BEE VECTORING TECHNOLOGIES INTERNATIONAL INC.

UNAUDITED CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022 and June 30, 2021

(expressed in Canadian Dollars)

NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

The accompanying unaudited condensed interim 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 condensed interim consolidated financial statements in accordance with standards established by the CPA Canada for a review of interim financial statements by an entity's auditor.

Bee Vectoring Technologies International Inc.
Condensed Interim Consolidated Statements of Financial Position (unaudited)
(expressed in Canadian Dollars)
As at

		June 30, 2022		September 30, 2021
ASSETS				
Current assets				
Cash	**$**	**394,447**	$	2,710,805
Accounts receivable		**243,003**		51,832
Sales tax receivable		**105,179**		55,222
Inventory *(note 4)*		**64,450**		31,650
Prepaid expense and deposits		**234,661**		75,750
		1,041,740		2,925,259
Long-term assets				
Right of use asset (*note 5*)		**25,275**		82,137
Intangible assets *(note 7)*		**1,952,098**		1,918,024
Equipment *(note 6)*		**379,726**		327,187
	$	**3,398,839**	$	5,252,607
LIABILITIES				
Current liabilities				
Accounts payable and accrued liabilities	**$**	**1,376,467**	$	486,317
Lease liability *(note 9)*		**27,115**		78,508
		1,403,582		564,825
Long-term liabilities				
Lease liability *(note 9)*		**-**		6,851
Loans payable *(note 10)*		**124,435**		150,403
		1,528,017		722,079
Shareholders' equity				
Share capital *(note 11)*		**23,029,595**		22,800,545
Shares to be issued *(note 21)*		**264,645**		-
Warrants *(note 11, 12)*		**1,370,596**		2,072,846
Contributed surplus *(note 13)*		**6,809,510**		5,717,131
Accumulated other comprehensive loss		**(36,180)**		(14,509)
Accumulated deficit		**(29,567,344)**		(26,045,485)
		1,870,822		4,530,528
	$	**3,398,839**	$	5,252,607

NATURE OF OPERATIONS AND GOING CONCERN (Note 1)
COMMITMENT (Note 19)

Approved by the Board of Directors

"Michael Collinson" — Director

"Jim Molyneux" — Director

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

Bee Vectoring Technologies International Inc.
Condensed Interim Consolidated Statements of Loss and Comprehensive Loss (unaudited)
For the three and nine months ended June 30, 2022 and June 30, 2021
(expressed in Canadian Dollars)

	Three months ended June 30,		Nine months ended June 30,	
	2022	2021	**2022**	2021
Sales *(note 17)*	**$ 153,629**	$ 70,784	**$ 479,179**	$ 405,686
Cost of sales	**54,902**	47,637	**215,618**	247,502
Gross profit	**98,727**	23,147	**263,561**	158,184
Expenses				
Office and general (*note 18*)	**568,946**	680,085	**1,694,459**	1,757,023
Investor and public relations	**64,458**	109,066	**363,253**	380,455
Sales, advertising and marketing	**170,878**	120,914	**406,075**	360,638
Share based payments (*note 13*)	**-**	38,636	**569,179**	175,825
Trials, Research and development	**249,152**	204,694	**769,136**	466,253
Royalty payments	**-**	-	**1,569**	2,677
Total expenses	**1,053,434**	1,153,395	**3,803,671**	3,142,871
Loss before other items	**(954,707)**	(1,130,248)	**(3,540,110)**	(2,984,687)
Loss on foreign exchange	**2,106**	(2,366)	**(7,281)**	(5,977)
Gain on forgiveness of government loan	**26,566**	-	**26,566**	
Interest and other income	**(351)**	-	**(1,034)**	21,210
Net loss	**$ (926,386)**	$ (1,132,614)	**$ (3,521,859)**	$(2,969,454)
Weighted average number of common shares outstanding - basic and diluted	**117,154,611**	115,482,619	**116,937,424**	106,531,484
Basic and diluted loss per common share (note 14)	**$ (0.01)**	$ (0.01)	**$ (0.03)**	$ (0.03)

Bee Vectoring Technologies International Inc.
Condensed Interim Consolidated Statements of Loss and Comprehensive Loss (unaudited) (continued)
For the three and nine months ended June 30, 2022 and June 30, 2021
(expressed in Canadian Dollars)

	Three months ended June 30,		Nine months ended June 30,	
	2022	**2021**	**2022**	**2021**
Net loss	**$ (926,386)**	$ (1,132,614)	**$ (3,521,859)**	$ (2,969,454)
Other comprehensive income				
Items that may be subsequently reclassified to earnings:				
Exchange differences on translating foreign operations	**(20,029)**	5,067	**(21,671)**	(3,157)
Comprehensive loss	**$ (946,415)**	$ (1,127,547)	**$ (3,543,530)**	$ (2,972,611)

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

Bee Vectoring Technologies International Inc.
Condensed Interim Consolidated Statements of Cash Flows (unaudited)
For the nine months ended June 30, 2022 and June 30, 2021
(expressed in Canadian Dollars)

	2022	2021
Cash used in operating activities		
Net loss	**$ (3,521,859)**	$ (2,969,454)
Items not affecting cash		
Share based payments (*note 13*)	**569,179**	175,825
Shares issued for services (*note 13*)	**-**	361,875
Foreign exchange impact	**(21,641)**	(2,781)
Lease interest	**3,865**	-
Gain on forgiveness of government loan	**(26,566)**	-
Depreciation and amortization *(note 5, 6, and 7)*	**162,934**	133,012
Net changes in non-cash working capital items		
Sales tax and other receivables	**(241,128)**	(115,530)
Prepaid expenses and deposits	**(158,911)**	137,959
Inventory	**(32,800)**	(76,753)
Accounts payable and accrued liabilities	**890,150**	74,959
	(2,376,777)	(2,280,888)
Cash used in investing activities		
Additions to intangible assets *(note 7)*	**(94,631)**	(115,091)
Additions to property, plant and equipment *(note 6)*	**(97,486)**	(87,529)
	(192,117)	(202,620)
Cash flow from financing activities		
Proceeds from loans	**-**	106,999
Lease payments	**(62,109)**	(47,680)
Proceeds from the exercise of options and warrants	**50,000**	1,660,500
Proceeds from the issue of shares and warrants	**-**	4,027,524
Proceeds received in advance of closing financing	**264,645**	-
Share issue costs	**-**	(204,895)
	252,536	5,542,448
(Decrease) Increase in cash	**(2,316,358)**	3,058,940
Cash, beginning of period	**2,710,805**	303,241
Cash, end of period	**$ 394,447**	$ 3,362,181

Supplemental cash flow information

	2022	2021
Cash paid for interest	$ 3,678	$ -
Non-cash transactions		
Stock option and RSU grants for compensation	$ 174,054	$ 537,700

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

Bee Vectoring Technologies International Inc.
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity (unaudited)
For the nine months ended June 30, 2022 and June 30, 2021
(expressed in Canadian Dollars)

	Share Capital							
	Number of shares	Amount	Shares to be issued	Warrants	Contributed Surplus	Accumulated other Comprehensive Income	Deficit	Total
Balance, September 30, 2020	93,604,603	$ 17,028,011	$ 102,510	$ 1,646,411	$ 4,651,144	$ (4,882)	$ (21,922,906)	$ 1,500,288
Share based compensation	-	-	-	-	175,825	-	-	175,825
Share based compensation	-	-	-	-	361,875	-	-	361,875
Issue of units from private placement	13,849,977	2,891,687	(102,510)	1,238,347	-	-	-	4,027,524
Share issue costs - cash	-	(204,895)	-	-	-	-	-	(204,895)
Share issue costs - broker warrants	-	(80,172)	-	80,172	-	-	-	-
Settlement of debt	3,000,000	800,000	-	-	-	-	-	800,000
Exercise of warrants	4,470,000	1,986,989	-	(326,489)	-	-	-	1,660,500
Exercise of RSUs	497,000	102,875	-	-	(102,875)	-	-	-
Net loss	-	-	-	-	-	(3,157)	(2,969,454)	(2,972,611)
Balance, June 30, 2021	**115,421,580**	**$ 22,524,495**	**$ -**	**$ 2,638,441**	**$ 5,085,969**	**$ (8,039)**	**$ (24,892,360)**	**$ 5,348,506**
Balance, September 30, 2021	116,499,611	22,800,545	-	2,072,846	5,717,131	(14,509)	(26,045,485)	4,530,528
Share based compensation (note 13)	-	-	-	-	569,179	-	-	569,179
Share subscriptions received in advance	-	-	264,645	-	-	-	-	264,645
Exercise of options (note 11)	200,000	88,000	-	-	(38,000)	-	-	50,000
Exercise of RSUs (note 11)	455,000	141,050	-	-	(141,050)	-	-	-
Exipiry of warrants	-	-	-	(702,250)	702,250	-	-	-
Net loss	-	-	-	-	-	(21,671)	(3,521,859)	(3,543,530)
Balance, June 30, 2022	**117,154,611**	**$ 23,029,595**	**$ 264,645**	**$ 1,370,596**	**$ 6,809,510**	**$ (36,180)**	**$ (29,567,344)**	**$ 1,870,822**

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

1. Nature of operations and going concern

Bee Vectoring Technologies International Inc. (the "Company") was incorporated under the laws of the province of British Columbia, Canada on May 20, 2011. The Company is focused on the control of pests and enhancement of crops and ornamentals through the use of biological controls in a variety of application processes.

The Company commenced trading on the TSX Venture Exchange under the symbol BEE on July 7, 2015. The address of the Company's registered and records office is 4160 Sladeview Cres. #7, Mississauga, Ontario. The Companies shares trade on the Canadian Stock Exchange under the symbol "BEE.C".

These condensed interim consolidated financial statements were approved for issuance by the Board of Directors on August 26, 2022.

Going concern assumption

These condensed interim consolidated financial statements are prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future.

The Company's ability to continue as a going concern is dependent upon, but not limited to, its ability to raise financing necessary to discharge its liabilities as they become due and generate positive cash flows from operations. On August 28, 2019 the Company received approval from the Environmental Protection Agency to sell its BioControl in the United States. To date the Company has not yet obtained regulatory approval to sell its BioControl from other regulatory bodies outside the US. The Company is currently also seeking regulatory approval in Mexico and Switzerland. During the nine months ended June 30, 2022, the Company incurred a net loss of $3,521,859 (2021 – $2,969,454), and as of that date, the Company's deficit was $29,567,344 (September 30, 2021 – $26,045,485). At June 30, 2022, the Company has current assets of $1,041,740 (September 30, 2021 - $2,925,259) and current liabilities of $1,403,582 (September 30, 2021 – $564,825) resulting in working capital (deficiency) of $361,842 (September 30, 2021 – ($2,360,434)).

These conditions have resulted in material uncertainties that may cast significant doubt about the Company's ability continue as a going concern in the foreseeable future. The condensed interim consolidated financial statements do not give effect to adjustments that may be necessary, should the Company be unable to continue as a going concern. If the going concern assumption is not used then the adjustments required to report the Company's assets and liabilities at liquidation values could be material to these consolidated financial statements.

The World Health Organization declared coronavirus and COVID-19 a global health emergency on January 30, 2020. 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. The agriculture industry is considered essential (for food supply), and while the Company is still able to service its customers, to date, the Company has been impacted as follows:

- New sales impacted as travel restrictions have made it difficult to conduct demonstrations to growers.
- Product registration process has slowed; and
- R&D activities negatively impacted by travel and access to researchers and labs.

1. Nature of operations and going concern (continued)

The Company cannot accurately predict the impact COVID-19 will have on its operations and the ability of others to meet their obligations with the Company, including uncertainties relating to the ultimate geographic spread of the virus, the severity of the disease, the duration of the outbreak, and the length of travel and quarantine restrictions imposed by governments of affected countries. In addition, a significant outbreak of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company's operations and ability to finance its operations. The impact of COVID-19 on the Company continues to result in material uncertainties that may cast significant doubt about the Company's ability to continue as a going concern in the foreseeable future.

2. Basis of presentation

a) Statement of compliance

These condensed interim consolidated financial statements are prepared and reported in Canadian dollars and have been prepared in accordance with International Financial Reporting Standards ("IFRS") applicable to the presentation of interim financial statements and International Accounting Standards ("IAS") 34, Interim Financial Reporting, as the accounting policies applied in these condensed interim consolidated financial statements are based on IFRS as issued, outstanding and effective on June 30, 2022.

b) Basis of measurement

The condensed interim consolidated financial statements have been prepared on an accrual basis, except for cash flow information, and are based on historical costs, modified, where applicable, by the measurement at fair value of selected financial assets and financial liabilities. The condensed interim consolidated financial statements are presented in Canadian dollars, which is also the Company's functional currency.

c) Significant accounting estimates and judgments

The preparation of these condensed interim consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the condensed interim consolidated financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these judgments and estimates. The condensed interim consolidated financial statements include judgments and estimates which, by their nature, are uncertain.

The estimates and underlying assumptions are reviewed on an ongoing basis. The impacts of such judgments and estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences.

Revisions to accounting estimates are recognized in the period in which the estimate is revised and also in future periods when the revision affects both current and future periods.

Significant assumptions about the future and other sources of judgments and estimates that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

Estimates

Impairment of long-lived assets
The assessment of any of impairment equipment, right-of-use asset and intangible assets is dependent upon estimates of recoverable amounts. As the recoverable amount is the higher of fair value less costs of disposal and value in use, management must consider factors such as economic and market conditions, estimated future cash flows, discount rates and asset specific risks.

2. Basis of presentation (continued)

Determination of CGUs
Management is required to use judgement in determining which assets or group of assets make up appropriate CGUs for the level at which goodwill and intangible assets with indefinite lives are tested for impairment. A CGU is defined as the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets.

Useful life of equipment, right-of-use asset and intangible assets
Depreciation and amortization of equipment, right-of-use asset and intangible assets with finite lives are dependent upon estimates of useful lives and when the asset is available for use, which are determined through the exercise of judgment and are dependent upon estimates that take into account factors such as economic and market conditions, frequency of use, anticipated changes in laws and technological improvements.

Valuation of share-based payments
The Company uses the Black-Scholes Option Pricing Model to calculate the fair value of stock options and of common share purchase warrants issued. The model requires the input of subjective assumptions including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate. Estimates are used for valuing RSUs granted for determining vesting dates when RSU's are granted with vesting conditions that are based on non-market performance conditions and milestones.

Judgments

Capitalization of development costs
Initial capitalization of development costs is based on management's judgment that technological and economic feasibility is confirmed, usually when the product development project has reached a defined milestone according to an established project management model.

Capitalization of regulatory costs
Initial capitalization of regulatory costs is based on management's judgment that future economic benefits attributable to the Companies assets will flow to the Company.

Functional currency
In concluding on the functional currency of the parent and its subsidiary companies, management considered the currency that mainly influences sales and the cost of providing goods and services in each jurisdiction in which the Company operates. The Company also considered secondary indicators including the currency in which funds from financing activities are denominated, the currency in which funds are retained and whether the activities of the subsidiaries are carried out as an extension of the Company or if they are carried out with a degree of autonomy.

Income taxes and recoverability of potential deferred tax assets

Income taxes and tax exposures recognized in the condensed interim consolidated financial statements reflect management's best estimate based on facts known at the reporting date. When the Company anticipates a future income tax payment based on its estimates, it recognizes a liability. The difference between the expected amount and the final tax outcome has an impact on current and deferred taxes when the Company becomes aware of this difference. In addition, when the Company incurs losses for income tax purposes, it assesses the probability of taxable income being available in the future based on its budgeted forecasts. These forecasts are adjusted to take into account certain non-taxable income and expenses and specific rules on the use of unused credits and tax losses. When the forecasts indicate that sufficient future taxable income will be available to deduct the temporary differences, a deferred tax asset is recognized for all deductible temporary differences.

Going concern
The company applies judgment in assessing whether material uncertainties exist that would cause doubt as to whether the company could continue as a going concern.

(expressed in Canadian dollars)

2. Basis of presentation (continued)

d) Basis of consolidation

These condensed interim consolidated financial statements include the accounts of the Company and those of its wholly-owned subsidiaries Bee Vectoring Technology Inc. (Canadian), and Bee Vectoring Technology USA Corp (United States) ("BVT USA").

The functional currency of the Company and its Canadian subsidiary is the Canadian Dollar, which is the presentation currency of the consolidated financial statements. The functional currency of BVT USA is the United States dollar.

All intercompany transactions and balances have been eliminated in preparing the consolidated financial statements.

3. Significant accounting policies

The same accounting policies and methods of computation were followed in the preparation of these condensed interim consolidated financial statements as were followed in the preparation and described in Note 3 of the annual consolidated financial statements as at and for the year ended September 30, 2021, with the exception of new and revised standards along with any consequential amendments, effective October 1, 2021. Accordingly, these condensed interim consolidated financial statements for the Three and nine months ended June 30, 2022 and 2021 should be read together with the annual consolidated financial statements as at and for the year ended September 30, 2021.

4. Inventory

	June 30, 2022	**September 31, 2021**
Raw materials	$ 61,179	$ 31,650
Finished goods	3,271	-
Total	$ 64,450	$ 31,650

During the nine months ended June 30, 2022, $215,618 (2021 - $199,865) of inventory was recognized as cost of sales. There was no inventory write downs in 2022 and 2021. No inventory was pledged as collateral.

5. Right of use asset

	Office Lease
Balance, September 30, 2020	$ -
Additions - leases	151,635
Depreciation	(69,498)
Balance, September 30, 2021	$ 82,137
Depreciation	(56,862)
Balance, June 30, 2022	$ 25,275

Leases are depreciated over their term, being 2 years.

(expressed in Canadian dollars)

6. Equipment

	Equipment	Computer	Furniture	Site equipment	Telehpone Equipment	Vehicle	Total
Cost							
As at September 30, 2020	$ 15,909	$ 17,823	$ 12,467	$ 417,705	$ 24,931	$ -	$ 488,835
Additions	-	11,561	-	114,006	-	65,832	191,399
Allowances	-	642	-	-	-	-	642
As at September 30, 2021	15,909	30,026	12,467	531,711	24,931	65,832	680,876
Additions	-	1,543	-	95,943	-	-	97,486
Foreign currency adjustment	-	478	-	-	-	-	478
As at June 30, 2022	$ 15,909	$ 32,047	$ 12,467	$ 627,654	$ 24,931	$ 65,832	$ 778,840
	-	-	-	-	-		
Accumulated depreciation							
As at September 30, 2020	$ 2,574	$ 15,877	$ 8,379	$ 264,691	$ 15,640	$ -	$ 307,161
Additions	1,530	3,013	817	32,727	1,858	6,583	$ 46,528
As at September 30, 2021	4,104	18,890	9,196	297,418	17,498	6,583	353,689
Additions	597	3,359	490	20,114	1,115	19,750	45,425
As at June 30, 2022	$ 4,701	$ 22,249	$ 9,686	$ 317,532	$ 18,613	$ 26,333	$ 399,114
				-			
Net book value							
As at September 30, 2021	$ 11,805	$ 11,136	$ 3,271	$ 234,293	$ 7,433	$ 59,249	$ 327,187
As at June 30, 2022	$ 11,208	$ 9,798	$ 2,781	$ 310,122	$ 6,318	$ 39,499	$ 379,726

(expressed in Canadian dollars)

7. Intangible assets

	Available-for-use			Work-in-process		Total
	Patents	Regulatory cost	Development	Patents	Regulatory cost	
Cost						
As at September 30, 2020	$ 523,251	$ 404,047	$ 316,325	$ 676,326	$ 62,950	$ 1,982,899
Additions	-	-	-	109,407	51,173	160,580
Re-class to available for use	147,675			(147,675)		-
Write-off of abandoned patents	(1,350)	-	-	-	-	(1,350)
Foreign currency adjustment	-	-	-	-	(277)	(277)
As at September 30, 2021	669,576	404,047	316,325	638,058	113,846	2,141,852
Additions	-	-	-	47,083	47,548	94,631
Re-class to available for use	1,935	-	-	(1,935)	-	-
Foreign currency adjustment	-	-	-	-	88	88
As at June 30, 2022	$ 671,511	$ 404,047	$ 316,325	$ 683,206	$ 161,482	$ 2,236,571
Accumulated amortization						
As at September 30, 2020	$ 99,685	$ 20,917	$ 23,006	$ -	$ -	$ 143,608
Additions	44,370	20,202	15,816			80,389
Write-off of abandoned patents	(169)	-	-	-	-	(169)
As at September 30, 2021	143,886	41,119	38,822	-	-	223,827
Additions	33,632	15,152	11,862	-	-	60,646
As at June 30, 2022	$ 177,517	$ 56,271	$ 50,684	$ -	$ -	$ 284,473
Net book value						
As at September 30, 2021	$ 525,690	$ 362,928	$ 277,503	$ 638,058	$ 113,846	$ 1,918,024
As at June 30, 2022	$ 493,993	$ 347,776	$ 265,641	$ 683,206	$ 161,482	$ 1,952,098

8. Related party balances and transactions

Key management includes members of the board, the Chief Executive Officer and the Chief Financial Officer. The aggregate value of transactions relating to key management personnel and entities over which they have control or significant influence were as follows for the nine months ended June 30, 2022 and June 30, 2021:

	2022	2021
*CEO fees (i)	**$ 276,125**	$ 236,843
*CFO fees (ii)	**22,500**	22,500
*Consulting fees charged by a Chelsian Sales & Service (iii)	**45,000**	45,000
*Consulting fees charged Flueckiger Consulting (iv)	**-**	22,079
*Consulting fees charged Exelerate Inc. (vii)	**37,609**	-
Share based payments	**276,565**	53,350
	$ 657,799	$ 379,772

**Represents key management remuneration*

(i) Salary and/or consulting fees paid to the CEO for services rendered. As at June 30, 2022, $105,650 (September 30, 2021 - $20,438) is owed to the CEO.

(ii) Consulting fees charged by CFO Advantage Inc, a corporation owed by the CFO of the Company, for services of the Chief Financial Officer. As at June 30, 2022 $14,125 (2021 –$325) was owed to CFO Advantage Inc.

(iii) Consulting fees charged by Chelsian Sales & Service Inc, a corporation owned by a director, for assisting with day-to-day operations. As at June 30, 2022 $18,250 (2021 –$1,300) was owed to Chelsian Sales and Service Inc.

(expressed in Canadian dollars)

8. Related party balances and transactions (continued)

(iv) Consulting fees charged by Flueckiger Consulting, a corporation owned by a former director of the Company, for reviewing product development and marketing plans, reviewing data from trials, and other services as required.

(v) The Company employs a relative of a director of the Company as sales manager. During the nine months ended June 30, 2022, the employee earned a salary and benefits of $83,740 (2021 - $76,083).

(vi) Consulting fees charged by Exelerate Inc, a corporation owned by a director of the Company, for governance and business development services.

9. Lease liability

Balance, September 30, 2020	$ -
Additions	151,635
Interest expense	9,635
Lease payments	(75,911)
Balance, September 30, 2021	$ 85,359
Interest expense	3,865
Lease payments	(62,109)
Balance, June 30, 2022	$ 27,115

Allocated as:	**June 30, 2022**
Current	$ 27,115
Long Term	$ -

The Company entered into a two-year extension on the lease of its office and production facility. The lease commenced on November 1, 2020 for a period of two years until October 31, 2022, with no further options to renew at the current terms. Under the lease, the Company is required to pay a monthly base rent of $6,901. At the commencement of the lease, the lease liability was measured at the present value of the lease payments that were not paid at that date. The lease payments are discounted using an interest rate of 8.62%, which is the Company's incremental borrowing rate in Canada.

10. Loans payable

(i) On May 1, 2020, the Company received a $40,000 Canada Emergency Business Account loan. Up to $10,000 of that amount will be eligible for loan forgiveness if $30,000 is fully repaid on or before December 31, 2022. As at September 30, 2021, none of the loan has been repaid. If the loan is not repaid by December 31, 2022, it will be extended for an additional 3-year term bearing an interest rate of 5% per annum. The loan can be repaid at any time without penalty and no principal payments are required until December 31, 2025 when the full amount of the loan is due. Monthly interest must be paid during the additional 3-year term. An additional, $20,000 was receive in January, 2021 under the same terms and conditions.

(ii) On May 5, 2020, the Company received a U.S Small Business Administration ("SBA") paycheque loan of $40,629. The loan bears an interest rate of 1%, and matures 2 years from the date of issuance (this loan was forgiven in fiscal 2021). An additional $23,999, was received in March 2021 under the same terms. The Company submitted a loan forgiveness application related to this loan and subsequently, was forgiven in full.

(iii) In June 2021, the Company received a US$50,000 loan to finance a vehicle. The loan bears interest at 2.15% and has a 5-year term with interest only payments.

10. Loans payable (continued)

Pursuant to IAS 20, Accounting for Government Grants and Disclosure of Government Assistance, the benefit of a government loan at below - market rate is treated as a government grant and measured in accordance with IFRS 9, Financial Instruments. The benefit of below - market rate shall be measured as the difference between the initial carrying value of the loan (being the present value of a similar loan at market rates) and the proceeds received. The Company has estimated the initial carrying value of each initial CEBA and SBA loan at a total of $96,138 using a discount rate of 2.15%, which was the estimated rate for a similar loan without the interest - free component (ie the vehicle loan in (iii) above). The difference will be accreted to each CEBA loan liability over the term of the CEBA Loan and offset to other income on the statements of loss and comprehensive loss.

11. Share capital

Authorized - Unlimited number of common shares without par value
Issued and outstanding

(i) On October 7, 2020, the Company closed a non-brokered private placement of 2,661,366 units (“Units”) at a price of $0.24 per Unit for gross aggregate proceeds of $638,727. Each Unit consisted of one common share (a “Share”) and one transferable common Share purchase warrant (a “Warrant”). Each Warrant entitles the holder, on exercise, to purchase one additional Share for a period of 24 months following the closing, at an exercise price of CAD$0.40 per Share. Should the 10-day volume weight average price of the Shares, as traded on the CSE, be equal to or greater than a 100% premium to the Warrant exercise price prior to the expiry date of the applicable Warrants, the Company may accelerate the expiry date (“Accelerated Expiry Date”) of the Warrants by providing the Warrant holders with notice (the “Acceleration Notice”) of its election to do so. The Accelerated Expiry Date referenced in an Acceleration Notice may be no earlier than the 30th day from the date on which such Accelerated Expiry Date is delivered to the warrant holders. For greater certainty, the Acceleration Notice may not be delivered to the subscribers prior to the Warrant exercise date. The Warrants were valued at $184,656 using relative fair value method with the warrants fair value determined by using the black scholes option pricing model using the following assumptions: Term – 2 years; Volatility – 92%; Interest rate – 0.28%.

The Company paid commissions to finders under the private placements consisting of cash fees of $1,025 and the issue of 4,270 finder's warrants (with the same terms as noted above). The finder’s warrants were valued at $520 using the Black-Scholes option pricing model. Other legal issue costs amounted to $4,565.

(ii) On December 17, 2020, the Company closed a non-brokered private placement of 1,111,111 units ("Units") at a price of $0.24 per Unit for gross aggregate proceeds of $266,666. This financing is on the same terms as the October 7, 2020 private placement. The Warrants were valued at $74,721 using relative fair value method with the warrants fair value determined by using the black scholes option pricing model using the following assumptions: Term – 2 years; Volatility – 92%; Interest rate – 0.28%.

Legal issue costs on the financing amounted to $4,534.

(iii) On February 4, 2021, the Company closed a non-brokered private placement of 7,306,625 units at a price of $0.32 per unit for gross aggregate proceeds of $2,338,120. Each unit consists of one common share and one transferable common Share purchase warrant. Each warrant entitles the holder, on exercise, to purchase one additional share for a period of 24 months following the closing, at an exercise price of $0.525 per Share. The Warrants were valued at $716,928 using relative fair value method with the warrants fair value determined by using the black scholes option pricing model using the following assumptions: Term – 2 years; Volatility – 92%; Interest rate – 0.28%.

(iv) On February 26, 2021, the Company closed the second tranche of the February 4, 2021 private placement issuing 2,770,875 units at a price of $0.32 per unit for gross aggregate proceeds of $886,522. The Warrants were valued at $262,042 using relative fair value method with the warrants fair value determined by using the black scholes option pricing model using the following assumptions: Term – 2 years; Volatility – 91%; Interest rate – 0.28%.

(expressed in Canadian dollars)

11. Share capital (continued)

Finders fees for the February 4, 2021 and February 26, 2021 tranches totaled $194,771 cash and 608,036 warrants exercisable to purchase one additional share per warrant with an exercise price of $0.425 for a period of 2 years from issuance. The Finders warrants were valued at $79,652, using the black scholes option pricing model using the following assumptions: Term – 2 years; Volatility – 91%; Interest rate – 0.28%.

(v) During the year ended September 30, 2021, 802,000 RSUs were exercised. The RSUs had a fair value of $253,120.

(vi) On December 17, 2020, the Company reached agreements with arms-length parties to settle outstanding accounts payable of $800,000 (of which $400,000 was outstanding as at September 30, 2020) for consulting services provided to the Company, in consideration for the issuance of 3,000,000 shares.

(vii) During the year ended September 30, 2021, 4,710,000 warrants were exercised for proceeds of $1,660,500. The warrants had a fair value of $326,489.

(viii) During the year ended September 30, 2021, 533,031 options were exercised for proceeds of $103,941. The options had a fair value of $73,958.

(ix) During the nine months ended June 30, 2022, 455,000 RSUs were exercised. The RSUs had a fair value of $141,050.

(x) During the nine months ended June 30, 2022, 200,000 options were exercised for proceeds of $50,000. The options had a fair value of $38,000.

12. Warrants

The warrants issued and outstanding as at June 30, 2022 and September 30, 2021 are as follows:

	Number of warrants		Weighted average strike price
Balance, September 30, 2019	21,582,145	$	0.40
Issued with private placement (Note 11(v) & (vi))	3,776,747	$	0.40
Issued with private placement (Note 11(vii) & (viii))	10,077,500	$	0.525
Issued with private placement (Note 11(viii))	608,036	$	0.425
Exercised	(4,710,000)	$	0.35
Expired	(13,731,708)	$	0.39
Balance, September 30, 2021 and June 30, 2022	17,602,720	$	0.50
Expired	(3,140,437)	$	0.54
	14,462,283	$	0.49

The warrants entitle the holders to purchase the stated number of common shares at the exercise price on or before the expiry date. At June 30, 2022, the following warrants were outstanding and exercisable:

Strike price		Number	Weighted average remaining	Expiry date
$	0.40	2,665,636	0.02	10/07/2022
$	0.40	1,111,111	0.47	12/17/2022
$	0.525	7,306,625	0.60	02/04/2023
$	0.425	419,676	0.60	02/04/2023
$	0.525	2,770,875	0.65	02/26/2023
$	0.425	188,360	0.65	02/26/2023
		14,462,283	0.54	

(expressed in Canadian dollars)

13. Stock options and restricted share units

In 2020 the Board of Directors approved a restricted share unit plan (the "RSU Plan") and a 20% rolling stock option plan (the "Option Plan") to grant restricted share units ("RSU's") and incentive stock options ("Options") to directors, officers, key employees and consultants of the Company. Pursuant to the RSU Plan and the Option Plan, the Company may reserve up to a maximum of 20% of the issued and outstanding common shares pursuant to awards granted under the plans. The vesting of the options and RSU's are determined by the board when granted, and can have a maximum term of 10 years. The plans were approved by the shareholders on October 23, 2020. Previously, the Company had a fixed option plan, which authorized the Board of Directors to grant stock options to directors, officers, employees and consultants to acquire up to an aggregate 15,519,854 common shares of the Company.

Options

Below is a summary of transactions for the nine months ended June 30, 2022 and the year ended September 30, 2021:

Transaction	# Options	Weighted Average Strike Price
Balance, September 30, 2020	12,296,682	$0.29
Expired	(1,201,600)	$0.38
Exercised	(533,031)	$0.20
Granted	680,000	$0.36
Balance, September 30, 2021	11,242,051	$0.29
Expired	(1,963,751)	$0.38
Exercised	(200,000)	$0.25
Granted	2,575,000	$0.28
Balance, June 30, 2022	11,653,300	$0.28

As at June 30, 2022 the Company had the following stock options outstanding:

Date Issued	# Options	# Exercisable	Value	Exercise Price	Expiry date
6/30/2015	50,000	50,000	$ 15,900	$0.285	6/30/2025
7/6/2015	1,580,000	1,580,000	$502,440	$0.285	7/6/2025
8/30/2016	1,000,000	1,000,000	$310,000	$0.32	8/30/2026
3/1/2018	325,000	325,000	$61,750	$0.25	3/1/2023
3/28/2018	400,000	400,000	$76,000	$0.25	3/28/2023
2/27/2019	25,000	25,000	$3,125	$0.16	2/7/2024
3/22/2019	1,193,300	1,193,300	$167,061	$0.20	3/22/2024
9/16/2019	50,000	50,000	$9,800	$0.24	9/16/2024
10/30/2019	3,775,000	3,775,000	$1,026,800	$0.31	10/30/2024
11/24/2020	275,000	275,000	$53,350	$0.29	11/24/2025
02/05/2021	155,000	155,000	$42,625	$0.41	02/05/2026
03/11/2021	150,000	150,000	$41,100	$0.41	03/11/2026
04/29/2021	100,000	100,000	$27,400	$0.365	04/29/2026
10/05/2021	900,000	900,000	$161,655	$0.27	10/05/2026
02/28/2022	1,675,000	1,675,000	$363,465	$0.275	02/08/2023
	11,653,300	11,653,300			

(expressed in Canadian dollars)

13. Stock options and restricted share units (continued)

The fair values of the stock options granted were calculated using the Black-Scholes Option Pricing Model using the weighted average assumptions below. The weighted average expiry date of the options is 2.90 years. The weighted average exercise price of the options is $0.28.

	Three months ended June 30, 2022	Year ended September 30, 2021
Risk-free interest rate	0.40%	0.40%
Expected life of options	5-10 years	5 years
Annualized volatility	86%	86%
Dividend rate	0%	0%
Weighted average fair value per options	$0.18 - $0.22	$0.24

Restricted share units (“RSU’s”)

Below is a summary of transactions for the nine months ended June 30, 2022 and the year ended September 30, 2021:

Transaction	**# RSUs**
Balance, September 30, 2020	50,000
Granted	2,705,000
Exercised	(802,000)
Balance, September 30, 2021	1,953,000
Granted	1,220,000
Expired	(55,000)
Exercised	(455,000)
Balance, June 30, 2022	2,663,000

As at June 30, 2022, the Company had the following RSUs outstanding:

Date Issued	**# RSUs**	**# Vested**	**Value per RSU**
04/24/2020	1,318,000	1,237,500	$0.31
06/18/2021	125,000	125,000	$0.32
10/05/2021	100,000	100,000	$0.27
02/08/2022	1,120,000	50,000	$0.275
	2,663,000	1,512,500	

The grant date fair value of the RSU equals the fair market value of the corresponding shares at the grant date. The fair value of these equity-settled awards is recognized as compensation expense with a corresponding increase in equity. The total amount expensed is recognized over the vesting period, which is the period over which all the specified vesting conditions should be satisfied.

14. Loss per share

The warrants and options outstanding were excluded from the computation of diluted loss per share for the Three and nine months ended June 30, 2022 and June 30, 2021 because their impact was anti-dilutive.

15. Financial instruments

Fair Value
Financial instruments of the Company as at June 30, 2022 and September 30, 2021 consist of cash, other receivables, accounts payable and accrued liabilities, and loans payable. There are no significant differences between the carrying amounts of the cash, other receivables and accounts payables and accrued liabilities reported on the consolidated statements of financial position and their estimated fair values because of the short-term maturities of these items. Loans payable are recognized initially and subsequently at amortized cost.

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

Market risk
Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise four types of risk: interest rate risk, foreign exchange risk, commodity price risk and other price risk, such as equity risk. Financial instruments affected by market risk include cash deposits.

Foreign currency risk
Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate as a result of a change in foreign exchange rates. The Company is exposed to foreign currency risk on cash, other receivables and accounts payable and loans denominated in U.S. dollars. The Company does not use derivative instruments to reduce its exposure to foreign currency risk. As at June 30, 2022, the Company had $57,280 of net financial instruments denominated in U.S. dollars. The effect on loss before income tax of a 10% change in the foreign currency against the Canadian dollar on the above-mentioned net monetary assets and liabilities of the Company is estimated to be an increase/decrease of $5,728, assuming that all other variables remained constant.

Interest rate risk
The Company is exposed to insignificant interest rate risk. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. Fluctuations in market interest rates do not have a significant impact on the Company's results of operations due to the short-term nature of interest bearing cash.

Credit risk
Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its obligations. The Company's maximum exposure to credit risk at the end of the reporting period is the carrying value of its financial assets (i.e. cash and accounts receivable). Cash is held with both financial institutions in Canada and the United States, and management believes that exposure to credit risk is not significant. The Company manages its credit risk related to trade and other receivables by establishing procedures to establish payment terms and approval policies of customers. In the opinion of management, the credit risk is moderate and no credit losses are expected.

Price risk
The Company is exposed to price risk. Price risk is the risk that the commodity prices that the Company charges are significantly influenced by its competitors and the commodity prices that the Company must charge to meet its competitors may not be sufficient to meet its expenses. The Company reduces the price risk by ensuring that it obtains information regarding the prices set by its competitors to ensure that its prices are appropriate to the unique attributes of its product and services. In the opinion of management, the price risk is low and is not material.

Liquidity risk
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company currently settles its financial obligations out of cash. The ability to do this relies on the Company raising financing in a timely manner and by maintaining sufficient cash in excess of anticipated needs. See note 1 for further disclosure on the going concern assumption.

The Company's accounts payable and accrued liabilities are subject to normal trade terms and have contractual maturities payable within 30 days for 2022 and 2021.

(expressed in Canadian dollars)

15. Financial instruments (continued)

At June 30, 2022, the Company has current assets of $1,041,740 (September 30, 2021 - $2,925,259) and current liabilities of $1,403,582 (September 30, 2020 – $564,825) resulting in working capital of $361,842 (September 30, 2021 – working capital ($2,360,434).

16. Capital management

The Company's objectives when managing capital are: to safeguard the Company's ability to continue as a going concern; to maintain an optimal capital structure, while ensuring the Company's strategic objectives are met and to provide an appropriate return to shareholders relative to the risk of the Company's underlying assets. The capital structure of the Company consists of equity attributable to common shareholders, comprised of issued capital, stock options, warrants, contributed surplus and deficit. The Company maintains and adjusts its capital structure based on changes in economic conditions and the Company's planned requirements. The Company may adjust its capital structure by issuing new equity, selling and/or acquiring assets, and controlling its capital expenditures program.

The Company is operating at a loss. As such, the Company is dependent on external financing to fund its activities. In order to pay for its operating expenses, the Company will spend its existing working capital and raise additional amounts as needed and if available.

As at June 30, 2022, managed capital was $1,870,822 (September 30, 2021 - $4,530,528). Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes to the Company's approach to capital management during the nine months ended June 30, 2022. The Company is not exposed to externally imposed capital requirements.

17. Sales

All revenue was earned for the rendering of services in the United States.

18. Office and general

For the Three and nine months ended June 30,	**2022**	**2021**	**2022**	2021
Accounting and audit	$ 3,800	$ 15,397	$ 77,958	$ 53,067
Amortization and depreciation	54,473	46,650	163,707	115,235
Consulting	137,306	220,146	291,191	574,289
Insurance	6,397	-	20,136	15,275
Legal and regulatory	(6,365)	29,540	13,267	49,482
Occupancy costs	9,191	10,765	32,864	47,090
Office and general	43,675	88,363	167,724	198,687
Salaries and benefits	252,177	217,322	744,726	570,624
Warehouse supplies	7,398	4,342	31,186	14,567
Transfer agent	6,056	11,921	17,680	42,514
Travel	54,838	35,639	134,020	76,193
	$ 568,946	$ 680,085	$ 1,694,459	$ 1,757,023

(expressed in Canadian dollars)

19. Commitment

Effective November 1, 2015, the Company has a lease commitment for premises, requiring the following approximate annual payments:

Year	Minimum lease payment
2022	$ 41,406
2023	$ 6,901

20. Segmented information

The Company's business consists of a single reportable segment. Details on a geographic basis are as follows:

Total long term assets	June 30, 2022	September 30, 2021
Canada	$ 2,307,136	$ 2,259,185
United States of America	49,963	68,163
	$ 2,357,099	$ 2,327,348

Revenues for the nine months ended June 30,	2022	2021
Canada	$ -	$ -
United States of America	479,179	334,902
	$ 479,179	$ 334,902

21. Subsequent events

On July 11, 2022, the Company closed a non-brokered private placement (the "Sorbie Private Placement") of units ("Units") and unsecured convertible notes ("Notes") to Sorbie Bornholm LP ("Sorbie"), an institutional investor, for gross proceeds of $3.8 million.

The Company issued the following securities to Sorbie in connection with the Sorbie Private Placement:

- 11,176,471 Units issued at a price of $0.17 per Unit. Each Unit consists of one common share of the Company (each, a "Share") and one Share purchase warrant (each, a "Warrant"), with each Warrant entitling the holder thereof to purchase one additional Share of the Company at an exercise price of $0.27 for a period of 36 months from issuance, unless such exercise period is accelerated or extended in accordance with the terms of the warrant instrument.
- 1,900 Notes in the principal amount of $1,000 per Note. The Notes bear an interest rate of 7% per annum for a period of three years. Interest on the Notes is to be paid semi-annually in advance (on June 30 and December 31) and may be satisfied, at the option of the Company, in cash or Shares, with such Shares being issued using the maximum allowable discount to the market price at the time. Each Note is convertible into 5,128 Shares, which represents a conversion price of $0.195, for a period of three years from the date of issuance, provided that conversion of the Notes is permitted only when the Shares issuable upon conversion, combined with the shareholdings of Sorbie immediately before the time of such conversion, does not take Sorbie's ownership interest in the Company above 9.9%. Each Note is issued together with 5,128 detachable Warrants (the "Detachable Warrants") which have the same terms as the Warrants, with the result that the Company issued 9,743,200 Detachable Warrants in connection with issuing the 1,900 Notes.
- In addition, 798 convertible notes (the "Payment Notes") were issued to Sorbie with 275 Payment Notes being issued in satisfaction of the $275,000 value payment that was payable by the Company in connection with Sorbie entering into the Sharing Agreement, and 523 Payment Notes being issued to Sorbie in satisfaction of the Benchmark Payment (as defined below). The Payment Notes have the same terms as the Notes, except they do not bear interest and do not provide for Detachable Warrants.

22. Subsequent events (continued)

• The first interest payment for the 1,900 Notes issued to Sorbie was paid concurrently with closing of the Sorbie Private Placement by the issuance of 431,770 Shares. Concurrently with closing the Private Placement, the Company entered into certain hedging arrangements with Sorbie governed by an ISDA Master Agreement dated July 11, 2022 and a sharing agreement dated July 11, 2022 (the "Sharing Agreement"). Pursuant to the terms of the Sharing Agreement, the gross proceeds of the Sorbie Private Placement (being $3.8 million) (the "Posted Support") were used to acquire UK government bonds as credit support to secure the Company's maximum potential exposure under the Sharing Agreement, with Sorbie retaining control and direction of such proceeds (including both the economic benefit and the risk resulting from fluctuations in the bond pricing and foreign exchange) until they are released back to the Company in accordance with the terms of the Sharing Agreement.