
RIFT VALLEY RESOURCES CORP.
CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
For the nine months ended September 30, 2022 and 2021

UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

In accordance with National Instrument 51-102 Part 4, subsection 4.3(3)(a) released by the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the condensed consolidated interim financial statements for the nine months ended September 30, 2022.

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

RIFT VALLEY RESOURCES CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
AS AT SEPTEMBER 30, 2022 AND DECEMBER 31, 2021
(Expressed in Canadian Dollars)

	Note	2022	2021
		\$	\$
ASSETS			
Current Assets			
Cash		5,160	2,686
GST receivable		6,350	23,232
Deposits and prepaid expenses		5,782	9,394
		17,293	35,312
Investment in private company	12	237,148	237,148
Convertible notes receivable	5	1,817,800	1,648,072
Deposits	4	21,600	21,450
		2,093,840	1,941,982
LIABILITIES			
Current Liabilities			
Accounts payable and accrued liabilities	6	268,095	150,020
		268,095	150,020
Decommissioning liabilities	4	21,600	21,450
		289,695	171,470
SHAREHOLDERS' EQUITY			
Share capital	7	7,352,787	7,352,787
Subscriptions received in advance		70,250	70,250
Contributed surplus		742,000	742,000
Deficit		(6,360,892)	(6,394,525)
		1,804,145	1,770,512
		2,093,840	1,941,982
NATURE AND CONTINUANCE OF OPERATIONS	1		
COMMITMENTS	11		

Approved on behalf of the Board:

"Thomas Kennedy"
Thomas Kennedy, CEO, Director

"Don Gordon"
Don Gordon, CFO, Director

RIFT VALLEY RESOURCES CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
FOR THE INTERIM NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2022 and 2021
(Expressed in Canadian Dollars)

	Note	<u>Nine Months Ended</u>		<u>Three Months Ended</u>	
		September	September	September	September
		30, 2022	30, 2021	30, 2022	30, 2021
				\$	\$
Expenses					
Consulting fees	6	70,125	697,377	27,435	289,975
Professional fees		55,076	45,981	2,500	7,075
Exchange fees		6,950	6,750	2,250	2,250
Office and miscellaneous		3,304	17,076	1,013	7,316
Transfer agent		640	1,960	640	620
Stock-based compensation		–	35,073	–	–
Travel and promotion		–	21,350	–	2,301
Rent and occupancy		–	25,542	–	8,514
Filing Fees		–	3,375	–	445
		(136,095)	(854,483)	(52,521)	(318,495)
Fair value adjustment on convertible note receivable	5	46,307	546	67,287	82,467
Interest income		123,421	78,690	41,592	33,280
Net income (loss) and comprehensive loss for the period		33,633	(775,246)	56,359	(202,748)
Income (loss) per share, Basic and Diluted		0.00*	(0.01)	0.00*	(0.00)*
Weighted average common shares outstanding		104,348,807	87,457,234	104,348,807	97,039,911

- Denotes loss per share of less than \$0.01

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

RIFT VALLEY RESOURCES CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIENCY)
FOR THE INTERIM NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2022 and 2021
(Expressed in Canadian Dollars)

	Note	Number of Shares	Amount \$	Subscriptions Received in Advance \$	Contributed Surplus \$	Accumulated Deficit \$	Total \$
Balance, December 31, 2020		75,898,698	5,561,946	114,205	708,427	(5,568,186)	816,392
Options issued for cash	7(b)	250,000	30,000	–	(12,500)	–	17,500
Shares issued for cash	7(b)	22,485,823	1,387,361	–	–	–	1,387,361
Share issue costs – finders' warrants	7(b)	–	(11,000)	–	11,000	–	–
Share issue costs - cash	7(b)	–	(15,520)	–	–	–	(15,520)
Subscriptions received in advance		–	–	237,770	–	–	237,770
Stock based compensation		–	–	–	35,073	–	35,073
Net income (loss)		–	–	–	–	(775,246)	(775,246)
Balance, September 30, 2021		98,634,521	6,952,787	351,975	742,000	(6,343,432)	1,703,330
Shares issued for cash	7(b)	5,714,286	400,000	–	–	–	400,000
Subscriptions received in advance	7(b)	–	–	(281,725)	–	–	(291,845)
Net income (loss)		–	–	–	–	(51,093)	(51,093)
Balance, December 31, 2021		104,348,807	7,352,787	70,250	742,000	(6,394,525)	1,770,512
Net income (loss)		–	–	–	–	33,633	33,363
Balance, September 30, 2022		104,348,807	7,352,787	70,250	742,000	(6,360,892)	1,804,145

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

RIFT VALLEY RESOURCES CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
FOR THE INTERIM NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2022 and 2021
(Expressed in Canadian Dollars)

	Note	2022	2021
		\$	\$
CASH PROVIDED BY (USED IN):			
OPERATING ACTIVITIES			
Net income (loss) and comprehensive loss for the period		33,633	(775,246)
Adjustments to Reconcile Net Loss to Net Cash used in Operations:			
Stock-based compensation		–	35,073
Accrued interest		(123,421)	(78,690)
Fair value (gain) loss on convertible notes receivable		(46,307)	(546)
Changes in non-cash working capital balances:			
GST receivable		16,882	(11,537)
Deposits and prepaid expenses		3,612	(248)
Accounts payable and accrued liabilities		118,075	42,665
Cash used in operating activities		2,474	(788,529)
INVESTING ACTIVITIES			
Purchase of convertible notes	5	–	(857,491)
Cash used in investing activities		–	(857,491)
FINANCING ACTIVITIES			
Share capital received	7	–	1,389,341
Subscriptions received in advance		–	237,770
Cash provided by financing activities		–	1,627,111
(Decrease) Increase in cash during the period		2,474	(18,909)
Cash, beginning of the period		2,686	134,348
Cash, end of the period		5,160	115,439
SUPPLEMENTAL DISCLOSURES:			
Cash paid for interest		–	–
Cash paid for income taxes		–	–

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

RIFT VALLEY RESOURCES CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE INTERIM NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2022 and 2021

(Expressed in Canadian Dollars)

1. NATURE AND CONTINUANCE OF OPERATIONS

Rift Valley Resources Corp. (the “Company” or “Rift Valley”) was incorporated under the Laws of the Province of British Columbia on December 14, 2009. On March 20, 2013, Rift Valley amalgamated with Avatar Ocean Technology Inc. (“Avatar”), a reporting issuer and continued under the name Rift Valley Resources Corp. (the “Company” or “Rift Valley”). The address of the Company’s corporate office and its principal place of business is #400 1681 Chestnut Street, Vancouver, British Columbia, Canada. The Company’s shares were listed on the Canadian Securities Exchange on August 27, 2013.

The Company began operations on September 19, 2011 and its principal business activity was the acquisition, exploration and development of mineral properties in British Columbia, Canada. The Company impaired its mineral property during the year ended December 31, 2015. As of September 30, 2022, the Company’s principal business activity was the evaluation of a wireless service business and other business opportunities.

The Company has never generated revenue or positive cash flows from operations. For the nine months ended September 30, 2022, the Company reported net income of \$33,633 (2021 – net loss of \$572,499), cash flow from operating activities of \$2,474 (2021 – negative cash flow \$788,529) and an accumulated deficit of \$6,360,892 (December 31, 2021 – \$6,394,525). These material uncertainties may cast significant doubt about the Company’s ability to continue as a going concern. The Company’s ability to continue its operations as intended are dependent on its ability to obtain necessary financing and raise capital sufficient to cover its telecom project development costs.

In early March 2020, there was a global outbreak of coronavirus (COVID-19) that has resulted in changes in global supply and demand of certain products and services. These changes, including a potential economic downturn and any potential resulting direct and indirect negative impact to the Company cannot be determined, but they could have a prospective material impact to the Company’s telecom project development activities, cash flows and liquidity.

These condensed consolidated interim financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in these condensed consolidated interim financial statements.

2. BASIS OF PRESENTATION

a) Statement of compliance

These condensed consolidated interim financial statements are prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and the International Financial Reporting Interpretations Committee (“IFRIC”).

These condensed consolidated interim financial statements were reviewed by the Audit Committee and approved and authorized for issue by the Board of Directors on November 29, 2022.

b) Basis of consolidation

These condensed consolidated interim financial statements include the accounts on the Company and its wholly owned subsidiary. All intercompany transactions and balances are eliminated on consolidation.

<u>Subsidiary</u>	<u>Jurisdiction</u>	<u>Nature of Operations</u>	<u>Ownership</u>
Ruralink Wireless Inc.	British Columbia, Canada	Wireless broadband supplier	100%

c) Measurement basis

These condensed consolidated interim financial statements have been prepared on the historical cost basis. In addition, these condensed consolidated interim financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The functional and presentation currency of the Company and its subsidiary is the Canadian dollar.

RIFT VALLEY RESOURCES CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The policies applied in these unaudited condensed consolidated interim financial statements are based on IFRS issued and outstanding as of November 29, 2022, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed consolidated interim financial statements as compared with the most recent annual financial statements as at and for the year ended December 31, 2021. Any subsequent changes to IFRS that are given effect in the Company's annual financial statements for the year ending December 31, 2021 could result in restatement of these unaudited condensed consolidated interim financial statements.

4. DEPOSIT AND RECLAMATION BOND

	December 31, 2022	December 31, 2021
	\$	\$
Mineral property security deposits	21,600	21,450
	21,600	21,450

The Company posted a \$20,000 reclamation bond to the benefit of the Province of British Columbia in 2012 related to the Cat Mountain Claims. The Company completed exploration activities on the Cat Mountain Claims in 2015. The Company believes that the Province of British Columbia will retain the deposit and apply it to examining the site and reclamation costs and has estimated the reclamation costs to be the same as the reclamation bond.

5. CONVERTIBLE NOTES RECEIVABLE

The Company did not purchase any additional convertible notes from Ruralink Broadband Inc. during the nine months ended September 30, 2022 (December 31, 2021 – \$1,066,340). The notes accrue interest at 10% per annum and mature 2 years from the issue date. The notes have the right to convert to common shares of Ruralink Broadband Inc. at \$0.064 per share. The notes are denominated in USD. The fair value of the convertible notes receivable was determined to be \$1,817,800 as at September 30, 2022 (December 31, 2021 – \$1,648,072). During the nine months ended September 30, 2022, the Company recorded a fair value gain of \$46,307 (2021 – \$546) associated with the fair value change on the convertible notes. During the nine months ended September 30, 2022, the Company recorded accrued interest of \$123,421 (2021 – \$78,690) included in convertible notes receivable. The conversion feature of the convertible debenture had been accounted for as a derivative asset. The fair value of the conversion feature was valued at \$101,932 using the Black Scholes option pricing model using the following assumptions and has been included in the value of the convertible debenture: share price on grant date of \$0.064, expected life of notes of 2 years, risk free interest rate of 0.74%, average volatility of 139% and a dividend yield of 0%.

6. RELATED PARTY TRANSACTIONS AND BALANCES

During the nine months ended September 30, 2022 and 2021, the Company incurred the following related party transactions:

- (a) The Company has identified its directors and senior officers as its key management personnel. No post-employment benefits, other long-term benefits and termination benefits were made during the nine months ended September 30, 2022 and 2021.
- (b) The Company incurred consulting fees to officers and directors in the amount of \$26,500 (2021 – \$161,364).

As at September 30, 2022, included in accounts payable is \$69,563 (December 31, 2021 – \$45,125) due to officers and directors of the Company.

RIFT VALLEY RESOURCES CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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(Expressed in Canadian Dollars)

7. SHARE CAPITAL

(a) Authorized Share Capital

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

(b) Issued and Outstanding Common Shares

On February 1, 2021, the Company issued 4,210,167 units for total proceeds of \$252,610. Each unit is comprised of one common share and one-half common share purchase warrant. Each full warrant will entitle the holder thereof to purchase one common share at a price of \$0.15 per common share. The warrants expire two years from date of issuance.

On March 10, 2021, the Company issued 3,316,667 units for total proceeds of \$199,000. Each unit is comprised of one common share and one-half common share purchase warrant. Each full warrant will entitle the holder thereof to purchase one common share at a price of \$0.15 per common share. The warrants expire two years from date of issuance.

On May 3, 2021, the Company issued 7,316,668 units for total proceeds of \$439,000. Each unit is comprised of one common share and one-half common share purchase warrant. Each full warrant will entitle the holder thereof to purchase one common share at a price of \$0.15 per common share. The warrants expire two years from date of issuance.

On July 6, 2021, the Company issued 250,000 common shares for gross proceeds of \$17,500 pursuant to the exercise of stock options. The Company recorded \$12,500 as the fair value of stock options exercised.

On July 19, 2021, the Company issued 7,642,321 units for total proceeds of \$496,751. Each unit is comprised of one common share and one-half common share purchase warrant. Each full warrant will entitle the holder thereof to purchase one common share at a price of \$0.15 per common share. The warrants expire two years from date of issuance.

On October 8, 2021, the Company issued 5,714,286 units for total proceeds of \$400,000. Each unit is comprised of one common share and one-half common share purchase warrant. Each full warrant will entitle the holder thereof to purchase one common share at a price of \$0.15 per common share. The warrants expire two years from date of issuance.

During the year ended December 31, 2021, the Company incurred share issue costs of \$nil (December 31, 2021 – \$26,520) comprised of cash commission of \$nil (December 31, 2021 – \$15,520) and nil finders' warrants (December 31, 2021 – 258,680) fair valued at \$nil (December 31, 2021 – \$11,000) using the Black-Scholes option pricing model.

(c) Warrants

Through certain unit offerings that completed, the Company has issued warrants in addition to shares. Warrant transactions are summarized as follows:

Warrants outstanding and exercisable	Number of Warrants	Weighted average exercise price
December 31, 2020	26,914,850	\$0.15
Warrants issued	14,358,736	\$0.15
December 31, 2021	41,273,586	\$0.15
Warrants expired	(16,662,750)	\$0.15
September 30, 2022	24,610,836	\$0.15

Each warrant is exercisable for a period of two years at an average exercise price of \$0.15 per common share. During the nine-month period ended September 30, 2022, 16,662,750 warrants expired. As at September 30, 2022 there were 24,610,836 warrants outstanding (December 31, 2021 – 41,273,586) with a weighted average remaining contractual life of 0.50 years (2021 – 0.97 years).

RIFT VALLEY RESOURCES CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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7. SHARE CAPITAL (continued)

(c) Warrants (continued)

As at September 30, 2022 the following warrants were outstanding:

Expiry Date	Number of Warrants	Exercise Price	Weighted average remaining contractual life (years)
December 13, 2022	3,092,700	\$0.15	0.20
March 27, 2023	1,200,000	\$0.15	0.49
May 29, 2023	837,400	\$0.15	0.66
November 16, 2022	2,922,000	\$0.15	0.13
December 18, 2022	2,200,000	\$0.15	0.21
February 1, 2023	2,355,764	\$0.15	0.34
March 10, 2023	1,666,334	\$0.15	0.47
May 3, 2023	3,658,334	\$0.15	0.59
July 19, 2023	3,821,161	\$0.15	0.79
October 8, 2023	2,857,143	\$0.15	1.02
	24,610,836	\$0.15	0.50

(d) Stock Options

The Company grants incentive stock options as permitted pursuant to the Company's Stock Option Plan (the "Plan") which complies with the rules and policies of the Exchange.

The Company has a stock option plan under which it is authorized to grant options to its directors, officers, employees, management companies and consultants enabling them to acquire up to 15% of the issued and outstanding shares of the Company. Under the Plan, the exercise price of options granted is determined by the board of directors, provided that the exercise price is not less than the price permitted by an exchange or a quotation system on which the Company's shares may be listed or quoted for trading. The term of any options granted under the Plan is fixed by the board of directors and may not exceed five years from the date of grant. Vesting, if any, and other terms and conditions relating to such options shall be determined by the board of directors of the Company. Any options granted pursuant to the Plan will terminate generally within ninety days of the option holder ceasing to act as a director, officer, employees, or consultant.

Options outstanding and exercisable	Number of options	Exercise Price	Expiry Date
Balance at December 31, 2020	7,525,000	\$0.075	
Granted on February 17, 2021	500,000	\$0.07	February 17, 2021
Exercised	(250,000)	\$0.07	July 6, 2021
Balance at December 31, 2021	7,775,000	\$0.073	
Expired	(1,000,000)	\$0.10	July 6, 2021
Balance at September 30, 2022	6,775,000		

As at September 30, 2022, the options have a weighted average remaining contractual life of 3.02 years (December 31, 2021 – 3.36 years) and a weighted average exercise price of \$0.069 (December 31, 2021 – \$0.073).

RIFT VALLEY RESOURCES CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE INTERIM NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2022 and 2021
(Expressed in Canadian Dollars)

7. SHARE CAPITAL (continued)

(d) Stock Options (continued)

The Company issued 3,850,000 stock options on August 27, 2020. The fair value was calculated as \$217,438 using the Black Scholes pricing model using the assumptions listed below.

The Company issued 2,200,000 stock options on December 15, 2020. The fair value was calculated as \$165,562 using the Black Scholes pricing model using the assumptions listed below.

The Company issued 500,000 stock options on February 17, 2021. The fair value was calculated as \$35,073 using the Black Scholes pricing model using the assumptions listed below.

On July 6, 2021, 250,000 stock options were exercised.

On September 7, 2022, 1,000,000 stock options expired.

Fair value is particularly impacted by stock price volatility, determined using historical share prices for a term equivalent to the expected life of the options.

	February 17, 2021	December 15, 2020	August 27, 2020
Share price on grant date	\$0.07	\$0.08	\$0.06
Expected life (years)	5	5	5
Interest rate	2.00%	2.00%	2.00%
Volatility	169%	169%	169%
Dividend yield	0.00%	0.00%	0.00%

8. INCOME TAXES

Future tax benefits which may arise as a result of these non-capital losses and other income tax pools have not been recognized in these condensed consolidated interim financial statements and have been offset by a valuation allowance.

No deferred income tax asset has been recognized because the amount of future taxable profit that will be available to realize such assets is unpredictable. The ultimate realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. Management considers the scheduled reversal of deferred income tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. The amount of deferred income tax asset considered realizable could change materially in the near term based on future taxable income during the carry forward period.

9. MANAGEMENT OF CAPITAL

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern (see Note 1). The Company does not have any externally imposed capital requirements to which it is subject.

As at September 30, 2022, the Company had capital resources consisting of all components of shareholders' equity. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue common shares.

RIFT VALLEY RESOURCES CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE INTERIM NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2022 and 2021
(Expressed in Canadian Dollars)

10. FINANCIAL INSTRUMENTS

Fair values

The Company's financial instruments include cash, accounts receivable, investment in private company, convertible notes receivable and accounts payable. The carrying amounts of these financial instruments are a reasonable estimate of their fair values because of their current nature.

The Company classifies its fair value measurements in accordance with the three-level fair value hierarchy as follows:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities
- Level 2 – Inputs other than quoted prices 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 that are not based on observable market data.

Private company investments that do not have a quoted market price in an active market are evaluated using various techniques including comparative recent financing and other market-based information.

The following table sets forth the Company's financial assets measured at fair value on a recurring basis by level within the fair value hierarchy as follows:

	Level 1	Level 2	Level 3
	\$	\$	\$
As at September 30, 2022:			
Cash	5,160	–	–
Investment in private company	–	–	237,178
Derivative portion of Convertible notes receivable	–	–	101,932

Financial risk management objectives and policies

The risks associated with financial instruments and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

(i) *Currency risk*

The Company's expenses are denominated in Canadian dollar. Fluctuations in the exchange rates between the Canadian dollar and the United States dollar could have a material effect on the Company's business, financial condition and results of operations. The Company does not engage in any hedging activity to mitigate this risk. The Company has convertible notes receivable denominated in a United States dollar. For the nine months ended September 30, 2022 management estimates that if the United States dollar had strengthened or weakened by 10% against the Canadian dollar, assuming all other variables remained constant, net income for the period would have increased or decreased by approximately \$172,000 (2021 - \$155,000).

(ii) *Interest rate risk*

The Company is exposed to interest rate risk on the variable rate of interest earned on bank deposits. The fair value interest rate risk on bank deposits is insignificant as the deposits are short-term. The Company has not entered into any derivative instruments to manage interest rate fluctuations.

Should market interest rates rise, then the fair value of the convertible notes receivable may decrease. Conversely, should market interest rates fall, the fair value of these assets may increase. The economic exposure to interest rate risk is mitigated by the Company's intention to either convert the debentures into the related underlying equities or to hold the instrument until maturity. As at September 30, 2022, if interest rates were higher by 1% per annum, the potential effect to the Company would be a decrease in net income of approximately \$12,000 (2021 – \$8,000).

RIFT VALLEY RESOURCES CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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(Expressed in Canadian Dollars)

10. FINANCIAL INSTRUMENTS (continued)

(iii) *Credit risk*

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. Financial instruments that potentially subject the Company to concentrations of credit risks consist principally of cash, government receivables, private company shares, and convertible notes receivable. To minimize the credit risk on cash, the Company places the instrument with a financial institution.

Credit risk from convertible notes receivable arises from the possibility that the principal and interest due may become uncollectable. The Company mitigates the risk by managing and monitoring the underlying business relationship.

(iv) *Liquidity risk*

In the management of liquidity risk of the Company, the Company maintains a balance between continuity of funding and operating activity. Management closely monitors the liquidity position and expects to have adequate sources of funding to finance the Company's projects and operations.

11. COMMITMENTS

On February 1, 2020, the Company executed a consulting agreement with a Director. The agreement was to increase the consulting fee to \$1,500 per month, effective January 1, 2020.

On November 21, 2021, the Company executed a consulting agreement with three Directors. The agreements were to pay a consulting fee of \$500 per month, effective July 1, 2021.

12. INVESTMENT IN PRIVATE COMPANY

Ruralink Broadband Inc. ("RBI") is an arm' length United States registered corporation. RBI was created to design, license, build and operate telecom projects in the United States.

In November 2019, the Company acquired 2,914,287 common shares of RBI for \$0.064 per share, with a total cost of \$186,595.

In the year ended December 31, 2020, the Company acquired 770,204 common shares of RBI for \$0.064 per share, with a total cost of \$50,553.