significant or prolonged decline of fair value on financial assets indicating impairment. These determinations and their individual assumptions require that management make a decision based on the best available information at each reporting period. Impairment of oil and gas property interests

  While assessing whether any indications of impairment exist for property interests, consideration is given to both external and internal sources of information. Information the Company considers include changes in the market, economic and legal environment in which the Company operates that are not within its control and affect the recoverable amount of property interests. Estimates include but are not limited to estimates of the discounted future after-tax cash flows expected to be derived from the Company's oil and gas property interests, costs to sell the properties and the appropriate discount rate. Internal sources of information include the manner in which oil and gas property interests are being used or are expected to be used and indications of expected economic performance of the assets. Reductions in oil price forecasts, increases in estimated future costs of production, increases in estimated future capital costs, reductions in the amount of recoverable oil reserves or adverse current economics can result in a write-down of the carrying amounts of the Company's property interests.

- Estimation of decommissioning and restoration costs and the timing of expenditure

  The cost estimates are updated annually during the life of an oil well to reflect known developments, (e.g. revisions to cost estimates and to the estimated lives of operations), and are subject to review at regular intervals. Decommissioning, restoration and similar liabilities are estimated based on the Company's interpretation of current regulatory requirements, constructive obligations and are measured at fair value. Fair value is determined based on the net present value of estimated future cash expenditures for the settlement of decommissioning, restoration or similar liabilities that may occur upon decommissioning of the oil well. Such estimates are subject to change based on changes in laws and regulations and negotiations with regulatory authorities.

- Income, value added, withholding and other taxes

  The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

- Oil and natural gas reserves

  The Company's reserves of oil and natural gas are estimated based on information compiled by the Company's qualified persons, independent geologists and engineers. The process of estimating reserves requires significant judgment in evaluating and assessing available geological, geophysical, engineering and economic data, projected rates of production, estimated commodity price forecasts and the timing of future expenditures, all of which are, by their very nature, subject to interpretation and uncertainty. The evaluation of recoverable reserves is an ongoing process impacted by current production, continuing development activities and changing economic conditions. Changes in estimates of reserves may materially impact the carrying value of the Company's oil and gas properties, the recorded amount of depletion, the determination of the Company's obligations pursuant to decommissioning liabilities and the assessment of impairment provisions.

- Contingencies

  Refer to Note 14.

- The information about significant areas of judgment considered by management in preparing the consolidated statements is as follows:

- Subsidiary held for sale

  The Company's management has made a judgement that the option of the purchaser to acquire a further 26% of STI will be exercised in the coming fiscal year.

- Going concern

  The Company's management has made an assessment of the Company's ability to continue as a going concern and the consolidated statements continue to be prepared on a going concern basis. However, management estimates that the funds available as at December 31, 2022 will not be sufficient to meet the Company's potential capital and operating expenditures through to December 31, 2023, which may cast significant doubt upon the Company's ability to continue as a going concern. These consolidated financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Refer to Note 1.

- Oil and gas property expenditures

  The application of the Company's accounting policy for exploration and evaluation expenditure requires judgment to determine whether future economic benefits are likely, from future either exploitation or sale, or whether activities have not reached a stage which permits a reasonable assessment of the existence of reserves. The determination of reserves and resources is itself an estimation process that requires varying degrees of uncertainty depending on how the resources are classified. These estimates directly impact when the Company defers exploration and evaluation expenditures. The deferral policy requires management to make certain estimates and assumptions about future events and circumstances, in particular, whether an economically viable extraction operation can be established. Any such estimates and assumptions may change as new information becomes available. If, after the expenditure is capitalized, information becomes available suggesting that the recovery of the expenditure is unlikely, the relevant capitalized amount is written off in the consolidated statement of income (loss) in the period when the new information becomes available.

- Determination of functional currency

  The effects of Changes in Foreign Exchange Rates' (IAS 21) define the functional currency as the currency of the primary economic environment in which an entity operates. The determination of functional currency, which is performed on an entity by entity basis, is based on various judgmental factors outlined in IAS 21. Based on assessment of the factors in IAS 21, primarily those that influence labour, material and other costs of goods or services received by its subsidiaries, management determined that the functional currency for the parent company is Canadian dollars and the US dollar for the Company's subsidiaries located in the USA.

- Determination of cash generating units ("CGU")

  The Company applies judgment when determining their CGUs. The Company has two main sources of cash flows, the oil and gas business (the oil and gas business) and the sale of fiber optic sensing systems from STI (the technology business). After disposal of the technology business (see note 2), the Company determined that the assets for these two businesses were independent of each other and designated the Oil and Gas CGU and the Corporate CGU.

- Deferred tax assets

  Deferred tax assets are recognized in respect of tax losses and other temporary differences to the extent it is probable that taxable income will be available against which the losses can be utilized. Judgment is required to determine the amount of deferred tax assets that can be recognized based upon the likely timing and level of future taxable income together with future tax planning strategies. As at December 31, 2022 and 2021, the Company has not recognized any deferred tax assets because it is not probable that future taxable income will be available against which the Company can use the benefits of the deferred tax assets.

4. SIGNIFICANT ACCOUNTING POLICIES

The policies set out below are consistently applied to all years presented unless otherwise noted.

Oil and gas exploration and evaluation assets and oil and gas property interests

- Oil and gas exploration and evaluation assets

  Exploration and evaluation ("E&E") assets primarily relate to acquisition costs and related reclamation and decommissioning. Expenditures incurred on the acquisition of a license interest is initially capitalized on a license by license basis. The acquisition costs of E&E properties include the cash consideration and the estimated fair market value of share-based payments issued for such property interests.

  Exploration costs are expensed in the period incurred. The acquisition costs are deferred until commercial reserves are proven, sold or abandoned. Commercial proven reserves are defined as the estimated quantities of crude oil, natural gas and natural gas liquids which geological, geophysical and engineering data demonstrate with a specified degree of certainty to be recoverable in future periods from known reservoirs and are considered technically feasible.

  Costs incurred subsequent to the determination of technical feasibility and commercial viability are added to the cost base of the respective item of P&E when they increase the future economic benefits of that asset. The costs of regular service and maintenance are expensed in profit or loss in the period in which they occur.

  Net proceeds from any disposal of an E&E asset are initially credited against the previously capitalized costs. Any surplus proceeds are credited to the consolidated statement of income (loss).

- Oil and gas property interests

  All directly attributable costs incurred after the technical feasibility and commercial viability of producing hydrocarbons have been demonstrated are capitalized on a field-by-field basis only when the costs increase the future economic benefits embodied in the specific asset to which they relate. All other costs are recognized in profit or loss as incurred.

Impairment

E&E assets are reviewed for impairment whenever facts or circumstances indicate that the cost capitalized to E&E assets may not be recoverable. If commercial reserves have not been established through the completion of E&E activities and there are no future plans for activity in that field, the E&E assets are determined to be impaired and the carrying amount is charged to income. Facts and circumstances that indicate impairment of E&E assets include but are not limited to:

a. the period for which the Company has the right to explore a specific area has expired or will expire in the near future and is not expected to be renewed.
b. substantive expenditure on future E&E activities in a specific area is neither budgeted nor planned.
c. E&E activities in a specific area have not led to the discovery of commercially viable quantities of mineral resources and the Company has decided to discontinue such activities in a specific area.
d. sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the E&E asset is unlikely to be recovered in full from successful development or by sale.

Assets that are subject to amortization are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount, by which the asset's carrying amount exceeds its recoverable amount.

The recoverable amount is the higher of the net selling price and value in use. If the recoverable amount of an asset or cash generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash generating unit is reduced to its recoverable amount. Impairment losses are recognized in the statement of loss immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset or cash generating unit is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or cash generating unit in prior years. A reversal of an impairment loss is recognized in the statement of loss immediately.

Depletion

Depletion of oil and gas property interests within each cash-generating unit (CGU) is recognized using the unit-of-production method based on the Company's share of total proved plus probable oil and natural gas reserves before royalties as determined by independent reserve engineers.

Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability.

Decommissioning liability

A decommissioning liability is recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount of obligation can be made. A corresponding amount equivalent to the provision is also recognized as part of the cost of the related asset. The amount recognized is management's estimated cost of decommissioning, discounted to its present value using a pre-tax risk free rate that reflects the time value of money. Changes in the estimated timing of decommissioning or decommissioning cost estimates are dealt with prospectively by recording an adjustment to the provision and a corresponding adjustment to the related asset unless the change arises from production. The unwinding of the discount on the decommissioning provision is included as a finance cost. Actual cost incurred upon settlement of the decommissioning liability are charged against the provision to the extent the provision was established.

Income taxes

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in the statement of loss, except to the extent that it relates to items recognized directly in equity or other comprehensive income.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. Deferred tax is recognized using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized on the initial recognition of assets or liabilities in a transaction that is not a business combination.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Capital stock, stock options and warrants

The Company's common shares, stock options and share purchase warrants are classified as equity instruments only to the extent that they do not meet the definition of a financial liability or financial asset. Incremental costs directly attributable to the issue of equity instruments are shown in equity as a deduction, net of tax, from the proceeds. Expired warrants are transferred to capital stock on expiry.

Income (loss) per share

Basic income (loss) per share figures are calculated using the weighted average number of common shares outstanding during the year. Diluted income (loss) per share figures are calculated based on the weighted average number of common shares outstanding adjusted for the effects of all dilutive potential shares including warrants and stock options. The effect on the diluted income (loss) per share on the exercise of the warrants and stock options would be anti-dilutive.

Basic and diluted income (loss) per common share is calculated using the weighted average number of common shares outstanding during the year. The Company has reserved shares for issuance in accordance with applicable corporate and securities laws. Consideration received on the issuance of reserved shares will be credited to capital stock and will be valued at either the fair value of the consideration received or shares issued, whichever is more readily determinable.

Share-based payments

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. The Company records compensation cost using the fair value method of accounting for share-based payments. The fair value of stock options is determined using the Black-Scholes option pricing model. The fair value of the options is recognized over the vesting period as share-based payments expense and share-based payment reserve. When options are exercised, the proceeds received, together with any related amount in share-based payment reserve, will be credited to capital stock.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods or services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service.

Financial instruments

Financial assets

Financial assets are classified as either financial assets at fair value through profit or loss (“FVTPL”), fair value through other comprehensive income (“FVTOCI”) or amortized cost. The Company determines the classification of financial assets at initial recognition.

Financial assets at Fair-value through profit or loss

Financial instruments classified as fair value through profit and loss are reported at fair value at each reporting date, and any change in fair value is recognized in the statement of operations in the period during which the change occurs. Realized and unrealized gains or losses from assets held at FVPTL are included in losses in the period in which they arise.

Financial assets at Fair-value through other comprehensive income

Financial assets carried at FVTOCI are initially recorded at fair value plus transaction costs with all subsequent changes in fair value recognized in other comprehensive income (loss). For investments in equity instruments that are not held for trading, the Company can make an irrevocable election (on an instrument-by-instrument bases) at initial recognition to classify them as FVTOCI. On the disposal of the investment, the cumulative change in fair value remains in other comprehensive income (loss) and is not recycled to profit or loss.

Financial assets at amortized cost

Financial assets are classified at amortized cost if the objective of the business model is to hold the financial asset for the collection of contractual cash flows, and the asset’s contractual cash flows are comprised solely of payments of principal and interest. The Company’s accounts receivable are recorded at amortized cost as they meet the required criteria. A provision is recorded based on the expected credit losses for the financial asset and reflects changes in the expected credit losses at each reporting period

Financial liabilities

Financial liabilities are initially recorded at fair value and subsequently measured at amortized cost, unless they are required to be measured at FVTPL (such as derivatives) or the Company has elected to measure at FVTPL. The Company’s financial liabilities include trade and other payables which are classified at amortized cost.

Impairment

IFRS 9 requires an 'expected credit loss' model to be applied which requires a loss allowance to be recognized based on expected credit losses. This applies to financial assets measured at amortized cost. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in initial recognition.

Classification of financial instruments

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy that reflects the significance of inputs in measuring fair value as the following:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 –inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices); and

Level 3 – inputs for the assets or liability that are not based on observable market data (unobservable inputs).

The classification of a financial instrument in the fair value hierarchy is based upon the lowest level of input that is significant to the measurement of fair value.

Foreign currencies

(i) Functional currency

The consolidated financial statements are presented in Canadian dollars, which is the parent's functional and presentation currency. Each entity in the group determines its own functional currency. Management reviewed the primary and secondary indicators in IAS 21, the effects of changes in foreign exchange rates, and determined that the functional currency for its USA subsidiaries is US dollars and for all other subsidiaries is Canadian dollars.

(ii) Foreign operations

Under IFRS, when the Company translates the financial statements of subsidiaries from their functional currency to presentation currency, assets and liabilities are translated into Canadian dollars at the exchange rate in effect at the financial reporting date. Share capital, warrants, equity reserves, accumulated other comprehensive income, and deficit are translated into Canadian dollars at historical exchange rates. Revenues and expenses are translated into Canadian dollars at the transaction date. Foreign exchange gains and losses on translation are included in other comprehensive income. Foreign exchange differences that arise relating to balances that form part of the net investment in a foreign operation are recognized in a separate component of equity through other comprehensive income. On disposition or partial disposition of a foreign operation, the cumulative amount of related exchange difference in other comprehensive income is recognized within profit or loss in the consolidated statement of income (loss).

(iii) Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of the Company's entities at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at that date. The foreign currency gain or loss resulting from the settlement of such transactions and from the translation at the reporting date of monetary assets and liabilities denominated in foreign currencies are recognized within profit or loss in the consolidated statement of income (loss). Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate at the date that the fair value was determined. Foreign currency differences arising on translation are recognized in the consolidated statement of income (loss). Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

Future accounting pronouncements

There are currently no new accounting pronouncements effective for future dates that are expected to have a significant impact on the Company.

5. OIL AND GAS PROPERTY INTERESTS

The Company has an interest in 2 suspended heavy oil wells and leases and related natural gas rights in the Lloydminster area of Alberta as at December 31, 2022 and 2021. The interests are carried at a nominal amount of $1

6. ADVANCES TO BLOCKCHAIN ASSETS MANAGEMENT GROUP

On July 13. 2022, the Company advanced $380,000 to 14125339 Canada Inc. operating as Blockchain Assets Management Group against a promissory note receivable within 10 days on demand bearing an interest rate of 5% pa. This note is secured by a guarantee from 14125339 Canada Inc. Interest accrued for the year ended December 31, 2022 was $8,004 (2021 - $nil) and has been recorded in the consolidated statements of income (loss) and comprehensive income (loss) as interest income (see Note 21).

(Expressed in Canadian Dollars)

7. ADVANCES

		December 31, 2022		2021
Loan payable - 12% per annum, due on demand, owing to a former director of the Company, secured against the assets of the Company		130,535		115,979
Loan payable - 12% per annum, due on demand, owing to a former director of the Company, secured against the assets of the Company		-		336
Loan payable - 12% per annum, due on demand, owing to an arm's length third party, secured against the assets of the Company		-		241
Loan payable - 15% per annum, due on demand, owing to an arm's length third party		-		1,667
Total advances	**$**	**130,535**	**$**	**118,223**

8. SHAREHOLDERS' EQUITY

Capital Stock

At December 31, 2022 and 2021, the authorized share capital comprised an unlimited number of common shares without par value.

	# of Common Shares		Amount
Balance, December 31, 2020	**150,234,129**	**$**	**3,209,272**
Shares issued on conversion of debentures	**20,434,950**		**615,699**
Shares issued on conversion of advances	**26,526,354**		**530,527**
Shares issued on conversion of accounts payable	**40,006,331**		**800,127**
Equity portion of convertible debentures transferred to common stock on conversion of debentures	**-**		**10,890**
Balance, December 31, 2021	**237,201,764**	**$**	**5,166,515**
Shares issued pursuant to private pacement (i)	**10,600,000**		**472,471**
Balance, December 31, 2022	**247,801,764**	**$**	**5,638,986**

(Expressed in Canadian Dollars)

(i) In June 2022, the Company raised gross proceeds of $530,000 through a non-brokered private placement of 10,600,000 units (the "Units") of the Company at a price of $0.05 per Unit. Each Unit consists of one common share and one common share purchase warrant ("Warrant"). Each Warrant entitles the holder to purchase one common share at a price of $0.08 per share for a period of two years to June 27, 2024.

The value of the warrants issued as part of this financing was $57,529. The fair value of the warrants was calculated using the Black-Scholes option pricing model with the following assumptions: expected term of 2 years, a risk-free rate of 3.17%, expected dividend yield of 0% and an expected volatility of 181%. The expected volatility is based on the historical volatility of the Company's share price over the life of the warrants. The Company has not paid any cash dividends historically and has no plans to pay cash dividends in the foreseeable future. The risk-free interest rate is based on the yield of Canadian Benchmark Bonds with equivalent terms. The expected option life in years represents the period of time that the warrants are expected to be outstanding based on historical warrants issued.

Common Stock Purchase Warrants

	# of Warrants		Amount		Exercise Price	Expiry Date	Remaining Contractual Life (years)
Balance, December 31, 2021	**-**	**$**	**-**	**$**	**-**	**-**	**-**
Warrants issued - June 27, 2022	10,600,000		57,529		0.08	27-Jun-24	1.49
Balance,December 31, 2022	**10,600,000**	**$**	**57,529**	**$**	**0.08**		**1.49**

Stock options

On July 26, 2011, the shareholders of the Company approved a stock option plan (the "Plan") to enable directors, officers, employees and consultants of the Company to purchase common shares. All options granted under the Plan in 2011 expired unexercised during the year ended December 31, 2021. No options were granted during the year ended December 31, 2022.

(Expressed in Canadian Dollars)

Basic and diluted loss per share based on loss for the year

Basic and diluted loss per share based on loss for the years ended December 31 2022 and 2021 are as follows:

	Year ended December 31,	
Numerator:	**2022**	2021
Net income (loss) for the year	**$ 137,391**	$ (130,185)

Denominator:	**2022**	2021
Weighted average number of common shares outstanding - basic and diluted (i)	**242,632,449**	197,961,264

Income (loss) per common share based on net income (loss) for the year:	**2022**	2021
Basic and diluted	**$ 0.00**	$ (0.00)

(i) The determination of the weighted average number of common shares outstanding – diluted excludes 10,600,000 shares (2021 -nil shares) related to the warrants outstanding at year end both of which were anti-dilutive for the year ended December 31, 2022.

9. RECLAMATION AND DECOMMISSIONING OBLIGATION

In the year ended December 31, 2022, the Company received a grant of $nil (2021 - $115,428) from Alberta Energy Site Rehabilitation Program. The grant was paid directly to a sub-contractor to clean up the well sites.

Included in the consolidated statements of income (loss) and comprehensive income (loss) for the year ended December 31, 2022 is a charge of $nil (2021 - $72,134) for reclamation and decommissioning expenses. As at December 31, 2022 and 2021, the Company has provided $367,776 for the estimated future cost of reclamation and abandonment work on its oil and gas leases relating to the Lloydminster property in Alberta using the estimate of the Alberta Energy Regulators.

(Expressed in Canadian Dollars)

10. DEBENTURES

Balance, December 31, 2020	$	**548,941**
Accrued interest		17,438
Accretion		49,320
Conversion of debentures into shares		(615,699)
Balance, December 31, 2022 and 2021	$	-

On July 1, 2018, Fox-Tek issued unsecured convertible debentures of $2,800,000 to its parent company to cover part of its inter-company balance. The debentures bear interest at a rate of 12% per annum payable monthly till maturity on September 30, 2021. All or any part of the principal of the debenture can be converted into common shares by the holder at a conversion price of $0.20 per share.

Management used the residual method to allocate the fair value of the conversion options. Management calculated the fair value of the liability component as $2,608,209 using a discount rate of 15%, and then management deducted the fair value of the liability component from the fair value of the convertible debenture as a whole, with the resulting residual amount of $191,791 being the fair value of the equity component.

During the year ended December 31, 2021, the balance of convertible debentures amounting to $615,699 were converted into common shares of which $345,000 was converted into 6,900,000 common shares at a conversion price of $0.05 per common share and $270,699 was converted into 13,534,950 common shares at a conversion price of $0.02 per common share. On December 31, 2021 and 2022, the amount of the convertible debentures was $nil.

For the year ended December 31, 2022, accrued interest of $nil (2021 - $17,438) and $nil for accretion (2021 - $49,320) were included in financial costs in the consolidated statements of income (loss) and comprehensive income (loss).

11. CANADA EMERGENCY RESPONSE BENEFIT ("CERB") LOAN

In the year ended December 31, 2022, the Company has a loan under the CERB program from TD Canada Trust for an amount of $60,000 for a 58 month period to December 31, 2025. The loan is non-interest bearing until December 31, 2023 and subsequently will bear interest of 5% per annum calculated monthly. If $40,000 of the loan amount is repaid on or prior to December 31, 2023, the Government will forgive the remaining balance of the loan amount as of that date provided that an event of default has not occurred.

12. RELATED PARTY TRANSACTIONS

Related parties include Board of Directors, close family members, key management personnel, enterprises and others who exercise significant influence over the reporting entity. All amounts owing to related parties are unsecured, non-interest bearing and due on demand unless otherwise noted.

a) At December 31, 2022 and 2021, $14,950 has been included in accounts payable for Jay Vieira, the CEO of the Company for professional expenses and disbursements.

b) At December 31, 2022 and 2021, the amount of convertible debentures was $nil. During the year ended December 31, 2022 $nil of convertible debentures were converted into shares (2021 - $615,699 of convertible debentures were converted into 20,434,950 shares).

c) Included in financing costs for the year ended December 31, 2022 is $nil (2021 - $66,758) for accretion and interest accrued on the convertible debentures.

Key management compensation

There were no compensation of key management of the Company for the years ended December 31, 2022 and 2021. Key management are those persons having authority and responsibility for planning, directing and controlling the activities, directly or indirectly, of the Company.

(Expressed in Canadian Dollars)

13. INCOME TAXES

a) Provision for Income Taxes

Major items causing the Company's effective income tax rate to differ from the combined Canadian federal and provincial statutory rate of 26.50% (2021 - 26.50%) were as follows:

		2022		2021
Income (loss) before income taxes	$	137,391	$	(130,185)
Expected income tax recovery based on statutory rate		36,408		(34,499)
Adjustment to expected income tax benefit:				
Non-deductible expenses and other		2,657		17,079
Change in deferred tax assets not recognized		(39,065)		17,420
	-	0	-	0

b) Deferred Income Tax

		2022		2021
Unrecognized deferred tax assets (liabilities)				
Deferred income tax assets have not been recognized in respect of the following deductible temporary differences:				
Non-capital loss carry-forwards	$	16,288,518	$	16,339,713
Capital loss carry-forwards		2,464,453		2,464,453
Other differences				(3,871)
Total	$	18,752,971	$	18,800,295

Deferred tax assets have not been recognized in respect of these items because it is not probable that future taxable profit will be available against which the Company can use the benefits.

(Expressed in Canadian Dollars)

14. COMMITMENTS & CONTINGENCIES

Gross overriding royalties

In addition to the gross overriding royalty ("GORR") agreements entered into in connection with the various oil and gas projects undertaken as disclosed in Note 5, the Company has entered into the following GORR agreement:

As part of the purchase of a database of technical information for the Lloydminster property, the Company entered into a GORR agreement with the vendor. Pursuant to the agreement, the Company has committed to pay royalties equal to 3% on all production from the lands included in the database.

Deposits

The Company is liable to undertake reclamation and abandonment work on its leases. On December 31, 2022, the Company has lodged deposits of $351,696 (2021 - $$345,233) with the Alberta Energy Resource Conservation Board (“AERCB”) as required by legislation.

Legal Claims

In the ordinary course of business activities, the Company is a party in certain litigation and other claims. Management believes that the resolution of such litigation and claims will not have a material effect on the consolidated financial position of the Company.

Environmental Contingencies

The Company’s exploration activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company conducts its operations so as to protect public health and the environment and believe its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

15. EXPLORATION EXPENSES

The exploration costs during the years ended December 31, 2022 and 2021 were as follows:

	Year ended December 31, 2022	2021
Annual lease renewal costs	$ 16,608	$ 14,031
Land management	(3,962)	4,968
Others	17,884	-
	$ 30,530	$ 18,999

(Expressed in Canadian Dollars)

16. OFFICE AND GENERAL EXPENSES

The office and general expenses during the years ended December 31, 2022 and 2021 were as follows:

	Year ended December 31, 2022	2021
Accounting services	$ 40,000	$ 40,550
Rent expense	2,400	(17,200)
Telephone expense	1,532	1,458
Professional fees and disbursements	18,673	31,201
Insurance	13,572	16,631
Corporate services	18,714	21,771
Others	140	2,300
	$ 95,031	$ 96,711

17. LICENSING FEE

During the year ended December 31, 2022, the Company and one of its joint venture partners, Oxy USA Inc. (“Oxy”) – jointly the licensor (“Licensor”) entered into a non-exclusive seismic data use license agreement (“Agreement”) with Twin Bridges Resources LLC (“Licensee”) for 14.58 square miles out of 120 square miles of proprietary 3D seismic. Subject to the terms and conditions of this Agreement, the licensor granted to the licensee a non-exclusive, non-transferable, paid up license to use the licensor’s seismic data for a term of 25 years. In return, the licensee agreed to pay a gross sum of US$116,640 to the licensor. The Company owns 67.5% of the seismic data being licensed while Oxy owns 32.5%. The Company’s share of the licensing fee is Canadian $90,613. The Company has engaged American Geophysical Corporation to actively market the Company's proprietary 3D seismic in Pondera and Teton Counties in Northwestern Montana. The goal of the Company is to license its 3D Seismic, leading to future opportunities for potential joint ventures, partnerships or farm in agreements.

18. CAPITAL DISCLOSURES

The Company’s objectives when managing capital are as follows:

a. To safeguard the Company’s ability to continue as a going concern.
b. To raise sufficient capital to finance its exploration and development activities on its mineral exploration properties.
c. To raise sufficient capital to meet its general and administrative expenditures.

The Company considers its capital to be equity, which comprises capital stock, contributed surplus, foreign currency translation reserve and deficit, which at December 31, 2022 was an equity of $266,198 (2021 – deficiency of $403,440).

The Company manages its capital structure and makes adjustments to it based on general economic conditions, short-term working capital requirements, and planned exploration and development. The Company utilizes annual capital and operating expenditure budgets to facilitate the management of its capital requirement. These budgets are approved by management and updated for changes in the budgets’ underlying assumptions as necessary. There have been no changes in the way the Company manages its capital during years ended December 31, 2022 and 2021.

19. RISK MANAGEMENT

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions in relation to the Company's activities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant price, credit, liquidity, interest or foreign exchange risks arising from the financial instruments. There were no changes to the Company's risks, objectives, policies and procedures during the years ended December 31, 2022 and 2021.

Credit risk arises from cash and cash equivalents held with banks and credit exposure to customers, including outstanding accounts receivables. The maximum exposure to credit risk is equal to the carrying value (net of allowances) of the financial assets. The objective of managing counterparty credit risk is to prevent losses on financial assets. The Company assesses the credit quality of counterparties, taking into account their financial position, past experience and other factors. For many new international clients, the Company demands that equipment costs are prepaid prior to shipment.

Trade and other accounts receivable

Trade and other accounts receivable consists primarily of HST receivable from the government of Canada. As such risk on non-collection is considered low.

Cash

Cash consist of bank balances and petty cash. As at December 31, 2022, the Company had cash of $143,346 (2021 - $11,035).

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Presently, the Company only interest bearing liability is the advance. As this bears a fixed rate of interest, interest rate risk is considered low.

Price risk

The Company is exposed to price risk with respect to commodity prices. The Company closely monitors commodity prices to determine the appropriate course of action to be taken by the Company. The Company's future operations will be significantly affected by changes in the market prices for commodities. Commodity prices fluctuate on a daily basis and are affected by numerous factors beyond the Company's control. The supply and demand for commodities, the level of interest rates, the rate of inflation, and stability of exchange rates can all cause significant fluctuations in commodity prices. Such external economic factors may in turn be influenced by changes in international investment patterns, monetary systems and political developments.

(Expressed in Canadian Dollars)

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses which may damage the Company's reputation.

The Company monitors and reviews current and future cash requirements and matches the maturity profile of financial assets and liabilities. This is generally accomplished by ensuring that cash is always available to settle financial liabilities. All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

The following items are the contractual maturities of financial liabilities:

December 31, 2022		Carrying amount		Contractual cash flows		0 to 12 months		After 12 months
Accounts payable and accrued liabilities	$	155,301	$	155,301	$	155,301	$	-
CERB loan		60,000		60,000		-		60,000
Advances		130,535		130,535		130,535		-
Reclamation and decommissioning liabilities		367,776		367,776		367,776		-
	$	**713,612**	**$**	**713,612**	**$**	**653,612**	**$**	**60,000**

December 31, 2021		Carrying amount		Contractual cash flows		0 to 12 months		After 12 months
Accounts payable and accrued liabilities	$	328,434	$	328,434	$	328,434	$	-
CERB loan		60,000		60,000		-		60,000
Advances		118,223		118,223		118,223		-
Reclamation and decommissioning liabilities		367,776		367,776		367,776		-
	$	**874,433**	**$**	**874,433**	**$**	**814,433**	**$**	**60,000**

As the Company has a working capital deficiency at December 31, 2022 of $104,228 liquidity risk is high.

Foreign exchange

The Company operates primarily in Canada and the United States. The presentation currency is Canadian dollar and the functional currency of the parent company is the Canadian dollar. As at December 31, 2022 and 2021, the Company's US dollar net monetary assets totaled $640. Accordingly, a 5% change in the US dollar exchange rate as at December 31, 2022 on this amount would have resulted in an exchange gain or loss and therefore net income would have increased (decreased) by $32.

(Expressed in Canadian Dollars)

20. SEGMENTED INFORMATION

The Company's reportable segments are strategic business units that offer different services and/or products. They are managed separately because each segment requires different strategies and involves different aspects of management expertise. On disposal of the technology segment of the Company (see note 2), the Company has decided to disclose the segment results of the oil and gas companies and corporate operations.

MEI, PPI, PPC and APPC are oil & gas companies.

The accounting policies of the segments are the same as those described in the summary of significant accounting policies. The Company carries out its operations through wholly-owned entities. These entities are located in Canada and the United States.

For year ended December 31, 2022

		Oil and Gas Operations		Corporate Operations		Total
Licensing fee	$	90,613	$	-	$	90,613
Interest income		6,462		8,004		14,466
Total revenue	$	97,075	$	8,004	$	105,079
Expenses						
Exploration expenses		(30,530)		-		(30,530)
Office and general		-		(95,031)		(95,031)
Total expenses	$	(30,530)	$	(95,031)	$	(125,561)
Income (loss) before undernoted		66,545		(87,027)		(20,482)
Finance costs		-		(12,312)		(12,312)
Writeback of old accounts payable balances		-		182,396		182,396
Gain (loss) on foreign exchange		(4,566)		2,381		(2,185)
Net income for the year		61,979		85,438		147,417
Net (loss) of subsidiary held for sale		-		(10,026)	$	(10,026)
Total income for the year	**$**	**61,979**	**$**	**75,412**	**$**	**137,391**
Other comprehensive income for the year						
Exchange differences on translation of foreign operations		2,247		-		2,247
Total comprehensive income for the year	**$**	**64,226**	**$**	**75,412**	**$**	**139,638**

As at December 31, 2022

Total assets	$	366,688	$	613,122	$	979,810

(Expressed in Canadian Dollars)

For year ended December 31, 2021

	Oil and Gas Operations	Corporate Operations	Total
Alberta energy site rehabilitation program grant	$ 115,428	$ -	$ 115,428
Interest income	$ 1,721	$ -	$ 1,721
Total revenue	$ 117,149	$ -	$ 117,149
Expenses			
Exploration expenses	(18,999)	-	(18,999)
Reclamation and decommissioning expenses	(72,134)	-	(72,134)
Office and general	-	(96,711)	(96,711)
Total expenses	$ (91,133)	$ (96,711)	$ (187,844)
Income (loss) before undernoted	26,016	(96,711)	(70,695)
Finance costs	-	(91,373)	(91,373)
Writeback of old accounts payable balances	27,541	250	27,791
Gain (loss) on foreign exchange	365	(143)	222
Net income (loss) for the year	53,922	(187,977)	(134,055)
Net income of subsidiary held for sale	-	3,870	3,870
Total income (loss) for the year	**$ 53,922**	**$ (184,107)**	**$ (130,185)**
Other comprehensive (loss) for the year			
Exchange differences on translation of foreign operations	(46)	-	(46)
Total comprehensive income (loss) for the year	**$ 53,876**	**$ (184,107)**	**$ (130,231)**

As at December 31, 2021

	Oil and Gas Operations	Corporate Operations	Total
Total assets	$ 286,952	$ 184,041	$ 470,993

21. SUBSEQUENT EVENTS

Subsequent to the year end, the Company has entered into securities purchase agreements with each of Robotic StemCell BioTech Ltd. ("Robotic"), Blockchain Assets Management Group Limited ("BAM") and 14125339 Canada Inc. ("1412"), each of which are arm's length parties.

Pursuant to securities purchase agreement dated as of December 31, 2021 with Robotic, the Company has agreed to acquire an aggregate of 27,644,444 common shares in the capital of Robotic (the "Purchased Robotic Shares"). The Purchased Robotic Shares represent approximately 20% of the issued and outstanding securities in the capital of Robotic. The purchase price for the Purchased Robotic Shares is $1,382,222 and this will be satisfied through the issuance of an aggregate of 27,644,444 common shares in the capital of the Company at a price of $0.05 per share.

Pursuant to securities purchase agreement dated as of December 31, 2021 with BAM, the Company has agreed to acquire an aggregate of 11,111 common shares in the capital of BAM (the "Purchased BAM Shares"). The Purchased BAM Shares represent approximately 10% of the issued and outstanding securities in the capital of BAM. The purchase price for the Purchased BAM Shares is $4,977,728 (the "BAM Purchase Price"). The BAM Purchase Price will be satisfied through the issuance of an aggregate of 99,554,560 common shares in the capital of the Company at a price of $0.05 per share.

Pursuant to securities purchase agreement dated as of December 31, 2021 with 1412, the Company has agreed to acquire an aggregate of 19,875,156 common shares in the capital of 1412 (the "Purchased 1412 Shares"). The Purchased 1412 Shares represent approximately 20% of the issued and outstanding securities in the capital of 1412. The purchase price for the Purchased 1412 Shares is $2,484,395 (the "1412 Purchase Price"). The 1412 Purchase Price will be satisfied through cancelling $380,000 advance to Blockchains Asset Management Group (see note 6) and the issuance of an aggregate of 42,087,890 common shares in the capital of the Company at a price of $0.05 per 1412 Consideration Share.

The closing of the Robotics, BAM and 1412 Securities Purchase Agreements, is subject to the Company obtaining shareholder and regulatory approval for a change of business (the "Proposed COB") from a "industrial issuer" to an "investment issuer". The Proposed COB is considered a fundamental change / change of business under Policy 8 of the CSE and, as such, will subject to all of the requirements of Policy 8 including, but not limited to, CSE and shareholder approval. The Securities Purchase Agreements are not considered to be a fundamental change under CSE Policy 8. If shareholder and regulatory approval is obtained, the Proposed COB, the Company’s primary focus will be to seek returns through investments in the securities of other companies.

SENSOR TECHNOLOGIES CORP.

CONSOLIDATED FINANCIAL STATEMENTS
(Prepared in Canadian dollars)

For Years Ended December 31, 2021 and 2020

Wasserman
Ramsay

Chartered Professional Accountants

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INDEPENDENT AUDITORS' REPORT

To the Shareholders of
Sensor Technologies Corp.:

Opinion

We have audited the consolidated financial statements of Sensor Technologies Corp. and its subsidiaries (the "Company"), which comprise the consolidated statements of financial position as at December 31, 2021 and 2020, and the consolidated statements of loss and comprehensive loss, changes in deficiency and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

We conducted our audits 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 consolidated Financial Statements section of our report. We are independent of the Company 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 these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the consolidated financial statements, which indicates that as of December 31, 2021 the Company has incurred losses of $130,231 resulting in an accumulated deficit of $5,569,509. In addition, the Company, has a working capital deficiency in the amount of $777,429. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other information

Management is responsible for the other information. The other information comprises:

- Management's Discussion and Analysis

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Company’s financial reporting process.

Auditor’s Responsibilities for the Audit of the consolidated Financial Statements
Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 Company’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 Company’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 consolidated 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated 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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditors' report is Kevin Ramsay.

Wasserman Ramsay

Markham, Ontario
April 29, 2022

Chartered Professional Accountants
Licensed Public Accountants

SENSOR TECHNOLOGIES CORP.
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2021 AND 2020
(Expressed in Canadian Dollars)

	Note	December 31, 2021,	December 31, 2020
ASSETS			
Current Assets:			
Cash		$ 11,035	$ 2,328
Trade and other accounts receivable		13,079	1,481
Prepaid expenses		12,890	28,221
Total current assets		37,004	32,030
Non-current assets:			
Investment in subsidiary held for sale	2	88,755	84,885
Oil and gas property interests	5	1	1
Deposits	13	345,233	343,512
Total non-current assets		433,989	428,398
Total assets		$ 470,993	$ 460,428
LIABILITIES			
Current liabilities:			
Accounts payable and accrued liabilities		$ 328,434	$ 1,136,998
Reclamation & decommissioning obligation	8	367,776	411,070
Advances	6	118,223	582,981
Total current liabilities		814,433	2,131,049
Long term liabilities			
Debentures	9	-	548,941
CERB loan	10	60,000	-
Total long term liabilities:		60,000	548,941
Total liabilities		874,433	2,679,990
SHAREHOLDERS' DEFICIENCY			
Capital stock	7	5,166,515	3,209,272
Equity component of convertible debenture		-	10,890
Accumulated other comprehensive income		(446)	(400)
Deficit		(5,569,509)	(5,439,324)
Total shareholders' deficiency		(403,440)	(2,219,562)
Total liabilities and shareholders' deficiency		$ 470,993	$ 460,428
Nature and continuance and operations and going concern	1		
Commitments and contingencies	13		

Approved on Behalf of the Board

"Jay Vieira"	**"Alex Mackay"**
Director	**Director**

The accompanying notes form an integral part of these consolidated financial statements

SENSOR TECHNOLOGIES CORP.
CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in Canadian Dollars)

		Year ended December 31,	
	Note	**2021**	**2020**
Alberta energy site rehabilitation program grant	8	$ 115,428	$ -
Interest income		1,721	3,238
Total revenue		117,149	3,238
Expenses			
Exploration expenses	14	(18,999)	(17,097)
Reclamation and decommissioning expenses	8	(72,134)	-
Office and general	15	(68,920)	(85,851)
Total expenses		$ (160,053)	$ (102,948)
(Loss) before undernoted		(42,904)	(99,710)
Finance costs		(91,373)	(237,228)
Gain on foreign exchange		222	694
Net (loss) for the year		(134,055)	(336,244)
Net income of subsidiary held for sale for the year	2	3,870	32,185
		(130,185)	(304,059)
Other comprehensive (loss) for the year			
Exchange differences on translation of foreign operations		(46)	(125)
Total comprehensive (loss) for the year		$ (130,231)	$ (304,184)
Weighted average shares outstanding - basic and diluted	7	197,961,264	83,503,992
(Loss) per common share based on net (loss) for the year	7	$ (0.00)	$ (0.00)

The accompanying notes form an integral part of these consolidated financial statements

SENSOR TECHNOLOGIES CORP.
CONSOLIDATED STATEMENTS OF CHANGES IN DEFIENCY
DECEMBER 31, 2021 AND 2020
(Expressed in Canadian Dollars)

	Share Capital									
	Number	Amount		Equity Portion of Convertible Debentures		Accumulated Other Comprehensive (Loss)		Deficit		Total Deficiency
Balance, December 31, 2019	71,234,129	$2,365,158	$	65,004	$	(275)	$	(5,135,265)	$	(2,705,378)
Net loss for the year	-	-		-		-		(304,059)		(304,059)
Shares issued on conversion of convertible debentures	79,000,000	790,000								790,000
Equity portion of converible debentures transferred to common stock on conversion of debentures		54,114		(54,114)						-
Exchange differences on translation of foreign operations	-	-		-		(125)		-		(125)
Balance, December 31, 2020	150,234,129	$3,209,272	$	10,890	$	(400)	$	(5,439,324)	$	(2,219,562)

	Number	Amount		Equity Portion of Convertible Debentures		Accumulated Other Comprehensive (Loss)		Deficit		Total Deficiency
Balance, December 31, 2020	150,234,129	$3,209,272	$	10,890	$	(400)	$	(5,439,324)	$	(2,219,562)
Net loss for the year	-	-		-		-		(130,185)		(130,185)
Shares issued on conversion of convertible debentures	20,434,950	615,699		-		-		-		615,699
Equity portion of convertible debentures transferred to common stock on conversion of debentures	-	10,890		(10,890)		-		-		-
Shares issued on conversion of advances	26,526,354	530,527		-		-		-		530,527
Shares issued on conversion of accounts payable	40,006,331	800,127								800,127
Exchange differences on translation of foreign operations	-	-		-		(46)		-		(46)
Balance, December 31, 2021	237,201,764	$5,166,515	$	-	$	(446)	$	(5,569,509)	$	(403,440)

The accompanying notes form an integral part of these consolidated financial statements

SENSOR TECHNOLOGIES CORP.
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR YEARS ENDED DECEMBER 31. 2021 AND 2020
(Expressed in Canadian Dollars)

	Year ended December 31, 2021	2020
Cash flows (used in) operating activities		
Net (loss) for the year	$ (130,185)	$ (304,059)
Income from subsidiary held for income	(3,870)	(32,185)
Accrued interest on advances	39,514	72,334
Accrued interest on debentures	17,438	148,982
Accretion on debentures	49,320	15,912
	(27,783)	(99,016)
Changes in non-cash working capital balances		
Trade and other accounts receivable	(11,598)	(524)
Prepaid expenses	15,331	(1,590)
Reclamation & decommissioning obligation	(43,294)	-
Accounts payable and accrued liabilities	(8,438)	44,165
Cash flows (used in) operating activities	(75,782)	(56,965)
Cash flows (used in) investing activities		
Increase in deposits	(1,720)	(3,238)
Cash flows (used in) investing activities	(1,720)	(3,238)
Cash flows from financing activities		
Proceeds from advances	26,255	60,355
Proceeds from CERB loan	60,000	-
Cash flows from financing activities	86,255	60,355
Net increase in cash	8,753	152
Effect of changes in foreign exchange rate	(46)	(125)
Cash, beginning of the year	2,328	2,301
Cash, end of the year	$ 11,035	$ 2,328
Supplemental Information		
Non-cash financing and investing activities		
Issuance of common shares - conversion of debenture	$ 615,699	$ 790,000
Issuance of common shares - conversion of advances	$ 530,527	$ -
Issuance of common shares - conversion of accounts payable	$ 800,127	$ -
Alberta energy site rehabilitation program grant paid directly to sub-contractor for decommissioning of wells	$ 115,428	$ -

The accompanying notes form an integral part of these consolidated financial statements

1. NATURE AND CONTINUANCE OF OPERATIONS AND GOING CONCERNS

Sensor Technologies Corp. (the “Company” or “STC” or “Sensor”) is continued under the Business Corporations Act (Ontario). The Company’s principal assets are oil and natural gas interests. The Company is domiciled in the province of Ontario and its head office is located at 196 Wildcat Rd., North York, Ontario , Canada. The Company trades on the Canadian Securities Exchange (“CSE”) under the symbol “SENS”.

On December 1, 2019, the Company entered into share purchase agreement with an arm's length party with respect to the sale of 49% of the issued and outstanding securities in the capital of Sensor Technologies Inc. (“STI”), a wholly owned subsidiary of Sensor, for $158,010 with a right of first refusal to purchase another 26% of the issued and outstanding securities for $10, subject to shareholder approval, within 5 years of the closing date.

These consolidated financial statements (“consolidated statements) include the accounts of the Company and its subsidiaries, Mooncor Energy Inc. ("Mooncor Energy"), an Alberta Corporation, Primary Petroleum Company U.S. Inc (“PPCUSA”), a Montana, USA Corporation, Primary Petroleum Company LLC (“PPCLLC”), a Montana, USA Corporation and AP Petroleum Company (“APLLC”), a Montana, USA Corporation. STI which was a subsidiary of Sensor is no longer consolidated as it is considered as held for sale. (See note 2).

The consolidated statements were approved for issue by the board of directors on April 29, 2022.

The consolidated statements have been prepared using accounting policies applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they come due. The Company has incurred a net loss of $130,185 for year ended December 31, 2021 (2020- $304,059), has a working capital deficiency in the amount of $777,429 and has a deficit in the amount of $5,569,509 as at December 31, 2021. Management estimates that the funds available as at December 31, 2021 will not be sufficient to meet the Company’s potential capital and operating expenditures through to December 31, 2022. The Company will have to raise additional funds to continue operations. Although the Company has been successful in raising funds to date, there can be no assurance that adequate funding will be available in the future, or available on terms acceptable to the Company. The challenges of securing requisite funding and the cumulative losses indicate the existence of a material uncertainty that may cast significant doubt upon the Company’s ability to continue as a going concern. These consolidated statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts nor to the amounts or classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. INVESTMENT IN SUSIDIARY HELD FOR SALE

On December 1, 2019, the Company entered into share purchase agreement with an arm's length party with respect to the sale of 49% of the issued and outstanding securities in the capital of STI, a wholly owned subsidiary of Sensor for $158,080 with a right of first refusal to purchase another 26% of the issued and outstanding securities for $10, subject to shareholder approval, within 5 years of the closing date. Management expects that the sale of the further 26% interest will close within the current fiscal year and therefore as required under IFRS 5 has recorded this investment as a subsidiary held for sale and as such has deconsolidated the subsidiary. The only outstanding issue to complete this sale is shareholder approval which is expected, by management, to be a formality. After that point any income or loss of the subsidiary held for sale has been accounted for using the equity method of accounting where the Company recognizes its share of income or losses of the company. The carrying value of investment in STI is $88,755 on December 31, 2021 (2020 - $84,885) and is shown in the consolidated statements of financial position as investment in subsidiary held for sale. During the current period the Company recognized $3,870 (2020 - $32,185) as its share of the income of STI.

3. BASIS OF PRESENTATION

Statement of Compliance

The Company prepares its consolidated financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IASB") which includes International Financial Reporting Standards, International Accounting Standards ("IAS"), and interpretations of the International Financial Reporting Interpretation Committee ("IFRIC") effective as of December 31, 2021. These standards are collectively referred to as “IFRS”.

Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis, except for certain financial assets which are measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The consolidated financial statements are presented in Canadian dollars, which is the parent’s functional and presentation currency. Each entity in the group determines its own functional currency. Management reviewed the primary and secondary indicators in IAS 21, the effects of changes in foreign exchange rates, and determined that the functional currency for its USA subsidiaries is US dollars and for all other subsidiaries is Canadian dollars.

Basis of consolidation

These consolidated financial statements include the accounts of the Company and its subsidiaries; Mooncor Energy, PPCUSA, PPCLLC and APLLC (collectively referred to as the “Company””). Subsidiaries consist of entities over which the Company is exposed to, or has rights to, variable returns as well as the ability to affect those returns through the power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company and are de-consolidated from the date control ceases. The consolidated financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions. STI which was a subsidiary is no longer consolidated as it is considered held for sale. (Note 2)

Significant accounting judgments, estimates and assumptions

The preparation of consolidated financial statements in conformity with IFRS requires the Company's management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements and reported amounts of revenue and expenses during the reporting periods. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Uncertainty about these judgments, estimates and assumptions could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in future periods.

The information about significant areas of estimation uncertainty considered by management in preparing the consolidated financial statements are as follows:

- Assets' carrying values and impairment charge

  In the determination of carrying values and impairment charges, management looks at the higher of recoverable amount or fair value less costs to sell in the case of assets and at objective evidence, significant or prolonged decline of fair value on financial assets indicating impairment. These determinations and their individual assumptions require that management make a decision based on the best available information at each reporting period. Impairment of oil and gas property interests

  While assessing whether any indications of impairment exist for property interests, consideration is given to both external and internal sources of information. Information the Company considers include changes in the market, economic and legal environment in which the Company operates that are not within its control and affect the recoverable amount of property interests. Estimates include but are not limited to estimates of the discounted future after-tax cash flows expected to be derived from the Company's oil and gas property interests, costs to sell the properties and the appropriate discount rate. Internal sources of information include the manner in which oil and gas property interests are being used or are expected to be used and indications of expected economic performance of the assets. Reductions in oil price forecasts, increases in estimated future costs of production, increases in estimated future capital costs, reductions in the amount of recoverable oil reserves or adverse current economics can result in a write-down of the carrying amounts of the Company's property interests.

- Estimation of decommissioning and restoration costs and the timing of expenditure

  The cost estimates are updated annually during the life of an oil well to reflect known developments, (e.g. revisions to cost estimates and to the estimated lives of operations), and are subject to review at regular intervals. Decommissioning, restoration and similar liabilities are estimated based on the Company's interpretation of current regulatory requirements, constructive obligations and are measured at fair value. Fair value is determined based on the net present value of estimated future cash expenditures for the settlement of decommissioning, restoration or similar liabilities that may occur upon decommissioning of the oil well. Such estimates are subject to change based on changes in laws and regulations and negotiations with regulatory authorities.

- Income, value added, withholding and other taxes

  The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

- Oil and natural gas reserves

  The Company's reserves of oil and natural gas are estimated based on information compiled by the Company's qualified persons, independent geologists and engineers. The process of estimating reserves requires significant judgment in evaluating and assessing available geological, geophysical, engineering and economic data, projected rates of production, estimated commodity price forecasts and the timing of future expenditures, all of which are, by their very nature, subject to interpretation and uncertainty. The evaluation of recoverable reserves is an ongoing process impacted by current production, continuing development activities and changing economic conditions. Changes in estimates of reserves may materially impact the carrying value of the Company's oil and gas properties, the recorded amount of depletion, the determination of the Company's obligations pursuant to decommissioning liabilities and the assessment of impairment provisions.

- Contingencies

  Refer to Note 13.

The information about significant areas of judgment considered by management in preparing the consolidated statements is as follows:

- Subsidiary held for sale

  The Company's management has made a judgement that the option of the purchaser to acquire a further 26% of STI will be exercised in the coming fiscal year.

- Going concern

  The Company's management has made an assessment of the Company's ability to continue as a going concern and the consolidated statements continue to be prepared on a going concern basis. However, management estimates that the funds available as at December 31, 2021 will not be sufficient to meet the Company's potential capital and operating expenditures through to December 31, 2022, which may cast significant doubt upon the Company's ability to continue as a going concern. These consolidated financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Refer to Note 1.

- Oil and gas property expenditures

  The application of the Company’s accounting policy for exploration and evaluation expenditure requires judgment to determine whether future economic benefits are likely, from future either exploitation or sale, or whether activities have not reached a stage which permits a reasonable assessment of the existence of reserves. The determination of reserves and resources is itself an estimation process that requires varying degrees of uncertainty depending on how the resources are classified. These estimates directly impact when the Company defers exploration and evaluation expenditures. The deferral policy requires management to make certain estimates and assumptions about future events and circumstances, in particular, whether an economically viable extraction operation can be established. Any such estimates and assumptions may change as new information becomes available. If, after the expenditure is capitalized, information becomes available suggesting that the recovery of the expenditure is unlikely, the relevant capitalized amount is written off in the consolidated statement of income (loss) in the period when the new information becomes available.

- Determination of functional currency

  The effects of Changes in Foreign Exchange Rates’ (IAS 21) define the functional currency as the currency of the primary economic environment in which an entity operates. The determination of functional currency, which is performed on an entity by entity basis, is based on various judgmental factors outlined in IAS 21. Based on assessment of the factors in IAS 21, primarily those that influence labour, material and other costs of goods or services received by its subsidiaries, management determined that the functional currency for the parent company is Canadian dollars and the US dollar for the Company's subsidiaries located in the USA.

- Determination of cash generating units (“CGU”)

  The Company applies judgment when determining their CGUs. The Company has two main sources of cash flows, the oil and gas business (the oil and gas business) and the sale of fiber optic sensing systems from STI (the technology business). After disposal of the technology business (see note 2), the Company determined that the assets for these two businesses were independent of each other and designated the Oil and Gas CGU and the Corporate CGU.

- Deferred tax assets

  Deferred tax assets are recognized in respect of tax losses and other temporary differences to the extent it is probable that taxable income will be available against which the losses can be utilized. Judgment is required to determine the amount of deferred tax assets that can be recognized based upon the likely timing and level of future taxable income together with future tax planning strategies. As at December 31, 2021 and 2020, the Company has not recognized any deferred tax assets because it is not probable that future taxable income will be available against which the Company can use the benefits of the deferred tax assets.

4. SIGNIFICANT ACCOUNTING POLICIES

The policies set out below are consistently applied to all years presented unless otherwise noted.

Oil and gas exploration and evaluation assets and oil and gas property interests

- Oil and gas exploration and evaluation assets

  Exploration and evaluation ("E&E") assets primarily relate to acquisition costs and related reclamation and decommissioning. Expenditures incurred on the acquisition of a license interest is initially capitalized on a license by license basis. The acquisition costs of E&E properties include the cash consideration and the estimated fair market value of share-based payments issued for such property interests.

  Exploration costs are expensed in the period incurred. The acquisition costs are deferred until commercial reserves are proven, sold or abandoned. Commercial proven reserves are defined as the estimated quantities of crude oil, natural gas and natural gas liquids which geological, geophysical and engineering data demonstrate with a specified degree of certainty to be recoverable in future periods from known reservoirs and are considered technically feasible.

  Costs incurred subsequent to the determination of technical feasibility and commercial viability are added to the cost base of the respective item of P&E when they increase the future economic benefits of that asset. The costs of regular service and maintenance are expensed in profit or loss in the period in which they occur.

  Net proceeds from any disposal of an E&E asset are initially credited against the previously capitalized costs. Any surplus proceeds are credited to the consolidated statement of income (loss).

- Oil and gas property interests

  All directly attributable costs incurred after the technical feasibility and commercial viability of producing hydrocarbons have been demonstrated are capitalized on a field-by-field basis only when the costs increase the future economic benefits embodied in the specific asset to which they relate. All other costs are recognized in profit or loss as incurred.

Impairment

E&E assets are reviewed for impairment whenever facts or circumstances indicate that the cost capitalized to E&E assets may not be recoverable. If commercial reserves have not been established through the completion of E&E activities and there are no future plans for activity in that field, the E&E assets are determined to be impaired and the carrying amount is charged to income. Facts and circumstances that indicate impairment of E&E assets include but are not limited to:

a. the period for which the Company has the right to explore a specific area has expired or will expire in the near future and is not expected to be renewed.
b. substantive expenditure on future E&E activities in a specific area is neither budgeted nor planned.
c. E&E activities in a specific area have not led to the discovery of commercially viable quantities of mineral resources and the Company has decided to discontinue such activities in a specific area.
d. sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the E&E asset is unlikely to be recovered in full from successful development or by sale.

Assets that are subject to amortization are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount, by which the asset's carrying amount exceeds its recoverable amount.

The recoverable amount is the higher of the net selling price and value in use. If the recoverable amount of an asset or cash generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash generating unit is reduced to its recoverable amount. Impairment losses are recognized in the statement of loss immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset or cash generating unit is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or cash generating unit in prior years. A reversal of an impairment loss is recognized in the statement of loss immediately.

Depletion

Depletion of oil and gas property interests within each cash-generating unit (CGU) is recognized using the unit-of-production method based on the Company's share of total proved plus probable oil and natural gas reserves before royalties as determined by independent reserve engineers.

Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability.

Decommissioning liability

A decommissioning liability is recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount of obligation can be made. A corresponding amount equivalent to the provision is also recognized as part of the cost of the related asset. The amount recognized is management's estimated cost of decommissioning, discounted to its present value using a pre-tax risk free rate that reflects the time value of money. Changes in the estimated timing of decommissioning or decommissioning cost estimates are dealt with prospectively by recording an adjustment to the provision and a corresponding adjustment to the related asset unless the change arises from production. The unwinding of the discount on the decommissioning provision is included as a finance cost. Actual cost incurred upon settlement of the decommissioning liability are charged against the provision to the extent the provision was established.

Impairment of financial assets

At each reporting date, the Company assesses whether there is objective evidence that a financial asset is impaired. If such evidence exists, the Company recognizes an impairment loss. Impairment losses on financial assets carried at amortized cost are reversed in subsequent periods if the amount of the loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized.

Income taxes

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in the statement of loss, except to the extent that it relates to items recognized directly in equity or other comprehensive income.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. Deferred tax is recognized using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized on the initial recognition of assets or liabilities in a transaction that is not a business combination.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Capital stock, stock options and warrants

The Company's common shares, stock options and share purchase warrants are classified as equity instruments only to the extent that they do not meet the definition of a financial liability or financial asset. Incremental costs directly attributable to the issue of equity instruments are shown in equity as a deduction, net of tax, from the proceeds. Expired warrants are transferred to capital stock on expiry.

Income (loss) per share

Basic income (loss) per share figures are calculated using the weighted average number of common shares outstanding during the year. Diluted income (loss) per share figures are calculated based on the weighted average number of common shares outstanding adjusted for the effects of all dilutive potential shares including warrants and stock options. The effect on the diluted income (loss) per share on the exercise of the warrants and stock options would be anti-dilutive.

Basic and diluted income (loss) per common share is calculated using the weighted average number of common shares outstanding during the year. The Company has reserved shares for issuance in accordance with applicable corporate and securities laws. Consideration received on the issuance of reserved shares will be credited to capital stock and will be valued at either the fair value of the consideration received or shares issued, whichever is more readily determinable.

Share-based payments

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. The Company records compensation cost using the fair value method of accounting for share-based payments. The fair value of stock options is determined using the Black-Scholes option pricing model. The fair value of the options is recognized over the vesting period as share-based payments expense and share-based payment reserve. When options are exercised, the proceeds received, together with any related amount in share-based payment reserve, will be credited to capital stock.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods or services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service.

Financial instruments

Financial assets

Financial assets are classified as either financial assets at fair value through profit or loss ("FVTPL"), fair value through other comprehensive income ("FVTOCI") or amortized cost. The Company determines the classification of financial assets at initial recognition.

Financial assets at Fair-value through profit or loss

Financial instruments classified as fair value through profit and loss are reported at fair value at each reporting date, and any change in fair value is recognized in the statement of operations in the period during which the change occurs. Realized and unrealized gains or losses from assets held at FVPTL are included in losses in the period in which they arise.

Financial assets at Fair-value through other comprehensive income

Financial assets carried at FVTOCI are initially recorded at fair value plus transaction costs with all subsequent changes in fair value recognized in other comprehensive income (loss). For investments in equity instruments that are not held for trading, the Company can make an irrevocable election (on an instrument-by-instrument bases) at initial recognition to classify them as FVTOCI. On the disposal of the investment, the cumulative change in fair value remains in other comprehensive income (loss) and is not recycled to profit or loss.

Financial assets at amortized cost

Financial assets are classified at amortized cost if the objective of the business model is to hold the financial asset for the collection of contractual cash flows, and the asset's contractual cash flows are comprised solely of payments of principal and interest. The Company's accounts receivable are recorded at amortized cost as they meet the required criteria. A provision is recorded based on the expected credit losses for the financial asset and reflects changes in the expected credit losses at each reporting period

Financial liabilities

Financial liabilities are initially recorded at fair value and subsequently measured at amortized cost, unless they are required to be measured at FVTPL (such as derivatives) or the Company has elected to measure at FVTPL. The Company's financial liabilities include trade and other payables which are classified at amortized cost.

Impairment

IFRS 9 requires an 'expected credit loss' model to be applied which requires a loss allowance to be recognized based on expected credit losses. This applies to financial assets measured at amortized cost. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in initial recognition.

Classification of financial instruments

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy that reflects the significance of inputs in measuring fair value as the following:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 –inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices); and

Level 3 – inputs for the assets or liability that are not based on observable market data (unobservable inputs).

The classification of a financial instrument in the fair value hierarchy is based upon the lowest level of input that is significant to the measurement of fair value.

Foreign currencies

(i) Functional currency

The consolidated financial statements are presented in Canadian dollars, which is the parent's functional and presentation currency. Each entity in the group determines its own functional currency. Management reviewed the primary and secondary indicators in IAS 21, the effects of changes in foreign exchange rates, and determined that the functional currency for its USA subsidiaries is US dollars and for all other subsidiaries is Canadian dollars.

(ii) Foreign operations

Under IFRS, when the Company translates the financial statements of subsidiaries from their functional currency to presentation currency, assets and liabilities are translated into Canadian dollars at the exchange rate in effect at the financial reporting date. Share capital, warrants, equity reserves, accumulated other comprehensive income, and deficit are translated into Canadian dollars at historical exchange rates. Revenues and expenses are translated into Canadian dollars at the transaction date. Foreign exchange gains and losses on translation are included in other comprehensive income. Foreign exchange differences that arise relating to balances that form part of the net investment in a foreign operation are recognized in a separate component of equity through other comprehensive income. On disposition or partial disposition of a foreign operation, the cumulative amount of related exchange difference in other comprehensive income is recognized within profit or loss in the consolidated statement of income (loss).

(Expressed in Canadian Dollars)

(iii) Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of the Company's entities at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at that date. The foreign currency gain or loss resulting from the settlement of such transactions and from the translation at the reporting date of monetary assets and liabilities denominated in foreign currencies are recognized within profit or loss in the consolidated statement of income (loss). Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate at the date that the fair value was determined. Foreign currency differences arising on translation are recognized in the consolidated statement of income (loss). Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

Future accounting pronouncements

There are currently no new accounting pronouncements effective for future dates that are expected to have a significant impact on the Company.

5. OIL AND GAS PROPERTY INTERESTS

The Company has an interest in 2 suspended heavy oil wells and leases and related natural gas rights in the Lloydminster area of Alberta as at December 31, 2021 and 2020. The interests are carried at a nominal amount of $1. In a prior year the Company had recognized an impairment in these assets.

6. ADVANCES

	December 31, 2021	2020
Loan payable - 10% to 12% per annum, due on demand, owing to a company controlled by the former CEO of the Company, secured against the assets of the Company	$ -	$ 316,380
Loan payable - 12% per annum, due on demand, owing to a former director of the Company, secured against the assets of the Company	115,979	102,786
Loan payable - 12% per annum, due on demand, owing to a former director of the Company, secured against the assets of the Company	336	56,920
Loan payable - 12% per annum, due on demand, owing to an arm's length third party, secured against the assets of the Company	241	40,708
Loan payable - 15% per annum, due on demand, owing to an arm's length third party	1,667	48,778
Loan payable to a company, which is a subsidiary of a company the President of which is the CEO of STC and is due on demand	-	17,409
Total advances	**$ 118,223**	**$ 582,981**

(Expressed in Canadian Dollars)

7. SHAREHOLDERS' EQUITY

Capital Stock

At December 31, 2021 and 2020, the authorized share capital comprised an unlimited number of common shares without par value.

	# of Common Shares		Amount
Balance, December 31, 2019	**71,234,129**	**$**	**2,365,158**
Shares issued on conversion of debentures	**79,000,000**		**790,000**
Equity portion of convertible debentures transferred to common stock on conversion of debentures	**-**		**54,114**
Balance, December 31, 2020	**150,234,129**	**$**	**3,209,272**
Shares issued on conversion of debentures	**20,434,950**		**615,699**
Shares issued on conversion of advances	**26,526,354**		**530,527**
Shares issued on conversion of accounts payable	**40,006,331**		**800,127**
Equity portion of convertible debentures transferred to common stock on conversion of debentures	**-**		**10,890**
Balance, December 31, 2021	**237,201,764**	**$**	**5,166,515**

Stock options

On July 26, 2011, the shareholders of the Company approved a stock option plan (the "Plan") to enable directors, officers, employees and consultants of the Company to purchase common shares. All options granted to optionees performing investor relations activities shall vest and become fully exercisable ¼ three months from the date of grant, ¼ six months from the date of grant, ¼ nine months from the date of grant and the final ¼ twelve months from the date of grant. All options granted under the Plan shall expire no later than at the close of business ten years from the date of grant. The Plan provides that the number of common shares reserved for issuance upon exercise of options granted shall not exceed 10% of total issued and outstanding shares of the Company. No material changes were made to the Plan in the current year. No options were granted during the years ended December 31, 2021 or 2020.

All outstanding options expired unexercised during the year ended December 31, 2021.

(Expressed in Canadian Dollars)

Basic and diluted loss per share based on loss for the year

Basic and diluted loss per share based on loss for the years ended December 31 2021 and 2020 are as follows:

		Year ended December 31,		
Numerator:		**2021**		2020
Net (loss) for the year	**$**	**(130,185)**	$	(304,059)

Denominator:	**2021**	2020
Weighted average number of common shares outstanding - basic and diluted (i)	**197,961,264**	83,503,992

(Loss) per common share based on net (loss) for the year:		**2021**		2020
Basic and diluted	**$**	**(0.00)**	$	(0.00)

(i) The determination of the weighted average number of common shares outstanding – diluted excludes nil shares related to convertible securities and the options outstanding at year end both of which were anti-dilutive for the year ended December 31, 2021 (2020 – 11,965,240 shares).

8. RECLAMATION AND DECOMMISSIONING OBLIGATION

In the year ended December 31, 2021, the Company received a grant of $115,428 from Alberta Energy Site Rehabilitation Program. The grant was paid directly to a sub-contractor to clean up the well sites.

Included in the income statement for the year ended December 31, 2021 is a charge of $72,134 for reclamation and decommissioning expenses. As at December 31, 2021, the Company has provided $367,776 (2020 - $411, 070) for the estimated future cost of reclamation and abandonment work on its oil and gas leases relating to the Lloydminster property in Alberta using the estimate of the Alberta Energy Regulators.

(Expressed in Canadian Dollars)

9. DEBENTURES

Balance, December 31, 2019	**$**	**1,174,047**
Conversion of debentures into shares		(790,000)
Accrued interest		148,982
Accretion		15,912
Balance, December 31, 2020	**$**	**548,941**
Accued interest		17,438
Accretion		49,320
Conversion of debentures into shares		(615,699)
Balance, December 31, 2021	**$**	**-**

On July 1, 2018, Fox-Tek issued unsecured convertible debentures of $2,800,000 to its parent company to cover part of its inter-company balance. The debentures bear interest at a rate of 12% per annum payable monthly till maturity on June 30, 2021. All or any part of the principal of the debenture can be converted into common shares by the holder at a conversion price of $0.20 per share.

Management used the residual method to allocate the fair value of the conversion options. Management calculated the fair value of the liability component as $2,608,209 using a discount rate of 15%, and then management deducted the fair value of the liability component from the fair value of the convertible debenture as a whole, with the resulting residual amount of $191,791 being the fair value of the equity component.

On August 1, 2018, Media (formerly Intella) assigned $1,010,000 of the convertible debentures to a third party, Lakeshore Capital Management Inc. ("Lakeshore"). On November 16, 2018, Lakeshore converted the debenture and interest accrued to September 30, 2018 ($1,029,918) to common shares at the conversion price of $0.20 per share.

In February 2019, the conversion price of the convertible debenture issued to Media in the aggregate amount of $1,853,852 with accrued interest was amended from $0.20 per common share to $0.05 per common share. Interest on the debenture will continue to accrue at an annual rate of 12%, subject to adjustments, until redeemed or converted in accordance with the terms of the debenture

In the year ended December 31, 2019, $650,000 of the convertible debentures were converted into 13,000,000 shares at a conversion price of $0.05 per common share.

On November 8, 2019 Media transferred the convertible debentures to 2725004 Ont. as part of an asset purchase agreement between the two companies. On 29 November 2020, STC and 2725004 Ont. exchanged $200,000 of the convertible debentures with a BDC loan of $158,080 owed by 2725004 Ont.

In the year ended December 31, 2020, $790,000 of the convertible debentures were converted into 79,000,000 common stock at a conversion price of $0.01 per common stock

In the year ended December 31, 2021, accrued interest of $17,438 (2020 - $148,982) and accretion expense of $49,320 (2020 - $15,912) were included in finance costs in the consolidated statements of loss and comprehensive loss. In the year ended December 31, 2021, $615,699 convertible debentures were converted into common shares of which $345,000 was converted into 6,900,000 common shares at a conversion price of $0.05 per common share and $270,699 was converted into 13,534,950 common shares at a conversion price of $0.02 per common share.

10. CANADA EMERGENCY RESPONSE BENEFIT ("CERB") LOAN

In the year ended December 31, 2021, the Company has a loan under the CERB program from TD Canada Trust for an amount of $60,000 for a 58 month period to December 31, 2025. The loan is non-interest bearing until December 31, 2023 and subsequently will bear interest of 5% per annum calculated monthly. If $40,000 of the loan amount is repaid on or prior to December 31, 2023, the Government will forgive the remaining balance of the loan amount as of that date provided that an event of default has not occurred.

11. RELATED PARTY TRANSACTIONS

Related parties include Board of Directors, close family members, key management personnel, enterprises and others who exercise significant influence over the reporting entity. All amounts owing to related parties are unsecured, non-interest bearing and due on demand unless otherwise noted.

a) At December 31, 2021 $nil (2020 - $511,637) has been included in accounts payable and accrued liabilities for unpaid remuneration of the Company's former Chief Executive Officer and director, Allen Lone. During the year ended December 31, 2021 $511,637 owing to Allen Lone were converted into 25,581,825 shares.

b) Included in advances are amounts outstanding December 31, 2021 of $nil (2020 - $333,789), from the former CEO and director Allen Lone, and from 2725004 Ont. and were due on demand. During the year ended December 31, 2021 $334,978 owing to Allen Lone were converted into 16,748,877 shares and $43,664 owing to 2725004 Ont. were converted to 1,183,222 shares.

c) At December 31, 2021 and 2020, $14,950 has been included in accounts payable for Jay Vieira, the CEO of the Company for professional expenses and disbursements.

d) During the year ended December 31, 2021 $615,699 of the convertible debentures owing to 2725004 Ont. were converted into 20,434,950 shares (2020 - $790,000 were converted into 79,000,000 shares).

e) Included in financing costs for the year ended December 31, 2021 is $66,758 (2020 - $164,894) due to 2725004 Ont. for accretion and interest accrued on the convertible debentures.

Key management compensation

There were no compensation of key management of the Company for the years ended December 31, 2021 and 2020. Key management are those persons having authority and responsibility for planning, directing and controlling the activities, directly or indirectly, of the Company.

(Expressed in Canadian Dollars)

12. INCOME TAXES

a) Provision for Income Taxes

Major items causing the Company's effective income tax rate to differ from the combined Canadian federal and provincial statutory rate of 26.50% (2020 - 26.50%) were as follows:

	2021	2020
Income (loss) before income taxes	$ (130,185)	$ (304,059)
Expected income tax recovery based on statutory rate	(34,499)	(80,576)
Adjustment to expected income tax benefit:		
Non-deductible expenses and other	17,079	(49,282)
Change in deferred tax assets not recognized	17,420	129,858
	- 0	0

b) Deferred Income Tax

	2021	2020
Unrecognized deferred tax assets (liabilities)		
Deferred income tax assets have not been recognized in respect of the following deductible temporary differences:		
Non-capital loss carry-forwards	$ 16,339,713	$ 15,712,000
Capital loss carry-forwards	2,464,453	2,464,000
Other differences	(3,871)	(32,200)
Total	$ 18,800,295	$ 18,143,800

Deferred tax assets have not been recognized in respect of these items because it is not probable that future taxable profit will be available against which the Company can use the benefits.

(Expressed in Canadian Dollars)

13. COMMITMENTS & CONTINGENCIES

Gross overriding royalties

In addition to the gross overriding royalty ("GORR") agreements entered into in connection with the various oil and gas projects undertaken as disclosed in Note 5, the Company has entered into the following GORR agreement:

As part of the purchase of a database of technical information for the Lloydminster property, the Company entered into a GORR agreement with the vendor. Pursuant to the agreement, the Company has committed to pay royalties equal to 3% on all production from the lands included in the database.

Deposits

The Company is liable to undertake reclamation and abandonment work on its leases. On December 31, 2021, the Company has lodged deposits of $345,233 (December 31, 2020 - $$343,512) with the Alberta Energy Resource Conservation Board ("AERCB") as required by legislation.

Legal Claims

In the ordinary course of business activities, the Company is a party in certain litigation and other claims. Management believes that the resolution of such litigation and claims will not have a material effect on the consolidated financial position of the Company.

Environmental Contingencies

The Company's exploration activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company conducts its operations so as to protect public health and the environment and believe its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

14. EXPLORATION EXPENSES

The exploration costs during the years ended December 31, 2021 and 2020 were as follows:

	Year ended December 31, 2021	2020
Annual lease renewal costs	$ 14,031	$ 15,914
Land management	4,968	1,183
	$ 18,999	$ 17,097

(Expressed in Canadian Dollars)

15. OFFICE AND GENERAL EXPENSES

The office and general expenses during the years ended December 31, 2021 and 2020 were as follows:

	Year ended December 31, 2021	2020
Accounting services	$ 40,550	$ 41,431
Rent expense	(17,200)	7,200
Telephone expense	1,458	1,433
Professional fees and disbursements	31,201	21,000
Insurance	16,631	13,804
Corporate services	21,771	18,697
Write back of old accounts payable	(27,791)	-
Debt forgiveness	-	(21,644)
Others	2,300	3,930
	$ 68,920	$ 85,851

16. CAPITAL DISCLOSURES

The Company's objectives when managing capital are as follows:

a. To safeguard the Company's ability to continue as a going concern.
b. To raise sufficient capital to finance its exploration and development activities on its mineral exploration properties.
c. To raise sufficient capital to meet its general and administrative expenditures.

The Company considers its capital to be equity, which comprises capital stock, contributed surplus, foreign currency translation reserve and deficit, which at December 31, 2021 was a deficiency of $403,440 (2020 – $2,219,562).

The Company manages its capital structure and makes adjustments to it based on general economic conditions, short-term working capital requirements, and planned exploration and development. The Company utilizes annual capital and operating expenditure budgets to facilitate the management of its capital requirement. These budgets are approved by management and updated for changes in the budgets' underlying assumptions as necessary. There have been no changes in the way the Company manages its capital during years ended December 31, 2021 and 2020.

17. RISK MANAGEMENT

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions in relation to the Company's activities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant price, credit, liquidity, interest or foreign exchange risks arising from the financial instruments. There were no changes to the Company's risks, objectives, policies and procedures during the years ended December 31, 2021 and 2020.

Credit risk arises from cash and cash equivalents held with banks and credit exposure to customers, including outstanding accounts receivables. The maximum exposure to credit risk is equal to the carrying value (net of allowances) of the financial assets. The objective of managing counterparty credit risk is to prevent losses on financial assets. The Company assesses the credit quality of counterparties, taking into account their financial position, past experience and other factors. For many new international clients, the Company demands that equipment costs are prepaid prior to shipment.

Trade and other accounts receivable

Trade and other accounts receivable consists primarily of HST receivable from the government of Canada. As such risk on non-collection is considered low.

Cash

Cash consist of bank balances and petty cash. As at December 31, 2021, the Company had cash of $11,035 (2020 - $2,328) and does not expect any counterparties to fail to meet their obligations.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Presently, the Company only interest bearing liability is the advance. Ss this bears a fixed rate of interest, interest rate risk is considered low..

(Expressed in Canadian Dollars)

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses which may damage the Company's reputation.

The Company monitors and reviews current and future cash requirements and matches the maturity profile of financial assets and liabilities. This is generally accomplished by ensuring that cash is always available to settle financial liabilities. All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

The following items are the contractual maturities of financial liabilities:

December 31, 2021		Carrying amount		Contractual cash flows		0 to 12 months		After 12 months
Accounts payable and accrued liabilities	$	328,434	$	328,434	$	328,434	$	-
CERB loan	$	60,000	$	60,000	$	-	$	60,000
Advances		118,223		118,223		118,223		-
Reclamation and decommissioning liabilities		367,776		367,776		367,776		-
	$	**874,433**	**$**	**874,433**	**$**	**814,433**	**$**	**60,000**

December 31, 2020		Carrying amount		Contractual cash flows		0 to 12 months		After 12 months
Accounts payable and accrued liabilities	$	1,136,998	$	1,136,998	$	1,136,998	$	-
Advances		582,981		582,981		582,981		-
Debentures		548,941		633,987		633,987		-
Reclamation and decommissioning liabilities		411,070		411,070		411,070		-
	$	**2,679,990**	**$**	**2,765,036**	**$**	**2,765,036**	**$**	**-**

As the Company has a working capital deficiency at December 31, 2021 of $777,429 liquidity risk is high.

Foreign exchange

The Company operates primarily in Canada and the United States. The presentation currency is Canadian dollar and the functional currency of the parent company is the Canadian dollar. As at December 31, 2021, the Company's US dollar net monetary assets totalled $640 (2020 – net monetary liabilities of $21,083). Accordingly, a 5% change in the US dollar exchange rate as at December 31, 2021 on this amount would have resulted in an exchange gain or loss and therefore net income would have increased (decreased) by $32.

Other risks

The Company's financial condition, results of operation and business are subject to certain risks, which may negatively affect them.

a. Exploration and Development

The business of exploring for, developing and producing oil and gas involves a high degree of risk. Oil and gas reserves may never be found or, if discovered, may not be result in production at reasonable costs or profitability. The business of exploring, developing and producing is also capital intensive and, to the extent that cash flows from operating activities and external sources become limited or unavailable, the ability of the Company and of its operating partners to meet their respective financial obligations which are necessary to maintain their interests in the underlying properties could be impaired, resulting in those of the interests.

b. COVID 19

In March 2020, the outbreak of the novel strain of coronavirus, specifically identified as "COVID 19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self imposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID 19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operating subsidiaries in future periods.

c. Environmental

The Company's oil and gas operations are subject to environmental regulations in the jurisdictions in which it operates. Environmental legislation is evolving in a manner which will likely require stricter standards and enforcement, increased costs, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. There is no assurance that future changes in environmental regulation, if any, will not adversely affect the Company's operations. Environmental hazards may exist on the properties in which the Company holds interests which are presently unknown to the Company and which have been caused by previous or existing owners or operators of the properties or by illegal mining activities.

d. Fluctuations in Crude Oil, Natural Gas, and Natural Gas Liquid Prices

The price of the Company's common shares, and consolidated financial results and exploration, development and other oil and gas activities may in the future be significantly and adversely affected by declines in the price of crude oil, natural gas, and/or natural gas liquid (collectively "oil and gas"). The price of oil and gas fluctuates widely and is affected by numerous factors beyond the Company's control, such as interest rates, exchange rates, inflation or deflation, fluctuation in the value of the US dollar and foreign currencies, global and regional supply and demand, the political and economic conditions and production costs of major oil and gas producing countries throughout the world, and the cost of substitutes, inventory levels and carrying charges. Future material price declines could cause continued development of and commercial production from the properties in which the Company holds an interest to be impracticable. Depending on the price of oil and gas, cash flow from the Company's operations may not be sufficient and the Company could be forced to discontinue production and may lose the Company's interest in, or may be forced to sell, some of the Company's properties. Future production from the Company's properties is dependent upon the price of oil and gas being adequate to make these properties economic.

e. Dependence on management

The Company is dependent upon the efforts, skill and business contacts of key members of management, for among other things, during the normal course of their activities and the synergies which exist amongst their various fields of expertise and knowledge. Accordingly, the Company's success will depend upon the continued service of these individuals who are not obligated to remain employed with the Company. A loss of key personnel - members of management in particular - could impair our ability to execute our strategy and implement our operational objectives, all of which would have a material adverse effect on the Company.

Price risk

The Company is exposed to price risk with respect to commodity prices. The Company closely monitors commodity prices to determine the appropriate course of action to be taken by the Company. The Company's future operations will be significantly affected by changes in the market prices for commodities. Commodity prices fluctuate on a daily basis and are affected by numerous factors beyond the Company's control. The supply and demand for commodities, the level of interest rates, the rate of inflation, and stability of exchange rates can all cause significant fluctuations in commodity prices. Such external economic factors may in turn be influenced by changes in international investment patterns, monetary systems and political developments.

(Expressed in Canadian Dollars)

18. SEGMENTED INFORMATION

The Company's reportable segments are strategic business units that offer different services and/or products. They are managed separately because each segment requires different strategies and involves different aspects of management expertise. On disposal of the technology segment of the Company (see note 2), the Company has decided to disclose the segment results of the oil and gas companies and corporate operations.

MEI, PPI, PPC and APPC are oil & gas companies.

The accounting policies of the segments are the same as those described in the summary of significant accounting policies. The Company carries out its operations through wholly-owned entities. These entities are located in Canada and the United States.

For year ended December 31, 2021

		Oil and Gas Operations		Corporate Operations		Total
Alberta energy site rehabilitation program grant	$	115,428	$	-	$	115,428
Interest income		1,721		-		1,721
Total revenue	$	117,149	$	-	$	117,149
Expenses						
Exploration expenses		(18,999)		-		(18,999)
Reclamation and decommissioning expenses		(72,134)				(72,134)
Office and general		26,107		(95,027)		(68,920)
Total expenses	$	(65,026)	$	(95,027)	$	(160,053)
Income (loss) before undernoted		52,123		(95,027)		(42,904)
Finance costs		-		(91,373)		(91,373)
Income on foreign exchange		365		(143)		222
Net income (loss) for the year		52,488		(186,543)		(134,055)
Net income of subsidiary held for sale		-		3,870	$	3,870
Total income (loss) for the year	**$**	**52,488**	**$**	**(182,673)**	**$**	**(130,185)**
Other comprehensive (loss) for the year						
Exchange differences on translation of foreign operations		(46)		-		(46)
Total comprehensive income (loss) for the year	**$**	**52,442**	**$**	**(182,673)**	**$**	**(130,231)**

As at December 31, 2021

Total assets	$	286,952	$	184,041	$	470,993

(Expressed in Canadian Dollars)

For year ended December 31, 2020

	Oil and Gas Operations	Corporate Operations	Total
Interest income	$ 3,238	$ -	$ 3,238
Total revenue	$ 3,238	$ -	$ 3,238
Expenses			
Exploration expenses	(17,097)	-	(17,097)
Office and general	-	(85,851)	(85,851)
Total expenses	$ (17,097)	$ (85,851)	$ (102,948)
(Loss) before undernoted	(13,859)	(85,851)	(99,710)
Finance costs	-	(237,228)	(237,228)
Gain on foreign exchange	1,391	(697)	694
Net (loss) for the year	(12,468)	(323,776)	(336,244)
Net income of subsidiary held for sale	-	32,185	32,185
Total (loss) for the year	**$ (12,468)**	**$ (291,591)**	**$ (304,059)**
Other comprehensive (loss) for the year			
Exchange differences on translation of foreign operations	(125)	-	(125)
Total comprehensive (loss) for the year	**$ (12,593)**	**$ (291,591)**	**$ (304,184)**

As at December 31, 2020

Total assets	$ 344,691	$ 115,737	$ 460,428

19. BUSINESS DEVELOPMENTS

a) Non-binding letter of intent with Robotic StemCell BioTech Ltd. ("Robotic")

The Company has agreed to acquire all of the issued and outstanding securities of Robotic, an arm's length company, pursuant to a non-binding letter of intent dated November 24, 2021. The purchase price for the Robotic shares will be determined by the parties upon the completion of the Company's due diligence. The purchase price shall be satisfied through the issuance of common shares in the capital of the Company at a price to be determined in the context of the market. The acquisition of the Robotic is subject to requisite shareholder and regulatory approval, including the approval of the CSE and standard closing conditions, including the completion of due diligence investigations to the satisfaction of each of both companies. Prior to completion of the Robotic transaction, both companies shall negotiate and enter into a definitive share exchange agreement on commercially reasonable terms and the parties shall have obtain the requisite shareholder approvals for the Robotic transaction.

b) Non-binding letter of intent with Blockchain Assets Management Group Limited ("BAM")

The Company has agreed to acquire up to 20% of the issued and outstanding securities in the capital of BAM, an arm's length company, for a purchase price of up to CAD$1 million pursuant to a non-binding letter of intent dated November 25, 2021. The final BAM purchase price will be determined by the companies upon the completion of the Company's due diligence. The BAM purchase price may be satisfied either through (i) cash consideration paid on the closing of the acquisition of the BAM Shares; (ii) the issuance of common shares in the capital of the Company at a price to be determined in the context of the market; or (iii) a combination of cash consideration and issuance of shares. The acquisition of the BAM shares is subject to requisite shareholder and regulatory approval, including the approval of the CSE and standard closing conditions, including the completion of due diligence investigations to the satisfaction of each of the companies. Prior to completion of the BAM Transaction, both companies shall negotiate and enter into a definitive share exchange agreement on commercially reasonable terms and the parties shall have obtain the requisite shareholder approvals for the BAM transaction.

c) Proposed Private Placement

The Company intends to raise gross proceeds of up to $500,000 through a non-brokered private placement of up to 10,000,000 units (the "Units") at a price of $0.05 per Unit. Each Unit will consist of one common share of the Company and one common share purchase warrant. Each warrant will entitle the holder to acquire one common share of the Company at a price of $0.08 for a period of two years following the closing date of the offering. The closing of the offering is subject to all necessary regulatory approvals. The securities being issued pursuant to the offering will be subject to a four month hold period in accordance with applicable Canadian securities laws. The proceeds from the offering will be used for general working capital purposes.

d) EmersonGrow

The Company has terminated the previously reported letter of intent with EmersonGrow Technology Inc. in December 2021.

SENSOR TECHNOLOGIES CORP.

INTERIM UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Prepared in Canadian dollars)

September 30, 2023

SENSOR TECHNOLOGIES CORP.

NOTICE OF NO AUDITOR REVIEW OF INTERIM UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, sub-section 4.3(3)(a), if an auditor has not performed a review of the interim unaudited condensed consolidated financial statements, they must be accompanied by a notice that the interim unaudited condensed consolidated financial statements have not been reviewed by an auditor.

The accompanying unaudited interim unaudited condensed consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these interim unaudited condensed financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim unaudited financial statements by an entity's auditor.

SENSOR TECHNOLOGIES CORP.
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT SEPTEMBER 30, 2023 AND DECEMBER 31, 2022
(Unaudited - expressed in Canadian dollars)

	Note	September 30, 2023	December 31, 2022
ASSETS			
Current Assets:			
Cash		$ 62,536	$ 143,346
Trade and other accounts receivable		20,777	4,690
Advances to Blockchains Asset Management Group	5	402,662	388,004
Prepaid expenses		1,579	13,344
Total current assets		487,554	549,384
Non-current assets:			
Investment in associates	3	54,118	78,729
Oil and gas property interests	4	1	1
Deposits	11	364,597	351,696
Total non-current assets		418,716	430,426
Total assets		$ 906,270	$ 979,810
LIABILITIES			
Current liabilities:			
Accounts payable and accrued liabilities		$ 183,976	$ 155,301
Reclamation & decommissioning obligation	8	367,776	367,776
Advances	6	142,601	130,535
Total current liabilities		694,353	653,612
Long term liabilities			
Canadian emergency response benefit loan	9	60,000	60,000
Total long term liabilities:		60,000	60,000
Total liabilities		754,353	713,612
SHAREHOLDERS' EQUITY			
Capital stock	7	5,838,986	5,638,986
Warrants	7	57,529	57,529
Accumulated other comprehensive income		1,749	1,801
Deficit		(5,746,347)	(5,432,118)
Total shareholders' equity		151,917	266,198
Total liabilities and shareholders' equity		$ 906,270	$ 979,810
Nature and continuance and operations and going concern	1		
Commitments and contingencies	11		

The accompanying notes form an integral part of these consolidated financial statements

SENSOR TECHNOLOGIES CORP.
CONSOLIDATED STATEMENTS OF INCOME (LOSS) AND COMPREHENSIVE INCOME (LOSS)
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2023 AND 2022
(Unaudited - expressed in Canadian dollars)

		Three months ended September 30,		Nine months ended September 30,	
	Note	**2023**	**2022**	**2023**	**2022**
Licensing fee	12	$ -	$ -	$ -	$ 90,613
Interest income		9,619	3,625	27,559	$ 4,525
Total revenue		9,619	3,625	27,559	95,138
Expenses					
Exploration expenses	13	(2,971)	(11,377)	(11,398)	(28,260)
Writeback of old accounts payable balances		-	182,396	-	182,396
Office and general expenses	14	(24,640)	(23,143)	(293,737)	(71,815)
Total expenses		$ (27,611)	$ 147,876	$ (305,135)	$ 82,321
Income (loss) before undernoted		(17,992)	151,501	(277,576)	177,459
Finance costs		(4,142)	(3,720)	(12,066)	(8,480)
Gain on foreign exchange		(626)	(4,201)	24	(2,664)
Net income (loss) for the period		(22,760)	143,580	(289,618)	166,315
Company's share of net income (loss) of associate	3	(3,738)	11,149	(24,611)	(7,733)
		(26,498)	154,729	(314,229)	158,582
Other comprehensive income (loss) for the period					
Exchange differences on translation of foreign operations		636	4,208	(52)	2,662
Total comprehensive income (loss) for the period		$ (25,862)	$ 158,937	$ (314,281)	$ 161,244
Weighted average shares outstanding - basic and diluted	7	257,801,764	247,801,764	252,116,056	240,890,409
Income (loss) per common share based on net income (loss) for the period	7	$ (0.00)	$ 0.00	$ (0.00)	$ 0.00

The accompanying notes form an integral part of these consolidated financial statements

SENSOR TECHNOLOGIES CORP.
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2023 AND 2022
(Unaudited - expressed in Canadian dollars)

	Share Capital						
	Number	Amount	Equity Portion of Convertible Debentures	Warrants	Accumulated Other Comprehensive Income (Loss)	Deficit	Total Equity
Balance, December 31, 2021	237,201,764	$5,166,515	$ -	$ -	$ (446)	$ (5,569,509)	$ (403,440)
Net income for the period	-	-	-	-	-	158,582	158,582
Shares issued pursuant to private placement	10,600,000	472,471	-	-	-	-	472,471
Warrants issued pursuant to private placement	-	-	-	57,529	-	-	57,529
Exchange differences on translation of foreign operations	-	-	-	-	2,662	-	2,662
Balance, September 30, 2022	247,801,764	$5,638,986	$ -	$ 57,529	$ 2,216	$ (5,410,927)	$ 287,804
Balance, December 31, 2022	247,801,764	$5,638,986	$ -	$ 57,529	$ 1,801	$ (5,432,118)	$ 266,198
Net loss for the period	-	-	-	-	-	(314,229)	(314,229)
Shares issued on conversion of accounts payable	10,000,000	200,000	-	-	-	-	200,000
Exchange differences on translation of foreign operations	-	-	-	-	(52)	-	(52)
Balance, September 30, 2023	257,801,764	$5,838,986	$ -	$ 57,529	$ 1,749	$ (5,746,347)	$ 151,917

The accompanying notes form an integral part of these consolidated financial statements

SENSOR TECHNOLOGIES CORP.
CONSOLIDATED STATEMENTS OF CASH FLOW
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2023 AND 2022
(Unaudited - expressed in Canadian dollars)

	Nine months ended September 30, 2023	Nine months ended September 30, 2022
Cash flows (used in) operating activities		
Net income (loss) for the period	$ (314,229)	$ 158,582
Company's share of net loss of associate	24,611	7,733
Writeback of old accounts payable balances	-	(182,396)
Accrued interest payable on advances	12,066	8,480
Accrued interest recievable on advances to Blockchains Asset Management Group	(14,658)	(3,175)
	(292,210)	(10,776)
Changes in non-cash working capital balances		
Trade and other accounts receivable	(16,086)	(4,502)
Prepaid expenses	11,764	10,760
Accounts payable and accrued liabilities	228,675	2,415
Cash flows (used in) operating activities	(67,857)	(2,103)
Cash flows (used in) investing activities		
Increase in deposits	(12,901)	(1,350)
Advances to Blockchains Asset Management Group	-	(380,000)
Cash flows (used in) investing activities	(12,901)	(381,350)
Cash flows from financing activities		
Proceeds from private placement	-	530,000
Cash flows from financing activities	-	530,000
Net change in cash	(80,758)	146,547
Effect of changes in foreign exchange rate	(52)	2,662
Cash, beginning of the period	143,346	11,035
Cash, end of the period	$ 62,536	$ 160,244
Supplemental Information		
Non-cash financing and investing activities		
Issuance of common shares and warrants - private placement	$ -	$ 530,000
Issuance of common shares - conversion of accounts payable	$ 200,000	$ -

The accompanying notes form an integral part of these consolidated financial statements

1. NATURE AND CONTINUANCE OF OPERATIONS AND GOING CONCERNS

Sensor Technologies Corp. (the "Company" or "STC" or "Sensor") is continued under the Business Corporations Act (Ontario). The Company's principal assets are oil and natural gas interests. The Company is domiciled in the province of Ontario and its head office is located at 196 Wildcat Rd., North York, Ontario, Canada. The Company trades on the Canadian Securities Exchange ("CSE") under the symbol "SENS".

The interim unaudited consolidated financial statements were approved for issue by the board of directors on November 28, 2023.

These interim unaudited consolidated financial statements ("interim consolidated statements) include the accounts of the Company and its subsidiaries, Mooncor Energy Inc. ("Mooncor Energy"), an Alberta Corporation, Primary Petroleum Company U.S. Inc ("PPCUSA"), a Montana, USA Corporation, Primary Petroleum Company LLC ("PPCLLC"), a Montana, USA Corporation and AP Petroleum Company ("APLLC"), a Montana, USA Corporation. The Company owns 25% of Sensor Technologies Inc, ("STI") and considers it to be an associate and this has been accounted for in the interim unaudited condensed consolidated statements using the equity method of accounting.

The interim unaudited consolidated financial statements have been prepared using accounting policies applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they come due. The Company has incurred a net loss of $314,229 for nine months ended September 30, 2023, has a working capital deficiency in the amount of $206,799 and has a deficit in the amount of $5,746,347 as at September 30, 2023. Management estimates that the funds available as at September 30, 2023 will not be sufficient to meet the Company's potential capital and operating expenditures through to September 30, 2024. The Company will have to raise additional funds to continue operations. Although the Company has been successful in raising funds to date, there can be no assurance that adequate funding will be available in the future, or available on terms acceptable to the Company. The challenges of securing requisite funding and the cumulative losses indicate the existence of a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern. These interim unaudited consolidated statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts nor to the amounts or classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. BASIS OF PRESENTATION

Statement of Compliance

These interim unaudited consolidated statements are unaudited and have been prepared on a condensed basis in accordance with International Accounting Standard 34, Interim unaudited Financial Reporting Standard issued by the International Accounting Standards Board ("IASB") using accounting policies consistent with International Financial Reporting Standards ("IFRS").

These interim unaudited consolidated statements as at and for the nine months ended September 30, 2023 and 2022 should be read together with the annual consolidated financial statements as at and for the year ended December 31, 2022 which were prepared in accordance with IFRS.

Changes in Accounting Policies

These interim unaudited consolidated statements follow the same accounting policies and methods of computation as those described in Note 4 of the annual consolidated financial statements as at and for the year ended December 31, 2022.

Future accounting pronouncements

There are currently no new accounting pronouncements effective for future dates that are expected to have a significant impact on the Company.

Basis of measurement

The interim unaudited consolidated statements have been prepared on the historical cost basis, except for certain financial assets which are measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The interim unaudited consolidated statements are presented in Canadian dollars, which is the parent's functional and presentation currency. Each entity in the group determines its own functional currency. Management reviewed the primary and secondary indicators in IAS 21, The Effects of Changes in Foreign Exchange Rates, and determined that the functional currency for its USA subsidiaries is US dollars and for all other subsidiaries is Canadian dollars.

Basis of consolidation

These interim unaudited consolidated financial statements include the accounts of the Company and its subsidiaries; Mooncor Energy, PPCUSA, PPCLLC and APLLC (collectively referred to as the "Company" or "Sensor"). Subsidiaries consist of entities over which the Company is exposed to, or has rights to, variable returns as well as the ability to affect those returns through the power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company and are de-consolidated from the date control ceases. The interim unaudited consolidated financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions. STI is considered an associate of the Company and has been accounted for using the equity method of accounting.

Critical accounting judgments, estimates and assumptions

The preparation of the interim unaudited consolidated statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the interim unaudited consolidated statements and the reported amounts of revenue and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Uncertainty about these judgments, estimates and assumptions could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in future periods. The information about significant areas of estimation uncertainty and judgment considered by management in preparing the interim unaudited consolidated statements were the same as those in the preparation of the annual financial statements as at and for the year ended December 31, 2022.

(Unaudited - expressed in Canadian dollars)

3. INVESTMENT IN ASSOCIATE

On December 1, 2019, the Company entered into share purchase agreement with an arm's length party with respect to the sale of 49% of the issued and outstanding securities in the capital of STI, a wholly owned subsidiary of Sensor for $158,080 with a right of first refusal to purchase another 26% of the issued and outstanding securities for $10, subject to shareholder approval, within 5 years of the closing date. On June 7, 2023, the shareholders approved the sale of 26% of the issued and outstanding securities for $10. The Company now owns 25% of STI and has recorded this investment as an investment in associate. The income or loss of the associate has been accounted for using the equity method of accounting where the Company recognizes its share of income or losses of the associate. The carrying value of investment in STI is $54,188 on September 30, 2023 (December 31, 2022 - $78,729) and is shown in the interim unaudited condensed consolidated statements of financial position as investment in associates. During the nine months ended September 30, 2023, the Company recognized $24,611 (2022 - $7,733) as its share of the loss of STI in the interim unaudited condensed consolidated statements of income (loss) and comprehensive income (loss).

4. OIL AND GAS PROPERTY INTERESTS

The Company has an interest in 2 suspended heavy oil wells and leases and related natural gas rights in the Lloydminster area of Alberta as at September 30, 2023 and December 31, 2022. The interests are carried at a nominal amount of $1. In a prior year the Company had recognized an impairment in these assets.

5. ADVANCES TO BLOCKCHAIN ASSETS MANAGEMENT GROUP

On July 13. 2022, the Company advanced $380,000 to 14125339 Canada Inc. operating as Blockchain Assets Management Group against a promissory note receivable within 10 days on demand bearing an interest rate of 5% per annum. This note is secured by a guarantee from 14125339 Canada Inc. The amount receivable on September 30, 2023 is $402,662 (December 31, 2022 - $388,004) (see Note 18). Interest receivable accrued for the nine months ended September 30, 2023 was $14,658 (2022 - $3,175) and has been recorded in the interim unaudited consolidated statements of income (loss) and comprehensive income (loss) as interest income.

6. ADVANCES

		September 30, 2023		December 31, 2022
Loan payable - 12% per annum, due on demand, owing to a former director of the Company, secured against the assets of the Company		142,601		130,535
Total advances	**$**	**142,601**	**$**	**130,535**

(Unaudited - expressed in Canadian dollars)

7. SHAREHOLDERS' EQUITY

Capital Stock

At September 30, 2023 and December 31, 2022, the authorized share capital comprised an unlimited number of common shares with no par value.

Balance, December 31, 2021	**237,201,764**	**$**	**5,166,515**
Shares issued pursuant to private pacement (i)	10,600,000		472,471
Balance, December 31, 2022	**247,801,764**	**$**	**5,638,986**
Shares issued on conversion of accounts payable (ii)	10,000,000		200,000
Balance, September 30, 2023	**257,801,764**	**$**	**5,838,986**

(i) In June 2022, the Company raised gross proceeds of $530,000 through a non-brokered private placement of 10,600,000 units (the "Units") of the Company at a price of $0.05 per Unit. Each Unit consists of one common share and one common share purchase warrant ("Warrant"). Each Warrant entitles the holder to purchase one common share at a price of $0.08 per share for a period of two years to June 27, 2024.

The value of the warrants issued as part of this financing was $57,529. The fair value of the warrants was calculated using the Black-Scholes option pricing model with the following assumptions: expected term of 2 years, a risk-free rate of 3.17%, expected dividend yield of 0% and an expected volatility of 181%. The expected volatility is based on the historical volatility of the Company's share price over the life of the warrants. The Company has not paid any cash dividends historically and has no plans to pay cash dividends in the foreseeable future. The risk-free interest rate is based on the yield of Canadian Benchmark Bonds with equivalent terms. The expected option life in years represents the period of time that the warrants are expected to be outstanding based on historical warrants issued.

(ii) In June 2023, the Company converted $200,000 accounts payable balance into 10,000,000 common shares at a price of $0.02 per share.

Common Stock Purchase Warrants

	# of Warrants		Amount		Exercise Price	Expiry Date	Remaining Contractual Life (years)
Balance, December 31, 2021	**-**	**$**	**-**	**$**	**-**	**-**	**-**
Warrants issued - June 27, 2022	10,600,000		57,529		0.08	27-Jun-24	0.74
Balance, September 30 2023 and December 31, 2022	**10,600,000**	**$**	**57,529**	**$**	**0.08**		**0.74**

(Unaudited - expressed in Canadian dollars)

Basic and diluted income (loss) per share based on income (loss) for the period

Basic and diluted income (loss) per share based on income (loss) for nine months ended September 30, 2023 and 2022 are:

	Three months ended September 30		Nine months ended September 30,	
Numerator:	**2023**	**2022**	**2023**	**2022**
Net income (loss) for the period	$ **(26,498)**	$ **154,729**	$ **(314,229)**	$ **158,582**
Denominator:	**2021**	**2020**	**2022**	**2021**
Weighted average number of common shares outstanding - basic and diluted (i)	**257,801,764**	**247,801,764**	**252,116,056**	**240,890,409**

Income (loss) per common share based on net income (loss) for the period:	**2021**	**2020**	**2022**	**2021**
Basic and diluted	$ **(0.00)**	$ **0.00**	$ **(0.00)**	$ **0.00**

(i) The determination of the weighted average number of common shares outstanding – diluted excludes 10,600,000 shares related to the warrants outstanding that were anti-dilutive for the nine months ended September 30, 2023 (2022 – 10,600,000 shares).

8. RECLAMATION AND DECOMMISSIONING OBLIGATION

As at September 30, 2023 and December 31, 2022, the Company has provided $367,776 for the estimated future cost of reclamation and abandonment work on its oil and gas leases relating to the Lloydminster property in Alberta using the estimate of the Alberta Energy Regulators.

9. CANADA EMERGENCY RESPONSE BENEFIT ("CERB") LOAN

As at September 30, 2023 and December 31, 2022, the Company has a loan under the CERB program from TD Canada Trust for an amount of $60,000 for a 58 month period to December 31, 2025. The loan is non-interest bearing until December 31, 2023 and subsequently will bear interest of 5% per annum calculated monthly. If $40,000 of the loan amount is repaid on or prior to January 18, 2024, the Government will forgive the remaining balance of the loan amount as of that date provided that an event of default has not occurred.

10. RELATED PARTY TRANSACTIONS

Related parties include Board of Directors, close family members, key management personnel, enterprises and others who exercise significant influence over the reporting entity. All amounts owing to related parties are unsecured, non-interest bearing and due on demand unless otherwise noted.

a) Included in the office and general expenses for the nine months ended September 30, 2023 is $123,894 (2022 - $nil) for legal services and disbursements provided by Mr. Jay Vieira., former CEO and current director of the Company. During the nine months ended September 30, 2023, an amount of $140,000 owing to Jay Vieira was converted into 7,000,000 common shares at a price of $0.02 per share. At September 30, 2023 and December 31, 2022, $14,950 has been included in accounts payable for Mr. Jay Vieira for legal services and disbursements.

Key management compensation

There were no compensation of key management of the Company for the nine months ended September 30, 2023 and 2022. Key management are those persons having authority and responsibility for planning, directing and controlling the activities, directly or indirectly, of the Company.

11. COMMITMENTS & CONTINGENCIES

Gross overriding royalties

In addition to the gross overriding royalty ("GORR") agreements entered into in connection with the various oil and gas projects undertaken as disclosed in Note 4, the Company has entered into the following GORR agreement:

As part of the purchase of a database of technical information for the Lloydminster property, the Company entered into a GORR agreement with the vendor. Pursuant to the agreement, the Company has committed to pay royalties equal to 3% on all production from the lands included in the database.

Deposits

The Company is liable to undertake reclamation and abandonment work on its leases. On September 30, 2023 the Company has lodged deposits of $364,597 (December 31, 2022 - $351,696) with the Alberta Energy Resource Conservation Board (“AERCB”) as required by legislation.

Legal Claims

In the ordinary course of business activities, the Company is a party in certain litigation and other claims. Management believes that the resolution of such litigation and claims will not have a material effect on the consolidated financial position of the Company.

Environmental Contingencies

The Company’s exploration activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company conducts its operations so as to protect public health and the environment and believe its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

(Unaudited - expressed in Canadian dollars)

12. LICENSING FEE

During the year ended December 31, 2022, the Company and one of its joint venture partners, Oxy USA Inc. (“Oxy”) – jointly the licensor (“Licensor”) entered into a non-exclusive seismic data use license agreement (“Agreement”) with Twin Bridges Resources LLC (“Licensee”) for 14.58 square miles out of 120 square miles of proprietary 3D seismic. Subject to the terms and conditions of this Agreement, the licensor granted to the licensee a non-exclusive, non-transferable, paid up license to use the licensor’s seismic data for a term of 25 years. In return, the licensee agreed to pay a gross sum of US$116,640 to the licensor. The Company owns 67.5% of the seismic data being licensed while Oxy owns 32.5%. The Company’s share of the licensing fee for the nine months ended September 30, 2023 is $nil (2022 - $90,613).

13. EXPLORATION EXPENSES

The exploration costs during the nine months ended September 30, 2023 and 2022 were as follows:

	Three months ended September 30		Nine months ended September 30,	
	2023	**2022**	**2023**	**2022**
Annual lease renewal costs	$ 2,971	$ 4,698	$ 10,914	$ 15,851
Land management	-	140	484	744
Others	-	6,539	-	11,665
	$ 2,971	$ 11,377	$ 11,398	$ 28,260

14. OFFICE AND GENERAL EXPENSES

The office and general expenses during the nine months ended September 30, 2023 and 2022 were as follows:

	Three months ended September 30		Nine months ended September 30,	
	2023	**2022**	**2023**	**2022**
Accounting services	$ 10,000	$ 10,000	$ 31,320	$ 30,000
Rent expense	600	600	1,800	1,800
Telephone expense	1,764	348	2,505	1,169
Professional fees and disbursements	4,794	4,631	16,635	12,729
Legal	-	-	123,894	-
Insurance	3,922	3,800	11,765	11,400
Corporate services	3,532	3,733	105,663	14,590
Others	28	31	155	127
	$ 24,640	$ 23,143	$ 293,737	$ 71,815

15. CAPITAL DISCLOSURES

The Company's objectives when managing capital are as follows:

a. To safeguard the Company's ability to continue as a going concern.
b. To raise sufficient capital to finance its exploration and development activities on its mineral exploration properties.
c. To raise sufficient capital to meet its general and administrative expenditures.

The Company considers its capital to be equity, which comprises capital stock, warrants, deficit and accumulated other comprehensive income, which at September 30, 2023 was an equity of $151,917 (December 31, 2022 – $266,198).

The Company manages its capital structure and makes adjustments to it based on general economic conditions, short term working capital requirements, and planned exploration and development. The Company utilizes annual capital and operating expenditure budgets to facilitate the management of its capital requirement. These budgets are approved by management and updated for changes in the budgets' underlying assumptions as necessary. There have been no changes in the way the Company manages its capital during the nine months ended September 30, 2023 and year ended December 31, 2022.

16. RISK MANAGEMENT

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions in relation to the Company's activities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant price, credit, liquidity, interest or foreign exchange risks arising from the financial instruments. There were no changes to the Company's risks, objectives, policies and procedures during the nine months ended September 30, 2023 and year ended December 31, 2022.

Trade and other accounts receivable

Trade and other accounts receivable consists primarily of HST receivable from the government of Canada. As such risk on non-collection is considered low.

Cash

Cash consists of bank balances and petty cash. As at September 30, 2023, the Company had cash of $62,536 (December 31, 2022- $143,346) and does not expect any counterparties to fail to meet their obligations.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Presently, the Company's only interest bearing liability is the advance. As this bears a fixed rate of interest, interest rate risk is considered low.

Price risk

The Company is exposed to price risk with respect to commodity prices. The Company closely monitors commodity prices to determine the appropriate course of action to be taken by the Company. The Company's future operations will be significantly affected by changes in the market prices for commodities. Commodity prices fluctuate on a daily basis and are affected by numerous factors beyond the Company's control. The supply and demand for commodities, the level of interest rates, the rate of inflation, and stability of exchange rates can all cause significant fluctuations in commodity prices. Such external economic factors may in turn be influenced by changes in international investment patterns, monetary systems and political developments.

(Unaudited - expressed in Canadian dollars)

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses which may damage the Company's reputation.

The Company monitors and reviews current and future cash requirements and matches the maturity profile of financial assets and liabilities. This is generally accomplished by ensuring that cash is always available to settle financial liabilities. All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

The following items are the contractual maturities of financial liabilities:

September 30, 2023	Carrying amount	Contractual cash flows	0 to 12 months	After 12 months
Accounts payable and accrued liabilities	$ 183,976	$ 183,976	$ 183,976	$ -
CERB loan	60,000	60,000	-	60,000
Advances	142,601	142,601	142,601	-
Reclamation and decommissioning liabilities	367,776	367,776	367,776	-
	$ 754,353	**$ 754,353**	**$ 694,353**	**$ 60,000**

December 31, 2022	Carrying amount	Contractual cash flows	0 to 12 months	After 12 months
Accounts payable and accrued liabilities	$ 155,301	$ 155,301	$ 155,301	$ -
CERB loan	60,000	60,000	-	60,000
Advances	130,535	130,535	130,535	-
Reclamation and decommissioning liabilities	367,776	367,776	367,776	-
	$ 713,612	**$ 713,612**	**$ 653,612**	**$ 60,000**

Foreign exchange

The Company operates primarily in Canada and the United States. The presentation currency is Canadian dollar and the functional currency of the parent company is the Canadian dollar. As at September 30, 2023 and December 31, 2022, the Company's US dollar net monetary assets totaled $640. Accordingly, a 5% change in the US dollar exchange rate as at September 30, 2023 on this amount would have resulted in an exchange gain or loss and therefore net income would have increased (decreased) by $32.

(Unaudited - expressed in Canadian dollars)

17. SEGMENTED INFORMATION

The Company's reportable segments are strategic business units that offer different services and/or products. They are managed separately because each segment requires different strategies and involves different aspects of management expertise. The Company has decided to disclose the segment results of the oil and gas companies and corporate operations - MEI, PPI, PPC and APPC are oil & gas companies

The accounting policies of the segments are the same as those described in the summary of significant accounting policies. The Company carries out its operations through wholly-owned entities. These entities are located in Canada and the United States.

For nine months ended September 30, 2023

		Oil and Gas Operations		Corporate Operations		Total
Interest income		12,901		14,658		27,559
Total revenue	$	12,901	$	14,658	$	27,559
Expenses						
Exploration expenses		(11,398)		-		(11,398)
Office and general		-		(293,737)		(293,737)
Total expenses	$	(11,398)	$	(293,737)	$	(305,135)
Income (loss) before undernoted		1,503		(279,079)		(277,576)
Finance costs		-		(12,066)		(12,066)
Gain (loss) on foreign exchange		117		(93)		24
Net income (loss) for the period		1,620		(291,238)		(289,618)
Company's share of net (loss) of associate		-		(24,611)		(24,611)
Total income (loss) for the period	**$**	**1,620**	**$**	**(315,849)**	**$**	**(314,229)**
Other comprehensive loss for the period						
Exchange differences on translation of foreign operations		(52)		-		(52)
Total comprehensive income (loss) for the period	**$**	**1,568**	**$**	**(315,849)**	**$**	**(314,281)**

As at September 30, 2023

Total assets	$	366,113	$	540,157	$	906,270

(Unaudited - expressed in Canadian dollars)

For nine months ended September 30, 2022

		Oil and Gas Operations		Corporate Operations		Total
Licensing fee	$	90,613		$ -	$	90,613
Interest income		1,350		3,175		4,525
Total revenue	$	91,963	$	3,175	$	95,138
Expenses						
Exploration expenses		(28,260)		-		(28,260)
Writeback of old accounts payable balances		-		182,396		182,396
Office and general		-		(71,815)		(71,815)
Total expenses	$	(28,260)	$	110,581	$	82,321
Income before undernoted		63,703		113,756		177,459
Finance costs		-		(8,480)		(8,480)
Gain (loss) on foreign exchange		(5,416)		2,752		(2,664)
Net income for the period		58,287		108,028		166,315
Company's share of net (loss) of associate		-		(7,733)		(7,733)
Total income for the period	**$**	**58,287**	**$**	**100,295**	**$**	**158,582**
Other comprehensive income for the period						
Exchange differences on translation of foreign operations		2,662		-		2,662
Total comprehensive income for the period	**$**	**60,949**	**$**	**100,295**	**$**	**161,244**
As at September 30, 2022						
Total assets	$	361,587	$	629,149	$	990,736

(Unaudited - expressed in Canadian dollars)

For three months ended September 2023

	Oil and Gas Operations	Corporate Operations	Total
Interest income	$ 4,661	$ 4,958	$ 9,619
Total revenue	4,661	4,958	9,619
Expenses			
Exploration expenses	(2,971)	-	(2,971)
Office and general	-	(24,640)	(24,640)
Total expenses	$ (2,971)	$ (24,640)	$ (27,611)
Income (loss) before undernoted	1,690	(19,682)	(17,992)
Finance costs	-	(4,142)	(4,142)
Gain (loss) on foreign exchange	(1,571)	945	(626)
Net income (loss) for the period	119	(22,879)	(22,760)
Company's share of net (loss) of associate	-	(3,738)	(3,738)
Total income (loss) for the period	**119**	**(26,617)**	**(26,498)**
Other comprehensive income for the period			
Exchange differences on translation of foreign operations	636	-	636
Total comprehensive income (loss) for the period	**$ 755**	**$ (26,617)**	**$ (25,862)**

As at September 30, 2023

Total assets	$ 366,113	$ 540,157	$ 906,270

(Unaudited - expressed in Canadian dollars)

For three months ended September 2022

		Oil and Gas Operations		Corporate Operations		Total
Interest income	$	450	$	3,175	$	3,625
Total revenue		450		3,175		3,625
Exploration expenses		(11,377)		-		(11,377)
Writeback of old accounts payable balances		-		182,396		182,396
Office and general		-		(23,143)		(23,143)
Total expenses	$	(11,377)	$	159,253	$	147,876
Income (loss) before undernoted		(10,927)		162,428		151,501
Finance costs		-		(3,720)		(3,720)
(Loss) on foreign exchange		(183)		(4,018)		(4,201)
Net income (loss) for the period		(11,110)		154,690		143,580
Company's share of net (loss) of associate		-		11,149		11,149
Total income (loss) for the period		(11,110)		165,839		154,729
Other comprehensive income for the period						
Exchange differences on translation of foreign operations		4,208		-		4,208
Total comprehensive income (loss) for the period	**$**	**(6,902)**	**$**	**165,839**	**$**	**158,937**
As at September 30, 2022						
Total assets	$	361,587	$	629,149	$	990,736

18. BUSINESS DEVELOPMENTS

The Company has entered into securities purchase agreements with each of Robotic StemCell BioTech Ltd. ("Robotic"), Blockchain Assets Management Group Limited ("BAM") and 14125339 Canada Inc. ("1412"), each of which are arm's length parties.

Pursuant to securities purchase agreement dated as of December 31, 2021 with Robotic, the Company has agreed to acquire an aggregate of 27,644,444 common shares in the capital of Robotic (the "Purchased Robotic Shares"). The Purchased Robotic Shares represent approximately 20% of the issued and outstanding securities in the capital of Robotic. The purchase price for the Purchased Robotic Shares is $1,382,222 and this will be satisfied through the issuance of an aggregate of 27,644,444 common shares in the capital of the Company at a price of $0.05 per share.

Pursuant to securities purchase agreement dated as of December 31, 2021 with BAM, the Company has agreed to acquire an aggregate of 11,111 common shares in the capital of BAM (the "Purchased BAM Shares"). The Purchased BAM Shares represent approximately 10% of the issued and outstanding securities in the capital of BAM. The purchase price for the Purchased BAM Shares is $4,977,728 (the "BAM Purchase Price"). The BAM Purchase Price will be satisfied through the issuance of an aggregate of 99,554,560 common shares in the capital of the Company at a price of $0.05 per share.

Pursuant to securities purchase agreement dated as of December 31, 2021 with 1412, the Company has agreed to acquire an aggregate of 19,875,156 common shares in the capital of 1412 (the "Purchased 1412 Shares"). The Purchased 1412 Shares represent approximately 20% of the issued and outstanding securities in the capital of 1412. The purchase price for the Purchased 1412 Shares is $2,484,395 (the "1412 Purchase Price"). The 1412 Purchase Price will be satisfied through cancelling $380,000 advance to Blockchains Asset Management Group (see note 5) and the issuance of an aggregate of 42,087,890 common shares in the capital of the Company at a price of $0.05 per 1412 Consideration Share.

The closing of the Robotics, BAM and 1412 Securities Purchase Agreements, is subject to the Company obtaining regulatory approval for a change of business (the "Proposed COB") from a "industrial issuer" to an "investment issuer". The Proposed COB is considered a fundamental change / change of business under Policy 8 of the CSE and, as such, will subject to all of the requirements of Policy 8 including, but not limited to CSE approval. The shareholders approved a change of business for the Company from a technology issuer to investment company at an annual and special meeting held on September7, 2023. The Securities Purchase Agreements are not considered to be a fundamental change under CSE Policy 8. If regulatory approval is obtained, the Proposed COB, the Company's primary focus will be to seek returns through investments in the securities of other companies.

Schedule “B”

Management’s Discussion & Analysis of Sensor for the Years Ended December 31, 2022 and 2021 and Unaudited Interim Financial Statements of Sensor for the Nine Months Ended September 30, 2023

SENSOR TECHNOLOGIES CORP.

Management's Discussion and Analysis
December 31, 2022

Date of report: May 1, 2023

This management's discussion and analysis of the financial condition and results of operation ("MD&A") of Sensor Technologies Corp. ("STC" or the "Company") should be read in conjunction with STC's annual consolidated financial statements ("consolidated statements") and notes thereto as at and for the year ended December 31, 2022 and 2021.

Unless indicated otherwise, all financial data in this MD&A has been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). All dollar amounts in this MD&A are reported in Canadian dollars unless otherwise indicated.

Caution Regarding Forward-Looking Information:

Certain information contained in this MD&A constitutes forward-looking information, which is information relating to future events or the Company's future performance and which is inherently uncertain. All information other than statements of historical fact may be forward-looking information. Forward-looking information is often, but not always, identified by the use of words such as "seek", "anticipate", "budget", "plan", "continue", "estimate", "expect", "forecast", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe" and similar words or phrases (including negative variations) suggesting future outcomes or statements regarding an outlook. Forward-looking information contained in this MD&A includes, but is not limited to the Company's expectations regarding its exploration and development activities, including expectations regarding the timing, costs and results of seismic acquisition, drilling and other activities, and future production volumes and sales, receipt of regulatory and governmental approvals, the Company's future working capital requirements, including its ability to satisfy such requirements, the exposure of its financial instruments to various risks and its ability to manage those risks, the Company's ability to use tax resource pools and loss carry-forwards, fees to be incurred by foreign subsidiaries and changes in accounting policies.

Forward-looking information involves known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking information. The Company believes the expectations reflected in the forward-looking information are reasonable but no assurance can be given that these expectations will prove to be correct and readers are cautioned not to place undue reliance on forward-looking information contained in this MD&A. Some of the risks and other factors which could cause results to differ materially from those expressed in the forward-looking information contained in this MD&A include, but are not limited to: risks relating to oil and gas exploration activities generally, including the availability and cost of seismic, drilling and other equipment; our ability to complete our capital programs; geological, technical, drilling and processing problems, including the availability of equipment and access to properties; our ability to secure adequate transportation for our products; potential losses which would stem from any disruptions in production, including work stoppages or other labour difficulties, or disruptions in the transportation network on which we are reliant; potential delays or changes in plans with respect to exploration or development projects or capital expenditures; our ability and the ability of our partners to attract and retain the necessary labour required to explore and develop our projects; potential conflicting interests with our joint venture partners; our failure or the failure of the holder(s) of licenses or leases to meet specific requirements of such licenses or leases; the failure by counterparties to make payments or perform their operational or other obligations in compliance with the terms of contractual arrangements between us and such counterparties; adverse claims made in respect of our properties or assets; operating hazards and other difficulties inherent in the exploration for and production and sale of crude oil and natural gas; political and economic conditions in the countries in which our property interests are located; obtaining the necessary financing for operations, our ability to generate taxable income from operations, fluctuations in the value of our portfolio investments due to market conditions and/or company-specific factors, fluctuations in prices of commodities underlying our interests and portfolio investments, and other risks included elsewhere in this MD&A under the heading "Risk Management" and in the Company's public disclosure documents filed with certain Canadian securities regulatory authorities and available under the Company's profile at www.sedar.com.

Readers are cautioned that the foregoing lists of factors are not exhaustive. Although the Company has attempted to identify important factors that could cause actual events and results to differ materially from those described in the forward-looking information, there may be other factors that cause events or results to differ from those intended, anticipated or estimated. The forward-looking information contained in this MD&A are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as otherwise required by law. All of the forward-looking information contained in this MD&A is expressly qualified by this cautionary statement.

About Sensor Technologies Corp.

Sensor Technologies Corp. (the "Company" or "STC" or "Sensor") is continued under the Business Corporations Act (Ontario). The Company's principal assets are oil and natural gas interests. The Company is domiciled in the province of Ontario and its head office is located at 196 Wildcat Rd., North York, Ontario, Canada. The Company trades on the Canadian Securities Exchange ("CSE") under the symbol "SENS".

The consolidated statements were approved for issue by the board of directors on May 1, 2023.

On December 1, 2019, the Company entered into share purchase agreement (the "Agreement") with an arm's length party with respect to the sale of 49% of the issued and outstanding securities in the capital of Sensor Technologies Inc, ("STI"), a wholly owned subsidiary of Sensor for $158,080 with a right of first refusal to purchase another 26% of the issued and outstanding securities for $10, subject to shareholder approval, within 5 years of the closing date.

These consolidated statements include the accounts of the Company and its subsidiaries, Mooncor Energy Inc. ("Mooncor Energy"), an Alberta Corporation, Primary Petroleum Company U.S. Inc ("PPCUSA"), a Montana, USA Corporation, Primary Petroleum Company LLC ("PPCLLC"), a Montana, USA Corporation and AP Petroleum Company ("APLLC"), a Montana, USA Corporation, (collectively referred to as the "Company" or "Sensor"). Subsidiaries consists of entities over which the Company is exposed to, or has rights to, variable returns as well as the ability to affect those returns through the power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company and are de-consolidated from the date control ceases. The consolidated financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions. STI is no longer consolidated as it is considered as an investment in a subsidiary held for sale (see note 2 to the consolidated statements for year ended December 31, 2022 and 2021).

Summary of activities

a) Securities purchase agreement with Robotic StemCell BioTech Ltd. ("Robotic")

Subsequent to December 31, 2022 and pursuant to securities purchase agreement dated as of December 31, 2021 with Robotic, the Company has agreed to acquire an aggregate of 27,644,444 common shares in the capital of Robotic (the "Purchased Robotic Shares"). The Purchased Robotic Shares represent approximately 20% of the issued and outstanding securities in the capital of Robotic. The purchase price for the Purchased Robotic Shares is $1,382,222 and this will be satisfied through the issuance of an aggregate of 27,644,444 common shares in the capital of the Company at a price of $0.05 per share. The closing of the Robotics Securities Purchase Agreements is subject to the Company obtaining shareholder and regulatory approval for a change of business from a "industrial issuer" to an "investment issuer".

b) Securities purchase agreement with Blockchain Assets Management Group Limited ("BAM")

Subsequent to December 31, 2022 and pursuant to securities purchase agreement dated as of December 31, 2021 with BAM, the Company has agreed to acquire an aggregate of 11,111 common shares in the capital of BAM (the "Purchased BAM Shares"). The Purchased BAM Shares represent approximately 10% of the issued and outstanding securities in the capital of BAM. The purchase price for the Purchased BAM Shares is $4,977,728 (the "BAM Purchase Price"). The BAM Purchase Price will be satisfied through the issuance of an aggregate of 99,554,560 common shares in the capital of the Company at a price of $0.05 per share. The closing of the Robotics Securities Purchase Agreements is subject to the Company obtaining shareholder and regulatory approval for a change of business from a "industrial issuer" to an "investment issuer".

c) Securities purchase agreement with 14125339 Canada Inc. ("1412")

Subsequent to December 31, 2022 and pursuant to securities purchase agreement dated as of December 31, 2021 with 1412, the Company has agreed to acquire an aggregate of 19,875,156 common shares in the capital of 1412 (the "Purchased 1412 Shares"). The Purchased 1412 Shares represent approximately 20% of the issued and outstanding securities in the capital of 1412. The purchase price for the Purchased 1412 Shares is $2,484,395 (the "1412 Purchase Price"). The 1412 Purchase Price will be satisfied through cancelling $380,000 advance to Blockchains Asset Management Group and the issuance of an aggregate of 42,087,890 common shares in the capital of the Company at a price of $0.05 per 1412 Consideration Share. The closing of the 1412 Purchase Agreements is subject to the Company obtaining shareholder and regulatory approval for a change of business from a "industrial issuer" to an "investment issuer".

d) Private Placement

During the year ended December 31, 2022, the Company has raised gross proceeds of $530,000 through a non-brokered private placement of 10,600,000 units at a price of $0.05 per Unit (see note 8(i) to the consolidated statements for year ended December 31, 2022 and 2021). Each Unit consists of one common share of the Company and one common share purchase warrant. Each warrant entitles the holder to acquire one common share of the Company at a price of $0.08 for a period of two years ending September 27, 2024. The securities issued pursuant to the offering are subject to a four month hold period in accordance with applicable Canadian securities laws. The Company intends to use the net proceeds of the offering for (i) the acquisition of securities in the capital of Blockchain Assets Management Group Limited and (ii) general corporate purposes.

e) Change of Business ("COB")

After a thorough evaluation of the Company's existing resources and a review of strategic options for the corporation generally, the board of directors ("the Board") and management determined to refocus its business operations from an "industrial issuer" to an "investment issuer". The proposed change of business is considered a fundamental change / change of business under Policy 8 of the CSE and, as such, will subject to all of the requirements of Policy 8 including, but not limited to, CSE and shareholder approval. The Board believes that its network of business contacts, the depth of experience of its management team and its overall entrepreneurial approach will enable it to identify and capitalize upon investment opportunities as an "investment issuer". If shareholders and regulators approve the proposed COB, the Company's primary focus will be to seek returns through investments in the securities of other companies. Sensor will continue to review opportunities to extract residual value from its existing assets, provided the Company may abandon some or all of such assets if it determines appropriate. If the proposed COB is approved by shareholders and regulators, the Company will continue its operations as a diversified investment and merchant banking firm focused on public companies and commodities. The Company's proposed investment activities will include (i) public companies, (ii) near public companies and private capital, (iii) global venture capital initiatives and (iv) strategic physical commodities. However, the Company may take advantage of special situations and merchant banking opportunities, as such opportunities arise, and make investments in other sectors which the Company identifies from time to time as offering particular value.

f) Licensing fee

During the year ended December 31, 2022, the Company and one of its joint venture partners, Oxy USA Inc. ("Oxy") – jointly the licensor ("Licensor") entered into a non-exclusive seismic data use license agreement with Twin Bridges Resources LLC ("Licensee") for 14.58 Square miles out of 120 square miles of proprietary 3D seismic. Subject to the terms and conditions of this agreement, the licensor granted to the licensee a non-exclusive, non-transferable, paid up license to use the licensor's seismic data for a term of 25 years. In return, the licensee agreed to pay a gross sum of US$116,640 to the licensor. The Company owns 67.5% of the seismic data being licensed while Oxy owns 32.5%. The Company's share of the licensing fee is Canadian $90,613. The Company has engaged American Geophysical Corporation to actively market the Company's proprietary 3D seismic in Pondera and Teton Counties in Northwestern Montana. The goal of the Company is to license its 3D Seismic, leading to future opportunities for potential joint ventures, partnerships or farm in agreements.

Going concern

The consolidated financial statements have been prepared using accounting policies applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they come due. The Company has a total comprehensive income of $139,638 for year ended December 31, 2022, working capital deficiency in the amount of $104,228 and a deficit in the amount of $5,432,118 as at December 31, 2022.

Management estimates that the funds available as at December 31, 2022 will not be sufficient to meet the Company's potential capital and operating expenditures through to December 31, 2023. The Company will have to raise additional funds to continue operations. Although the Company has been successful in raising funds to date and during the year ended December 31, 2022, the Company has raised gross proceeds of $530,000 through a non-brokered private placement of 10,600,000 units, as noted above, there can be no assurance that adequate funding will be available in the future, or available on terms acceptable to the Company. The challenges of securing requisite funding and the cumulative losses indicate the existence of a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern. These consolidated statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts nor to the amounts or classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

Oil and gas property interests

The Company has an interest in 2 suspended heavy oil wells and leases and related natural gas rights in the Lloydminster area of Alberta as at December 31, 2022 and 2021. The interests are carried at a nominal amount of $1. In a prior year the Company had recognized an impairment in these assets.

Results of Operation

As noted above, on December 1, 2019, the Company entered into share purchase agreement with an arm's length party with respect to the sale of 49% of the issued and outstanding securities in the capital of STI, a wholly owned subsidiary of Sensor for $158,080 with a right of first refusal to purchase another 26% of the issued and outstanding securities for $10, subject to shareholder approval, within 5 years of the closing date. Management expects that the sale of the further 26% interest will close within the current fiscal year and therefore as required under IFRS 5 has recorded this investment as a subsidiary held for sale and as such has deconsolidated the subsidiary. The only outstanding issue to complete this sale is shareholder approval which is expected, by management, to be a formality. After that point any income or loss of the subsidiary held for sale has been accounted for using the equity method of accounting where the Company recognizes its share of income or losses of the company. The carrying value of investment in STI is $78,729 on December 31, 2022 (2021 - $88,755) and is shown in the consolidated statements of financial position as investment in subsidiary held for sale. During the current year the Company recognized $10,026 as its share of net loss of STI (2021 – share of income $3,870) in the consolidated statements of income (loss) and comprehensive income (loss).
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Results of operations of the Company for the most recent three years are as follows:

	Year ended December 31, 2022	2021	2020
Licensing fee	$ 90,613	$ -	$ -
Alberta energy site rehabilitation program grant	-	115,428	-
Interest income	14,466	1,721	3,238
Total revenue	105,079	117,149	3,238
Expenses			
Exploration expenses	(30,530)	(18,999)	(17,097)
Reclamation and decommissioning expenses	-	(72,134)	-
Office and general expenses	(95,031)	(96,711)	(85,851)
Total expenses	$ (125,561)	$ (187,844)	$ (102,948)
Loss before undernoted	(20,482)	(70,695)	(99,710)
Finance costs	(12,312)	(91,373)	(237,228)
Writeback of old accounts payable balances	182,396	27,791	-
Gain (loss) on foreign exchange	(2,185)	222	694
Net income (loss) for the year	147,417	(134,055)	(336,244)
Net income (loss) of subsidiary held for sale for the year	(10,026)	3,870	32,185
	137,391	(130,185)	(304,059)
Other comprehensive income (loss) for the year			
Exchange differences on translation of foreign operations	2,247	(46)	(125)
Total comprehensive income (loss) for the year	$ 139,638	$ (130,231)	$ (304,184)
Weighted average shares outstanding - basic and diluted	242,632,449	197,961,264	83,503,992
Income (loss) per common share based on net income (loss) for the year	$ 0.00	$ (0.00)	$ (0.00)

The Company's selected quarterly results for the eight most recently completed financial periods are as follows:

	Q1 2021	Q2 2021	Q3 2021	Q4 2021	Q1 2022	Q2 2022	Q3 2022	Q4 2022
Alberta energy site rehabilitation program grant	$ -	$ -	$ 115,428	-	$ -	$ -	$ -	$ -
Licensing fee	-	-	-	-	-	90,613	-	-
Interest income	800	800	800	(679)	450	450	3,625	9,941
Total revenue	800	800	116,228	(679)	450	91,063	3,625	9,941
Gross profit (loss)	800	800	116,228	(679)	450	91,063	3,625	9,941
Total comprehensive income (loss)	(70,983)	(80,236)	64,450	(43,462)	(37,359)	39,666	158,937	(21,606)
Income (loss) per common share based on net (loss)	$ (0)	$ (0)	$ (0)	$ (0)	$ (0)	$ (0)	$ (0)	$ (0)

Interest earned on the deposit with Alberta Energy Regulators ("AER") for the year ended December 31, 2022 was $6,462 (2021 - $1,721). Blockchain Assets Management Group issued a promissory note to the Company on July 13, 2022 for $380,000 bearing an interest of 5% per annum. Interest accrued for the year ended December 31, 2022 was $8,004 (2021 - $nil).

During the year ended December 31, 2022, the Company and one of its joint venture partners, Oxy, entered into a non-exclusive seismic data use license agreement with Twin Bridges Resources for 14.58 Square miles out of 120 square miles of proprietary 3D seismic. Subject to the terms and conditions of this agreement, the licensor granted to the licensee a non-exclusive, non-transferable, paid up license to use the licensor's seismic data for a term of 25 years. In return, the licensee agreed to pay a gross sum of US$116,640 to the licensor. The Company owns 67.5% of the seismic data being licensed while Oxy owns 32.5%. The Company's share of the licensing fee is Canadian $90,613.

Exploration expenses for the year ended December 31, 2022 of $30,530 (2021 - $18,999) mainly relates to lease renewal costs and well clean up costs required by the AER. Office and general expenses for the year ended December 31, 2022 were $95,031 (2021 - $96,711) and includes accounting services $40,000, accrual for audit fees $14,963, insurance of $13,572 and corporate services of $18,714. During the year ended December 31, 2022, the Company wrote back old accounts payable balances of $182,396 (2021 -$27,791).

Finance costs for year ended December 31, 2022 were $12,312 (2021 - $91,373). This includes $12,312 for accrued interest on advances (2021 - $39,514), $nil (2021 - $17,438) for interest expense on the convertible debentures and $nil (2021 - $49,320) for accretion expenses on the convertible debentures.

Net loss of subsidiary held for sale for the year ended December 31, 2022 was $10,026 (2021 – net income of $3,870).

2022 Fourth Quarter Results

As a result of the share purchase agreement with respect to the sale of 49% of the issued and outstanding securities in the capital of STI., with a right of first refusal to purchase another 26% of the issued and outstanding securities within 5 years of the closing date, subject to shareholder approval, the financial results for STI for the three months ended December 31, 2021 and 2020 have been disclosed as net income of subsidiary held for sale in the consolidated statements of loss and comprehensive loss..

Results of operations for the three months ended 2022 and 2021 are:

	Three months ended December 31, 2022	2021
Interest income	9,941	(679)
Total revenue	9,941	(679)
Expenses		
Exploration expenses	(2,271)	(4,703)
Reclamation and decommissioning expenses	-	(72,134)
Office and general expenses	(23,216)	(4,383)
Total expenses	(25,487)	(81,220)
Loss before undernoted	(15,546)	(81,899)
Finance costs	(3,831)	11,324
Writeback of old accounts payable balances	-	27,791
Gain on foreign exchange	479	164
Net (loss) for the period	(18,898)	(42,620)
Net loss) of subsidiary held for sale for the period	(2,293)	(817)
	(21,191)	(43,437)
Other comprehensive (loss) for the period		
Exchange differences on translation of foreign operations	(415)	(25)
Total comprehensive income (loss) for the period	$ (21,606)	$ (43,462)

Interest earned on the deposit with Alberta Energy Regulators for the three months ended December 31, 2022 was $5,112 (2021 – debit of $679). Blockchain Assets Management Group issued a promissory note to the Company on July 13, 2022 for $380,000 bearing an interest of 5% per annum. Interest accrued for the three months ended December 31, 2022 was $4,829 (2021 - $nil).

Total expenses for the three months ended December 31, 2022 were $25,487 (2021 – $81,220). Reclamation and decommissioning expenses were $nil (2021 - $72,134) using the estimate of Alberta Energy Regulators. Exploration expenses for the three months ended December 31, 2022 of $2,271 (2021 - $4,703) mainly relate to lease renewal costs and well clean up costs required by the AER. Office and general expenses for the three months ended December 31, 2022 were $23,216 (2021 - $4,383) and includes accrual for audit fees $4,100, accounting services $10,000, insurance of $2,175 and corporate services of $4,123.

During the three months ended December 31, 2022, the Company wrote back old accounts payable balances of $nil (2021 -$27,791).

Finance costs for three months ended December 31, 2022 were $3,831 (2021 – credit of $11,324). This includes $3,831 for accrued interest on advances. In 2021 there was a writeback of an old interest accrual resulting in the credit.

Net loss of subsidiary held for sale for the three months ended December 31, 2022 was $2,293 (2021 –$817).

Cash Flow

During the year ended December 31, 2022 the Company used cash of $5,469 (2021 – $75,782) in operating activities. The interest on advances $12,312 were accrued and therefore does not involve use of cash. The write back of old accounts payable balance amounting $182,396 also did not generate any cash.

For the year ended December 31, 2022, accounts payable and accrued expenses increased by $9,263 after the write back of old accounts payable balance amounting $182,396. Trade and accounts receivable decreased by 8,389 and prepayments increased by $454 during the year.

As at December 31, 2022 and 2021, the Company has a loan under the CERB program from TD Canada Trust for an amount of $60,000 for a 58 month period to December 31, 2025. The loan is non-interest bearing until December 31, 2023 and subsequently will bear interest of 5% per annum calculated monthly. If $40,000 of the loan amount is repaid on or prior to December 31, 2023, the Government will forgive the remaining balance of the loan amount as of that date provided that an event of default has not occurred.

On July 13. 2022, the Company advanced $380,000 to 14125339 Canada Inc. operating as Blockchain Assets Management Group against a promissory note receivable within 10 days on demand bearing an interest rate of 5% pa. This note is secured by a guarantee from 14125339 Canada Inc. Interest accrued for the year ended December 31, 2022 was $8,004.

During the year ended December 31, 2022, the Company raised gross proceeds of $530,000 through a non-brokered private placement of 10,600,000 units at a price of $0.05 per Unit. Each Unit consists of one common share of the Company and one common share purchase warrant. Each warrant entitles the holder to acquire one common share of the Company at a price of $0.08 for a period of two years ending September 27, 2024. The Company intends to use the net proceeds of the offering for (i) the acquisition of securities in the capital of Blockchain Assets Management Group Limited and (ii) general corporate purposes.

For the year ended December 31, 2022, the Company had a net increase in cash of $130,064. During the year, the Company also had a gain from the exchange rate changes on its foreign operations of $2,247 leaving a cash balance of $143,346 as at December 31, 2022.

Exploration expenses

The exploration costs during the year ended December 31, 2022 and 2021 were as follows:

	Year ended December 31, 2022	2021
Annual lease renewal costs	$ 16,608	$ 14,031
Land management	(3,962)	4,968
Others	17,884	-
	$ 30,530	$ 18,999

Office and general expenses

The office and general expenses during the year ended December 31, 2022 and 2021 were as follows:

	Year ended December 31, 2022	2021
Accounting services	$ 40,000	$ 40,550
Rent expense	2,400	(17,200)
Telephone expense	1,532	1,458
Professional fees and disbursements	18,673	31,201
Insurance	13,572	16,631
Corporate services	18,714	21,771
Others	140	2,300
	$ 95,031	$ 96,711

Liquidity and Capital Resources

Consolidated statements of financial position highlights		December 31, 2022		December 31, 2021
Cash	$	**143,346**	$	11,035
Promissory note from Blockchains Asset Management Group	$	**388,004**		-
Oil and gas property interests		**1**		1
Total assets		**979,810**		470,993
Total liabilities		**713,612**		874,433
Share capital		**5,638,986**		5,166,515
Warrants		**57,529**		-
Accumulated other comprehensive income		**1,801**		(446)
Deficit		**(5,432,118)**		(5,569,509)
Working capital deficiency		**(104,228)**		(777,429)

Currently, the Company does not generate any revenue from its exploration and evaluation assets as all wells are shut-in. Accordingly, it does not have sufficient cash flows from operations to fund past liabilities or current obligations as they become due. Although in prior years, the Company has successfully raised funds for exploration, development and general overhead and other expenses through equity and debt financings and during the year ended December 31, 2022, the Company has raised gross proceeds of $530,000 through a non-brokered private placement of 10,600,000 units, there can be no assurance that adequate funding will be available in the future, or available on terms acceptable to the Company. The Company has a working capital deficiency of $104,228 as at December 31, 2022 and its cash balance is not sufficient to meet the Company's liabilities. The Company is using its current cash and cash equivalents to fund required payments to keep the Company in good standing and to pay the expenses associated with being a reporting issuer listed on the CSE, until it can raise funds to pay its remaining creditors. There is no assurance that the Company can raise sufficient capital to continue as a going concern.

Related party transactions:

Related parties include Board of Directors, close family members, key management personnel, enterprises and others who exercise significant influence over the reporting entity. All amounts owing to related parties are unsecured, non-interest bearing and due on demand unless otherwise noted.

a) At December 31, 2022 and 2021, $14,950 has been included in accounts payable for Jay Vieira, the CEO of the Company for professional expenses and disbursements.

b) At December 31, 2022 and 2021, the amount of convertible debentures was $nil. During the year ended December 31, 2022 $nil of convertible debentures were converted into shares (2021 - $615,699 of convertible debentures were converted into 20,434,950 shares).

c) Included in financing costs for the year ended December 31, 2022 is $nil (2021 - $66,758) for accretion and interest accrued on the convertible debentures.

Key Management Compensation

There were no compensation of key management of the Company for the year ended December 31, 2022 and 2021. Key management are those persons having authority and responsibility for planning, directing and controlling the activities, directly or indirectly, of the Company.

Management of capital

The Company's objectives when managing capital are as follows:

a. To safeguard the Company's ability to continue as a going concern.
b. To raise sufficient capital to finance its exploration and development activities on its mineral exploration properties.
c. To raise sufficient capital to meet its general and administrative expenditures.

The Company considers its capital to be equity, which comprises capital stock, warrants, accumulated other comprehensive income and deficit, which at December 31, 2022 was an equity of $266,198 (December 31, 2021 – deficiency of $403,440).

The Company manages its capital structure and makes adjustments to it based on general economic conditions, short term working capital requirements, and planned exploration and development. The Company utilizes annual capital and operating expenditure budgets to facilitate the management of its capital requirement. These budgets are approved by management and updated for changes in the budgets' underlying assumptions as necessary. There have been no changes in the way the Company manages its capital during the year ended December 31, 2022 and December 31, 2021.

Risk management

The board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions in relation to the Company's activities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant price, credit, liquidity, or cash flow risks arising from the financial instruments. There were no changes to the Company's risks, objectives, policies and procedures from the previous year.

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses which may damage the Company's reputation.

The Company monitors and reviews current and future cash requirements and matches the maturity profile of financial assets and liabilities. This is generally accomplished by ensuring that cash is always available to settle financial liabilities. All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

At December 31, 2022, the Company had a cash balance of $143,346 (December 31, 2021 – $11,035) which is not sufficient to settle current liabilities of $653,612 (December 31, 2021 - $814,433). The Company has a working capital deficiency $104,228 (December 2021 –$777,429). See "Going Concern" section in this MD&A.

Trade and other accounts receivable

Trade and other accounts receivable consists primarily of HST receivable from the government of Canada. As such risk on non-collection is considered low.

Foreign exchange

The Company operates primarily in Canada and the United States. The presentation currency is Canadian dollar and the functional currency of the parent company is the Canadian dollar. As at December 31, 2022 and December 31, 2021, the Company's US dollar net monetary assets totaled $640. Accordingly, a 5% change in the US dollar exchange rate as at December 31, 2022 on this amount would have resulted in an exchange gain or loss and therefore net income would have increased (decreased) by $32.

Other risks

The Company's financial condition, results of operation and business are subject to certain risks, which may negatively affect them.

a. Exploration and Development

The business of exploring for, developing and producing oil and gas involves a high degree of risk. Oil and gas reserves may never be found or, if discovered, may not be result in production at reasonable costs or profitability. The business of exploring, developing and producing is also capital intensive and, to the extent that cash flows from operating activities and external sources become limited or unavailable, the ability of the Company and of its operating partners to meet their respective financial obligations which are necessary to maintain their interests in the underlying properties could be impaired, resulting in those of the interests.

b. Environmental

The Company's oil and gas operations are subject to environmental regulations in the jurisdictions in which it operates. Environmental legislation is evolving in a manner which will likely require stricter standards and enforcement, increased costs, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. There is no assurance that future changes in environmental regulation, if any, will not adversely affect the Company's operations. Environmental hazards may exist on the properties in which the Company holds interests which are presently unknown to the Company and which have been caused by previous or existing owners or operators of the properties or by illegal mining activities.

c. Fluctuations in Crude Oil, Natural Gas, and Natural Gas Liquid Prices

The price of the Company's common shares, and consolidated financial results and exploration, development and other oil and gas activities may in the future be significantly and adversely affected by declines in the price of crude oil, natural gas, and/or natural gas liquid (collectively "oil and gas"). The price of oil and gas fluctuates widely and is affected by numerous factors beyond the Company's control, such as interest rates, exchange rates, inflation or deflation, fluctuation in the value of the US dollar and foreign currencies, global and regional supply and demand, the political and economic conditions and production costs of major oil and gas producing countries throughout the world, and the cost of substitutes, inventory levels and carrying charges. Future material price declines could cause continued development of and commercial production from the properties in which the Company holds an interest to be impracticable. Depending on the price of oil and gas, cash flow from the Company's operations may not be sufficient and the Company could be forced to discontinue production and may lose the Company's interest in, or may be forced to sell, some of the Company's properties. Future production from the Company's properties is dependent upon the price of oil and gas being adequate to make these properties economic.

d. Dependence on management

The Company is dependent upon the efforts, skill and business contacts of key members of management, for among other things, during the normal course of their activities and the synergies which exist amongst their various fields of expertise and knowledge. Accordingly, the Company's success will depend upon the continued service of these individuals who are not obligated to remain employed with the Company. A loss of key personnel - members of management in particular - could impair our ability to execute our strategy and implement our operational objectives, all of which would have a material adverse effect on the Company.

Share Data:

Capital Stock

Common shares outstanding as at December 31, 2022 and 2021 and the date of this MD&A are as follows;

	# of Common Shares		Amount
Balance, December 31, 2020	**150,234,129**	**$**	**3,209,272**
Shares issued on conversion of debentures	**20,434,950**		**615,699**
Shares issued on conversion of advances	**26,526,354**		**530,527**
Shares issued on conversion of accounts payable	**40,006,331**		**800,127**
Equity portion of convertible debentures transferred to common stock on conversion of debentures	**-**		**10,890**
Balance, December 31, 2021	**237,201,764**	**$**	**5,166,515**
Shares issued pursuant to private pacement	**10,600,000**		**472,471**
Balance, December 31, 2022 and date of the MD&A	**247,801,764**	**$**	**5,638,986**

In September 2022, the Company raised gross proceeds of $530,000 through a non-brokered private placement of 10,600,000 units of the Company at a price of $0.05 per Unit. Each Unit consists of one common share and one common share purchase warrant ("Warrant"). Each Warrant will entitle the holder to purchase one common share at a price of $0.08 per share for a period of two years to September 27, 2024.

The value of the warrants issued as part of this financing was $57,529. The fair value of the warrants was calculated using the Black-Scholes option pricing model with the following assumptions: expected term of 2 years, a risk-free rate of 3.17%, expected dividend yield of 0% and an expected volatility of 181%. The expected volatility is based on the historical volatility of the Company's share price over the life of the warrants. The Company has not paid any cash dividends historically and has no plans to pay cash dividends in the foreseeable future. The risk-free interest rate is based on the yield of Canadian Benchmark Bonds with equivalent terms. The expected option life in years represents the period of time that the warrants are expected to be outstanding based on historical warrants issued.

Common Stock Purchase Warrants

	# of Warrants		Amount		Price	Expiry Date
Balance, December 31, 2021	**-**	**$**	**-**	**$**	**-**	**-**
Warrants issued - June 27, 2022	10,600,000		57,529		0.08	27-Jun-24
Balance, December 31, 2022 and date of the MD&A	**10,600,000**	**$**	**57,529**	**$**	**0.08**	

Stock options

On July 26, 2011, the shareholders of the Company approved a stock option plan (the "Plan") to enable directors, officers, employees and consultants of the Company to purchase common shares. All options granted under the Plan in 2011 expired unexercised during the year ended December 31, 2021. No options were granted during the year ended December 31, 2022.

Segmented Information

The Company's reportable segments are strategic business units that offer different services and/or products. They are managed separately because each segment requires different strategies and involves different aspects of management expertise. The Company has decided to disclose the segment results of the oil and gas companies and corporate operations - MEI, PPI, PPC and APPC are oil & gas companies

The accounting policies of the segments are the same as those described in the summary of significant accounting policies. The Company carries out its operations through wholly-owned entities. These entities are located in Canada and the United States.

For year ended December 31, 2022

	Oil and Gas Operations	Corporate Operations	Total
Licensing fee	$ 90,613	$ -	$ 90,613
Interest income	6,462	8,004	14,466
Total revenue	$ 97,075	$ 8,004	$ 105,079
Expenses			
Exploration expenses	(30,530)	-	(30,530)
Office and general	-	(95,031)	(95,031)
Total expenses	$ (30,530)	$ (95,031)	$ (125,561)
Income (loss) before undernoted	66,545	(87,027)	(20,482)
Finance costs	-	(12,312)	(12,312)
Writeback of old accounts payable balances	-	182,396	182,396
Gain (loss) on foreign exchange	(4,566)	2,381	(2,185)
Net income for the year	61,979	85,438	147,417
Net (loss) of subsidiary held for sale	-	(10,026)	$ (10,026)
Total income for the year	**$ 61,979**	**$ 75,412**	**$ 137,391**
Other comprehensive income for the year			
Exchange differences on translation of foreign operations	2,247	-	2,247
Total comprehensive income for the year	**$ 64,226**	**$ 75,412**	**$ 139,638**

As at December 31, 2022

Total assets	$ 366,688	$ 613,122	$ 979,810

For year ended December 31, 2021

		Oil and Gas Operations		Corporate Operations		Total
Alberta energy site rehabilitation program grant	$	115,428	$	-	$	115,428
Interest income	$	1,721	$	-	$	1,721
Total revenue	$	117,149	$	-	$	117,149
Expenses						
Exploration expenses		(18,999)		-		(18,999)
Reclamation and decommissioning expenses		(72,134)		-		(72,134)
Office and general		-		(96,711)		(96,711)
Total expenses	$	(91,133)	$	(96,711)	$	(187,844)
Income (loss) before undernoted		26,016		(96,711)		(70,695)
Finance costs		-		(91,373)		(91,373)
Writeback of old accounts payable balances		27,541		250		27,791
Gain (loss) on foreign exchange		365		(143)		222
Net income (loss) for the year		53,922		(187,977)		(134,055)
Net income of subsidiary held for sale		-		3,870		3,870
Total income (loss) for the year	**$**	**53,922**	**$**	**(184,107)**	**$**	**(130,185)**
Other comprehensive (loss) for the year						
Exchange differences on translation of foreign operations		(46)		-		(46)
Total comprehensive income (loss) for the year	**$**	**53,876**	**$**	**(184,107)**	**$**	**(130,231)**
As at December 31, 2021						
Total assets	$	286,952	$	184,041	$	470,993

Critical accounting estimates

The preparation of the consolidated statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated statements and the reported amounts of revenue and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Uncertainty about these judgments, estimates and assumptions could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in future periods. The information about significant areas of estimation uncertainty and judgment considered by management in preparing the unaudited consolidated statements were the same as those in the preparation of the annual financial statements as at and for the year ended December 31, 2021.

Changes in Accounting Policies

These consolidated statements follow the same accounting policies and methods of computation as those described in Note 4 of the annual consolidated financial statements as at and for the year ended December 31, 2021.

Future accounting pronouncements

There are currently no new accounting pronouncements effective for future dates that are expected to have a significant impact on the Company

Investor relations:

The Company's management performed its own investor relations duty for the year ended December 31, 2022.

Additional information:

Additional information relating to Mooncor may be found under the Company's profile on SEDAR at www.sedar.com.

Subsequent Events:

Subsequent to the year end, the Company has entered into securities purchase agreements with each of Robotic StemCell BioTech Ltd. ("Robotic"), Blockchain Assets Management Group Limited ("BAM") and 14125339 Canada Inc. ("1412"), each of which are arm's length parties.

Pursuant to securities purchase agreement dated as of December 31, 2021 with Robotic, the Company has agreed to acquire an aggregate of 27,644,444 common shares in the capital of Robotic (the "Purchased Robotic Shares"). The Purchased Robotic Shares represent approximately 20% of the issued and outstanding securities in the capital of Robotic. The purchase price for the Purchased Robotic Shares is $1,382,222 and this will be satisfied through the issuance of an aggregate of 27,644,444 common shares in the capital of the Company at a price of $0.05 per share.

Pursuant to securities purchase agreement dated as of December 31, 2021 with BAM, the Company has agreed to acquire an aggregate of 11,111 common shares in the capital of BAM (the "Purchased BAM Shares"). The Purchased BAM Shares represent approximately 10% of the issued and outstanding securities in the capital of BAM. The purchase price for the Purchased BAM Shares is $4,977,728 (the "BAM Purchase Price"). The BAM Purchase Price will be satisfied through the issuance of an aggregate of 99,554,560 common shares in the capital of the Company at a price of $0.05 per share.

Pursuant to securities purchase agreement dated as of December 31, 2021 with 1412, the Company has agreed to acquire an aggregate of 19,875,156 common shares in the capital of 1412 (the "Purchased 1412 Shares"). The Purchased 1412 Shares represent approximately 20% of the issued and outstanding securities in the capital of 1412. The purchase price for the Purchased 1412 Shares is $2,484,395 (the "1412 Purchase Price"). The 1412 Purchase Price will be satisfied through cancelling $380,000 advance to Blockchains Asset Management Group (see note 6) and the issuance of an aggregate of 42,087,890 common shares in the capital of the Company at a price of $0.05 per 1412 Consideration Share.

The closing of the Robotics, BAM and 1412 Securities Purchase Agreements, is subject to the Company obtaining shareholder and regulatory approval for a change of business (the "Proposed COB") from a "industrial issuer" to an "investment issuer". The Proposed COB is considered a fundamental change / change of business under Policy 8 of the CSE and, as such, will subject to all of the requirements of Policy 8 including, but not limited to, CSE and shareholder approval. The Securities Purchase Agreements are not considered to be a fundamental change under CSE Policy 8. If shareholder and regulatory approval is obtained, the Proposed COB, the Company's primary focus will be to seek returns through investments in the securities of other companies.

SENSOR TECHNOLOGIES CORP.

Management's Discussion and Analysis
For the Years Ended
December 31, 2021 and 2020

Date of report: April 29, 2022

This management's discussion and analysis of the financial condition and results of operation ("MD&A") of Sensor Technologies Corp. ("STC" or the "Company") should be read in conjunction with STC's annual consolidated financial statements and notes thereto as at and for the years ended December 31, 2021 and 2020 (the "consolidated financial statements").

Unless indicated otherwise, all financial data in this MD&A has been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). All dollar amounts in this MD&A are reported in Canadian dollars unless otherwise indicated.

Caution Regarding Forward-Looking Information:

Certain information contained in this MD&A constitutes forward-looking information, which is information relating to future events or the Company's future performance and which is inherently uncertain. All information other than statements of historical fact may be forward-looking information. Forward-looking information is often, but not always, identified by the use of words such as "seek", "anticipate", "budget", "plan", "continue", "estimate", "expect", "forecast", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe" and similar words or phrases (including negative variations) suggesting future outcomes or statements regarding an outlook. Forward-looking information contained in this MD&A includes, but is not limited to the Company's expectations regarding its exploration and development activities, including expectations regarding the timing, costs and results of seismic acquisition, drilling and other activities, and future production volumes and sales, receipt of regulatory and governmental approvals, the Company's future working capital requirements, including its ability to satisfy such requirements, the exposure of its financial instruments to various risks and its ability to manage those risks, the Company's ability to use tax resource pools and loss carry-forwards, fees to be incurred by foreign subsidiaries and changes in accounting policies.

Forward-looking information involves known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking information. The Company believes the expectations reflected in the forward-looking information are reasonable but no assurance can be given that these expectations will prove to be correct and readers are cautioned not to place undue reliance on forward-looking information contained in this MD&A. Some of the risks and other factors which could cause results to differ materially from those expressed in the forward-looking information contained in this MD&A include, but are not limited to: risks relating to oil and gas exploration activities generally, including the availability and cost of seismic, drilling and other equipment; our ability to complete our capital programs; geological, technical, drilling and processing problems, including the availability of equipment and access to properties; our ability to secure adequate transportation for our products; potential losses which would stem from any disruptions in production, including work stoppages or other labour difficulties, or disruptions in the transportation network on which we are reliant; potential delays or changes in plans with respect to exploration or development projects or capital expenditures; our ability and the ability of our partners to attract and retain the necessary labour required to explore and develop our projects; potential conflicting interests with our joint venture partners; our failure or the failure of the holder(s) of licenses or leases to meet specific requirements of such licenses or leases; the failure by counterparties to make payments or perform their operational or other obligations in compliance with the terms of contractual arrangements between us and such counterparties; adverse claims made in respect of our properties or assets; operating hazards and other difficulties inherent in the exploration for and production and sale of crude oil and natural gas; political and economic conditions in the countries in which our property interests are located; obtaining the necessary financing for operations, our ability to generate taxable income from operations, fluctuations in the value of our portfolio investments due to market conditions and/or company-specific factors, fluctuations in prices of commodities underlying our interests and portfolio investments, and other risks included elsewhere in this MD&A under the heading "Risk Management" and in the Company's public disclosure documents filed with certain Canadian securities regulatory authorities and available under the Company's profile at www.sedar.com.

Readers are cautioned that the foregoing lists of factors are not exhaustive. Although the Company has attempted to identify important factors that could cause actual events and results to differ materially from those described in the forward-looking information, there may be other factors that cause events or results to differ from those intended, anticipated or estimated. The forward-looking information contained in this MD&A are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as otherwise required by law. All of the forward-looking information contained in this MD&A is expressly qualified by this cautionary statement.

About Sensor Technologies Corp.

Sensor Technologies Corp. (the "Company" or "STC") is continued under the Business Corporations Act (Ontario). The Company's principal assets are oil and natural gas interests. The Company is also in the process of exploring other opportunities. The Company is domiciled in the province of Ontario and its head office is located at 2455 Cawthra Road, Unit 75, Mississauga, Ontario, Canada. The Company trades on the Canadian Securities Exchange ("CSE") under the symbol "SENS".

The consolidated statements were approved for issue by the board of directors on April 29, 2022.

The Company trades on the Canadian Securities Exchange ("CSE") under the symbol "SENS". These consolidated financial statements ("consolidated statements) include the accounts of the Company and its subsidiaries, Mooncor Energy Inc. ("Mooncor Energy"), an Alberta Corporation, Primary Petroleum Company U.S. Inc ("PPCUSA"), a Montana, USA Corporation, Primary Petroleum Company LLC ("PPCLLC"), a Montana, USA Corporation and AP Petroleum Company ("APLLC"), a Montana, USA Corporation.

On December 1, 2019, the Company entered into share purchase agreement with an arm's length party with respect to the sale of 49% of the issued and outstanding securities in the capital of Sensor Technologies Inc. ("STI"), a wholly owned subsidiary of Sensor, for $158,080 with a right of first refusal to purchase another 26% of the issued and outstanding securities for $10, subject to shareholder approval, within 5 years of the closing date.

These consolidated financial statements include the accounts of the Company and its subsidiaries; Mooncor Energy, PPCUSA, PPCLLC and APLLC (collectively referred to as the "Company"). Subsidiaries consist of entities over which the Company is exposed to, or has rights to, variable returns as well as the ability to affect those returns through the power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company and are de-consolidated from the date control ceases. The consolidated financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions. STI which was a subsidiary is no longer consolidated as it is considered held for sale (see notes 2 and 3 to the consolidated financial statements for years ended December 31, 2021 and 2020).

Summary of activities

a) Non-binding letter of intent with Robotic StemCell BioTech Ltd. ("Robotic")

The Company has agreed to acquire all of the issued and outstanding securities of Robotic, an arm's length company, pursuant to a non-binding letter of intent dated November 24, 2021. The purchase price for the Robotic shares will be determined by the parties upon the completion of the Company's due diligence. The purchase price shall be satisfied through the issuance of common shares in the capital of the Company at a price to be determined in the context of the market. The acquisition of the Robotic is subject to requisite shareholder and regulatory approval, including the approval of the CSE and standard closing conditions, including the completion of due diligence investigations to the satisfaction of each of both companies. Prior to completion of the Robotic transaction, both companies shall negotiate and enter into a definitive share exchange agreement on commercially reasonable terms and the parties shall have obtain the requisite shareholder approvals for the Robotic transaction.

b) Non-binding letter of intent with Blockchain Assets Management Group Limited ("BAM")

The Company has agreed to acquire up to 20% of the issued and outstanding securities in the capital of BAM, an arm's length company, for a purchase price of up to CAD$1 million pursuant to non-binding letter of intent dated November 25, 2021. The final BAM purchase price will be determined by the companies upon the completion of the Company's due diligence. The BAM purchase price may be satisfied either through (i) cash consideration paid on the closing of the acquisition of the BAM Shares; (ii) the issuance of common shares in the capital of the Company at a price to be determined in the context of the market; or (iii) a combination of cash consideration and issuance of shares. The acquisition of the BAM shares is subject to requisite shareholder and regulatory approval, including the approval of the CSE and standard closing conditions, including the completion of due diligence investigations to the satisfaction of each of the companies. Prior to completion of the BAM Transaction, both companies shall negotiate and enter into a definitive share exchange agreement on commercially reasonable terms and the parties shall have obtain the requisite shareholder approvals for the BAM transaction.

c) Private Placement

The Company intends to raise gross proceeds of up to $500,000 through a non-brokered private placement of up to 10,000,000 units (the "Units") at a price of $0.05 per Unit. Each Unit will consist of one common share of the Company and one common share purchase warrant. Each warrant will entitle the holder to acquire one common share of the Company at a price of $0.08 for a period of two years following the closing date of the offering. The closing of the offering is subject to all necessary regulatory approvals. The securities being issued pursuant to the offering will be subject to a four month hold period in accordance with applicable Canadian securities laws. The proceeds from the offering will be used for general working capital purposes.

d) Change of Business

After a thorough evaluation of the Company's existing resources and a review of strategic options for the corporation generally, the board of directors ("the Board") and management determined to refocus its business operations from an "industrial issuer" to an "investment issuer". The Board believes that its network of business contacts, the depth of experience of its management team and its overall entrepreneurial approach will enable it to identify and capitalize upon investment opportunities as an "investment issuer". There closing of the Robotic and BAM Transactions are conditional upon Sensor obtaining shareholder approval for the proposed change of business (the "COB"). If shareholders approve the proposed COB, the Company's primary focus will be to seek returns through investments in the securities of other companies. Sensor will continue to review opportunities to extract residual value from its existing assets, provided the Company may abandon some or all of such assets if it determines appropriate. If the proposed COB is approved by shareholders, the Company will continue its operations as a diversified investment and merchant banking firm focused on public companies and commodities. The Company's proposed investment activities will include (i) public companies, (ii) near public companies and private capital, (iii) global venture capital initiatives and (iv) strategic physical commodities. However, the Company may take advantage of special situations and merchant banking opportunities, as such opportunities arise, and make investments in other sectors which the Company identifies from time to time as offering particular value.

e) EmersonGrow

The Company has terminated the previously reported letter of intent with EmersonGrow Technology Inc. in December 2021.

Going concern

The consolidated statements have been prepared using accounting policies applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they come due. The Company has incurred a net loss of $130,185 for year ended December 31, 2021 (2020- $304,059), has a working capital deficiency in the amount of $777,429 and has a deficit in the amount of 5,569,509 as at December 31, 2021.

Management estimates that the funds available as at December 31, 2021 will not be sufficient to meet the Company's potential capital and operating expenditures through to December 31, 2022. The Company will have to raise additional funds to continue operations. Although the Company has been successful in raising funds to date, there can be no assurance that adequate funding will be available in the future, or available on terms acceptable to the Company. The challenges of securing requisite funding and the cumulative losses indicate the existence of a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern. These interim consolidated statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts nor to the amounts or classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

Oil and gas property interests

The Company has an interest in 2 suspended heavy oil wells and leases and related natural gas rights in the Lloydminster area of Alberta as at December 31, 2021 and 2020. The interests are carried at a nominal amount of $1. In a prior year the Company had recognized an impairment in these assets.

Operating results

As noted above, on December 1, 2019, the Company entered into share purchase agreement with an arm's length party with respect to the sale of 49% of the issued and outstanding securities in the capital of STI., a wholly owned subsidiary of Sensor for $158,080 with a right of first refusal to purchase another 26% of the issued and outstanding securities for $10 within, subject to shareholder approval, 5 years of the closing date. Management expects that the sale of the further 26% interest will close within the upcoming fiscal year and therefore as required under IFRS 5 has recorded this investment as a subsidiary held for sale and as such has deconsolidated the subsidiary. The financial results for STI for the year ended December 31, 2021 and 2020 have been disclosed as net income of subsidiary held for sale in the consolidated statements of loss and comprehensive loss..

The Company's consolidated statements of (loss) and comprehensive (loss) for the most recent three years are:

	Year ended December 31,		
	2021	**2020**	**2019**
Alberta energy site rehabilitation program grant	$ 115,428	$ -	$ -
Interest income	1,721	3,238	$ 6,714
Total revenue	117,149	3,238	6,714
Expenses			
Exploration expenses	(18,999)	(17,097)	(31,857)
Reclamation and decommissioning expenses	(72,134)	-	-
Office and general	(68,920)	(85,851)	(42,917)
Total expenses	$ (160,053)	$ (102,948)	$ (74,774)
(Loss) before undernoted	(42,904)	(99,710)	(68,060)
Finance costs	(91,373)	(237,228)	(262,710)
Impairment of oil and gas property interests	-	-	(509,278)
Loss on sale of disposal of subsidiary held for sale	-	-	(2,465,615)
Writedown of investment in subsidiary held for sale to fair value	-	-	(821,869)
Gain on foreign exchange	222	694	1,503
Net (loss) for the year	(134,055)	(336,244)	(4,126,029)
Net income of subsidiary held for sale for the year	3,870	32,185	369,831
	(130,185)	(304,059)	(3,756,198)
Other comprehensive (loss) for the year			
Exchange differences on translation of foreign operations	(46)	(125)	(336)
Total comprehensive (loss) for the year	$ (130,231)	$ (304,184)	$ (3,756,534)
Weighted average shares outstanding - basic and diluted	197,961,264	83,503,992	65,940,978
(Loss) per common share based on net (loss) for the year	$ (0.00)	$ (0.00)	$ (0.00)

The Company's quarterly sales, cost of sales, gross profit and gross profit margin percentages for the eight most recently completed financial periods are as follows:

	Q1 2020	Q2 2020	Q3 2020	Q4 2020	Q1 2021	Q2 2021	Q3 2021	Q4 2021
Alberta energy site rehabilitation program grant	$ -	$ -	$ -	$ -	$ -	$ -	$ 115,428	-
Interest income	1,750	1,750	1,750	(2,012)	800	800	800	(679)
Total revenue	1,750	1,750	1,750	(2,012)	800	800	116,228	(679)
Gross profit (loss)	1,750	1,750	1,750	(2,012)	800	800	116,228	(679)
Total comprehensive income (loss)	(94,542)	(63,261)	(75,470)	(70,911)	(70,983)	(80,236)	64,450	(43,462)
Income (loss) per common share based on net (loss)	$ (0)	$ (0)	$ (0)	$ (0)	$ (0)	$ (0)	$ (0)	$ (0)

As a result of the share purchase agreement on December 1, 2019, with respect to the sale of 49% of the issued and outstanding securities in the capital of STI., with a right of first refusal to purchase another 26% of the issued and outstanding securities within 5 years of the closing date, subject to shareholder approval, the financial results for STI for the years ended December 31, 2021 and 2020 have been disclosed as net income of subsidiary held for sale in the consolidated statements of loss and comprehensive loss.

In the year ended December 31, 2021, the Company received a grant of $115,428 from Alberta Energy Site Rehabilitation Program. The grant was paid directly to a sub-contractor to clean up the well sites.

Total expenses before finance costs and exchange rate gains/losses for the year ended December 31, 2021 were $160,053 (2020 - $102,948). Exploration expenses in 2021, mainly comprises lease costs, was $18,999 (2020 - $17,097). For the year ended December 31, 2021, reclamation and decommissioning expenses were $72,134 (2020 - $nil) using the estimate of Alberta Energy Regulators. Office and general expenses were $68,920 (2020 - $85,851) and includes accounting services $40,550, accrual for audit fees $16,000 and corporate services of $21,771. Old accounts payable balances of $27,791 were written back in 2021 as were the rent accrual of $17,200 following negotiation of the rental lease. The 2020 office and general expenses were offset by debt forgiveness of $21,644.

Finance charges were $91,373 during the year ended December 31, 2021 (2020 - $237,228). This includes $17,348 interest accrued on convertible debentures (2020 - $148,982) and accretion on these debentures of $49,320 (2020 - $15,912). The balance of the interest expense of $39,515 (2020 - $72,334) relates to interest on advances. The convertible debentures matured in 2021 and $615,699 were converted to common stock. During the year ended December 31, 2021 $530,527 of advances and $800,127 of accounts payable were converted to common stock. The conversion of the convertible debentures and advances reduced the overall finance charges in 2021.

The net income of subsidiary held for sale was $3,870 for the year ended December 31, 2021 (2020 - $32,185). The reduction in income was the result of lower COVID wage subsidies in 2021 as well as a payment of $10,000 to an IT company to upgrade the monitoring software interface and an increase of $12,000 in the consulting fees paid to the CEO of the company.

2021 Fourth Quarter Results

As a result of the share purchase agreement with respect to the sale of 49% of the issued and outstanding securities in the capital of STI., with a right of first refusal to purchase another 26% of the issued and outstanding securities within 5 years of the closing date, subject to shareholder approval, the financial results for STI for the three months ended December 31, 2021 and 2020 have been disclosed as net income of subsidiary held for sale in the consolidated statements of loss and comprehensive loss..

Results of operations for the three months ended 2021 and 2020 are:

	Three months ended December 31,	
	2021	**2020**
Alberta energy site rehabilitation program grant	$ -	$ -
Interest income	(679)	(2,012)
Total revenue	(679)	(2,012)
Expenses		
Exploration expenses	(4,702)	(7,001)
Reclamation and decommissioning expenses	(72,134)	-
Office and general	23,408	(4,579)
Total expenses	$ (53,428)	$ (11,580)
(Loss) before undernoted	(54,108)	(13,592)
Finance costs	11,324	(77,250)
Gain on foreign exchange	164	1,463
Net (loss) for the period	(42,620)	(89,379)
Net (loss) income of subsidiary held for sale for the period	(817)	18,641
	(43,437)	(70,738)
Other comprehensive (loss) for the period		
Exchange differences on translation of foreign operations	(25)	(173)
Total comprehensive (loss) for the period	$ (43,462)	$ (70,911)
Weighted average shares outstanding - basic and diluted	229,853,780	71,234,129
(Loss) per common share based on net (loss) for the period	$ (0.00)	$ (0.00)

Total expenses for the three months ended December 31, 2021 were $53,428 (2020 – $11,580). Reclamation and decommissioning expenses were $72,134 (2020 - $nil) were booked during the three months ended December 31, 2021 using the estimate of Alberta Energy Regulators. Office and general expenses were a credit of $23,408 (2020 – $4,579) due to write back of old accounts payable balances of $27,791 and the rent accrual of $17,200. In the corresponding period of 2020, we booked a debt forgiveness of $21,644.

Finance charges were a credit of $11,324 for the three months ended December 31, 2021 due to write back of an old interest accrual (2020 - expense of $77,250). The conversion of the convertible debentures and advances reduced the overall finance charges in 2021.

The net (loss) of subsidiary held for sale for the three months ended December 31, 2021 was $817 (2020 - income of $18,641) largely because there were no maintenance income in the three months ended December 31, 2021.

Exploration expenses

The exploration costs during the years ended December 31, 2021 and 2020 were as follows:

	Year ended December 31, 2021	2020
Annual lease renewal costs	$ 14,031	$ 15,914
Land management	4,968	1,183
	$ 18,999	$ 17,097

Office and general expenses

The office and general expenses during the years ended December 31, 2021 and 2020 were as follows:

	Year ended December 31, 2021	2020
Accounting services	$ 40,550	$ 41,431
Rent expense	(17,200)	7,200
Telephone expense	1,458	1,433
Professional fees and disbursements	31,201	21,000
Insurance	16,631	13,804
Corporate services	21,771	18,697
Write back of old accounts payable	(27,791)	-
Debt forgiveness	-	(21,644)
Others	2,300	3,930
	$ 68,920	$ 85,851

Cash Flow

During the year ended December 31, 2021 the Company used cash of $75,782 (2020 – $56,965) in operating activities. The net loss for the year of $130,185 were offset by expenses that did not involve movement of funds and included accrued interest on convertible debentures and advances of $56,952 and accretion of convertible debentures of $19,320.

Reclamation and decommissioning liabilities decreased by $43,294 and $60,000 was received as CERB loan.

Liquidity and Capital Resources

Consolidated statements of financial position highlights	December 31, 2021	December 31, 2020
Cash	**$ 11,035**	$ 2,328
Oil and gas property interests	**1**	1
Total assets	**470,993**	460,428
Total liabilities	**874,433**	2,679,990
Share capital and equity portion of convertible debenture	**5,166,515**	3,220,162
Accumulated other comprehensive income	**(446)**	(400)
Deficit	**(5,569,509)**	(5,439,324)
Working capital deficiency	**(777,429)**	(2,099,019)

The Company has a working capital deficiency of $777,429 as at December 31, 2021 (2020 - $2,099,019) and its cash balance is not sufficient to meet the Company's liabilities. There is no assurance that the Company can raise sufficient capital to continue as a going concern.

Related party transactions:

Related parties include Board of Directors, close family members, key management personnel, enterprises and others who exercise significant influence over the reporting entity. All amounts owing to related parties are unsecured, non-interest bearing and due on demand unless otherwise noted.

a) At December 31, 2021 $nil (2020 - $511,637) has been included in accounts payable and accrued liabilities for unpaid remuneration of the Company's former Chief Executive Officer and director, Allen Lone. During the year ended December 31, 2021 $511,637 owing to Allen Lone were converted into 25,581,825 shares.

b) Included in advances are amounts outstanding December 31, 2021 of $nil (2020 - $333,789), from the former CEO and director Allen Lone, and from 2725004 Ont. and were due on demand. During the year ended December 31, 2021 $334,978 owing to Allen Lone were converted into 16,748,877 shares and $43,664 owing to 2725004 Ont. were converted to 1,183,222 shares.

c) At December 31, 2021 and 2020, $14,950 has been included in accounts payable for Jay Vieira, the CEO of the Company for professional expenses and disbursements.

d) During the year ended December 31, 2021 $615,699 of the convertible debentures owing to 2725004 Ont. were converted into 20,434,950 shares (2020 - $790,000 were converted into 79,000,000 shares).

e) Included in financing costs for the year ended December 31, 2021 is $66,758 (2020 - $164,894) due to 2725004 Ont. for accretion and interest accrued on the convertible debentures.

Key Management Compensation

The compensation of key management of the Company is $nil for the years ended December 31, 2021 and 2020. . Key management is those persons having authority and responsibility for planning, directing and controlling the activities, directly or indirectly, of the Company.

Management of capital

The Company's objectives when managing capital are as follows:

a. To safeguard the Company's ability to continue as a going concern.
b. To raise sufficient capital to finance its exploration and development activities on its mineral exploration properties.
c. To raise sufficient capital to meet its general and administrative expenditures.

The Company considers its capital to be equity, which comprises capital stock, equity component of convertible debenture. Accumulated other comprehensive income and deficit which at December 31, 2021 was a deficiency of $403,440 (2020 – $2,219,562).

The Company manages its capital structure and makes adjustments to it based on general economic conditions, short term working capital requirements, and planned exploration and development. The Company utilizes annual capital and operating expenditure budgets to facilitate the management of its capital requirement. These budgets are approved by management and updated for changes in the budgets' underlying assumptions as necessary. There have been no changes in the way the Company manages its capital during years ended December 31, 2021 and 2020

Deposits

As at December 31, 2021, the Company has deposits totaling $345,233 (2020 $343,512) which is used as collateral for its oil and gas property interests associated with the Company's interest in Alberta, Canada.

Risk management

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions in relation to the Company's activities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant price, credit, liquidity, or cash flow risks arising from the financial instruments. There were no changes to the Company's risks, objectives, policies and procedures from the previous year.

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses which may damage the Company's reputation.

The Company monitors and reviews current and future cash requirements and matches the maturity profile of financial assets and liabilities. This is generally accomplished by ensuring that cash is always available to settle financial liabilities. All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

At December 31, 2021, the Company had a cash balance of $11,035 (2020 – $2,328) which is not sufficient to settle current liabilities of $814,433 (2020 – 2,131,049). The Company has a working capital deficiency of $777,429 at December 31, 2021 (2020 – $2,099,019) and therefore the liquidity risk is high. See "Going Concern" section elsewhere in this MD&A.

Trade and other accounts receivable

Trade and other accounts receivable consists primarily of HST receivable from the government of Canada. As such risk on non-collection is considered low.

Foreign exchange

The Company operates primarily in Canada and the United States. The presentation currency is Canadian dollar and the functional currency of the parent company is the Canadian dollar. As at December 31, 2021, the Company's US dollar net monetary assets totaled $640 (2020 – net monetary liabilities of $21,083). Accordingly, a 5% change in the US dollar exchange rate as at December 31, 2021 on this amount would have resulted in an exchange gain or loss and therefore net income would have increased (decreased) by $32.

Other risks

The Company's financial condition, results of operation and business are subject to certain risks, which may negatively affect them. Certain of these risks are described below in addition to elsewhere in this MD&A.

(a) Exploration and Development

The business of exploring for, developing and producing oil and gas involves a high degree of risk. Oil and gas reserves may never be found or, if discovered, may not be result in production at reasonable costs or profitability. The business of exploring, developing and producing is also capital intensive and, to the extent that cash flows from operating activities and external sources become limited or unavailable, the ability of the Company and of its operating partners to meet their respective financial obligations which are necessary to maintain their interests in the underlying properties could be impaired, resulting in those of the interests.

(b) COVID 19

The outbreak of the novel strain of coronavirus, specifically identified as "COVID 19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self imposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID 19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operating subsidiaries in future periods.

(c) Environmental

The Company's oil and gas operations are subject to environmental regulations in the jurisdictions in which it operates. Environmental legislation is evolving in a manner which will likely require stricter standards and enforcement, increased costs, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. There is no assurance that future changes in environmental regulation, if any, will not adversely affect the Company's operations. Environmental hazards may exist on the properties in which the Company holds interests which are presently unknown to the Company and which have been caused by previous or existing owners or operators of the properties or by illegal mining activities.

(d) Fluctuations in Crude Oil, Natural Gas, and Natural Gas Liquid Prices

The price of the Company's common shares, and consolidated financial results and exploration, development and other oil and gas activities may in the future be significantly and adversely affected by declines in the price of crude oil, natural gas, and/or natural gas liquid (collectively "oil and gas"). The price of oil and gas fluctuates widely and is affected by numerous factors beyond the Company's control, such as interest rates, exchange rates, inflation or deflation, fluctuation in the value of the US dollar and foreign currencies, global and regional supply and demand, the political and economic conditions and production costs of major oil and gas producing countries throughout the world, and the cost of substitutes, inventory levels and carrying charges. Future material price declines could cause continued development of and commercial production from the properties in which the Company holds an interest to be impracticable. Depending on the price of oil and gas, cash flow from the Company's operations may not be sufficient and the Company could be forced to discontinue production and may lose the Company's interest in, or may be forced to sell, some of the Company's properties. Future production from the Company's properties is dependent upon the price of oil and gas being adequate to make these properties economic.

(e) Dependence on management

The Company is dependent upon the efforts, skill and business contacts of key members of management, for among other things, during the normal course of their activities and the synergies which exist amongst their various fields of expertise and knowledge. Accordingly, the Company's success will depend upon the continued service of these individuals who are not obligated to remain employed with the Company. A loss of key personnel - members of management in particular - could impair our ability to execute our strategy and implement our operational objectives, all of which would have a material adverse effect on the Company.

Share Data:

Capital Stock

Common shares outstanding as of the date of the MD&A, December 31, 2021 and 2020, are as follows;

	# of Common Shares		Amount
Balance, December 31, 2019	**71,234,129**	**$**	**2,365,158**
Shares issued on conversion of debentures	**79,000,000**		**790,000**
Equity portion of convertible debentures transferred to common stock on conversion of debentures	**-**		**54,114**
Balance, December 31, 2020	**150,234,129**	**$**	**3,209,272**
Shares issued on conversion of debentures	**20,434,950**		**615,699**
Shares issued on conversion of advances	**26,526,354**		**530,527**
Shares issued on conversion of accounts payable	**40,006,331**		**800,127**
Equity portion of convertible debentures transferred to common stock on conversion of debentures	**-**		**10,890**
Balance, December 31, 2021 and date of MD&A	**237,201,764**	**$**	**5,166,515**

Stock options

All outstanding options expired unexercised during the year ended December 31, 2021.

Segmented Information

The Company's reportable segments are strategic business units that offer different services and/or products. The Company's reportable segments are strategic business units that offer different services and/or products. They are managed separately because each segment requires different strategies and involves different aspects of management expertise. On disposal of the technology segment of the Company, the Company has decided to disclose the segment results of the oil and gas companies and corporate operations.

MEI, PPI, PPC and APPC are oil & gas companies

The accounting policies of the segments are the same as those described in the summary of significant accounting policies. The Company carries out its operations through wholly-owned entities. These entities are located in Canada and the United States.

For year ended December 31, 2021

		Oil and Gas Operations		Corporate Operations		Total
Alberta energy site rehabilitation program grant	$	115,428	$	-	$	115,428
Interest income		1,721		-		1,721
Total revenue	$	117,149	$	-	$	117,149
Expenses						
Exploration expenses		(18,999)		-		(18,999)
Reclamation and decommissioning expenses		(72,134)				(72,134)
Office and general		26,107		(95,027)		(68,920)
Total expenses	$	(65,026)	$	(95,027)	$	(160,053)
Income (loss) before undernoted		52,123		(95,027)		(42,904)
Finance costs		-		(91,373)		(91,373)
Income on foreign exchange		365		(143)		222
Net income (loss) for the year		52,488		(186,543)		(134,055)
Net income of subsidiary held for sale		-		3,870	$	3,870
Total income (loss) for the year	**$**	**52,488**	**$**	**(182,673)**	**$**	**(130,185)**
Other comprehensive (loss) for the year						
Exchange differences on translation of foreign operations		(46)		-		(46)
Total comprehensive income (loss) for the year	**$**	**52,442**	**$**	**(182,673)**	**$**	**(130,231)**

As at December 31, 2021

Total assets	$	286,952	$	184,041	$	470,993

For year ended December 31, 2020

		Oil and Gas Operations		Corporate Operations		Total
Interest income	$	3,238	$	-	$	3,238
Total revenue	$	3,238	$	-	$	3,238
Expenses						
Exploration expenses		(17,097)		-		(17,097)
Office and general		-		(85,851)		(85,851)
Total expenses	$	(17,097)	$	(85,851)	$	(102,948)
(Loss) before undernoted		(13,859)		(85,851)		(99,710)
Finance costs		-		(237,228)		(237,228)
Gain on foreign exchange		1,391		(697)		694
Net (loss) for the year		(12,468)		(323,776)		(336,244)
Net income of subsidiary held for sale		-		32,185		32,185
Total (loss) for the year	**$**	**(12,468)**	**$**	**(291,591)**	**$**	**(304,059)**
Other comprehensive (loss) for the year						
Exchange differences on translation of foreign operations		(125)		-		(125)
Total comprehensive (loss) for the year	**$**	**(12,593)**	**$**	**(291,591)**	**$**	**(304,184)**
As at December 31, 2020						
Total assets	$	344,691	$	115,737	$	460,428

Critical accounting estimates

The preparation of the consolidated financial statements in conformity with IFRS 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 consolidated financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Critical accounting estimates used in the preparation of the Company's audited financial statements include the Company's estimate of recoverable fair value on exploration assets, the valuation related to the Company's taxes and deferred taxes, and the Company's estimation of decommissioning and restoration costs and the timing of expenditure and the Company's allowances for impairments of trade and other accounts receivables, impairment of inventory, valuation of convertible debenture and options.

Allowances for impairment of trade and other accounts receivables

The Company's carrying value of trade and other receivables as at December 31, 2021 was $13,079 (2020 - $1,481). The policy for allowances for impairment on accounts receivable of the Company is based on the evaluation of collectability and on management's judgment. A considerable amount of judgment is required in assessing the ultimate realization of these receivables, including the current creditworthiness and the past collection history. If the financial conditions of the debtors of the Company were to deteriorate, resulting in an impairment of their ability to make payments, additional allowances may be required.

Valuation of convertible debenture and options

Management used the residual method to allocate the fair value of the conversion options. Management calculated the fair value of the liability component as $2,608,209 using a discount rate of 15%, and then management deducted the fair value of the liability component from the fair value of the convertible debenture as a whole, with the resulting residual amount of $191,791 being the fair value of the equity component.

During the year ended December 31, 2021, the convertible debentures matured and the accrued interest of $615,699 were converted into 20,434,950 shares.

On July 26, 2011, the shareholders of the Company approved a stock option plan (the "Plan") to enable directors, officers, employees and consultants of the Company to purchase common shares. All options granted to optionees performing investor relations activities shall vest and become fully exercisable ¼ three months from the date of grant, ¼ six months from the date of grant, ¼ nine months from the date of grant and the final ¼ twelve months from the date of grant. All options granted under the Plan shall expire no later than at the close of business ten years from the date of grant. The Plan provides that the number of common shares reserved for issuance upon exercise of options granted shall not exceed 10% of total issued and outstanding shares of the Company. No material changes were made to the Plan in the current year. No options were granted during the years ended December 31, 2021 or 2020.

All outstanding options expired unexercised during the year ended December 31, 2021.

Impairment of exploration and evaluation assets

While assessing whether any indications of impairment exist for exploration and evaluation assets, consideration is given to both external and internal sources of information. Information the Company considers include changes in the market, economic and legal environment in which the Company operates that are not within its control and affect the recoverable amount of exploration and evaluation assets. Internal sources of information include the manner in which exploration and evaluation assets are being used or are expected to be used and indications of expected economic performance of the assets. Estimates include but are not limited to estimates of the discounted future after-tax cash flows expected to be derived from the Company's exploration and evaluation assets, costs to sell the properties and the appropriate discount rate. Reductions in oil price forecasts, increases in estimated future costs of production, increases in estimated future capital costs, reductions in the amount of recoverable oil reserves or adverse current economics can result in an impairment of the carrying amounts of the Company's exploration and evaluation.

Taxes, income taxes and deferred taxes

The Company is subject to income and other taxes in various jurisdictions. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income and other tax liabilities requires interpretation of complex laws and regulations often involving multiple jurisdictions. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax filings are subject to audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made. Any estimates for value added and withholding taxes have been included in accounts payable and accrued liabilities.

Estimation of decommissioning and restoration costs and the timing of expenditure

The cost estimates are updated annually during the life of an oil well to reflect known developments, (e.g. revisions to cost estimates and to the estimated lives of operations) and are subject to review at regular intervals. Decommissioning, restoration and similar liabilities are estimated based on the Company's interpretation of current regulatory requirements, constructive obligations and are measured at fair value. Fair value is determined based on the net present value of estimated future cash expenditures for the settlement of decommissioning, restoration or similar liabilities that may occur upon decommissioning of the oil well. Such estimates are subject to change based on changes in laws and regulations and negotiations with regulatory authorities.

Future accounting pronouncements

There are currently no new accounting pronouncements effective for future dates that are expected to have a significant impact on the Company.

Investor relations:

The Company's management performed its own investor relations duty for the year ended December 31, 2021.

Additional information:

Additional information relating to Sensor may be found under the Company's profile on SEDAR at www.sedar.com or otherwise accessible on the Company's website, www.sensetekinc.com/

SENSOR TECHNOLOGIES CORP.

Management's Discussion and Analysis
September 30, 2023

Date of report: November 28, 2023

This management's discussion and analysis of the financial condition and results of operation ("MD&A") of Sensor Technologies Corp. ("STC" or the "Company") should be read in conjunction with STC's interim unaudited condensed consolidated financial statements ("interim consolidated statements") and notes thereto as at and for the nine months ended September 30, 2023 and the annual consolidated financial statements as at and for the year ended December 31, 2022.

Unless indicated otherwise, all financial data in this MD&A has been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). All dollar amounts in this MD&A are reported in Canadian dollars unless otherwise indicated.

Caution Regarding Forward-Looking Information:

Certain information contained in this MD&A constitutes forward-looking information, which is information relating to future events or the Company's future performance and which is inherently uncertain. All information other than statements of historical fact may be forward-looking information. Forward-looking information is often, but not always, identified by the use of words such as "seek", "anticipate", "budget", "plan", "continue", "estimate", "expect", "forecast", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe" and similar words or phrases (including negative variations) suggesting future outcomes or statements regarding an outlook. Forward-looking information contained in this MD&A includes, but is not limited to the Company's expectations regarding its exploration and development activities, including expectations regarding the timing, costs and results of seismic acquisition, drilling and other activities, and future production volumes and sales, receipt of regulatory and governmental approvals, the Company's future working capital requirements, including its ability to satisfy such requirements, the exposure of its financial instruments to various risks and its ability to manage those risks, the Company's ability to use tax resource pools and loss carry-forwards, fees to be incurred by foreign subsidiaries and changes in accounting policies.

Forward-looking information involves known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking information. The Company believes the expectations reflected in the forward-looking information are reasonable but no assurance can be given that these expectations will prove to be correct and readers are cautioned not to place undue reliance on forward-looking information contained in this MD&A. Some of the risks and other factors which could cause results to differ materially from those expressed in the forward-looking information contained in this MD&A include, but are not limited to: risks relating to oil and gas exploration activities generally, including the availability and cost of seismic, drilling and other equipment; our ability to complete our capital programs; geological, technical, drilling and processing problems, including the availability of equipment and access to properties; our ability to secure adequate transportation for our products; potential losses which would stem from any disruptions in production, including work stoppages or other labour difficulties, or disruptions in the transportation network on which we are reliant; potential delays or changes in plans with respect to exploration or development projects or capital expenditures; our ability and the ability of our partners to attract and retain the necessary labour required to explore and develop our projects; potential conflicting interests with our joint venture partners; our failure or the failure of the holder(s) of licenses or leases to meet specific requirements of such licenses or leases; the failure by counterparties to make payments or perform their operational or other obligations in compliance with the terms of contractual arrangements between us and such counterparties; adverse claims made in respect of our properties or assets; operating hazards and other difficulties inherent in the exploration for and production and sale of crude oil and natural gas; political and economic conditions in the countries in which our property interests are located; obtaining the necessary financing for operations, our ability to generate taxable income from operations, fluctuations in the value of our portfolio investments due to market conditions and/or company-specific factors, fluctuations in prices of commodities underlying our interests and portfolio investments, and other risks included elsewhere in this MD&A under the heading "Risk Management" and in the Company's public disclosure documents filed with certain Canadian securities regulatory authorities and available under the Company's profile at www.sedar.com.

Readers are cautioned that the foregoing lists of factors are not exhaustive. Although the Company has attempted to identify important factors that could cause actual events and results to differ materially from those described in the forward-looking information, there may be other factors that cause events or results to differ from those intended, anticipated or estimated. The forward-looking information contained in this MD&A are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as otherwise required by law. All of the forward-looking information contained in this MD&A is expressly qualified by this cautionary statement.

About Sensor Technologies Corp.

Sensor Technologies Corp. (the "Company" or "STC" or "Sensor") is continued under the Business Corporations Act (Ontario). The Company's principal assets are oil and natural gas interests. The Company is domiciled in the province of Ontario and its head office is located at 196 Wildcat Rd., North York, Ontario, Canada. The Company trades on the Canadian Securities Exchange ("CSE") under the symbol "SENS".

The unaudited interim consolidated statements were approved for issue by the board of directors on November 28, 2023.

These unaudited interim consolidated statements include the accounts of the Company and its subsidiaries, Mooncor Energy Inc. ("Mooncor Energy"), an Alberta Corporation, Primary Petroleum Company U.S. Inc ("PPCUSA"), a Montana, USA Corporation, Primary Petroleum Company LLC ("PPCLLC"), a Montana, USA Corporation and AP Petroleum Company ("APLLC"), a Montana, USA Corporation, (collectively referred to as the "Company" or "Sensor"). Subsidiaries consist of entities over which the Company is exposed to, or has rights to, variable returns as well as the ability to affect those returns through the power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company and are de-consolidated from the date control ceases. The unaudited interim consolidated financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions. The Company owns 25% of Sensor Technologies Inc, ("STI") and considers it to be an associate and it has been accounted for in the unaudited interim consolidated financial statements using the equity method of accounting.

Summary of activities

a) Securities purchase agreement with Robotic StemCell BioTech Ltd. ("Robotic")

Pursuant to securities purchase agreement dated as of December 31, 2021 with Robotic, the Company has agreed to acquire an aggregate of 27,644,444 common shares in the capital of Robotic (the "Purchased Robotic Shares"). The Purchased Robotic Shares represent approximately 20% of the issued and outstanding securities in the capital of Robotic. The purchase price for the Purchased Robotic Shares is $1,382,222 and this will be satisfied through the issuance of an aggregate of 27,644,444 common shares in the capital of the Company at a price of $0.05 per share. The closing of the Robotics Securities Purchase Agreements is subject to the Company obtaining regulatory approval for a change of business from an "industrial issuer" to an "investment issuer".

b) Securities purchase agreement with Blockchain Assets Management Group Limited ("BAM")

Pursuant to securities purchase agreement dated as of December 31, 2021 with BAM, the Company has agreed to acquire an aggregate of 11,111 common shares in the capital of BAM (the "Purchased BAM Shares"). The Purchased BAM Shares represent approximately 10% of the issued and outstanding securities in the capital of BAM. The purchase price for the Purchased BAM Shares is $4,977,728 (the "BAM Purchase Price"). The BAM Purchase Price will be satisfied through the issuance of an aggregate of 99,554,560 common shares in the capital of the Company at a price of $0.05 per share. The closing of the Robotics Securities Purchase Agreements is subject to the Company regulatory approval for a change of business from an "industrial issuer" to an "investment issuer".

c) Securities purchase agreement with 14125339 Canada Inc. ("1412")

Pursuant to securities purchase agreement dated as of December 31, 2021 with 1412, the Company has agreed to acquire an aggregate of 19,875,156 common shares in the capital of 1412 (the "Purchased 1412 Shares"). The Purchased 1412 Shares represent approximately 20% of the issued and outstanding securities in the capital of 1412. The purchase price for the Purchased 1412 Shares is $2,484,395 (the "1412 Purchase Price"). The 1412 Purchase Price will be satisfied through cancelling $380,000 advance to Blockchains Asset Management Group and the issuance of an aggregate of 42,087,890 common shares in the capital of the Company at a price of $0.05 per 1412 Consideration Share. The closing of the 1412 Purchase Agreements is subject to the Company obtaining regulatory approval for a change of business from an "industrial issuer" to an "investment issuer".

d) Change of Business ("COB")

After a thorough evaluation of the Company's existing resources and a review of strategic options for the corporation generally, the board of directors ("the Board") and management determined to refocus its business operations from an "industrial issuer" to an "investment issuer". The proposed change of business is considered a fundamental change / change of business under Policy 8 of the CSE and, as such, will subject to all of the requirements of Policy 8 including, but not limited to, CSE and shareholder approval. The shareholders approved the COB at its annual and special meeting on September 7, 2023. The Board believes that its network of business contacts, the depth of experience of its management team and its overall entrepreneurial approach will enable it to identify and capitalize upon investment opportunities as an "investment issuer". If regulators approve the proposed COB, the Company's primary focus will be to seek returns through investments in the securities of other companies. Sensor will continue to review opportunities to extract residual value from its existing assets, provided the Company may abandon some or all of such assets if it determines appropriate. If the proposed COB is approved by regulators, the Company will continue its operations as a diversified investment and merchant banking firm focused on public companies and commodities. The Company's proposed investment activities will include (i) public companies, (ii) near public companies and private capital, (iii) global venture capital initiatives and (iv) strategic physical commodities. However, the Company may take advantage of special situations and merchant banking opportunities, as such opportunities arise, and make investments in other sectors which the Company identifies from time to time as offering particular value.

Going concern

The interim unaudited consolidated financial statements have been prepared using accounting policies applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they come due. The Company has incurred a net loss of $314,229 for nine months ended September 30, 2023 (2022 – income of $158,582), has a working capital deficiency in the amount of $206,799 and has a deficit in the amount of $5,746,347 as at September 30, 2023.

Management estimates that the funds available as at September 30, 2023 will not be sufficient to meet the Company's potential capital and operating expenditures through to September 30, 2024. The Company will have to raise additional funds to continue operations. Although the Company has been successful in raising funds to date, there can be no assurance that adequate funding will be available in the future, or available on terms acceptable to the Company.

The challenges of securing requisite funding and the cumulative losses indicate the existence of a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern. These interim consolidated statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts nor to the amounts or classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

Oil and gas property interests

The Company has an interest in 2 suspended heavy oil wells and leases and related natural gas rights in the Lloydminster area of Alberta as at September 30, 2023 and December 31, 2022. The interests are carried at a nominal amount of $1. In a prior year the Company had recognized an impairment in these assets.

Results of Operation

Results of operations of the Company for the three and nine months ended September 30, 2023, 2022 and 2021 are as follows:

	Three months ended September 30,			Nine months ended September 30,		
	2023	**2022**	**2021**	**2023**	**2022**	**2021**
Licensing fee	$ -	$ -	$ -	$ -	$ 90,613	$ -
Alberta energy site rehabilitation program grant	-	-	115,428	-	-	115,428
Interest income	9,619	3,625	800	27,559	4,525	2,400
Total revenue	9,619	3,625	116,228	27,559	95,138	117,828
Expenses						
Exploration expenses	(2,971)	(11,377)	(3,746)	(11,398)	(28,260)	(14,296)
Writeback of old accounts payable balances	-	182,396	-	-	182,396	-
Office and general expenses	(24,640)	(23,143)	(38,422)	(293,737)	(71,815)	(92,328)
Total expenses	(27,611)	147,876	$ (42,168)	(305,135)	82,321	$ (106,624)
Income (loss) before undernoted	(17,992)	151,501	74,060	(277,576)	177,459	11,204
Finance costs	(4,142)	(3,720)	(7,388)	(12,066)	(8,480)	(102,697)
Gain (loss) on foreign exchange	(626)	(4,201)	(898)	24	(2,664)	58
Net income (loss) for the period	(22,760)	143,580	65,774	(289,618)	166,315	(91,435)
Company's share of net income (loss) of associate	(3,738)	11,149	(1,453)	(24,611)	(7,733)	4,687
	(26,498)	154,729	64,321	(314,229)	158,582	(86,748)
Other comprehensive income (loss) for the period						
Exchange differences on translation of foreign operations	636	4,208	129	(52)	2,662	(21)
Total comprehensive income (loss) for the period	$ (25,862)	$ 158,937	$ 64,450	$ (314,281)	$ 161,244	$ (86,769)
Weighted average shares outstanding - basic and diluted	257,801,764	247,801,764	187,786,303	252,116,056	240,890,409	171,129,733
Income (loss) per common share based on net income (loss) for the period	$ (0.00)	$ 0.00	$ 0.00	$ (0.00)	$ 0.00	$ (0.00)

The Company's selected quarterly results for the eight most recently completed financial periods are as follows:

	Q4 2021	Q1 2022	Q2 2022	Q3 2022	Q4 2022	Q1 2023	Q2 2023	Q3 2023
Licensing fee	-	-	90,613	-	-	-	-	-
Interest income	(679)	450	450	3,625	9,941	8,748	9,192	9,619
Total revenue	(679)	450	91,063	3,625	9,941	8,748	9,192	9,619
Gross profit (loss)	(679)	450	91,063	3,625	9,941	8,748	9,192	9,619
Total comprehensive income (loss)	(43,462)	(37,357)	39,666	158,937	(21,608)	(32,211)	(256,208)	(25,862)
Income (loss) per common share based on net income (loss)	$ (0)	$ (0)	$ (0)	$ (0)	$ (0)	$ (0)	$ (0)	$ (0)

Interest earned on the deposit with Alberta Energy Regulators ("AER") for the nine months ended September 30, 2023 was $12,901 (2022 – $1,350). Blockchain Assets Management Group issued a promissory note to the Company on July 13, 2022 for $380,000 bearing an interest of 5% per annum. Interest receivable accrued for the nine months ended September 30, 2023 was $14,658 (2022 - $3,175).

During the year ended December 31, 2022, the Company and one of its joint venture partners, Oxy USA Inc. ("Oxy") – jointly the licensor ("Licensor") entered into a non-exclusive seismic data use license agreement ("Agreement") with Twin Bridges Resources LLC ("Licensee") for 14.58 square miles out of 120 square miles of proprietary 3D seismic. Subject to the terms and conditions of this Agreement, the licensor granted to the licensee a non-exclusive, non-transferable, paid up license to use the licensor's seismic data for a term of 25 years. In return, the licensee agreed to pay a gross sum of US$116,640 to the licensor. The Company owns 67.5% of the seismic data being licensed while Oxy owns 32.5%. The Company's share of the licensing fee for the nine months ended September 30, 2023 is $nil (2022 - Canadian $90,613)

Exploration expenses for the nine months ended September 30, 2023 of $11,398 (2022 - $28,260) mainly relate to lease renewal costs. Well clean up costs required by AER included in exploration expenses for the nine months ended September 30, 2023 were $nil (2022 - $11,665). Office and general expenses for the nine months ended September 30, 2023 were $293,737 (2022 - $71,815). Included in office and general expenses are corporate services for the nine months ended September 30, 2023 were $105,663 (2022 - $14,590) largely because of $89,329 (2022 - $nil) of expenses relating to the shareholders annual and special general meeting held on June 7, 2023. Also included in office and general expenses are legal expenses and disbursements for the nine months ended September 30, 2023 were $123,894 (2022 - $nil). Other office and general expenses include accrual for audit fees $16,635, accounting services $31,320 and insurance of $11,765. For the nine months ended September 30, 2023, $nil of old accounts payable balances were written back (2022 - $182,396).

Finance costs for nine months ended September 30, 2023 were $12,066 (2022 - $8,480) for accrued interest on advances.

Company's share of net loss of associate for the nine months ended September 30, 2023 was $24,611 (2022 - $7,773).

2023 Third Quarter Results

Interest earned on the deposit with Alberta Energy Regulators for the three months ended September 30, 2023 was $4,661 (2022 – $450). Blockchain Assets Management Group issued a promissory note to the Company on July 13, 2022 for $380,000 bearing an interest of 5% per annum. Interest receivable accrued for the three months ended September 30, 2023 was $4,958 (2022 - $3,175).

Exploration expenses for the three months ended September 30, 2023 of $2,971 (2022 - $11,377) mainly relate to lease renewal costs. Well clean up costs required by AER included in exploration expenses for the three months ended September 30, 2023 were $nil (2022 - $6,539). Office and general expenses for the three months ended September 30, 2023 were $24,640 (2022 - $23,143) and includes corporate services of $3,532, accrual for audit fees $4,794 accounting services $10,000 and insurance of $3,922. For the three months ended September 30, 2023, $nil of old accounts payable balances were written back (2022 - $182,396).

Finance costs for three months ended September 30, 2023 were $4,142 (2022 - $3,720) for accrued interest on advances.

Company's share of net loss of associate for the three months ended September 30, 2023 was $3,738 (2022 – income of $11,149).

Cash Flow

During the nine months ended September 30, 2023 the Company used cash of $67,857 (2022 –$2,103) in operating activities. The interest payable on advances ($12,066) and interest receivable on advances to Blockchains Asset Management Group ($14,658) were accrued and therefore do not involve use of cash. Likewise, the Company's share in the loss of an associate is $24,611 and does not involve use of cash.

For the nine months ended September 30, 2023, trade and other receivables increased by $16,086, accounts payable and accrued expenses increased by $228,675 but $200,000 of accounts payable were converted into shares. Deposits increased by $12,901 while prepayment decreased by $11,764.

As at September 30, 2023 and December 31, 2022, the Company has a loan under the CERB program from TD Canada Trust for an amount of $60,000 for a 58 month period to December 31, 2025. The loan is non-interest bearing until December 31, 2023 and subsequently will bear interest of 5% per annum calculated monthly. If $40,000 of the loan amount is repaid on or prior to January 18, 2024, the Government will forgive the remaining balance of the loan amount as of that date provided that an event of default has not occurred.

For the nine months ended September 30, 2023, the Company had a net decrease in cash of $80,758. During this period, the Company also had a loss from the exchange rate changes on its foreign operations of $52 leaving a cash balance of $62,536 as at September 30, 2023.

Exploration expenses

The exploration costs during the nine months ended September 30, 2023 and 2022 were as follows:

	Three months ended September 30		Nine months ended September 30,	
	2023	2022	2023	2022
Annual lease renewal costs	$ 2,971	$ 4,698	$ 10,914	$ 15,851
Land management	-	140	484	744
Others	-	6,539	-	11,665
	$ 2,971	$ 11,377	$ 11,398	$ 28,260

Office and general expenses

The office and general expenses during the nine months ended September 30, 2023 and 2022 were as follows:

	Three months ended September 30		Nine months ended September 30,	
	2023	2022	2023	2022
Accounting services	$ 10,000	$ 10,000	$ 31,320	$ 30,000
Rent expense	600	600	1,800	1,800
Telephone expense	1,764	348	2,505	1,169
Professional fees and disbursements	4,794	4,631	16,635	12,729
Legal	-	-	123,894	-
Insurance	3,922	3,800	11,765	11,400
Corporate services	3,532	3,733	105,663	14,590
Others	28	31	155	127
	$ 24,640	$ 23,143	$ 293,737	$ 71,815

Liquidity and Capital Resources

Consolidated statements of financial position highlights	September 30, 2023	December 31, 2022
Cash	$ 62,536	$ 143,346
Advances to Blockchains Asset Management Group	402,662	388,004
Oil and gas property interests	1	1
Total assets	906,270	979,810
Total liabilities	754,353	713,612
Share capital	5,838,986	5,638,986
Warrants	57,529	57,529
Accumulated other comprehensive income	1,749	1,801
Deficit	(5,746,347)	(5,432,118)
Working capital deficiency	(206,799)	(104,228)

Currently, the Company does not generate any significant revenue from its exploration and evaluation assets, as all wells are shut-in. Accordingly, it does not have sufficient cash flows from operations to fund past liabilities or current obligations as they become due. In prior years, the Company raised funds for exploration, development and general overhead and other expenses through equity and debt financings. The Company has a working capital deficiency of $206,799 as at September 30, 2023 and its cash balance is not sufficient to meet the Company's liabilities. The Company is using its current cash and cash equivalents to fund required payments to keep the Company in good standing and to pay the expenses associated with being a reporting issuer listed on the CSE, until it can raise funds to pay its remaining creditors. There is no assurance that the Company can raise sufficient capital to continue as a going concern.

Related party transactions:

Related parties include Board of Directors, close family members, key management personnel, enterprises and others who exercise significant influence over the reporting entity. All amounts owing to related parties are unsecured, non-interest bearing and due on demand unless otherwise noted.

a) Included in the office and general expenses for the nine months ended September 30, 2023 is $123,894 (2022 - $nil) for legal services and disbursements provided by Mr. Jay Vieira., former CEO and current director of the Company. On September 30, 2023, an amount of $140,000 owing to Jay Vieira was converted into 7,000,000 common shares at a price of $0.02 per share. At September 30, 2023 and December 31, 2022, $14,950 has been included in accounts payable for Mr. Jay Vieira for professional expenses and disbursements. The reason that the debt owing to Mr. Vieira was converted was so that any legacy debt of Sensor will be addressed so that the resulting issuer will not have it on its financial statements on a going forward basis.

Key Management Compensation

There were no compensation of key management of the Company for the nine months ended September 30, 2023 and 2022. Key management are those persons having authority and responsibility for planning, directing and controlling the activities, directly or indirectly, of the Company.

Management of capital

The Company's objectives when managing capital are as follows:

a. To safeguard the Company's ability to continue as a going concern.
b. To raise sufficient capital to finance its exploration and development activities on its mineral exploration properties.
c. To raise sufficient capital to meet its general and administrative expenditures.

The Company considers its capital to be equity, which comprises capital stock, warrants, deficit and accumulated other comprehensive income, which at September 30, 2023 was an equity of $151,917 (December 31, 2022 – $266,198).

The Company manages its capital structure and makes adjustments to it based on general economic conditions, short term working capital requirements, and planned exploration and development. The Company utilizes annual capital and operating expenditure budgets to facilitate the management of its capital requirement. These budgets are approved by management and updated for changes in the budgets' underlying assumptions as necessary. There have been no changes in the way the Company manages its capital during the nine months ended September 30, 2023 and December 31, 2022.

Risk management

The board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions in relation to the Company's activities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant price, credit, liquidity, or cash flow risks arising from the financial instruments. There were no changes to the Company's risks, objectives, policies and procedures from the previous year.

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses which may damage the Company's reputation.

The Company monitors and reviews current and future cash requirements and matches the maturity profile of financial assets and liabilities. This is generally accomplished by ensuring that cash is always available to settle financial liabilities. All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

At September 30, 2023, the Company had a cash balance of $62,536 (December 31, 2022 – $143,346) which is not sufficient to settle current liabilities of $694,353 (December 31, 2022 - $653,612). The Company has a working capital deficiency $206,799 (December 2022 –$104,228). See "Going Concern" section in this MD&A.

Trade and other accounts receivable

Trade and other accounts receivable consists primarily of HST receivable from the government of Canada. As such risk on non-collection is considered low.

Foreign exchange

The Company operates primarily in Canada and the United States. The presentation currency is Canadian dollar and the functional currency of the parent company is the Canadian dollar. As at September 30, 2023 and December 31, 2022, the Company's US dollar net monetary assets totaled $640. Accordingly, a 5% change in the US dollar exchange rate as at September 30, 2023 on this amount would have resulted in an exchange gain or loss and therefore net income would have increased (decreased) by $32.

Other risks

The Company's financial condition, results of operation and business are subject to certain risks, which may negatively affect them.

a. Exploration and Development

The business of exploring for, developing and producing oil and gas involves a high degree of risk. Oil and gas reserves may never be found or, if discovered, may not be result in production at reasonable costs or profitability. The business of exploring, developing and producing is also capital intensive and, to the extent that cash flows from operating activities and external sources become limited or unavailable, the ability of the Company and of its operating partners to meet their respective financial obligations which are necessary to maintain their interests in the underlying properties could be impaired, resulting in those of the interests.

b. Environmental

The Company's oil and gas operations are subject to environmental regulations in the jurisdictions in which it operates. Environmental legislation is evolving in a manner which will likely require stricter standards and enforcement, increased costs, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. There is no assurance that future changes in environmental regulation, if any, will not adversely affect the Company's operations. Environmental hazards may exist on the properties in which the Company holds interests which are presently unknown to the Company and which have been caused by previous or existing owners or operators of the properties or by illegal mining activities.

c. Fluctuations in Crude Oil, Natural Gas, and Natural Gas Liquid Prices

The price of the Company's common shares, and consolidated financial results and exploration, development and other oil and gas activities may in the future be significantly and adversely affected by declines in the price of crude oil, natural gas, and/or natural gas liquid (collectively "oil and gas"). The price of oil and gas fluctuates widely and is affected by numerous factors beyond the Company's control, such as interest rates, exchange rates, inflation or deflation, fluctuation in the value of the US dollar and foreign currencies, global and regional supply and demand, the political and economic conditions and production costs of major oil and gas producing countries throughout the world, and the cost of substitutes, inventory levels and carrying charges. Future material price declines could cause continued development of and commercial production from the properties in which the Company holds an interest to be impracticable. Depending on the price of oil and gas, cash flow from the Company's operations may not be sufficient and the Company could be forced to discontinue production and may lose the Company's interest in, or may be forced to sell, some of the Company's properties. Future production from the Company's properties is dependent upon the price of oil and gas being adequate to make these properties economic.

d. Dependence on management

The Company is dependent upon the efforts, skill and business contacts of key members of management, for among other things, during the normal course of their activities and the synergies which exist amongst their various fields of expertise and knowledge. Accordingly, the Company's success will depend upon the continued service of these individuals who are not obligated to remain employed with the Company. A loss of key personnel - members of management in particular - could impair our ability to execute our strategy and implement our operational objectives, all of which would have a material adverse effect on the Company.

Share Data:

Capital Stock

Common shares outstanding as at September 30, 2023 and the date of this MD&A are as follows;

Balance, December 31, 2021	**237,201,764**	**$**	**5,166,515**
Shares issued pursuant to private pacement	10,600,000		472,471
Balance, December 31, 2022	**247,801,764**	**$**	**5,638,986**
Shares issued on conversion of accounts payable	10,000,000		200,000
Balance, September 30, 2023 and the date of the MD&A	**257,801,764**	**$**	**5,838,986**

In June 2022, the Company raised gross proceeds of $530,000 through a non-brokered private placement of 10,600,000 units of the Company at a price of $0.05 per Unit. Each Unit consists of one common share and one common share purchase warrant ("Warrant"). Each Warrant will entitle the holder to purchase one common share at a price of $0.08 per share for a period of two years to June 27, 2024.

The value of the warrants issued as part of this financing was $57,529. The fair value of the warrants was calculated using the Black-Scholes option pricing model with the following assumptions: expected term of 2 years, a risk-free rate of 3.17%, expected dividend yield of 0% and an expected volatility of 181%. The expected volatility is based on the historical volatility of the Company's share price over the life of the warrants. The Company has not paid any cash dividends historically and has no plans to pay cash dividends in the foreseeable future. The risk-free interest rate is based on the yield of Canadian Benchmark Bonds with equivalent terms. The expected option life in years represents the period of time that the warrants are expected to be outstanding based on historical warrants issued.

In June 2023, the Company converted $200,000 accounts payable balance into 10,000,000 common shares at a price of $0.02 per share.

Common Stock Purchase Warrants

	# of Warrants		**Amount**		**Exercise Price**	**Expiry Date**
Balance, December 31, 2021	**-**	**$**	**-**	**$**	**-**	**-**
Warrants issued - June 27, 2022	10,600,000		57,529		0.08	27-Jun-24
Balance, September 30, 2023 and date of the MD&A	**10,600,000**	**$**	**57,529**	**$**	**0.08**	

Segmented Information

The Company's reportable segments are strategic business units that offer different services and/or products. They are managed separately because each segment requires different strategies and involves different aspects of management expertise. The Company has decided to disclose the segment results of the oil and gas companies and corporate operations - MEI, PPI, PPC and APPC are oil & gas companies

The accounting policies of the segments are the same as those described in the summary of significant accounting policies. The Company carries out its operations through wholly-owned entities. These entities are located in Canada and the United States.

For nine months ended September 30, 2023

		Oil and Gas Operations		Corporate Operations		Total
Interest income		12,901		14,658		27,559
Total revenue	$	12,901	$	14,658	$	27,559
Expenses						
Exploration expenses		(11,398)		-		(11,398)
Office and general		-		(293,737)		(293,737)
Total expenses	$	(11,398)	$	(293,737)	$	(305,135)
Income (loss) before undernoted		1,503		(279,079)		(277,576)
Finance costs		-		(12,066)		(12,066)
Gain (loss) on foreign exchange		117		(93)		24
Net income (loss) for the period		1,620		(291,238)		(289,618)
Company's share of net (loss) of associate		-		(24,611)		(24,611)
Total income (loss) for the period	**$**	**1,620**	**$**	**(315,849)**	**$**	**(314,229)**
Other comprehensive loss for the period						
Exchange differences on translation of foreign operations		(52)		-		(52)
Total comprehensive income (loss) for the period	**$**	**1,568**	**$**	**(315,849)**	**$**	**(314,281)**

As at September 30, 2023

Total assets	$	366,113	$	540,157	$	906,270

For nine months ended September 30, 2022

	Oil and Gas Operations	Corporate Operations	Total
Licensing fee	$ 90,613	$ -	$ 90,613
Interest income	1,350	3,175	4,525
Total revenue	$ 91,963	$ 3,175	$ 95,138
Expenses			
Exploration expenses	(28,260)	-	(28,260)
Writeback of old accounts payable balances	-	182,396	182,396
Office and general	-	(71,815)	(71,815)
Total expenses	$ (28,260)	$ 110,581	$ 82,321
Income before undernoted	63,703	113,756	177,459
Finance costs	-	(8,480)	(8,480)
Gain (loss) on foreign exchange	(5,416)	2,752	(2,664)
Net income for the period	58,287	108,028	166,315
Company's share of net (loss) of associate	-	(7,733)	(7,733)
Total income for the period	**$ 58,287**	**$ 100,295**	**$ 158,582**
Other comprehensive income for the period			
Exchange differences on translation of foreign operations	2,662	-	2,662
Total comprehensive income for the period	**$ 60,949**	**$ 100,295**	**$ 161,244**

As at September 30, 2022

Total assets	$ 361,587	$ 629,149	$ 990,736

For three months ended September 2023

		Oil and Gas Operations		Corporate Operations		Total
Interest income	$	4,661	$	4,958	$	9,619
Total revenue		4,661		4,958		9,619
Expenses						
Exploration expenses		(2,971)		-		(2,971)
Office and general		-		(24,640)		(24,640)
Total expenses	$	(2,971)	$	(24,640)	$	(27,611)
Income (loss) before undernoted		1,690		(19,682)		(17,992)
Finance costs		-		(4,142)		(4,142)
Gain (loss) on foreign exchange		(1,571)		945		(626)
Net income (loss) for the period		119		(22,879)		(22,760)
Company's share of net (loss) of associate		-		(3,738)		(3,738)
Total income (loss) for the period		**119**		**(26,617)**		**(26,498)**
Other comprehensive income for the period						
Exchange differences on translation of foreign operations		636		-		636
Total comprehensive income (loss) for the period	**$**	**755**	**$**	**(26,617)**	**$**	**(25,862)**

As at September 30, 2023

Total assets	$	366,113	$	540,157	$	906,270

For three months ended September 2022

		Oil and Gas Operations		Corporate Operations		Total
Interest income	$	450	$	3,175	$	3,625
Total revenue		450		3,175		3,625
Exploration expenses		(11,377)		-		(11,377)
Writeback of old accounts payable balances		-		182,396		182,396
Office and general		-		(23,143)		(23,143)
Total expenses	$	(11,377)	$	159,253	$	147,876
Income (loss) before undernoted		(10,927)		162,428		151,501
Finance costs		-		(3,720)		(3,720)
(Loss) on foreign exchange		(183)		(4,018)		(4,201)
Net income (loss) for the period		(11,110)		154,690		143,580
Company's share of net (loss) of associate		-		11,149		11,149
Total income (loss) for the period		(11,110)		165,839		154,729
Other comprehensive income for the period						
Exchange differences on translation of foreign operations		4,208		-		4,208
Total comprehensive income (loss) for the period	**$**	**(6,902)**	**$**	**165,839**	**$**	**158,937**
As at September 30, 2022						
Total assets	$	361,587	$	629,149	$	990,736

Critical accounting estimates

The preparation of the interim consolidated statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the interim consolidated statements and the reported amounts of revenue and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Uncertainty about these judgments, estimates and assumptions could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in future periods. The information about significant areas of estimation uncertainty and judgment considered by management in preparing the interim unaudited consolidated statements were the same as those in the preparation of the annual financial statements as at and for the year ended December 31, 2022.

Changes in Accounting Policies

These interim unaudited consolidated statements follow the same accounting policies and methods of computation as those described in Note 4 of the annual consolidated financial statements as at and for the year ended December 31, 2022.

Future accounting pronouncements

There are currently no new accounting pronouncements effective for future dates that are expected to have a significant impact on the Company

Investor relations:

The Company's management performed its own investor relations duty for the nine months ended September 30, 2023.

Additional information:

Additional information relating to Sensor may be found under the Company's profile on SEDAR at www.sedar.com.