GreenBank Capital Inc.

Consolidated Financial Statements

For the year ended July 31, 2021
(expressed in Canadian dollars)

DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of GreenBank Capital Inc.:

Opinion

We have audited the consolidated financial statements of GreenBank Capital Inc. (the "Company"), which comprise the consolidated statements of financial position as at July 31, 2021 and 2020, and the consolidated statements of loss and comprehensive 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 (collectively referred to as the "financial statements").

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

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 Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 to the financial statements, which describes events or conditions that indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information comprises the information included in Management's Discussion and Analysis.

Our opinion on the 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 financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the 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 Financial Statements

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

In preparing the 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 Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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 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 financial statements, including the disclosures, and whether the 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 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 Matthew Gosden.

DMCL

DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS
Vancouver, BC

January 31, 2022

GreenBank Capital Inc.
Consolidated Statements of Financial Position
(expressed in Canadian dollars)

	Notes	As at July 31, 2021 $	2020 $
ASSETS			
Current assets			
Cash		1,115,881	44,676
Accounts receivable		679	33,154
HST recoverable		30,589	6,563
Due from related parties	6	12,682	14,126
Prepaid expenses		51,839	1,540
Total current assets		1,211,670	100,059
Non-current assets			
Exploration and evaluation assets	7	881,447	745,949
Investments	8	4,133,545	1,068,076
Investment in associates	9	386,505	17,186
Total non-current assets		5,401,497	1,831,211
Total assets		6,613,167	1,931,270
LIABILITIES AND EQUITY			
Current liabilities			
Accounts payable and accrued liabilities	18	298,426	393,270
Deferred revenue		50,000	-
Due to Flex	9	246,914	-
Due to Staminier	10	488,216	55,862
Due to related parties	11	173,312	316,500
Flow-through premium liability		43,467	-
Total current liabilities		1,300,335	765,632
Non-current liabilities			
Due to Staminier	10	1,063,482	-
Canada Emergency Business Account loan	12	30,475	19,302
Convertible loans due to related parties	13	665,358	709,855
Total non-current liabilites		1,759,315	729,157
Total liabilities		3,059,650	1,494,789
Equity			
Common share capital	14	7,207,746	4,375,072
Common shares to be issued	18	605,000	-
Warrants	14	1,628,950	-
Contributed surplus	14	2,324,966	2,359,632
Share-based payment reserve	14	1,207,540	545,000
Deficit		(10,182,037)	(7,118,834)
Total equity attributed to owners of Greenbank		2,792,165	160,870
Non-controlling interest	15	761,352	275,611
Total equity		3,553,517	436,481
Total liabilities and equity		6,613,167	1,931,270
Going concern	2		
Subsequent events	22		

Approved on behalf of the Board of Directors:

Terry Pullen	Mark Wettreich
Director	Director

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

GreenBank Capital Inc.
Consolidated Statements of Loss and Comprehensive Loss
(expressed in Canadian dollars)

	Notes	Years ended July 31, 2021	2020
		$	$
Revenue			
Consulting	18	12,500	-
Expenses			
Consulting	18	433,764	98,302
Management fees	18	85,901	-
Director fees	18	51,000	-
Share-based payment	18	605,000	-
Payroll		-	137,820
Stock-based compensation	14, 15 and 18	769,977	571,865
Investor relations and market research		10,704	3,976
Office and general		110,573	55,299
Professional fees	18	134,787	258,485
Public company costs	18	115,707	116,850
Research and development		-	14,772
Impariment of exploration and evaluation assets	7	-	15,623
Foreign exchange loss		9,255	3,284
		2,326,668	1,276,276
Net loss from operations		(2,314,168)	(1,276,276)
Other income (expenses)			
Bad debt recovery	18	-	29,168
Share of (income) loss of associates	9	169,943	(2,823)
Gain on sale of investments		22,485	-
Fair value adjustment on investments	8	(1,102,885)	80,260
Fair value adjustment on convertible loans	13	-	(363,319)
Gain on windup of subsidiaries	5	-	28,971
Finance expense		(36,209)	(23,131)
Reversal of flow-through premium		9,334	7,338
Other income		17,727	6,368
Net loss from continuing operations		(3,233,773)	(1,513,444)
Net loss from discontinued operations	5	-	41,868
Net loss		(3,233,773)	(1,471,576)
Other comprehensive income (loss)			
Net movement in foreign currency		-	13,767
Reclassification of cumulative foreign currencly gain to net loss		-	(26,554)
Comprehensive loss		(3,233,773)	(1,484,363)
Net loss attributed to:			
Equity holders of GreenBank Capital Inc.		(3,103,433)	(1,285,120)
Non-controlling interest		(130,340)	(186,456)
		(3,233,773)	(1,471,576)
Comprehensive loss attributed to:			
Equity holders of GreenBank Capital Inc.		(3,103,433)	(1,297,907)
Non-controlling interest		(130,340)	(186,456)
		(3,233,773)	(1,484,363)
Basic and diluted net loss per share	14	(0.06)	(0.04)

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

GreenBank Capital Inc.
Consolidated Statements of Cash Flows
(expressed in Canadian dollars)

	Notes	Years ended July 31, 2021 $	2020 $
Operating activities			
Net loss from continuing operations		(3,233,773)	(1,513,444)
Non-cash adjustments for:			
Bad debt expense (recovery)		-	(29,168)
Share-based payment		605,000	-
Stock-based compensation		769,977	571,865
Impairment of exploration and evaluation assets		-	15,623
Fair value adjustment on investments		1,102,885	(80,260)
Fair value adjustment of convertible loans		-	363,319
Income from government assistance		(12,685)	(21,658)
Foreign exchange		6,498	-
Foreign currency translation recognized on wind-up of subsidiary		-	(26,554)
Share of (income) loss of associate		(169,943)	2,823
Reversal of flow-through premium		(9,334)	(7,338)
Interest not paid		25,297	23,131
Accretion		3,858	-
		(912,220)	(701,661)
Net changes in non-cash working capital			
Accounts receivable		32,475	(1,668)
HST recoverable		(24,026)	45,567
Prepaid expenses		(299)	(1,540)
Amounts payable and accrued liabilities		36,981	113,132
Deferred revenue		50,000	-
Net cash used in operating activities - continuing operations		(817,089)	(546,170)
Net cash used in operating activities - discontinued operations		-	(11,621)
Net cash used in operating activities		(817,089)	(557,791)
Investing activities			
Investments		(2,715,000)	-
Expenditures on exploration and evaluation assets		(161,407)	(95,396)
Drilling deposit		(50,000)	-
Net cash used in investing activities		(2,926,407)	(95,396)
Financing activities			
Private placement of units		2,905,765	-
Share issue costs		(106,194)	-
Exercise of stock options		30,000	-
Loan proceeds		20,000	40,000
Due from related parties		1,444	3,197
Due to related parties		(73,970)	411,807
Due to Staminier		1,459,187	55,862
Loan repayments		-	(11,833)
Subsidiary transactions			
Common shares issued		558,101	111,776
Commmon shares to be issued		20,368	-
Net cash provided by financing activities		4,814,701	610,809
Foreign exchange impact on cash		-	13,767
Net increase in cash		1,071,205	(28,611)
Cash, beginning of period		44,676	73,287
Cash, end of period		1,115,881	44,676
Non-cash transactions	21		

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

GreenBank Capital Inc.
Consolidated Statements of Changes in Equity

(expressed in Canadian dollars)

	Common shares Number	Common shares Amount $	Common sharess to be issued $	Reserves: Warrants $	Reserves: Share-based payments $	Reserves: Contributed surplus $	Foreign currency reserve $	Deficit	Non-controlling interest	Total $
Balance July 31, 2020	49,814,286	4,375,072	-	-	545,000	2,359,632	-	(7,118,834)	275,611	436,481
Private placement of units	10,036,351	4,516,358	-	-	-	-	-	-	-	4,516,358
Finder units	17,500	7,875	-	-	-	-	-	-	-	7,875
Fair value of unit warrants	-	(1,628,000)	-	1,628,000	-	-	-	-	-	-
Fair value of finder warrants	-	(950)	-	950	-	-	-	-	-	-
Share issue costs	-	(114,069)	-	-	-	-	-	-	-	(114,069)
Common shares to be issued	-	-	605,000	-	-	-	-	-	-	605,000
Stock-based compensation	-	-	-	-	684,000	-	-	-	-	684,000
Exercise of stock options	100,000	30,000	-	-	-	-	-	-	-	30,000
Fair value of exercised stock options	-	21,460	-	-	(21,460)	-	-	-	-	-
Deconsolidation of discontinued subsidiary	-	-	-	-	-	(34,666)	-	34,666	-	-
Capital transactions of subsidiary										
Common shares issued	-	-	-	-	-	-	-	-	515,300	515,300
Common shares to be issued	-	-	-	-	-	-	-	-	20,368	20,368
Stock-based compensation	-	-	-	-	-	-	-	-	85,977	85,977
Adjustment to ownership interest	-	-	-	-	-	-	-	5,564	(5,564)	-
Comprehensive loss for the year	-	-	-	-	-	-	-	(3,103,433)	(130,340)	(3,233,773)
Balance, July 31, 2021	59,968,137	7,207,746	605,000	1,628,950	1,207,540	2,324,966	-	(10,182,037)	761,352	3,553,517
Balance, July 31, 2019	27,320,024	3,549,533	-	256,353	777,372	940,417	12,787	(5,862,050)	336,600	11,012
Acquisition of interest in Staminier	22,494,262	825,539	-	-	-	-	-	-	-	825,539
Fair value adjustment for convetible loans	-	-	-	-	-	385,490	-	-	-	385,490
Expiry of stock options	-	-	-	-	(777,372)	777,372	-	-	-	-
Stock-based compensation	-	-	-	-	545,000	-	-	-	26,865	571,865
Expiry of warrants	-	-	-	(256,353)	-	256,353	-	-	-	-
Capital transactions of subsidiary										
Common shares issued	-	-	-	-	-	-	-	28,336	98,602	126,938
Comprehensive loss for the year	-	-	-	-	-	-	(12,787)	(1,285,120)	(186,456)	(1,484,363)
Balance, July 31, 2020	49,814,286	4,375,072	-	-	545,000	2,359,632	-	(7,118,834)	275,611	436,481

GreenBank Capital Inc.
Notes to Consolidated Financial Statements
Year ended July 31, 2021
(expressed in Canadian dollars)

1. Nature of operations
GreenBank Capital Inc. (the "Company") was incorporated on January 30, 2013 under the laws of the Province of British Columbia. The Company is a public company whose common shares are listed for trading in Canada on the Canadian Securities Exchange under the symbol "GBC", in the United Stated on the OTC Markets under the symbol "GRNBF" and in Frankfurt, Germany on the Deutsche Börse under the symbol "2TL". The head office of the Company is located at 100 King Street West, Suite 5700, Toronto, Ontario M5X 1C7.

The primary business of the Company is merchant banking. The Company owns an equity portfolio of small cap investments comprising 1-100% ownership positions:

	Ownership percentage	
	2021	**2020**
	%	**%**
Subsidiaries		
GreenBank Financial Inc.	100.00	100.00
Kabaddi Games Inc. ("Kabaddi")	59.50	59.50
Blockchain Evolution Inc. (Blockchain")	52.50	52.50
Gander Exploration Inc. ("Gander")	34.76	34.76
Buchans Wileys Exploration Inc. ("Buchans")	25.16	25.16
Ubique Minerals Ltd. ("Ubique")	23.86	22.34
Associates		
GBC Grand Exploration Inc. ("GBC Grand")	47.47	47.47
Flex Capital EHF ("Flex")	25.00	–
Other		
Staminier Limited ("Staminier")	19.00	19.00
Inside Bay Street Corporation ("Inside Bay Street")	19.00	19.00
The Lonsdale Group ("Lonsdale")	10.00	10.00
Reliable Stock Transfer Inc. ("Reliable")	10.00	10.00
Minfocus Exploration Corporation ("Minfocus")	8.30	11.12
Codikoat Limited ("Codikoat")	5.00	–
We Deliver Local Limited, operating as Beelivery ("Beelivery")	2.27	–
St-Georges Eco-Mining Corp. ("St-Georges")	1.00	–
TRU Precious Metals Corp. ("TRU")	1.00	–

See note 5, *Dissolution of subsidiaries*.

2. Going concern assumption
These consolidated financial statements have been prepared on a going concern basis, which assumes that the Company will be able to continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business.

The Company has yet to generate significant revenues. At July 31, 2021, the Company had a working capital deficit of $88,665 (2020 - $665,573) and for the year ended July 31, 2021, the Company recorded a loss of $3,233,773 (2020 - $1,471,576) and incurred a cashflow deficit from continuing operations of $817,089 (2020 - $546,170). The working capital deficit, loss and cashflow deficit from continuing operations limit the Company's ability to fund its operations and to further its merchant banking activities.

The continued operation of the Company is dependent upon the support of the Company's creditors and the Company's ability to secure financing, loans and advances from related parties to meet its existing obligations and further its merchant banking activities. The Company is actively seeking to raise the necessary financing, however, there can be no assurance that additional financing will be available.

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

These material uncertainties may cast significant doubt upon the Company's ability to continue as a going concern.

These consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary were the going concern assumption inappropriate, and these adjustments could be material.

3. Basis of presentation

Statement of compliance
The financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board and interpretations of the IFRS Interpretations Committee.

The financial statements were approved and authorized for issue by the Board of Directors on January 31, 2022.

Basis of measurement
These financial statements have been prepared on the historical cost basis, except for investments in public and private companies, which are measured at fair value through profit and loss.

Functional and presentation currency
These financial statements are presented in Canadian dollars, which is the Company's functional currency.

Use of estimates and judgments
The preparation of financial statements in conformity with IFRS requires the Company's management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimates are revised and in any future years affected.

Information about judgments, assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are as follows:

Going concern
The Company applied judgment in assessing its ability to continue as a going concern for at least 12 months.

Fair value measurements
The fair value of financial instruments traded in active markets at the balance sheet date is based on their quoted market prices. For all other financial instruments not traded in an active market, fair value may be based on other observable current market transactions involving the same or similar instrument, without modification or repackaging, or is based on a valuation technique which maximizes the use of observable market inputs. Observable market inputs may include interest rate yield curves, foreign exchange rates, and option volatilities. Valuation techniques include comparisons with similar instruments where observable market prices exist, discounted cash flow analysis, option pricing models, and other valuation techniques commonly used by market participants.

For certain illiquid financial instruments, fair value is determined using valuation techniques in which current market transactions or observable market inputs are not available. Determining which valuation technique to apply requires judgment. The valuation techniques themselves also involve some level of estimation and judgment. The judgments include liquidity considerations and model inputs such as volatilities, correlations, spreads, discount rates, pre-payment rates, and prices of underlying instruments. Any imprecision in these estimates can affect the resulting fair value.

The inherent nature of private equity investing is that the Company's valuation may change over time due to developments in the business underlying the investment. Such fluctuations may be significant depending on the nature of the factors going into the valuation methodology and the extent of change in those factors.

Impairment of exploration and evaluation
Expenditures on exploration and evaluation are initially capitalized with the intent to establish commercially viable reserves. The Company made estimates and applied judgment about future events and circumstances in determining whether the carrying amount of exploration and evaluation exceeds its recoverable amount, including the ability to renegotiate option agreements.

Interest in public and private companies
At July 31, 2021, the Company had a 34.76% interest in Gander, a 25.16% interest in Buchans and a 23.86% interest in Ubique. Management assessed the involvement of the Company in accordance with *IFRS 10, Consolidated Financial Statements*, and although the Company has less that 50% of the voting rights, the Company concluded that it has control over the respective companies. In making its judgment, management considered the following:

a) The Company's controlling shareholder also held a significant interest in these companies. The Company considers its controlling shareholder to be a "de facto agent" on the basis that the shareholder is a related party and is reliant on Greenbank for making strategic and operational decisions that impact the relevant activities of these entities. Consequently, the Company has combined the shareholdings of its controlling shareholder with its direct shareholdings in these entities when assessing control;
b) The combined shareholding of the Company and its controlling shareholder is significant, and the shares held by other non-related shareholders is dispersed amongst a large number of shareholders meaning it unlikely that other shareholders could outvote the Company; and
c) The Company has common management with the companies and the majority of the directors of these companies are directors of the Company.

At July 31, 2021, the Company had a 47.468% interest in GBC Grand. Management assessed the involvement of the Company in accordance with *IFRS 10, Consolidated Financial Statements* and has concluded that it does not have control over GBC Grand. In making its judgment, management considered the fact that the remaining 52.532% interest was held by a small number of founding shareholders that are independent of the Company.

At July 31, 2021, the Company had less than 20% voting rights in Staminier, Inside Bay Street, Lonsdale, Reliable Minfocus, St-Georges, Beelivery and Codikoat. Management assessed the involvement of the Company in accordance with *IFRS 10, Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures,* and in each case, has concluded that it does not have control or significant influence over the respective companies. In making its judgments, management considered the Company's voting rights, the relative size and dispersion of the voting rights held by other shareholders and other relevant facts and circumstances.

In concluding that the Company does not have control or significant influence over Staminier, the Company also considered the following:

a) Two directors of the Company are directors of Staminier. The two Staminier directors on the board of the Company represent the interests of Staminier shareholders that own an interest in the Company rather then the Company's interest in Staminier. In respect of meetings of the Staminier board to consider transactions between Staminier and the Company, the articles of Staminier prohibit those directors from being counted in the quorum or allowed to vote.
b) In connection with the Company's investment of £1,000,000 in Beelivery, Staminier provided the Company with a loan of £600,000. The decision to make the loan was a decision by the Board of Staminier in the best interests of Staminier.

At July 31, 2021, the Company had greater than 20% voting rights in Flex. Management assessed the involvement of the Company in accordance with *IFRS 10, Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures,* and has concluded that it has significant influence over Flex. In making its judgments, management considered the Company's voting rights, the relative size and dispersion of the voting rights held by other shareholders and the Company exercising its right to appoint a director to the board of Flex.

Due to Flex
In determining the fair value of the $250,000 due to Flex, the Company used a discount rate of 7.5%, an estimate of its incremental borrowing interest rate, the short period to maturity and the security provided in connection with the loan.

Canada Emergency Business Account loan ("CEBA Loan")
In determining the fair value of the CEBA loan of $40,000 advanced on April 20, 2020, the Company applied judgment to assume that the Company would repay $30,000 on December 31, 2022 and the Company used a discount rate of 20%, an estimate of its incremental borrowing interest rate for an unsecured loan.

In determining the fair value of the CEBA loan of $20,000 advanced on April 14, 2021, the Company applied judgment to assume that the Company would repay $10,000 on December 31, 2022 and the Company used a discount rate of 20%, an estimate of its incremental borrowing interest rate for an unsecured loan.

Stock-based compensation and fair value of warrants
The Company uses the Black-Scholes option pricing model in determining stock-based compensation and the fair value of warrants, which requires a number of assumptions to be made, including the risk-free interest rate, expected life, forfeiture rate and expected share price volatility. Consequently, the actual stock-based compensation may vary from the amount estimated.

Deferred income taxes
Deferred income tax assets and liabilities are measured using enacted or substantively enacted tax rates at the reporting date in effect for the period in which the temporary differences are expected to be recovered or settled. The effect on deferred income tax assets and liabilities of a change in tax rates is recognized as part of the provision for income taxes in the period that includes the enactment date. The recognition of deferred income tax assets is based on the assumption that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized.

4. Significant accounting policies
The accounting policies set out below have been applied consistently to all years presented in these financial statements.

Consolidation
These consolidated financial statements include the accounts of the Company and its subsidiaries. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Company controls an investee if and only if the Company has all the following:

(a) power over the investee;
(b) exposure, or rights, to variable returns from its involvement with the investee; and
(c) the ability to use its power over the investee to affect the amount of the investor's returns.

All intercompany transactions and balances are eliminated on consolidation.

Financial instruments

Financial assets are required to be initially measured at fair value and subsequently classified at amortized cost or fair value on the basis of the Company's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. The Company's financial assets includes cash, accounts receivable, due from related parties and investments. Cash, accounts receivable and due from related parties are classified at amortized cost because the Company's business model is to hold these financial instruments to maturity to collect contractual cash flows consisting solely of payments of principal and interest on the principal amount outstanding. Investments in public and private companies are classified at fair value through profit and loss.

Financial liabilities include accounts payable and accrued liabilities, due to Flex, due to Staminier Limited, due to related parties, Canada Emergency Business Account loan and convertible loans due to related parties. All financial liabilities are measured at fair value and subsequent classified as amortized cost, except for the convertible loans due to related parties which are classified at fair value through profit and loss.

Exploration and evaluation

Recognition and measurement

Exploration and evaluation, including the costs of acquiring licenses and directly attributable general and administrative costs, initially are capitalized as exploration and evaluation. The costs are accumulated by property pending the determination of technical feasibility and commercial viability. Pre-license costs, excluding acquisition costs, are expensed when incurred. Pre-exploration costs are expensed unless it is considered probable that they will generate future economic benefits.

Refundable mining tax credits earned in respect of costs incurred in Quebec are recorded as a reduction to exploration and evaluation when there is reasonable assurance that the Company has complied with, and will continue to comply with, all conditions needed to obtain the credits.

The recoverability of amounts shown for exploration and evaluation is dependent upon the ability of the Company to obtain financing to complete the exploration and development of its mineral resource properties, the existence of economically recoverable reserves and future profitable production, or alternatively, upon the Company's ability to recover its costs through a disposition of its mineral resource properties. The amounts shown for exploration and evaluation do not necessarily represent present or future value. Changes in future conditions could require a material change in the amount recorded for exploration and evaluation.

The technical feasibility and commercial viability of extracting a mineral resource from a property is considered to be determinable when proved and/or probable reserves are determined to exist and the necessary permits have been received to commence production. A review the technical feasibility and commercial viability of each property is carried out at least annually. Upon determination of technical feasibility and commercial viability, exploration and evaluation is first tested for impairment and then reclassified to property, plant and equipment and/or intangibles or expensed to the statement of income (loss) and comprehensive income (loss) to the extent of any impairment. As at July 31, 2021 and 2020, the Company had no property, plant and equipment.

Impairment

Exploration and evaluation is assessed for impairment if (i) sufficient data exists to determine technical feasibility and commercial viability, and (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount.

An impairment loss is recognized in the statement of loss and comprehensive loss if the carrying amount of a property exceeds its estimated recoverable amount. The recoverable amount of property used in the assessment of impairment of exploration and evaluation is the greater of its value in use ("VIU") and its fair value less costs of disposal ("FVLCTS"). VIU is determined by estimating the present value of the future net cash flows at a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the property. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. For a property that does not generate largely independent cash flows, the recoverable amount is determined for the cash-generating unit to which the property belongs. Impairment losses previously recognized are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount only to the extent that the property's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had been recognized.

Decommissioning liabilities
The Company's activities may give rise to dismantling, decommissioning and site disturbance remediation activities. Provision is made for the estimated cost of site restoration. Decommissioning obligations are measured at the present value of management's best estimate of expenditures required to settle the present obligation at the date of the statement of financial position. The fair value of the estimated obligation is recorded as a liability with a corresponding increase in the carrying amount of the related asset. The obligation is subsequently adjusted at the end of each period to reflect the passage of time and changes in the estimated future cash flows underlying the obligation. The increase in the provision due to the passage of time is recognized as accretion costs whereas increases or decreases due to changes in the estimated future cash flows or changes in the discount rate are capitalized. Actual costs incurred upon settlement of the decommissioning obligations are charged against the provision to the extent the provision was established. At July 31, 2021 and 2020, the Company had no decommissioning liabilities.

Investment in associates
An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies. In general, significant influence is presumed to exist when the Company has between 20% and 50% of voting power.

An investment in associates is accounted for using the equity method from the date on which the investee becomes an associate to the date that the Company ceases to have significant influence. An equity investment is accounted for under the cost method if it does not provide the investor with a controlling investment, does not provide the investor with the ability to exercise significant influence, does not have readily determinable fair values and is not subject to other industry-specific guidance. At the end of each reporting period, the Company assesses whether there is any objective evidence that its investments in associates are impaired.

Share capital
Common shares are classified as equity. Incremental costs directly attributable to the issue of common shares are recognized as a deduction from equity, net of any tax effects.

Unit private placements
For private placements of units consisting of common shares and warrants, the Company uses the Black-Scholes option pricing model in determining the fair value of warrants. The proceeds from the issuance of units are first allocated to the warrants and the residual amount, being the difference between the proceeds from issuance and the fair value of the warrants, is allocated to common shares.

Share-based payments
The Company offers a stock option plan for its officers, directors, employees and consultants. The fair value of stock options for each vesting period is determined using the Black-Scholes option pricing model and is recorded over the vesting period as an increase to stock-based compensation and contributed surplus. A forfeiture rate is estimated on the grant date and is adjusted to reflect the actual number of options that vest. Upon the exercise of stock options, the proceeds received by the Company and the related contributed surplus are recorded as an increase to share capital. When vested stock options expire, previously recognized share-based compensation is not reversed. When stock options are forfeited, previously recognized share-based compensation associated with the unvested portion of the stock options forfeited is reversed.

The fair value of share-based payment transactions to non-employees and other share-based payments including shares issued to acquire exploration and evaluation are based on the fair value of the goods and services received. If the fair value cannot be estimated reliably, the share-based payment transaction is measured at the fair value of the equity instruments granted at the date the Company receives the goods or services. The fair value of broker warrants is measured at the date that the Company receives the services.

Provisions
A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. No provisions were recorded as at July 31, 2021 and 2020.

Income tax
Income tax expense comprises current and deferred taxes. Current tax and deferred tax is recognized in profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.
Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. Current tax payable also includes any tax liability arising from the declaration of dividends.

Deferred 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 not recognized for:

- temporary differences 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;
- temporary differences related to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

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

A deferred tax asset is recognized 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.

Loss per share
The Company presents basic and diluted loss per share data for its common shares. Basic loss per share is calculated by dividing the loss attributable to ordinary shareholders of the Company by the weighted average number of common shares outstanding during the period, adjusted for own shares held. Diluted loss per share is determined by adjusting the loss attributable to common shareholders and the weighted average number of common shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares, which comprise outstanding warrants and stock options. For the years ended July 31, 2021 and 2020, outstanding stock options and warrants are anti-dilutive.

Standards and amendments issued but not yet adopted

Amendment to IAS 1 Presentation of financial statements
IAS 1 has been revised to (i) clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period and align the wording in all affected paragraphs to refer to the "right" to defer settlement by at least twelve months and make explicit that only rights in place "at the end of the reporting period" should affect the classification of a liability; (ii) clarify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability; and (iii) make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services. The amendments are effective for annual reporting

(expressed in Canadian dollars)

periods beginning on or after January 1, 2023 and are to be applied retrospectively. Had the Company adopted the amendment to IAS 1 at July 31, 2021, the convertible loans due to related parties would be classified as a current liability.

5. Dissolution of subsidiaries

At July 31, 2019, the operations of the Company's subsidiary, Veterans Financial Group LLC ("Veterans"), were discontinued and the company was dissolved on December 28, 2019. The insurance agency related revenues and expenses for the period August 1, 2019 to December 28, 2019 were classified as discontinued operations and consist of the following:

	August 1, 2019 to December 28, 2019 $
Revenues	2,877
Expenses	8,964
	(6,087)
Gain from settlement of outstanding payables	47,955
Income	41,868

The Company recorded a gain of $12,825 on the dissolution of Veterans.

The Company's subsidiaries, North America Veterans Insurance Services Inc., Expatriate Assistance Services Inc., Cannabis Blockchain Inc. and Medik Blockchain Inc. were dissolved on June 15, 2020. The Company recorded a gain of $16,146 on dissolution of the subsidiaries.

6. Due from related parties

Due from related parties includes amounts due from companies with directors, officers and shareholders in common. The amounts are unsecured, non-interest bearing and due on demand.

7. Exploration and evaluation assets

	Ubique		**Gander**	
	Daniels Harbour $	**Kapuskasing $**	**Cripple Creek $**	**Total $**
Balance, July 31, 2019	499,362	119,465	692	619,519
Option payment				
Cash	–	10,000	–	10,000
Common shares of Ubique	–	22,500	–	22,500
Drilling and development costs	35,122	79,481	–	114,603
Recovery of exploration expenses	(5,050)	–	–	(5,050)
Impairment	(14,931)	–	(692)	(15,623)
Balance, July 31, 2020	514,503	231,446	–	745,949
Drilling and development costs	44,568	105,576	–	150,144
Option payment	–	10,000	–	10,000
Recovery of exploration expenses under government support	(24,646)	–	–	(24,646)
Balance, July 31, 2021	534,425	347,022	–	881,447

Daniel's Harbour

The Daniels Harbour Claims consists of 3 Mineral Licenses, comprising 26 Units in the Daniels Harbour area of Newfoundland and Labrador. During the year ended July 31, 2020, Ubique opted to let 59 Units lapse and recognised an impairment loss of $14,931. These cancelled units were areas that Ubique had not focused on and are not considered a core part of the project.

(expressed in Canadian dollars)

Kapuskasing
On February 13, 2019, and subsequently amended on November 29 2019 and on March 12, 2021, Ubique entered into an Option Agreement with Ophir Gold Corp (TSX-V: OPHR) (**"Ophir"**), formerly MinKap Resources Inc., and prior thereto Kapuskasing Gold Corp. which provides for Ophir granting Ubique an option to earn a 55% or up to 70% interest in Ophir's Daniels Harbour property in western Newfoundland, which comprises 42 claim units in 4 Mineral Licences close to Ubique's Daniel's Harbour property to its west.

In order to earn a 55% interest in the Ophir Claims:

- On signing of the agreement, Ubique must pay Ophir $10,000 (paid) and deliver to Ophir 500,000 common shares in the capital of Ubique (issued with a fair value of $100,000);
- On or before September 15, 2019, Ubique must incur an additional $100,000 in expenditures (incurred);
- On or before February 12, 2020, Ubique must pay Ophir $10,000 (paid) and deliver to Ophir 500,000 common shares in the capital of Ubique (issued with a fair value of $22,500);
- On or before February 12, 2021, Ubique must deliver to Ophir 200,000 common shares in the capital of Ubique (issued with a fair value of $10,000);
- On or before February 28, 2021, Ubique must incur an additional $137,290 in expenditures (incurred);
- On or before September 1, 2021, paying $40,000 to the vendors from whom Ophir optioned the property (paid subsequent to July 31, 2021);
- On or before February 28, 2022, Ubique must incur an additional $362,710 in expenditures;
- On or before February 12, 2024, Ubique must incur an additional $400,000 in expenditures, at which point, Ubique will have earned a 55% interest in the Ophir property.

Upon Ubique earning a 55% interest, Ubique may earn an additional 15% interest by incurring an additional $400,000 in expenditures, on or before February 28, 2025.

Upon Ubique earning either a 55% or 70% interest in the property, the companies will form a joint venture to continue exploration, or Ophir may elect to grant Ubique the right to earn an additional 5% interest in the property for every additional work expenditure of $100,000 to a limit of 95% ownership by Ubique, at which time the agreement provides for Ophir's interest to be converted to a 2% Net Smelter Royalty ("NSR"). Ubique will then have the right to buy back 1.75% of the NSR for $2,000,000. The underlying vendors are entitled to a NSR of 3% of which 2% may be repurchased for $2,000,000. In addition, the underlying vendors are entitled to a bonus payment in the event that the operator of the joint venture delineates a NI 43-101 compliant resource of a minimum of 5,000,000 tonnes of ore with a grade of at least 7% zinc.

During the year ended July 31, 2021, Ubique received $24,646 from the Newfoundland government under a junior mining exploration assistance program. At July 31, 2021, Ubique had advanced $50,000 as a deposit towards a drilling contract.

Cripple Creek
As a result of the acquisition of control of Gander on March 27, 2019, the Company acquired Cripple Creek, consisting of 35 claims located 25 km north of the Town of Gander, Newfoundland. During the year ended July 31, 2020, the Company decided not to continue with its interest in Cripple Creek as the mineral licenses expired. Accordingly, the Company recorded an impairment of $692.

8. Investments

	2021 $	2020 $
Shares of public companies	782,297	102,223
Shares of private companies	3,351,248	965,853
	4,133,545	1,068,076

(expressed in Canadian dollars)

Continuity

	Shares of public companies $	Shares of private companies $	Total $
Balance, July 31, 2019	102,223	60,059	162,282
Acquisitions	–	825,530	825,530
Change in fair value	–	80,260	80,260
Balance, July 31, 2020	102,223	965,849	1,068,072
Acquisitions	1,300,000	2,665,000	3,965,000
Distribution of shares received from GBC Grand (note 9)	197,538	–	197,538
Change in fair value	(817,464)	(285,421)	(1,102,885)
Foreign exchange gain	–	5,820	5,820
Balance, July 31, 2021	782,297	3,351,248	4,133,545

Carrying values

	2021 $	2020 $
Public		
Minfocus	102,223	102,223
St-Georges	520,000	–
TRU Precious Metals	160,074	–
	782,297	102,223
Private		
Lonsdale	198,840	111,463
Reliable	28,852	28,852
Inside Bay Street	1	1
Staminier	452,736	825,535
Beelivery	1,734,300	–
Codikoat	936,519	–
	3,351,248	965,849

Shares of public companies are measured at fair value based on the quoted market price at the date of the consolidated statement of financial position.

Shares in private companies are recorded at fair value based on the estimated value of the underlying assets and liabilities of the entities, the implied value based on recent financing transactions or cost, where the Company only recently acquired the investment and there has been no change in the conditions pertaining to the investee company.

Acquisition of interest in Staminier

On March 11, 2020, the Company acquired a 19% interest in Staminier, a United Kingdom-based merchant banking business whose overall strategy is to (a) acquire substantial interests in undervalued fast-growing companies with at least five years of profitability and proven cash flow and (b) provide private and public companies with business advisory, corporate finance and marketing services.

As consideration for its 19% interest in Staminier, the Company issued 22,494,262 common shares recorded at a value of $825,539, being the estimated fair value of the investment. The fair value was estimated based on the fair value of the assets and liabilities held by Staminier. The purchase price is subject to reduction for any reduction in the net asset value of Staminier between July 31, 2019 and the date of the exercise of the call option or put option described herein. On closing, the shareholders of Staminier owned 44.93% of the Company’s outstanding common shares.

In accordance with the terms of the share purchase agreement, on closing of the acquisition:

a) Staminier provided the Company with a line of credit of $480,000 for general working capital purposes. See note 10.
b) Amounts due to related parties of $709,855 were converted into 5-year 3% convertible loans. See note 13.
c) Subject to the Company complying with regulatory requirements, including the possible filing of a prospectus, the Company has a call option to acquire the remaining 81% of Staminier ("Call Option") in consideration of the issue of 87,789,202 5-year non-interest bearing, non-voting convertible loan notes which grants the holder the right to convert each loan note into one common share at a conversion price of $0.0367 per common share.
d) Staminier has a put option to sell the remaining 81% of Staminier to the ("Put Option") in consideration of the issue of 87,789,202 5-year non-interest bearing, non-voting convertible loan notes which may be converted into common shares at a conversion price of $0.0367 per common share. Until such time as the Company files a prospectus, the notes cannot be converted if any conversion would result in the noteholders owning more than 45% of the outstanding common shares of the Company. Provided the net asset value of Staminier is not less than £2,250,000, the Company undertakes to file a prospectus within 90 days of a request to do so by the noteholders.
e) Staminier has the right to nominate one person to the Company's Board of Directors.
f) Until December 11, 2021 (extended from September 11, 2021) a shareholder of Staminier will have a call option to purchase up to 9,763,073 common shares of the Company owned by a shareholder for $0.30 per common share. The call option expired December 11, 2021.

The Company has not exercised the Call Option and the term of the Call Option has been extended several times. After the Company acquired its 19% interest, Staminier was working to complete a £10,000,000 (C$17,000,000) convertible loan financing ("Convertible Loan") with £5,000,000 to be provided by The Future Fund ("Fund"). The Fund is a UK government program to support UK-based companies, subject to at least equal match funding from private investors.

Pending the closing of the Convertible Loan, the Company did not exercise the Call Option to allow Staminier to complete the Convertible Loan, as the Fund was not able to invest in either a publicly listed company or a subsidiary of another company.

After the closing of the Financing in April 2021, the Company has not exercised the Call Option as the terms of the Convertible Loan provide that a change of control of Staminier prior to conversion of the Convertible Loan, would require Staminier to immediately repay the Convertible Loan plus a 100% premium. As the situation stands at the moment, the exercise of the Call Option would cause a change of control of Staminier.

The consent of the Future Fund was sought for the Company to be able to exercise the Call Option without triggering the immediate requirement for the Company to repay the Convertible Loan. The Company and Staminier have informally agreed to extend the term for the Call Option to provide the time to obtain consent of the Fund.

Acquisition of interest in St-Georges Eco-Mining Corp.

On March 25, 2021, the Company acquired 2,000,000 common shares of St-Georges from two St-Georges shareholders for consideration of $1,299,998 consisting of 2,888,888 Units (note 14). The Company has an option to purchase an additional 500,000 shares until September 28, 2021 at a price equal to the greater of the closing price on September 11, 2021 and $0.50 per common share, with the purchase price to be paid by the Company issuing common shares at a price equal to the greater of the closing price of the Company's shares on September 11, 2021 and $0.45 per common share. The fair value of the option was determined to be nominal and subsequent to July 31, 2021, expired unexercised.

Acquisition of interest in Beelivery

On June 25, 2021, the Company entered into a definitive investment agreement to acquire a 25.833% interest in Beelivery, a UK-based, fast-growing online grocery delivery platform. Pursuant to the Investment agreement, the Company will acquire a 5.833% interest in Beelivery for £2,500,680 ("Initial Subscription"), of which, £1,000,000 (C$1,725,000) has been paid ("Tranche 1") and £1,500,000 (C$2,606,400) will be paid by September 3, 2021 ("Tranche 2"). Subject to the completion of the Initial Subscription:

a) the Company will have an option to acquire an additional 20% interest in Beelivery for £40,000,000 by subscribing for new shares and/or acquiring existing ones from shareholders until June 25, 2023 and Beelivery (or the selling Beelivery shareholders) has the option to require the Company to pay the £40,000,000 in cash or by issuing common shares of the Company at $2.00 per share.
b) Beelivery will engage the Company on a non-exclusive basis to advise on its funding and strategic issues for an annual fee of £60,000.

(expressed in Canadian dollars)

c) The Company is entitled to appoint one director to the Board of Beelivery.

For the purposes of financing Tranche 1, Staminier advanced a loan of £600,000 for the Company (note 10). The loan bears interest at 7.5% per annum unless the Company completes the Acquisition, in which case, no interest will be payable. In the event of a default in payment of the loan, interest shall apply to the principal and interest due at the time of default. The loan will be repayable on the earlier of when the Company raises more than $5,200,000 from the issue of common shares and December 31, 2022. The Company granted Staminier a security interest in its investment in Beelivery.

See note 22, *Subsequent events, Acquisition of interest in Beelivery and due to Staminier*

Acquisition of interest in Codikoat
On May 12, 2021, the Company acquired a 5% interest in Codikoat for £539,995 (C$940,000).

The Company has the right to invest up to US$10,000,000 by way of one or more funding rounds or outside of a funding round, to acquire an additional 10% interest in Codikoat until June 23, 2022. The subscription price is to be the lower of the price per share offered to other investors in the round and such price per share as values the entire fully diluted share capital of Codikoat at $100,000,000. In respect of a subscription outside of a funding round, the subscription price is to be such price per share as values the entire fully diluted share capital of Codikoat at US$100,00,000.

9. Investment in associates

	GBC Grand $	Flex $	Total $
Balance, July 31, 2019	20,009	–	20,009
Share of loss	(2,823)	–	(2,823)
Balance, July 31, 2020	17,186	–	17,186
Acquisition of interest	–	396,914	396,914
Share of income (loss)	180,352	(10,419)	169,943
Return of capital	(197,538)	–	(197,538)
Balance, July 31, 2021	–	386,505	386,505

GBC Grand
As at July 31, 2021, the Company held 47.47% of the outstanding GBC Grand common shares (2020 - 47.74%).

On November 9, 2020, GBC Grand sold the Twilite gold property, comprising 65 claims located 14 km southwest of Grand Falls-Windsor, Newfoundland, to TRU Precious Metal Corp. ("TRU") for the following consideration:

Consideration	**$**
Cash	100,000
1,435,000 common shares of TRU at deemed price of $0.29 per common share	416,150
1% net smelter returns royalty from any future mineral production at Twilite, of which 0.5% can be repurchased by TRU for $1,000,000.	–
500,000 common shares of TRU if TRU defines at least 500,000 ounces of Au or Au-equivalent in the inferred category in a mineral resource estimate for Twilite and/or claims acquired by the Purchaser within 5 km of Twilite, and a further 500,000 common shares of TRU if TRU defines a further 500,000 ounces of Au or Au-equivalent in such a mineral resource estimate.	–
	516,150

GBC Grand recorded a gain of $458,826 on the sale of Twilite.

On January 13, 2021, GBC Grand distributed the 1,435,000 common shares of TRU to its shareholders. The Company received 681,166 common shares of TRU with a fair value of $197,538, which are included in the Company's public investments (note 8).

(expressed in Canadian dollars)

At July 31, 2021, GBC Grand was inactive and had nominal assets.

The following is a summary of the statement of loss of GBC Grand for the year ended July 31, 2021:

	$
Expenses (income)	
Professional fees	3,028
Consulting fees	29,125
General and administrative	227
Gain on sale of exploration and evaluation	(458,826)
Other income	(6,910)
Net and comprehensive income	(433,356)

Flex
As at July 31, 2021, the Company held 25% interest of the outstanding Flex common shares.

On March 25, 2021, the Company purchased an 5% interest in Flex for $100,000 in consideration of the issue of 222,222 units consisting of one common share and one-half of a common share purchase warrant, with each whole warrant entitling the holder to acquire one common share for $0.50 until March 25, 2024 (note 14).

On March 25, 2021, the Company entered into an investment agreement to subscribe for new ordinary shares representing a 20% interest in Flex for $300,000. On April 15, 2021 ("Share Issue Date"), the ordinary shares were issued and the subscription price was payable in 6 instalments of $50,000 within 4, 8, 12, 16, 20 and 24 weeks after the Share Issue Date.

Pursuant to the Investment Agreement:
a) the Company will have a right of first refusal on any equity fund raising proposed by Flex and if the Company choses not to exercise its right of first refusal, a pre-emptive right to participate in any issue of shares by Flex;
b) as long as it holds not less than 5% of the issued share capital of Flex, the Company will have the right to nominate one person to the board o Flex (and each committee of the board) or at any time there is no such person appointed, to appoint one person to be an observer at each meeting of the board or such committees.
c) the Company will be appointed to act (for a reasonable fee) to advise Flex on financing rounds at to take Flex to a public listing in Canada (anticipated to be on the CSE).

Up to July 31, 2021, the Company made instalment payments of $50,000 and the remaining instalments of $250,000 was initially recognized at a fair value of $246,914 as the present value of the instalments using a discount rate of 7.5%. The difference of $3,086 between the face value and present value of the instalments was recorded as a credit to the investment.

At July 31, 2021, the assets of Flex consisted primarily of in-process research and development.

The following is a summary of the statement of loss of Flex for the period from April 15, 2021 July 31, 2021:

	$
Expenses	
Application development costs	41,640
Loss	(41,640)

See note 22, *Subsequent events, Due to Flex.*

10. Due to Staminier

	2021 $	**2020** $
Canadian dollar loan	488,216	55,862
British pound sterling loan	1,063,482	–
	1,551,698	55,862

(expressed in Canadian dollars)

Canadian dollar loan

	$
Balance, July 31, 2019	–
Advances	55,862
Balance, July 31, 2020	55,862
Advances	424,187
Interest	8,167
Balance, July 31, 2021	488,216

In consideration of the Company acquiring an interest in Staminier, Staminier provided the Company with an unsecured line of credit of $480,000 for general working capital purposes. Initially, $240,000 (“Initial Loan”) was advanced and as the Company was using its best efforts to acquire the remaining 81% interest in Staminier (“Acquisition”), an additional $240,000 (“Supplementary Loan”) was advanced. The Initial Loan bears interest at 5% per annum paid quarterly and in the event the Company completes the Acquisition, the Initial Loan will be interest free. The Supplementary Loan will be interest free. In the event that the Company does not complete the Acquisition, the Initial Loan and Supplementary Loan (collectively, “Loans”) shall be repaid on the earlier of the Company raising more than $1,000,000 from the issue of common shares and December 31, 2021. Subsequent to July 31, 2021, the repayment date was extended to December 31, 2022. In the event that the Company completes the Acquisition, the Loans shall be repaid on the earlier of the Company raising more than $1,000,000 from the issue of common shares and December 31, 2022. The loans are secured by a fixed charge over all the assets of the Company.

British pound sterling loan

	£	$
Balance, July 31, 2020		–
Advanced	600,000	1,035,000
Interest	4,562	7,892
Foreign exchange loss	–	20,590
Balance, July 31, 2021	604,562	1,063,482

On June 24, 2021, Staminier advanced a loan of £600,000 for the Company to fund its obligation to acquire an interest in Beelivery (note 8). The loan bears interest at 7.5% per annum unless the Company completes the Acquisition, in which case, no interest will be payable. In the event of a default in payment of the loan, interest shall apply to the principal and interest due at the time of default. The loan will be repayable on the earlier of when the Company raises more than $5,200,000 from the issue of common shares and December 31, 2022. The loan is secured by a security interest in the investment in Beelivery.

See note 22, *Subsequent events, Acquisition of interest in Beelivery and due to Staminier - British pound sterling loan*

11. Due to related parties

Due to related parties includes amounts due to companies with directors, officers and shareholders in common. These amounts are unsecured, non-interest bearing and due on demand.

12. Canada Emergency Business Account loan

	$
Balance, July 31, 2019	–
Advance	40,000
Fair value adjustment to other income	(21,658)
Accretion	960
Balance, July 31, 2020	19,302
Advance	20,000
Fair value adjustment to other income	(12,685)
Accretion	3,858
Balance, July 31, 2021	30,475

(expressed in Canadian dollars)

The Government of Canada provided Canada Emergency Business Account loans (“CEBA Loan”) to support Canadian businesses that have been adversely affected by COVID-19. The CEBA Loan is government guaranteed, interest-free until December 31, 2022, and if not repaid by December 31, 2022, it will be extended for an additional 3-year term bearing interest at the rate of 5%. The CEBA loan can be repaid at any time without penalty, and if, $30,000 is repaid by December 31, 2022, the remaining $10,000 will be forgiven.

On April 20, 2020, the Company received a CEBA Loan of $40,000 which can be repaid at any time without penalty, and if, $30,000 is repaid by December 31, 2022, the remaining $10,000 will be forgiven. The Company initially recognized the fair value of the loan of $18,342 as the present value of principal and interest payments using a discount rate of 20%. The difference between the face value and present value of $21,658 was recorded as income from government assistance.

On April 14, 2021, the Company received an additional CEBA Loan of $20,000 which can be repaid at any time without penalty, and if, $10,000 is repaid by December 31, 2022, the remaining $10,000 will be forgiven. The Company initially recognized the fair value of the loan of $7,315 as the present value of principal and interest payments using a discount rate of 20%. The difference between the face value and present value of $12,685 was recorded as income from government assistance.

See note 22, *Subsequent event, Repayment of Canada Emergency Business Account loan*.

13. Convertible loans due to related parties

	$
Balance, July 31, 2019	–
Initial recognition	324,365
Interest	22,171
Fair value adjustment	363,319
Balance, July 31, 2020	709,855
Interest	28,968
Interest paid	(19,730)
Converted to common shares (note 14)	(53,735)
Balance, July 31, 2021	665,358

On March 11, 2020, amounts due to related parties of $709,855 were converted into convertible loans which are unsecured, bear interest at 3% payable annually and are due on March 11, 2025 (“Convertible Loans”). From September 11, 2020 to March 11, 2025, the Convertible Loans are convertible at the option of the holder into common shares at a conversion price equal to the greater of $0.30 per common share and the closing price of the Company's common shares on the conversion date. On March 11, 2025, the Company has the option to redeem the Convertible Loans for cash or require conversion of the Convertible Loans into common shares at a conversion price of $0.30 per common share, providing that the common shares are still listed for trading on the Canadian Stock Exchange or equivalent exchange.

The Convertible Loan is a contract comprised of a loan and a conversion option derivative in respect of option of the holders to convert the Convertible Loan into common shares. The Company has designated the entire contract to be accounted at fair value through profit and loss. The Company initially recognized the fair value of the contract of $324,365 as the present value of principal and interest payments using a discount rate of $20%. The difference between the face value and present value of $385,490 was credited to contributed surplus.

On July 28, 2020, the Company completed the restoration of its common shares for trading on the Canadian Securities Exchange and on July 31, 2020, as a consequence of its shares trading above $0.30 per share, the convertible loans were revalued to face value resulting in a loss of $363,319.

14. Share capital

Authorized
An unlimited number of common shares without par value
An unlimited number of $0.33 Series C non-voting preferred shares.

(expressed in Canadian dollars)

Issued

Common shares

The number of issued common shares at July 31, 2021 and July 31, 2020 includes 150,000 common shares that are held by the Company's subsidiary, Blockchain and 100,842 common shares that are held by the Company's subsidiary, Ubique, which have been treated as treasury shares and excluded from the number of outstanding common shares.

Preferred shares

At July 31, 2021, and July 21, 2020, there are no issued preferred shares outstanding. At July 31, 2019, there were 73,340 outstanding $0.33 5% Series C non-voting preference shares ("Series C Shares"), which were owned by Veterans and eliminated on consolidation. Upon the dissolution of Veterans (note 5), the Series C Shares were returned to the Company and cancelled.

Common shares issued to acquire interest in Staminier

On March 11, 2020, the Company issued 22,494,262 common shares at a value of $825,539 as consideration for its investment in Staminier (Note 8).

Private placement

On March 25, 2021, the Company completed a non-brokered private placement of 10,036,351 units ("Units") at a price of $0.45 per unit for gross proceeds of $4,516,358. Each Unit consisted of one common share and one-half of a common share purchase warrant, with each whole warrant entitling the holder to acquire one common share for $0.50 until March 25, 2024.

Consideration for the private placement was as follows:

	$
Cash	2,905,765
Investment in St-Georges Eco-Mining Corp. (note 8)	1,299,998
Investment in Flex Capital EHF (note 9)	100,000
Settlement of accounts payable	87,642
Settlement of amount due to a related party (note 18)	69,218
Conversion of convertible debt (note 14)	53,735
	4,516,358

In connection with the private placement, the Company:

a) paid finders fees of $85,987;
b) issued 17,500 finders' units with a fair value of $7,875, consisting of one common share and one-half of a common share purchase warrant, with each whole warrant entitling the holder to acquire one common share for $0.50 until March 25, 2024;
c) issued 2,944 finder warrants with a fair value of $950, entitling the holder to acquire one common share for $0.50 until March 25, 2024; and
d) incurred other share issue costs of $20,206.

(expressed in Canadian dollars)

The fair value of the unit warrants and finder warrants was calculated using the Black-Scholes option pricing model with the following inputs and assumptions:

	Unit and finders' unit warrants	**Finders' warrants**
Warrants issued	5,026,926	2,944
Exercise price	$0.50	$0.50
Share price	$0.50	$0.50
Risk-free interest rate	0.46%	0.46%
Expected volatility based on historical volatility	107%	107%
Expected life of warrants	3 years	3 years
Expected dividend yield	0%	0%
Fair value	$1,628,000	$950
Fair value per warrant	$0.32	$0.32

Officers of the Company subscribed for 401,667 units.

Common shares to be issued

Pursuant to a consulting agreement, at July 31, 2021, the Company had an obligation to issue 500,000 common shares to a company controlled by a director of the Company (note 18).

Warrants

A continuity of the Company's outstanding warrants is presented below:

	Weighted-average exercise price $	**Number of warrants**
Balance, July 31, 2018 and July 31, 2019	0.98	471,357
Expired	0.98	(471,357)
Balance, July 31, 2020	–	–
Issued		
Unit warrants	0.50	5,018,176
Finders' unit warrants	0.50	8,750
Finders' warrants	0.50	2,944
Balance, July 31, 2021	0.50	5,029,870

A summary of the Company's warrants outstanding at July 31, 2021 is presented below:

Exercise price	**Expiry date**	**Number of warrants**
$0.50	March 25, 2024	5,029,870

Stock options

The Company has a stock option plan in place under which the Board of Directors may grant options to acquire common shares of the Company to qualified directors, officers, employees and other service providers. The stock options vest according to the provisions of the individual option agreements approved by the directors' resolutions and have a maximum life of ten years. The plan allows for the issuance of up to 10% of the number of issued and outstanding common shares of the Company at any time on a non-diluted basis.

(expressed in Canadian dollars)

A continuity of the Company's outstanding stock options is presented below:

	Weighted-average exercise price $	**Number of stock options outstanding and exercisable**
Balance, July 31, 2019	1.29	792,896
Granted	0.30	2,539,386
Expired	1.29	(792,896)
Balance, July 31, 2020	0.30	2,539,386
Granted	0.45	2,900,000
Exercised	0.30	(100,000)
Cancelled	0.30	(139,386)
Balance, July 31, 2021	0.38	5,200,000

A summary of the Company's outstanding stock options at July 31, 2021 is presented below:

Exercise price	**Expiry date**	**Number of stock options**
$0.30	February 4, 2023	2,300,000
$0.45	February 22, 2024	2,900,000
		5,200,000

For stock options granted, the assumptions for the calculation of the fair value of those stock options using the Black-Scholes option pricing model are presented below:

Date of grant	February 4, 2020	February 21, 2021
Expiry date	February 4, 2023	February 21, 2024
Stock options granted	2,539,386	2,900,000
Exercise price	$0.30	$0.450
Share price	$0.30	$0.415
Risk-free interest rate	1.44%	0.30%
Expected volatility based on historical volatility	122%	94%
Expected life of stock options	3 years	3 years
Expected dividend yield	0%	0%
Forfeiture rate	0%	0%
Vesting	On date of grant	On date of grant
Fair value	$545,000	$684,000
Fair value per stock option	$0.21	$0.24

For the year ended July 31, 2021, the Company recognized stock-based compensation of $684,000 (2020 - $545,000) in connection with the above grants. In addition, for stock options granted by its subsidiary, Ubique, the Company recognized stock-based compensation of $85,977 (2020 - $26,865).

(expressed in Canadian dollars)

Loss per share

	2021 $	2020 $
Basic and diluted net loss per share-continuing operations	(0.05)	(0.04)
Basic and diluted net loss per share-discontinued operations	–	–
Basic and diluted net loss per share	(0.05)	(0.04)
Weighted average number of common share-basic and diluted	53,361,938	36,322,058

15. Non-controlling interests

A continuity of the non-controlling interest by subsidiary is as follows:

	Blockchain $	Kabaddi $	Ubique $	Buchans $	Gander $	Total $
Balance, July 31, 2019	(142,863)	(12,396)	514,073	(24,205)	1,991	336,600
Shares issued by subsidiary	–	–	126,938	–	–	126,938
Share of net profit (loss)	(13,753)	(18,655)	(131,539)	(16,561)	(5,950)	(186,456)
Stock-based compensation	–	–	26,865	–	–	26,865
Dilution of interest in subsidiary	–	–	(28,336)	–	–	(28,336)
Balance, July 31, 2020	(156,616)	(31,051)	508,001	(40,766)	(3,959)	275,611
Shares issued by subsidiary	–	–	515,300	–	–	515,300
Common shares to be issued	–	–	20,368	–	–	20,368
Stock-based compensation	–	–	85,977	–	–	85,977
Adjustment on acquisition	–	–	(5,564)	–	–	(5,564)
Share of net profit (loss)	2,489	(1,991)	(104,816)	(15,009)	(11,011)	(130,340)
Balance, July 31, 2021	(154,127)	(33,042)	1,019,266	(55,775)	(14,970)	761,352

Ubique

On July 12, 2021, the Company subscribed for 4,000,000 common shares of Ubique for $200,000, thereby increasing its ownership interest in Ubique to 23.83% from 22.34%. The Company made an adjustment to reduce non-controlling interest and increase deficit by $5,564.

At July 31, 2021, Ubique had assets of $1,362,163 and liabilities of $69,345 (2020 - assets of $835,375 and liabilities of $181,216) and for the year ended July 31, 2020 incurred a net loss of $182,986 (2020 - $169,384). At July 31, 2021, none of the other subsidiaries with a non-controlling interest had significant assets or operations.

16. Determination of fair values

A number of the Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

The fair values of cash, accounts receivable, HST recoverable, due from related parties, accounts payable and accrued liabilities, due to Staminier, due to related parties and Canada Emergency Business Account loan at July 31, 2021 approximated their respective carrying value due to their short term to maturity. The convertible loans due to related parties are measured at fair value which was determined to be equivalent to face value as the holder can convert into shares of the Company at market on demand.

Classification of fair value of financial instruments

The Company classified the fair value of its financial instruments measured at fair value according to the following hierarchy based on the amount of observable inputs used to value the instrument:

Level 1: quoted prices in active markets for identical assets and liabilities;
Level 2: inputs, other than the quoted prices included in Level 1, that are observable for the asset or liability, either directly or indirectly;
Level 3: inputs for the asset or liability that are not based on observable market data

The Company's investments in public companies are considered Level 1 as these shares are traded in an active market.

The Company's investment in Lonsdale is considered Level 1 as the assets of Lonsdale consist entirely of shares of public companies that are traded in active markets.

The Company's investment in Staminier is considered Level 3 as it was determined based on the estimated fair value of Staminier's assets and liabilities, the majority of which are not traded in an active market and one of the assets requires unobservable inputs to measure. If the estimated fair value of this particular asset was to change by 10%, the value of the Company's investment in Staminier would increase or decrease by approximately $62,500.

The Company's investments in Beelivery and Codikoat are considered Level 2 as the fair value was estimated based on the transaction price. The transaction price was determined to be the representative of fair value as there was no further equity transactions completed by these investee companies and there were no significant changes in the performance of these investee companies between the date of acquisition and the financial reporting period end date.

17. Financial risk management

The Company's activities expose it to a variety of financial risks that arise from its investment, exploration and financing activities, including credit risk, liquidity risk and market risk.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout these financial statements.

The Board of Directors oversees management's establishment and execution of the Company's risk management framework. Management has implemented and monitors compliance with risk management policies. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions and the Company's activities.

Credit risk

Credit risk is the risk of financial loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations. The Company's maximum exposure to credit risk is equal to the Company's cash and due from related parties. The Company limits its exposure to credit risk on its cash by holding deposits with high credit quality Canadian chartered bank.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting its financial liabilities that are settled in cash or other financial assets. The Company's approach to managing liquidity risk is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities as they come due, other than amounts owing to related parties.

The Company has no revenues and the continued operation of the Company is dependent upon the support of the Company's creditors and the Company's ability to secure equity financing, loans and advances from related parties to meet its existing obligations and further its merchant banking activities (note 2).

The following table sets out financial liabilities by remaining contractual maturity (contractual and undiscounted cash flows):

	Accounts payable and accrued liabilities $	Due to Flex $	Due to Staminier $	Due to related parties $	Canada Emergency Business Account Loan $	Convertible loans due to related parties $	Total $
Less than 1 year	298,426	246,914	488,216	173,312	–	–	1,206,868
1-5 years	–	–	1,063,482	–	30,475	665,358	1,759,315
Balance, July 31, 2021	298,426	246,914	1,551,698	173,312	30,475	665,358	2,966,183

Market risk
Market risk is the risk that changes in market prices, such as equity prices, foreign exchange rates, and interest rates will affect the Company's income or the value of its financial instruments.

Equity price risk
The Company is exposed to equity price risk with respect to investments. The Company's approach to managing equity price risk is to optimize the return from its marketable securities within acceptable parameters for equity price risk. The Company estimates that if the fair value of its investments in shares of public companies as at July 31, 2021 had changed by 10%, with all other variables held constant, the unrealized gain (loss) would have decreased or increased by $78,230.

Currency risk
Currency risk arises from the Company's financial instruments and purchases that are denominated in a currency other than the Canadian dollar, the Company's functional currency. The Company retains its cash in Canadian dollars until required for foreign currency transactions. Expenses are incurred in Canadian and British pound sterling. The Company is subject to gains and losses due to fluctuations in these currencies. At July 31, 2021, the Company has investments of £1,539,998 ($2,670,819), accounts payable and accrued liabilities of £32,000 (C$55,498) and due to Staminier of £604,562 (C$1,063,484). The Company estimates that if the exchange rate between Canadian dollars and British pound sterling had changed by 5%, with all other variables held constant, the foreign exchange gain (loss) would have increased or decreased by $78,000.

Interest rate risk
The Company's exposure to interest rate risk is limited due as the interest rates on due to Staminier, Canada Emergency Business Account loan and convertible loans due to related parties are fixed.

Capital management
Capital of the Company consists of common shares, reserve for warrants, contributed surplus, share-based payment reserve, foreign currency reserve and deficit. The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern so that it can make investments for the benefit of its shareholders. The Company manages its capital structure and makes adjustments based on the funds available to the Company in light of changes in economic conditions. The Board of Directors has not established quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain the future development of the Company. In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that consider various factors, including successful capital deployment and general industry conditions. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company has minimal revenue and the continued operation of the Company is dependent upon the support of the Company's creditors and the Company's ability to secure equity financing, loans and advances from related parties to meet its existing obligations and further its merchant banking activities (note 2). In order to achieve its objectives, the Company intends to raise additional funds as required.

(expressed in Canadian dollars)

The Company is not subject to externally imposed capital requirements and there were no changes to the Company's approach to capital management during the year.

18. Related party transactions and disclosures

Compensation of key management personnel

The Company considers its directors and officers to be key management personnel. Transactions with key management personnel are set out as follows:

	Years ended July 31, 2021 $	2020 $
Exploration and evaluation	42,500	–
Director fees	51,000	–
Management fees incurred by:		
The Company	72,000	25,000
A subsidiary of the Company	82,000	75,000
Stock-based compensation		
The Company	448,137	514,680
A subsidiary of the Company	78,300	26,865
	773,937	651,545

The Company issued common shares with a fair value of $69,281 to settle an amount owing to an officer of the Company.

Transactions with other related parties

	Years ended July 31, 2021 $	2020 $
Revenue		
Consulting income from a company with common directors and shareholders	12,500	–
Expenses		
Legal fees to a law firm associated with a director of the Company	42,498	–
Consulting fees to a company controlled by a director of the Company	303,136	50,030
Share-based payment of 500,000 common shares at a fair value of $1.21 per common share to a company controlled by a director of the Company, recorded as common shares to be issued	605,000	–
Transfer agent fees to Reliable, an investee company with common majority shareholders	34,983	28,041
Bad debt recovery	–	(29,168)
Interest to Stamimier, an investee company with common directors	16,061	–

Accounts payable and accrued liabilities includes $55,136 owing to a company controlled by a director (2020 - nil).

See notes 5, 6, 8, 10, 11 and 13 for other related party transactions.

(expressed in Canadian dollars)

19. Income taxes

The Company's effective income tax rate differs from the amount that would be computed by applying the combined federal and provincial statutory rate of 26.5% (2020 - 26.5%) to the net loss for the year. The reasons for the difference are as follows:

Provision for income taxes

	2021 $	2020 $
Loss before income taxes	(3,233,773)	(1,471,576)
Expected income tax recovery based on statutory rate	(856,950)	(389,968)
Increase (decrease) resulting from:		
Non-deductible expenses	181,793	151,372
Impact of flow-through shares	31,370	
Different income tax rates and other	194,842	–
Change in deferred tax assets not recorded	448,945	238,596
Deferred income tax recovery	–	–

The Company's recognized deferred tax assets and liabilities are as follows:

	2021 $	2020 $
Canadian non-capital losses	38,597	16,529
Exploration and evaluation assets	(38,597)	(16,529)
	-	-

The Company has the following deductible temporary differences for which no deferred tax asset has been recognized as it is uncertain as to whether there will be sufficient taxable income generated in the future to realize such assets:

	2021 $	2020 $
Canadian non-capital losses	4,720,499	3,391,022
Investments	1,537,730	217,423
Share issue costs	102,071	–
	6,360,300	3,608,445

The Canadian non-capital losses expire in 2033 to 2041.

20. Segmented information

The Company has four reportable segments: merchant banking, financial services, software development and mineral exploration.

(expressed in Canadian dollars)

The Company evaluates performance and allocates resources based on profit or loss from operations before income taxes as well as results from operating activities. All the operations are in North America hence no geographical segmental information is provided. Information on reportable segments is as follows:

	As at July 31, 2021 $	2020 $
Segment assets		
Merchant banking	5,324,031	1,136,860
Software development	3,738	280
Mineral exploration	1,285,398	794,130
	6,613,167	1,931,270
Segment liabilities		
Merchant banking	2,779,472	1,065,099
Software development	182,209	201,894
Mineral exploration	97,969	227,793
	3,059,650	1,494,786

	Years ended July 31, 2021 $	2020 $
Revenue		
Merchant banking	12,500	–
Financial services	–	–
Software development	–	–
Mineral exploration	–	–
	12,500	–
Segment income (loss)		
Merchant banking	(3,108,698)	(1,260,137)
Financial services	–	57,518
Software development	94,843	(74,499)
Mineral exploration	(219,918)	(194,458)
	(3,233,773)	(1,471,576)

21. Non-cash financing and investing activities

	Years ended July 31, 2021 $	2020 $
Distribution of investment from GBC Grand	197,538	–
Issuance of units for investments		
St-Georges	1,299,998	–
Flex	100,000	–
Staminier	–	825,539
Exploration expenditures in payables	–	41,657
Issuance of common shares by subsidiaries for exploration and evaluation assets	–	22,500
Issuance of units		
Settlement of accounts payable	87,462	–
Settlement of amount due to a related party	69,218	–
Conversion of convertible loans due to related parties	53,735	–
Share issue costs	7,875	–
Conversion of due to related parties to convertible loans	–	709,855

22. Subsequent events

Acquisition of interest in Beelivery and due to Staminier - British pound sterling loan
On September 1, 2021, the Company completed Tranche 2 of the acquisition of an interest in Beelivery (note 8).

For the purposes of financing Tranche 2, Staminier advanced a loan of £1,500,000 for the Company. The loan bears interest at 7.5% per annum unless the Company completes the Acquisition, in which case, no interest will be payable. In the event of a default in payment of the loan, interest shall apply to the principal and interest due at the time of default. The loan will be repayable on the earlier of when the Company raises more than $5,200,000 from the issue of common shares and December 31, 2022. The Company granted Staminier a security interest in the investment in Beelivery.

Repayment of Canada Emergency Business Account loan
With respect to the CEBA loan of $60,000, on September 21, 2021, the Company repaid $40,000 and $20,000 was forgiven.

Due to Flex
Subsequent to July 31, 2021, the Company made the remaining instalments of $250,000.