BELGRAVIA HARTFORD

2021

Consolidated Financial Statements

for the year ended December 31, 2021

(Expressed in CAD dollars)

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of
Belgravia Hartford Capital Inc.

Opinion

We have audited the accompanying consolidated financial statements of Belgravia Hartford Capital Inc. (the "Company"), which comprise the consolidated statements of financial position as at December 31, 2021 and 2020, and the consolidated statements of income (loss) and comprehensive income (loss), cash flows, and changes in equity for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

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

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the 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 consolidated 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 in our audit is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information obtained at the date of this auditor's report includes 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 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, we conclude that there is a material misstatement of this other information, we are required to report that fact. 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 consolidated financial statements in accordance with IFRS, 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 consolidated 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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 auditor's report is Catherine Tai.

Davidson & Company LLP

Vancouver, Canada | Chartered Professional Accountants

May 2, 2022

BELGRAVIA HARTFORD CAPITAL INC.
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in CAD Dollars)

	December 31, 2021	December 31, 2020
ASSETS		
Current		
Cash	$ 184,570	$ 108,627
Investments - current (note 3)	12,476,487	15,241,347
Receivables	-	72,797
Loan receivable	-	56,406
Prepaid expenses	50,134	45,696
	12,711,191	15,524,873
Investments (note 3)	74,250	4,029
Equipment (note 4)	4,312	4,151
	$ 12,789,753	$ 15,533,053
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities (notes 5,8)	$ 279,514	$ 184,893
Total current liabilities	279,514	184,893
Equity		
Share capital (note 6)	108,021,610	106,739,953
Reserves (note 6)	14,210,401	14,236,476
Currency translation adjustment reserve	18,681,269	18,681,269
Deficit	(128,403,041)	(124,309,538)
Total equity	12,510,239	15,348,160
	$ 12,789,753	$ 15,533,053

Nature of operations and going concern (note 1)
Contingencies (note 13)
Subsequent events (note 14)

On behalf of the Board:

"Mehdi Azodi" **Director** ***"John Stubbs"*** **Director**

The accompanying notes are an integral part of these consolidated financial statements.

BELGRAVIA HARTFORD CAPITAL INC.
CONSOLIDATED STATEMENTS OF INCOME (LOSS) AND COMPREHENSIVE INCOME (LOSS)
FOR THE YEAR ENDED DECEMBER 31
(Expressed in CAD Dollars)

	2021	2020
NET REALIZED AND UNREALIZED GAIN (LOSS)		
Investment gain (note 3)	$ 511,373	$ 1,300,466
Unrealized investment gain (note 3)	1,498,365	8,366,044
Interest income	123,330	5,456
Provision for credit loss	(446,875)	-
	1,686,193	9,671,966
OTHER INCOME		
Management services revenue	65,000	143,600
EXPENSES		
Administration (note 8)	461,248	519,018
Business and market development	302,992	42,078
Consulting fees	492,324	293,356
Depreciation (note 4)	1,856	1,223
Foreign exchange gain (loss)	5,200	(2,064)
Investor relations	240,755	50,211
Professional fees	575,493	185,314
Regulatory fees and taxes	246,736	27,268
Rent	94,245	89,220
Share-based compensation (note 7)	-	926,127
Travel	86,606	50,056
Wages and benefits (note 8)	3,337,241	1,331,597
Total expenses	(5,844,696)	(3,513,404)
Bad debt expense	-	(96,801)
Loss on disposal of equipment	-	(2,199)
Income and comprehensive income for the year (loss)	$ (4,093,503)	$ 6,203,162
Basic and diluted loss per common share	$ (0.09)	$ 0.15
Weighted average number of common shares outstanding, basic and diluted	45,262,353	40,179,248

The accompanying notes are an integral part of these consolidated financial statements.

BELGRAVIA HARTFORD CAPITAL INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in CAD Dollars)

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Income (loss) for the year	$ (4,093,503)	$ 6,203,162
Items not affecting cash:		
Depreciation	1,856	1,223
Bonus shares	1,603,800	-
Share-based compensation	-	926,127
Realized gain on sale of investments	(511,373)	(1,300,466)
Unrealized investments gain	(1,498,365)	(8,366,044)
Accrued for interest	(123,330)	(4,178)
Provision for credit loss	446,875	-
Bad debt expense	-	96,801
Loss on disposal of equipment	-	2,199
Changes in non-cash working capital items:		
Decrease (increase) in receivables	72,797	(43,157)
Decrease (increase) in prepaid expenses	51,968	122,696
Increase in accounts payable and accrued liabilities	94,621	13,139
Decrease in deferred revenue	-	(128,600)
Acquisition of investments	(4,710,681)	(2,613,435)
Proceeds from sale of investments	9,091,513	4,548,424
Net cash used in operating activities	426,178	(542,109)
CASH FLOWS FROM INVESTING ACTIVITIES		
Equipment expenditures	(2,017)	(3,239)
Net cash provided by investing activities	(2,017)	(3,239)
CASH FLOWS FROM FINANCING ACTIVITIES		
Shares buy-back	(348,218)	-
Net cash used in financing activities	(348,218)	-
Change in cash for the year	75,943	(545,348)
Cash beginning of year	108,627	653,975
Cash, end of year	$ 184,570	$ 108,627

There were no non-cash financing and investing transactions during the years ended December 31, 2021 and 2020

The accompanying notes are an integral part of these consolidated financial statement

BELGRAVIA HARTFORD CAPITAL INC.
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Expressed in CAD Dollars)

	Share Capital					
	Number of Shares	Amount	Reserves	Accumulated Other Comprehensive Income	Accumulated Deficit	Equity
		$	$	$	$	$
Balances as at December 31, 2019	40,179,248	106,739,953	13,310,349	18,681,269	(130,512,700)	8,218,871
Share-based compensation	-	-	926,127	-	-	926,127
Income and comprehensive income	-	-	-	-	6,203,162	6,203,162
Balance as at December 31, 2020	40,179,248	106,739,953	14,236,476	18,681,269	(124,309,538)	15,348,160
Shares buy-back for cancellation	(1,864,524)	(322,143)	(26,075)	-	-	(348,218)
Bonus shares	8,910,000	1,603,800	-	-	-	1,603,800
Loss and comprehensive loss	-	-	-	-	(4,093,503)	(4,093,503)
Balance as at December 31, 2021	47,224,724	108,021,610	14,210,401	18,681,269	(128,403,041)	12,510,239

The accompanying notes are an integral part of these consolidated financial statements.

1. NATURE OF OPERATIONS AND GOING CONCERN

Belgravia Hartford Capital Inc. ("Belgravia" or the "Company") is a publicly traded investment holding company listed on the Canadian Securities Exchange. Belgravia is focused on growing its assets and holdings and increasing its net asset value (NAV). Belgravia invests in a portfolio of private and public companies located in jurisdictions governed by the rule of law. It takes a multi-sector investment approach with emphasis in the resources and commodities sector. The Company was formerly named Belgravia Capital International Inc. and was originally incorporated under the CBCA in 2002. It was restructured from IC Potash Corp., Trigon Uranium Corp., and subsequently continued into British Columbia on December 20, 2019, under the Business Corporation Act (British Columbia). The Company's registered office is located at #3-3185 Via Centrale, Kelowna, BC V1V 2A7.

Belgravia is entitled to receive USD$12.2 million royalty interest from its formerly owned Ochoa asset in the state of New Mexico which the Company sold in 2017. The royalty includes the initial 75% of potential water revenue sales and a mining royalty whereby the Company is entitled to receive 1% of polyhalite production sales for any shortfall in payment of the total USD$12.2 million.

Belgravia owns 100% of Belgravia Hartford Gold Assets Corp. (formerly Intercontinental Potash Corp.) ("ICP"), a Canadian company involved in mining and metals resource exploration and development.

Belgravia owns 100% of Belgravia Hartford Estates Corp. (formerly, Trigon Exploration Utah Inc.), a US-based company registered to do business in the States of Utah and Florida involved in real estate acquisitions and development.

Belgravia currently owns minority positions in 12 companies of which 8 are publicly traded.

The Company's continuation as a going concern is dependent on cash flow from its investments, royalties, or operations and its ability to raise equity capital or borrowings sufficient to meet current and future obligations. While the Company currently has no source of operating revenue other than management services consulting fees, its working capital of $12,431,677 as at December 31, 2021 leads management to believe the Company has sufficient resources to fund its business activities for at least the next 12 months. The Company's financial success is dependent on its ability to identity, evaluate, negotiate, and exit investments in assets or businesses. These consolidated financial statements have been prepared by management on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future.

2. SIGNIFICANT ACCOUNTING POLICIES

a) Statement of compliance:

These financial statements have been prepared in accordance with IAS 1 "Presentation of Financial Statements" ("IAS 1") using accounting policies consistent with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

The Financial Statements were authorized by the board of directors of the Company on April 29, 2022.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

b) **Basis of presentation:**

The Financial Statements have been prepared on the historical cost basis except for certain financial instruments, 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.

c) **Foreign currency translation**

The consolidated financial statements are presented in CAD dollar. The functional currency of the Company and its subsidiaries is the CAD dollar.

Transactions in foreign currencies are translated into the entities functional currency at the exchange rates at the date of the transactions. Monetary assets and liabilities of the Company's operations denominated in a currency other than the functional currency are translated using the exchange rates prevailing at the date of the statement of financial position. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates in effect at the date of the underlying transaction, except for depreciation related to non-monetary assets, which is translated at historical exchange rates. Exchange differences are recognized in profit or loss in the year in which they occur.

d) **Basis of consolidation:**

The Consolidated Financial Statements of the Company include the following subsidiaries:

Name of subsidiary	Place of incorporation	Percentage ownership
Belgravia Hartford Gold Asset Corp.	Canada	100%
Belgravia Hartford Estates Corp.	USA	100%

The Company consolidates the subsidiaries on the basis that it controls these subsidiaries when the Company possesses power over an investee, has exposure to variable returns from the investee, and has the ability to use its power over the investee to affect its returns. All intercompany transactions and balances are eliminated on consolidation. For partially owned subsidiaries, the interest attributable to non-controlling shareholders is reflected in non-controlling interest. Adjustments to non-controlling interest are accounted for as transactions with owners and adjustments that do not involve the loss of control are based on a proportionate amount of the net assets of the subsidiary.

e) **Cash:**

Cash is comprised of cash deposited at Canadian banks and secure, short-term, highly liquid demand deposits.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

f) Financial Instruments

i) Classification and Measurement

On initial recognition, financial assets are recognized at fair value and are subsequently classified and measured at: (i) amortized cost; (ii) fair value through other comprehensive income ("FVOCI"); or (iii) fair value through profit or loss ("FVTPL). The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. A financial asset is measured at fair value net of transaction costs that are directly attributable to its acquisition except for financial assets at FVTPL where transaction costs are expensed. All financial assets not classified and measured at amortized cost or FVOCI are measured at FVTPL. On initial recognition of an equity instrument that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI.

The classification determines the method by which the financial assets are carried on the statement of financial positions subsequent to inception and how changes in value are recorded. Receivables are measured at amortized cost with subsequent impairments recognized in profit or loss. Investments in equity instruments are measured at FVTPL with subsequent changes recognized in profit or loss. Cash and investments in debt instruments and receivable are classified and measured at amortized cost using the effective interest rate method.

Financial liabilities are designated as either: (i) fair value through profit or loss; or (ii) amortized cost. All financial liabilities are classified and subsequently measured at amortized cost except for financial liabilities at FVTPL. The classification determines the method by which the financial liabilities are carried on the statement of financial position subsequent to inception and how changes in value are recorded. Accounts payable and accrued liabilities are classified as amortized cost and carried on the statement of financial position at amortized cost.

ii) Impairment and uncollectibility of financial assets

An 'expected credit loss' impairment model applies which requires a loss allowance to be recognized based on expected credit losses. This applies to financial assets measured at amortized cost. The estimated present value of future cash flows associated with the asset is determined and an impairment loss is recognized for the difference between this amount and the carrying amount as follows: the carrying amount of the asset is reduced to estimated present value of the future cash flows associated with the asset, discounted at the financial asset's original effective interest rate, either directly or through the use of an allowance account and the resulting loss is recognized in profit or loss for the period.

In a subsequent period, if the amount of the impairment loss related to financial assets measured at amortized cost decreases, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

g) Equipment:

Equipment is stated at cost less accumulated depreciation and accumulated impairment losses. The cost of an item of equipment consists of the purchase price, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use including associated borrowing costs and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located.

Carrying amounts of equipment are depreciated to their estimated residual value over the estimated useful lives of the assets. Where an item of equipment is composed of major components with different useful lives, the components are accounted for as separate items of equipment.

An item of equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal of the asset, determined as the difference between the net disposal proceeds and the carrying amount of the asset, is recognized in profit or loss.

Depreciation is provided using the declining balance basis at the following annual rates:

Computer equipment	45% declining balance

The Company conducts an annual assessment of the residual values, useful lives and depreciation methods being used for equipment and any impairment rising from the assessment is recognized in profit or loss.

An impairment loss is reversed if there is an indication that there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognized.

h) Impairment:

At the end of each reporting period, the carrying amounts of the Company's assets are reviewed to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the . For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. Following the recognition of an impairment loss, the depreciation charge applicable to the asset is adjusted prospectively in order to systematically allocate the revised carrying amount, net of any residual value, over the remaining useful life.

Where an impairment subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate and its recoverable amount, but to an amount that 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 immediately in profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

i) Related party transactions:

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

j) Revenue recognition:

Management services revenue is recognized when services are rendered, and the amount can be reasonably estimated and collected. Any amount received for future services is recorded as deferred revenue and recognized as revenue when the related services are performed.

k) Significant accounting estimates and judgments:

The preparation of these Financial Statements requires management to make judgments, estimates and assumptions about future events that affect the reported amounts of assets and liabilities and disclosure of contingent assets at the date of the financial statements and the reported amounts of revenues and expenses during the reporting year. Although these estimates are based on management's best knowledge of the amount, events or actions, actual results may differ from these estimates.

Critical judgments exercised in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are as follows:

Determination of investment entity:

The preparation of the financial statements requires management to make significant judgments and assumptions in determining how the Company meets the definition of an investment entity as previously discussed in Note 1. Entities that meet the definition of an investment entity within IFRS 10 are required to measure their subsidiaries at FVTPL in accordance with IFRS 9 rather than to consolidate them. An investment entity is an entity that meets all of the following criteria:

a) An entity that obtains funds from one or more investors for the purpose of providing those investor(s) with investment management services;

The Company's main source of financing since inception had been via funds received from investors.

- Through ownership of the Company's shares, these investors are provided with investment management services through their right to investment returns via the performance of the Company's investments.

b) An entity that commits to its investor(s) that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both; and

- The Company has communicated to investors via corporate documents that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both.

c) An entity that measures and evaluates the performance of substantially all of its investments on a fair value basis.

- Substantially all of the Company's investment portfolio has been carried at fair value since inception.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

k) **Significant accounting estimates and judgments** (cont'd…)

Determination of investment entity (cont'd…):

Based on the analysis above, management has concluded that the Company meets the definition of an investment entity as all of the criteria are met. This will be reassessed on a continuous basis, in case any of the criteria or characteristics change.

Fair value of private company investments

Where the fair values of investments in private companies recorded on the statement of financial position cannot be derived from active markets, they are determined using a variety of valuation techniques. The inputs to these models are derived from observable market data where possible, but where observable market data is not available, judgment is required to establish fair value and this value may not be indicative of recoverable value.

Valuation of share-based payments and derivative financial assets

The Company uses the Black-Scholes Option Pricing Model for valuation of share-based payments and derivative financial assets (e.g. investments in warrants). Option pricing models require the input of subjective assumptions including expected price volatility, interest rates and forfeiture rates. Changes in the input assumptions can materially affect the fair value estimate and the Company's earnings and equity reserves.

Income taxes

In assessing the probability of realizing income tax assets, management makes estimates related to expectations of future taxable income, applicable tax opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified.

Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. Weight is attached to tax planning opportunities that are within the Company's control and are feasible and implementable without significant obstacles. The likelihood that tax positions taken will be sustained upon examination by applicable tax authorities is assessed based on individual facts and circumstances of the relevant tax position evaluated in light of all available evidence. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets recognized. At the end of each reporting year, the Company reassesses unrecognized income tax assets.

l) **Share capital:**

Common shares are classified as share capital. Transaction costs directly attributable to the issue of common shares are recognized as a deduction from equity.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

m) **Warrants issued in equity financing transactions:**

The Company engages in equity financing transactions to obtain the funds necessary to continue operations. These equity financing transactions may involve issuance of common shares or units. Each unit comprises a certain number of shares and a certain number of warrants. Depending on the terms and conditions of each equity financing transaction, the warrants are exercisable into additional common shares at a price prior to expiry as stipulated by the transaction. Warrants that are part of units are assigned a value based on the residual value, if any, and included in reserves.

Warrants that are issued as payment for agency fees or other transaction costs are assigned a value based on the Black-Scholes pricing model and included in reserves. When warrants are exercised, any reserves related to those warrants are reclassified from reserves to share capital.

n) **Share-based compensation:**

The Company's stock option plan allows eligible Company employees and consultants to acquire shares of the Company. The fair value of options granted is recognized as a share-based compensation expense with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee. Consideration paid on the exercise of stock options is credited to share capital and the fair value of the options is reclassified from reserves to share capital.

Equity-settled share-based payment transactions with parties other than employees and those providing similar services 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.
The fair value is measured at grant date and each tranche is recognized over the period during which the options vest. The fair value of the options granted is measured using the Black-Scholes option pricing model taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the number of stock options that are expected to vest.

o) **Income (loss) per share:**

The Company presents basic and diluted income (loss) per share data for its common shares, calculated by dividing the income (loss) attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted income (loss) per share does not adjust the loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

p) **Income taxes:**

Current tax is the expected tax payable or receivable on the local taxable income or loss for the year, using local tax rates enacted or substantively enacted at the financial position reporting date, and includes any adjustments to tax payable or receivable in respect of previous years.

Deferred income tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. 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 financial position reporting date. Deferred tax is not recognized for temporary differences which arise on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting, nor taxable profit or loss. A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they 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.

q) **Impact of COVID 19:**

On March 11, 2020, the World Health Organization declared COVID-19 a global pandemic. The pandemic resulted in unprecedented actions by governments around the world to curtail the spread of the disease. These events have resulted in a high level of uncertainty and volatility in the financial markets in addition to disruptions to businesses worldwide. The pandemic has had an enormous impact on consumers in all sectors. Governments have responded with fiscal measures to curtail the adverse effects of the pandemic, though the outcome and timeframe remains highly unpredictable and as such, the financial impact cannot be estimated. Fluctuation in security prices, larger bid/ask spreads and lower liquidity caused by the pandemic may impact valuation of investments, classification of fair value hierarchy, and assumptions by the Company to make accounting estimates. The Company continues to closely monitor the impact of the COVID-19 pandemic and its effects on the investment's risk exposures.

(Expressed in CAD Dollars)

3. INVESTMENTS

The Company's investments include common shares and warrants of Canadian companies that are listed on various Canadian stock exchanges and investments in private Canadian and U.S. companies as well as certain investment funds. The fair values of the common shares of the publicly traded companies have been directly referenced to published price quotations in an active market. The fair value of investments in private companies is referenced to the most recent equity financing completed by each private company. The investments in unlisted warrants of companies that are publicly traded are valued using the Black-Scholes option pricing model, with the following weighted average assumptions:

	Year ended December 31, 2021	Year ended December 31, 2020
Risk-free interest rate	0.91%	0.20%
Expected life of warrants	1.69 years	1.61 years
Annualized volatility	120.85%	132.74%
Dividend rate	0.00%	0.00%
Weighted average fair value of warrants	$0.06	$0.06

As at December 31, 2021, fair value of the investments was $12,550,737 (2020 - $15,245,376) . This includes the value of equity investments of $9,648,136 (2020 - $12,438,150), debt instruments of $276,442 (2020 - $325,000), and value of warrants of $2,626,159 (2020 - $2,482,226).

During the year ended December 31, 2021, the Company exercised certain investment warrants and recorded a gain of $103,693 (2020 – $7,472).

During the year ended December 31, 2021, the Company purchased investments totalling $4,710,693 (2020 – $2,613,435) and sold certain of its investments for proceeds totalling $9,091,513 (2020 - $4,548,424) and recognized a gain of $407,680 (2020 – $1,292,994).

During the year ended December 31, 2021, the Company recorded an unrealized gain of $1,191,336 (2020 – $6,537,925) for equity investments and an unrealized gain of $307,029 (2020 –$1,828,119) for warrants.

(Expressed in CAD Dollars)

3. INVESTMENTS (cont'd…)

Investments at December 31, 2021	Number of Shares		Cost		Fair Value
Public Companies:					
Azincourt Energy Corp.	1,400,000	$	76,246	$	98,000
Bald Eagle Gold Corp.	1,650,000	$	80,653	$	123,750
Blackrock Silver Corp.	6,179,500	$	1,271,858	$	6,117,705
Cross River Ventures Corp.	1,150,000	$	326,071	$	143,750
GameSquare Esports Inc.	620,251	$	145,333	$	192,278
Imperial Mining GRP Ltd.	16,250,000	$	1,624,211	$	2,275,000
Noble Mineral Expl Inc.	2,000,000	$	260,806	$	270,000
Potent Ventures Inc.	74,932	$	100,026	$	2,248
Private Companies:					
Autumn Resources Inc.	5,008,100	$	88,912	$	250,405
Grit Capital Corp.	250,000	$	25,000	$	25,000
Lithiumbank Resources Corp.	100,000	$	80,000	$	150,000
Investments in Promissory Note	n/a	$	275,000	$	276,442
Investments in Warrants	n/a	$	116,000	$	2,626,159
Total		$	4,470,116	$	12,550,737

		December 31, 2021		December 31, 2020
Current investments	$	12,476,487	$	15,241,347
Non-current investments		74,250		4,029
	$	12,550,737	$	15,245,376

(Expressed in CAD Dollars)

3. INVESTMENTS (cont'd…)

Investments at December 31, 2020	Number of Shares		Cost		Fair Value
Public Companies:					
Azincourt Energy Corp	7,000,000	$	284,728	$	315,000
Blackrock Gold Corp.	10,125,000	$	1,058,471	$	8,910,000
Cross River Ventures Corp	420,000	$	110,000	$	142,800
IMEX Systems Inc.	1,428,571	$	100,000	$	-
Imperial Mining GRP Ltd	11,111,181	$	694,490	$	1,222,230
Nexus Gold Corp.	9,509,091	$	528,674	$	760,727
Weekend Unlimited Inc.	56,194	$	300,000	$	12,082
Zonetail Inc.	1,425,000	$	270,750	$	106,875
Private Companies:					
Autumn Resources Inc.	1,500,000	$	18,750	$	75,000
Coinstrike Inc.	2,000,000	$	200,000	$	200,000
CX One Inc.	2,680,000	$	131,000	$	321,600
Reciprocity Corp	779,590	$	218,000	$	311,836
Uni-Scan Global Inc.	500,000	$	60,000	$	60,000
Investments in Bridge Loan	n/a	$	325,000	$	325,000
Investments in Warrants	n/a	$	116,667	$	2,482,226
Total		$	4,416,530	$	15,245,376

(Expressed in CAD Dollars)

4. PROPERTY, PLANT AND EQUIPMENT

Property, Plant and Equipment consists of the following:

	Computer equipment
Cost	
As at December 31, 2019	$ 10,819
Additions	3,239
Disposal	(6,988)
As at December 31, 2020	7,070
Additions	2,017
As at December 31, 2021	9,087
Depreciation	
As at December 31, 2019	6,486
Additions	1,223
Disposal	(4,790)
As at December 31, 2020	2,919
Additions	1,856
As at December 31, 2021	4,775
Net book value:	
As at December 31, 2020	4,151
As at December 31, 2021	4,312

(Expressed in CAD Dollars)

5. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	December 31, 2021		December 31, 2020	
Trade payables	$	203,668	$	18,458
Accrued liabilities		67,005		125,000
Other		8,841		41,435
Total	$	279,514	$	184,893

6. SHARE CAPITAL AND RESERVES

Common shares

Authorized: The Company is authorized to issue an unlimited number of common shares without par value.

Refer to the Consolidated Statements of Changes in Shareholders' Equity for a summary of changes in share capital and reserves for the year ended December 31, 2021; Reserves relate to stock options and warrants that have been issued by the Company (note 7).

On March 5, 2021 the Company consolidated on the basis of one (1) post-Consolidation Share for every ten (10) pre-Consolidation Shares (the "Consolidation"). No fractional Shares were issued pursuant to the Consolidation. Any fractional Shares equal to or greater than one-half resulting from the Consolidation were rounded up to the next whole number of Shares, and any fractional Shares less than one-half resulting from the Consolidation were rounded down to the nearest whole number. This reduced the number of issued and outstanding common shares of the company from 401,792,516 to 40,179,248 effective March 8, 2021.

The Consolidation has been reflected to the number of shares, stock options, warrants and their exercise price and per share information contained herein.

During the year ended December 31, 2021, the Company issued 8,910,000 common shares (the "Bonus Shares") to members of Belgravia Hartford management for past services. The Bonus Shares was issued at a price of $0.18 consistent with IFRS 2 which represent approximately 18.42% of the total issued and outstanding shares after completion of the issue.

On February 23, 2021, the Company initiated its Normal Course Issuer Bid ("NCIB") to repurchase up to 2,008,963 post-Consolidation shares, representing 5% of the issued and outstanding common shares. As of December 31, 2021, the Company has purchased a total of 1,864,524 common shares for a total of $348,218 at an average price of $0.19/share under the NCIB. The NCIB was subsequently amended and will terminate on the earlier of February 23, 2022, and the date on which the maximum number of Common Shares that can be acquired pursuant to the NCIB have been purchased. Any common shares purchased pursuant to the NCIB were cancelled by the Company (note 14).

During the year ended December 31, 2020, the Company issued nil common shares.

(Expressed in CAD Dollars)

7. STOCK OPTIONS AND WARRANTS

Stock options

The Company has an incentive stock option plan (the "Plan") whereby the Company may grant stock options to eligible employees, officers, directors and consultants at an exercise price to be determined by the board of directors, provided the exercise price is not lower than the market value at time of issue less any discount allowed by the stock exchange upon which the common shares are listed. The Plan provides for the issuance of up to 10% of the Company's issued common shares as at the date of grant with each stock option having a maximum term of ten years. The board of directors has the exclusive power over the granting of options and their vesting and cancellation provisions.

As at December 31, 2021, the Company had stock options outstanding, enabling the holders to acquire the following number of common shares:

Number of Options		Exercise Price	Average Contractual Life Remaining (years)	Expiry Date
590,000	$	0.50	0.75	October 1, 2022
3,150,000	$	0.50	3.75	October 1, 2025
3,740,000				

Stock option transactions are summarized as follows:

	Number of Options		Weighted Average Exercise Price
Outstanding December 31, 2019	250,000	$	0.80
Granted	3,740,000		0.50
Outstanding December 31, 2020	3,990,000		0.52
Expired on June 6, 2021	(250,000)		0.80
Outstanding December 31, 2021	3,740,000	$	0.50
Number of options exercisable at December 31, 2021	3,740,000	$	0.50

During the year ended December 31, 2021, the Company granted nil (2020 – 3,740,000) stock options to consultants, officers, employees and directors of the Company.

The fair value of the options granted during the year ended December 31, 2021, as determined by the Black-Scholes option pricing model, was $nil (2020 - $926,127) or $nil per option (2020 - $0.25).

Share-based compensation recognized during the year was $nil (2020 - $926,127).

(Expressed in CAD Dollars)

7. STOCK OPTIONS AND WARRANTS (cont'd...)

Stock options (cont'd…)

The following weighted-average assumptions were used for the Black-Scholes valuation of stock options granted during the year ended December 31:

	Year ended December 31, 2021	Year ended December 31, 2020
Risk-free interest rate	-	0.33%
Expected life of options	-	3.27 years
Annualized volatility	-	304.48%
Dividend rate	-	0.00%
Forfeiture rate	-	0.00%

Warrants

There were no warrant transactions outstanding as at December 31, 2020 and 2021 and there were no warrant transactions for the years then ended.

8. RELATED PARTY TRANSACTIONS AND BALANCES

The accounts payable and accrued liabilities of the Company include the following amounts due to related parties:

	December 31, 2021	December 31, 2020
Key management personnel	$ 9,222	$ 85,920
	$ 9,222	$ 85,920

Key management personnel compensation (consisting of senior officers and directors of the Company):

	Year ended	
	31-Dec-21	31-Dec-20
Short-term benefits *	$ 1,185,000	$ 825,000
Bonus shares *	1,603,800	-
Directors' fees **	305,000	405,000
Share-based compensation	-	657,213
Total remuneration	$ 3,093,800	$ 1,887,213

* Amounts are included within wages and benefits on the statement of income (loss) and comprehensive income (loss).

** Amounts are included within administration on the statement of income (loss) and comprehensive income (loss).

9. SEGMENTED INFORMATION

The Company has one operating segment focused on merchant banking as well as providing management services and pursuing the royalty streams from its previous potash project. All of the Company's equipment are located in Canada. All revenue is earned in Canada.

10. MANAGEMENT OF CAPITAL

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to invest to earn a risk-appropriate return for shareholders. The Company does not have any externally imposed capital requirements to which it is subject. The capital of the Company consists of items in shareholders' equity. The Company had no bank indebtedness at December 31, 2021. The Board of Directors do not establish quantitative return on capital criteria for management, but rather rely on the expertise of the Company's management to sustain future development of the business.

The Company manages the capital structure and makes adjustments to it in light of changes in available funds, economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may issue new shares, borrow money, or dispose of assets to adjust the amount of cash.

The Company's investment policy is to invest its cash necessary to fund operations for the next 12 months in demand investment instruments in high credit quality financial institutions to provide liquidity over the expected time of expenditures from continuing operations. The Company also invests some of its excess cash in common shares and other securities of private and public companies.

There were no significant changes in the Company's approach to capital management during the year ended December 31, 2021.

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

IFRS 7, Financial Instruments: Disclosures, establishes a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

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. as prices) or indirectly (i.e. derived from prices); and

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

The Company's financial instruments include cash, investments, receivables, and accounts payable and accrued liabilities.

The carrying values of cash, receivables, and accounts payable and accrued liabilities approximate fair value because of the short-term nature of these instruments.

As at December 31, 2021, the Company's classification of financial instruments measured at fair value within the fair value hierarchy are summarized below:

	Level 1	Level 2	Level 3	Total
Equity investments	$ 9,222,731	$ 425,405	$ 2,626,159	$ 12,274,295

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd...)

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

The Company's credit risk is primarily attributable to cash, investment in loans and receivables. The Company has no significant concentration of credit risk arising from operations. Cash is held at reputable financial institutions, from which management believes the risk of loss to be remote. Receivables consist primarily of amounts due from government agencies, and from management services customers, which the Company believes will be fully collected.

Liquidity risk

As at December 31, 2021, the Company had a cash balance of $184,570 to settle current liabilities of $279,514. The Company also has $12,476,487 in current investments that can be easily liquidated to cash. The Company is not subject to significant liquidity risk.

Interest rate risk

The Company has cash balances subject to fluctuations in the prime rate. The Company's current policy is to invest some of excess cash in investment-grade highly liquid demand deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. Management believes that interest rate risk is remote as cash deposits are payable on demand and the Company currently does not carry interest bearing debt at floating rates. Fluctuations in interest rates may impact the value of the Company's investments in publicly traded common shares.

Foreign currency risk

The Company's functional currency is the Canadian dollar; however, there are few transactions and investments in U.S. dollars and the Company keeps some of its cash in U.S. currency. The Company is exposed to financial risk arising from fluctuations in foreign exchange rates and the degree of volatility in these rates. The Company does not use derivative instruments to reduce its exposure to foreign currency risk. A 10% change in the foreign exchange rate would have had an approximate $12,000 impact on foreign exchange gain or loss.

Market risk

Market risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will fluctuate due to changes in market prices. The value of financial instruments can be affected by changes in interest rates, foreign exchange rates, and equity and commodity prices. The Company is exposed to market risk in trading its investments and unfavourable market conditions could result in dispositions of investments at less than favourable prices. The Company's investments are primarily concentrated in the natural resources, junior healthcare, and technology industries, which results in exposure to higher volatility than broader market investments and indexes. The Company's investments are accounted for at fair value and are sensitive to changes in market bid prices, such that changes in market prices result in a proportionate change in the carrying value of the Company's investments. The Company holds investments in private and public traded equity securities. Market prices for equity securities are subject to fluctuation and consequently the amount realized in the subsequent sale of an investment may significantly differ from the reported market value. Some investments may not be very liquid, and dispositions may take time or may be sold at less than market prices. A 10% change in the fair values of the Company's investments at December 31, 2021 would have an $1,255,074 impact on results from operations.

(Expressed in CAD Dollars)

12. INCOME TAXES

A reconciliation of income taxes at statutory rates with the reported taxes is as follows:

	2021	2020
Income (loss) for the year	$ (4,093,503)	$ 6,203,132
Expected income tax (recovery)	$ (1,105,000)	$ 1,675,000
Change in statutory, foreign tax, foreign exchange rates and other	26,000	207,000
Permanent difference	(301,000)	250,000
Adjustment to prior years provision versus statutory returns	(11,653,000)	(157,000)
Change in unrecognized deductible temporary differences	13,033,000	(1,975,000)
Total income tax expense (recovery)	$ -	$ -

The significant components of the Company's deferred tax assets that have not been recognized on the consolidated statement of financial position are as follows:

	2021	2020
Deferred tax assets (liabilities)		
Investment tax credits	$ 29,000	$ 29,000
Property and equipment	28,000	6,000
Share issue costs	14,000	31,000
Allowable capital losses	10,215,000	17,000
Non-capital losses available for future period	11,016,000	8,186,000
	21,302,000	8,269,000
Unrecognized deferred tax assets	(21,302,000)	(8,269,000)
Net deferred tax assets	$ -	$ -

(Expressed in CAD Dollars)

12. INCOME TAXES (cont'd...)

The significant components of the Company's temporary differences, unused tax credits and unused tax losses that have not been included on the consolidated statement of financial position are as follows:

	2021	Expiry Date Range	2020	Expiry Date Range
Temporary differences				
Investment tax credit	$ 40,000	2026 to 2027	$ 40,000	2026 to 2027
Property and equipment	99,000	No expiry date	21,000	No expiry date
Share issue costs	52,000	2042	114,000	2041 to 2042
Allowable capital losses	37,832,000	No expiry date	64,000	No expiry date
Non-capital losses available for future period	44,665,000	2025 onwards	30,419,000	2025 to 2040
Canada	35,741,000	2025 to 2041	39,583,000	2025 to 2040
USA	1,333,000	2027 onwards	1,337,000	2027 onwards

Tax attributes are subject to review, and potential adjustment, by tax authorities.

13. CONTINGENCIES

The Company is involved in certain claims and legal actions in the ordinary course of business. In the opinion of management, the ultimate disposition of these matters is not determinable. No amounts have been accrued in the financial statements as of December 31, 2021.

14. SUBSEQUENT EVENTS

In February 2022, the Company has renewed its NCIB to acquire up to 2,354,014 of its common shares, representing 5% of its issued and outstanding common shares.

In early 2022, the Company has purchased another 506,939 common shares for a total of $76,373 at an average price of $0.15 /share under the Normal Course Issuer Bid. Any common shares purchased pursuant to the NCIB were cancelled by the Company.

In January 2022, on consent of the option holders, the Company cancelled 2,614,000 stock options exercisable at $0.50/stock option. In February 2022, the Company issued 500,000 stock options exercisable at $0.165/stock option to a consultant.