

# CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Three and Six Months Ended March 31, 2023

(EXPRESSED IN UNITED STATES DOLLARS)

(UNAUDITED)

CONDENSED INTERIM CONSOLIDATED BALANCE SHEETS (UNAUDITED)

		March 31, 2023		September 30, 2022
ASSETS				
Current assets				
Cash and cash equivalents	\$	176,366	\$	3,300,495
Trade and other receivables, net		156,095		137,214
Prepaid expenses and deposits		179,400		317,277
Total current assets		511,861		3,754,986
Non-current assets				
Reclamation deposits		145,000		145,000
Property and equipment, net of accumulated depreciation and depletion		10,308,317		8,426,776
Right of use asset, net		188,956		240,796
Total assets	\$	11,154,134	\$	12,567,558
LIABILITIES AND EQUITY				
Current liabilities				
Trade and other payables	\$	2,661,112	\$	1,561,344
Convertible debenture		-		38,291
Lease liability – current portion		84,514		104,224
Total current liabilities		2,745,626		1,703,859
Non-current liabilities				
Asset retirement obligations		252,400		236,412
Lease liability, less current portion		112,133		140,682
Warrant liability		1,066		23,500
Total liabilities		3,111,225		2,104,453
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Equity				
Common stock, no par value per share; unlimited shares authorized, 1,932,604 shares*		1.1.227.722		1 4 22 5 52 2
issued and outstanding as of March 31, 2023 and September 30, 2022		14,337,739		14,337,739
Additional paid-in capital		4,513,512		4,513,194
Accumulated other comprehensive loss Deficit		(127,413)		(127,413)
Dencit		(10,680,929)		(8,260,415)
Total equity		8,042,909		10,463,105
Total liabilities and equity	\$	11,154,134	\$	12,567,558
7	Ψ	11,131,134	Ψ	12,307,330

<sup>\*</sup>The number of shares has been restated to reflect the 60:1 reverse stock split (Note 1)

**PERMEX PETROLEUM CORPORATION**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS

(UNAUDITED)

	N	Three Months Ended March 31, 2023	N	Three Months Ended March 31, 2022		March 31, 2023	 Months Ended farch 31, 2022
Revenues							
Oil and gas sales	\$	170,989	\$	228,497	\$	384,743	\$ 318,487
Royalty income		9,649		13,389		17,837	29,848
Total revenues	Ξ	180,638	Ξ	241,886	Ξ	402,580	348,335
Operating expenses							
Lease operating expense		234,478		115,000		527,157	196,879
General and administrative		1,010,542		204,366		2,225,648	1,013,972
Depletion and depreciation		42,977		56,884		83,173	88,895
Accretion on asset retirement obligations		7,994		8,223		15,988	16,476
Foreign exchange gain (loss)		1,070		3,644		4,380	8,614
Total operating expenses		(1,297,061)	_	(388,117)	Ξ	(2,856,346)	(1,324,836)
Loss from operations		(1,116,423)		(146,231)		(2,453,766)	(976,501)
Other income (expense)							
Interest income		-		2		-	2
Other income		6,000		12,000		12,000	12,000
Finance expense		-		(1,180)		(1,182)	(24,648)
Change in fair value of warrant liability		(900)		(22,519)		22,434	80,031
Total other income (expense)		5,100		(11,697)		33,252	67,385
Net loss and comprehensive loss	\$	(1,111,323)	\$	(157,928)	\$	(2,420,514)	\$ (909,116)
Basic and diluted loss per common share	\$	(0.57)	\$	(0.13)	\$	(1.25)	\$ (0.79)
Weighted average number of common shares outstanding*		1,932,604		1,172,727		1,932,604	 1,151,301

<sup>\*</sup>The number of shares has been restated to reflect the 60:1 reverse stock split (Note 1)

CONDENSED CONSOLIDATED STATEMENTS OF EQUITY (UNAUDITED)

# Three months ended March 31

	Number of Shares*	Share capital	Additional paid-in capital	Accumulated other comprehensive loss	Deficit	Total equity
Balance, December 31, 2022	1,932,604	\$14,337,739	\$4,513,369	\$ (127,413)	\$ (9,569,606)	\$ 9,154,089
Share-based payments	-	-	143	-	-	143
Net loss	-	-	-	-	(1,111,323)	(1,111,323)
Balance, March 31, 2023	1,932,604	\$14,337,739	\$4,513,512	\$ (127,413)	<u>\$(10,680,929</u> )	\$ 8,042,909
	Number of Shares*	Share capital	Additional paid-in capital	Accumulated other comprehensive loss	Deficit	Total equity
Balance, December 31, 2021	1,147,127	\$ 9,307,648	\$3,108,585	\$ (127,413)	\$(6,296,987)	\$ 5,991,833
Private placements Share issuance costs Share-based payments Net loss	785,477 - - -	6,933,410 (1,884,523)	607,170 858,429 (2,649)		(157,928)	7,540,580 (1,026,094) (2,649) (157,928)
Balance, March 31, 2022	1,932,604	\$14,356,535	\$4,571,535	\$ (127,413)	\$(6,454,915)	\$12,345,742

<sup>\*</sup>The number of shares has been restated to reflect the 60:1 share consolidation (Note 1)

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

CONDENSED CONSOLIDATED STATEMENTS OF EQUITY (UNAUDITED)

# Six months ended March 31

	Number of Shares*	Share capital	Additional paid-in capital	Accumulated other comprehensive loss	Deficit	Total equity
Balance, September 30, 2022	1,932,604	\$14,337,739	\$4,513,194	\$ (127,413)	\$ (8,260,415)	\$10,463,105
Share-based payments	-	-	318	-	- -	318
Net loss					(2,420,514)	(2,420,514)
Balance, March 31, 2023	1,932,604	\$14,337,739	\$4,513,512	<u>\$ (127,413)</u>	<u>\$(10,680,929)</u>	\$ 8,042,909
	Number of	Cl	Additional	Accumulated other		
	Shares*	Share capital	paid-in capital	comprehensive loss	Deficit	Total equity
		capital	paid-in capital		Deficit	Total equity
Balance, September 30, 2021					Deficit \$(5,545,799)	Total equity \$ 5,780,252
	Shares* 1,103,010	\$ 8,976,747	\$2,476,717	loss		\$ 5,780,252
Balance, September 30, 2021  Private placements Share issuance costs	Shares*	capital \$ 8,976,747 7,303,161	capital \$2,476,717 607,170	loss	\$(5,545,799)	\$ 5,780,252 7,910,331
Private placements Share issuance costs	Shares* 1,103,010	\$ 8,976,747	\$2,476,717	loss	\$(5,545,799) -	\$ 5,780,252
Private placements	Shares* 1,103,010	capital \$ 8,976,747 7,303,161	capital \$2,476,717 607,170 882,972	loss	\$(5,545,799) - -	\$ 5,780,252 7,910,331 (1,040,401)

<sup>\*</sup>The number of shares has been restated to reflect the 60:1 reverse stock split (Note 1).

**PERMEX PETROLEUM CORPORATION**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS SIX MONTHS ENDED MARCH 31 (UNAUDITED)

CASH FLOWS FROM OPERATING ACTIVITIES	
CASH FLOWS FROM OPERATING ACTIVITIES	
Net loss \$ (2,420,514) \$	(909,116)
Adjustments to reconcile net loss to net cash from operating activities:	(909,110)
Accretion on asset retirement obligations 15,988	16.476
Depletion and depreciation 83,173	88,895
Foreign exchange loss (gain)	2.710
Finance expense -	12,359
Change in fair value of warrant liability (22,434)	(80,031)
Share-based payments 318	604.676
Share-based payments 516	004,070
Changes in operating assets and liabilities:	
Trade and other receivables (18,881)	(133,419)
Prepaid expenses and deposits 137,877	(35,085)
Trade and other payables 303,263	179,859
Amounts due to related parties -	(18,960)
Right of use asset and lease liability 3,581	(261)
Net cash used in operating activities (1,917,629)	(271,897)
CASH FLOWS FROM INVESTING ACTIVITIES	_
	(00.210)
	(90,219)
Net cash used in investing activities (1,168,209)	(90,219)
CASH FLOWS FROM FINANCING ACTIVITIES	
Proceeds from issuance of private placement units	8,112,340
Share issuance costs -	(1,049,072)
Convertible debenture repayment (38,291)	-
Loan from related party	800
Net cash provided by (used in) financing activities (38,291)	7,064,068
Change in cash and cash equivalents during the period (3,124,129)	6,701,952
Cash and cash equivalents, beginning of the period 3,300,495	25,806
Cash and cash equivalents, end of the period \$ 176.366 \$	6 727 759
<u> </u>	6,727,758
Supplemental disclosures of non-cash investing and financing activities:	1 (00 151
Share purchase warrants issued in connection with private placements	1,692,151
Trade and other payables related to property and equipment 1,443,757	82,054
Supplemental cash flow disclosures:	
Interest paid 1,182	18,960

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS THREE AND SIX MONTHS ENDED MARCH 31, 2023 (UNAUDITED)

### 1. BACKGROUND

Permex Petroleum Corporation (the "Company") was incorporated on April 24, 2017 under the laws of British Columbia, Canada and maintains its head office at Suite 925, 2911 Turtle Creek Blvd, Dallas, Texas, 75219. Its registered office is located at 10<sup>th</sup> floor, 595 Howe Street, Vancouver, British Columbia, Canada, V6C 2T5. The Company is primarily engaged in the acquisition, development and production of oil and gas properties in the United States. The Company's oil and gas interests are located in Texas and New Mexico, USA. The Company is listed on the Canadian Securities Exchange (the "CSE") under the symbol "OIL" and on the OTCQB under the symbol "OILCF".

On October 26, 2022, the Company's board of directors approved a reverse stock split of the Company's issued and outstanding common stock at a 1 for 60 ratio, which was effective November 2, 2022. The par value and authorized shares of common stock were not adjusted as a result of the reverse stock split. All issued and outstanding common stock, options, and warrants to purchase common stock and per share amounts contained in the financial statements have been retroactively adjusted to reflect the reverse stock split for all periods presented.

## 2. SIGNIFICANT ACCOUNTING POLICIES

## **Basis of presentation**

The unaudited condensed consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("US GAAP") and applicable rules and regulations of the United States Securities and Exchange Commission ("SEC") regarding interim financial reporting. Certain information and note disclosures normally included in financial statements prepared in accordance with GAAP have been condensed or omitted pursuant to such rules and regulations. In the opinion of management, the condensed consolidated financial statements include all adjustments necessary, which are of a normal and recurring nature, for the fair presentation of the Company's financial position and of the results of operations and cash flows for the periods presented. These interim results are not necessarily indicative of the results to be expected for the fiscal year ending September 30, 2023 or for any other interim period or for any other future fiscal year. These condensed consolidated financial statements should be read in conjunction with the Company's audited financial statements and footnotes for the fiscal year ended September 30, 2022.

### **Principles of Consolidation**

The accompanying consolidated financial statements include the assets, liabilities, revenue and expenses of the Company's wholly-owned subsidiary, Permex Petroleum US Corporation. All intercompany balances and transactions have been eliminated.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS THREE AND SIX MONTHS ENDED MARCH 31, 2023 (UNAUDITED)

### 2. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

#### Going concern of operations

These consolidated financial statements have been prepared on a going concern basis which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business. The Company has incurred losses since inception in the amount of \$10,680,929 and has not yet achieved profitable operations. The Company has been relying on equity financing and loans from related parties to fund its operation in the past. While the Company has been successful in securing financing to date, there can be no assurances that it will be able to do so in the future. The aforementioned factors raise substantial doubt about the Company's ability to continue as a going concern within one year after the date that the financial statements are issued.

Management plans to fund operations of the Company with its current working capital and through increasing production from its oil and gas leases. The Company also expects to raise additional funds through equity financings. There are no written agreements in place for such funding or issuance of securities and there can be no assurance that such will be available in the future. Management believes that this plan provides an opportunity for the Company to continue as a going concern.

In view of these matters, continuation as a going concern is dependent upon continued operations of the Company, which in turn is dependent upon the Company's ability to meet its financial requirements, raise additional capital, and the success of its future operations. The financial statements do not include any adjustments to the amount and classification of assets and liabilities that may be necessary should the Company not continue as a going concern.

### **Use of Estimates**

The preparation of financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities at the date of the financial statements and the reported amount of revenue and expenses during the reporting period. Management evaluates these estimates and judgments on an ongoing basis and bases its estimates on experience, current and expected future conditions, third-party evaluations and various other assumptions that management believes are reasonable under the circumstances. Significant estimates have been used by management in conjunction with the following: (i) the fair value of assets when determining the existence of impairment factors and the amount of impairment, if any; (ii) the costs of site restoration when determining decommissioning liabilities; (iii) the useful lives of assets for the purposes of depletion and depreciation; (iv) petroleum and natural gas reserves; and (v) share-based payments. Management evaluates its estimates and assumptions on an ongoing basis using historical experience and other factors, including the current economic environment, and makes adjustments when facts and circumstances dictate. These estimates are based on information available as of the date of the financial statements; therefore, actual results could differ from those estimates.

## New accounting standards

There are not currently any new or pending accounting standards that are expected to have a significant impact on the Company's consolidated financial statements.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS THREE AND SIX MONTHS ENDED MARCH 31, 2023 (UNAUDITED)

#### 3. REVENUE

Revenue from contracts with customers is presented in "Oil and gas sales" on the Consolidated Statements of Loss.

As of March 31, 2023 and September 30, 2022, receivable from contracts with customers, included in trade and other receivables, were \$69,359 and \$56,639, respectively.

The following table present our revenue from contracts with customers disaggregated by product type and geographic areas.

Three months ended March 31, 2023	 Texas	 New Mexico	 Total
Crude oil	\$ 129,618	\$ 34,543	\$ 164,161
Natural gas	6,828	-	6,828
Revenue	\$ 136,446	\$ 34,543	\$ 170,989
Three months ended March 31, 2022	 Texas	New Mexico	 Total
Crude oil	\$ 169,747	\$ 48,247	\$ 217,994
Natural gas	10,503	-	10,503
Revenue	\$ 180,250	\$ 48,247	\$ 228,497
Six months ended March 31, 2023	 Texas	 New Mexico	Total
Crude oil	\$ 303,579	\$ 74,055	\$ 377,634
Natural gas	 7,109	 <u>-</u>	 7,109
Revenue	\$ 310,688	\$ 74,055	\$ 384,743
Six months ended March 31, 2022	 Texas	 New Mexico	 Total
Crude oil	\$ 239,908	\$ 48,247	\$ 288,155
Natural gas	 30,332	_	30,332
Revenue	\$ 270,240	\$ 48,247	\$ 318,487

## 4. CONCENTRATION OF CREDIT RISK

The Company's financial instruments that are exposed to concentrations of credit risk consist primarily of its cash equivalents and trade receivables. The Company's cash balances sometimes exceed the United States' Federal Deposit Insurance Corporation insurance limits. The Company mitigates this risk by placing its cash and cash equivalents with high credit quality financial institutions and attempts to limit the amount of credit exposure with any one institution. To date, the Company has not recognized any losses caused by uninsured balances.

The majority of the Company's receivable balance is concentrated in trade receivables, with a balance of \$106,845 as of March 31, 2023 (September 30, 2022 - \$91,928). Two customers represented \$57,730 (54%) of the trade receivable balance. The Company routinely assesses the financial strength of its customers. The non-trade receivable balance consists of goods and services tax ("GST") recoverable of \$49,250. GST recoverable is due from the Canadian Government. It is in management's opinion that the Company is not exposed to significant credit risk. To date, the Company has not recognized any credit losses on its receivables.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS THREE AND SIX MONTHS ENDED MARCH 31, 2023 (UNAUDITED)

# **5. PROPERTY AND EQUIPMENT**

Property and equipment consisted of the following:

	 March 31, 2023	 September 30, 2022
Oil and natural gas properties, at cost	\$ 10,376,481	\$ 8,029,234
Construction in progress	_	460,306
Less: accumulated depletion	(243,515)	(184,658)
Oil and natural gas properties, net	10,132,966	8,304,882
Other property and equipment, at cost	 205,315	127,542
Less: accumulated depreciation	(29,964)	(5,648)
Other property and equipment, net	175,351	121,894
Property and equipment, net	\$ 10,308,317	\$ 8,426,776

Depletion and depreciation expense was \$83,173 and \$88,895 for the six month periods ended March 31, 2023 and March 31, 2022, respectively. Depletion and depreciation expense for the three month periods ended March 31, 2023 and March 31, 2022 was \$42,977 and \$56,884, respectively.

### 6. LEASES

All of the Company's right-of-use assets are operating leases related to its office premises. Details of the Company's right-of-use assets and lease liabilities are as follows:

	 March 31, 2023	September 30, 2022
Right-of-use assets	\$ 188,956	\$ 240,796
Lease liabilities		
Balance, beginning of the year	\$ 244,906	\$ 78,949
Addition	-	220,368
Liability accretion	13,402	9,042
Lease payments	 (61,661)	(63,453)
Balance, end of the year	\$ 196,647	\$ 244,906
Current lease liabilities	\$ 84,514	\$ 104,224
Long-term lease liabilities	\$ 112,133	\$ 140,682

The following table presents the Company's total lease cost.

	_	Three Months Ended arch 31, 2023	Three Months Ended arch 31, 2022	M	Six Months Ended arch 31, 2023	M	Six Months Ended arch 31, 2022
Operating lease cost	\$	29,845	\$ 13,813	\$	65,243	\$	27,774
Variable lease expense		18,822	9,869		25,997		17,426
Sublease income		(10,391)	(10,730)		(20,395)		(15,598)
Rent subsidy		-	-		-		(1,674)
Net lease cost	\$	38,276	\$ 12,952	\$	70,845	\$	27,928

As of March 31,2023, maturities of the Company's operating lease liabilities are as follows:

Year	
2023	\$ 49,127
2024	82,190
2025	84,664
2026	 14,180
Total lease payments	230,161
Less: imputed interest	(33,514)
Total lease liabilities	\$ 196,647

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS THREE AND SIX MONTHS ENDED MARCH 31, 2023 (UNAUDITED)

### 7. ASSET RETIREMENT OBLIGATIONS

Asset retirement obligations reflects the estimated present value of the amount of dismantlement, removal, site reclamation, and similar activities associated with the Company's oil and gas properties. Changes to the asset retirement obligations are as follows:

		March 31,		September 30,
		2023		2022
A A A A A A A A A A A	¢	226 412	ø	552 504
Asset retirement obligations, beginning of the year	\$	236,412	<b>3</b>	552,594
Revisions of estimates		-		(371,212)
Accretion expense		15,988		55,030
	\$	252,400	\$	236,412

During the year ended September 30, 2022, the Company had revision of estimates totaling \$371,212 primarily due to changes in future cost estimates and retirement dates for its oil and gas assets.

### **Reclamation deposits**

As of March 31, 2023, the Company held reclamation deposits of \$145,000 (September 30, 2022 - \$145,000), which are expected to be released after all reclamation work has been completed with regard to its oil and natural gas interests.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS THREE AND SIX MONTHS ENDED MARCH 31, 2023 (UNAUDITED)

#### 8. DEBT

#### Convertible debenture – Related party

As of September 30, 2022, the Company had a debenture loan of \$73,000 (CAD\$100,000) from the CEO of the Company outstanding. The debenture loan was secured by an interest in all of the Company's right, title, and interest in all of its oil and gas assets, bore interest at a rate of 12% per annum and had a maturity date of December 20, 2022. The debenture was convertible at the holder's option into units of the Company at \$6.57 (CAD\$9.00) per unit. Each unit would be comprised of one common share of the Company and one share purchase warrant; each warrant entitled the holder to acquire one additional common share for a period of three years at an exercise price of \$8.76 (CAD\$12.00).

During the year ended September 30, 2022, the Company repaid \$34,709 of the loan (CAD\$47,546). In November 2022, the Company repaid the remaining principal loan amount of \$38,291 (CAD\$52,454).

The Company recorded interest of \$1,182 and \$nil for the three and six months ended March 31, 2023. The Company recorded interest of \$1,286 and \$3,688 for the three and six months ended March 31, 2022.

### Loan payable

In May 2020, the Company opened a Canada Emergency Business Account ("CEBA") and received a loan of \$28,640 (CAD\$40,000) from the Canadian Government. The CEBA program was established to provide interest-free loans of up to CAD\$60,000 to small businesses to help them cover operating costs during the COVID-19 pandemic. The loan was unsecured and non-interest bearing with a repayment deadline of December 31, 2023. During the year ended September 30, 2022, the Company repaid the loan balance of \$23,600 (CAD\$30,000) and recognized a gain of \$7,800 (CAD\$10,000) on the forgiven amount.

#### 9. RELATED PARTY TRANSACTIONS

The convertible debenture loan from the CEO of the Company mentioned in Note 8 was repaid during the six months ended March 31, 2023.

#### 10. LOSS PER SHARE

The calculation of basic and diluted loss per share for the three and six month periods ended March 31, 2023 and 2022 was based on the net losses attributable to common shareholders. The following table sets forth the computation of basic and diluted loss per share:

	Three Months Ended (arch 31, 2023	Three Months Ended arch 31, 2022	М	Six Months Ended Jarch 31, 2023	M	Six Months Ended arch 31, 2022
Net loss	\$ (1,111,323)	\$ (157,928)	\$	(2,420,514)	\$	(909,116)
Weighted average common shares outstanding	 1,932,604	1,172,727		1,932,604		1,151,301
Basic and diluted loss per share	\$ (0.57)	\$ (0.13)	\$	(1.25)	\$	(0.79)

For the three and six months ended March 31, 2023, 81,250 stock options and 1,097,096 warrants were excluded from the diluted weighted average number of common shares calculation as their effect would have been anti-dilutive. For the three and six months ended March 31, 2022, 92,917 stock options and 1,097,096 warrants were excluded from the diluted weighted average number of common shares calculation as their effect would have been anti-dilutive.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS THREE AND SIX MONTHS ENDED MARCH 31, 2023 (UNAUDITED)

### 11. EQUITY

#### Common stock

The Company has authorized an unlimited number of common shares with no par value. At March 31, 2023 and September 30, 2022, the Company had 1,932,604 common shares issued and outstanding after giving effect to the 60:1 reverse stock split.

There were no share issuance transactions during the six months ended March 31, 2023.

During the year ended September 30, 2022, the Company:

- a) Completed a non-brokered private placement of 44,117 units at a price of \$12.96 (CAD\$16.20) per unit for gross proceeds of \$571,760 (CAD\$714,700) on November 4, 2021. Each unit is comprised of one common share and one half of one share purchase warrant; each whole warrant entitles the holder to acquire one additional common share for a period of 24 months at an exercise price of \$25.80 (CAD\$32.40). \$202,009 of the proceeds was allocated to the warrants and recorded as a warrant liability. The Company paid \$34,733 and issued 2,680 agent's warrants as a finders' fee. The finder's warrants have the same terms as the warrants issued under the private placement. The finder's warrants were valued at \$24,543 using the Black-Scholes option pricing model (assuming a risk-free interest rate of 0.98%, an expected life of 2 years, annualized volatility of 153.02% and a dividend rate of 0%). The Company also incurred filing and other expenses of \$800 in connection with the private placement. \$8,671 of issuance costs related to the warrants was recorded in the statement of loss.
- b) Completed a brokered private placement of 785,477 units at a price of \$9.60 per unit for gross proceeds of \$7,540,580 on March 29, 2022. Each unit is comprised of one common share and one common share purchase warrant; each warrant entitles the holder to acquire one additional common share for a period of 5 years at an exercise price of \$12.60. \$607,170 of the proceeds was allocated to the warrants. ThinkEquity LLC acted as sole placement agent for the private placement. In connection with the private placement, ThinkEquity received a cash commission of \$754,058, 78,548 broker warrants and expense reimbursement of \$131,560. The broker's warrants have the same terms as the warrants issued under the private placement. The broker's warrants were valued at \$858,429 using the Black-Scholes option pricing model (assuming a risk-free interest rate of 2.45%, an expected life of 5 years, annualized volatility of 134.66% and a dividend rate of 0%). The Company also incurred filing and other expenses of \$159,271 in connection with the private placement.

#### **Share-based payments**

Stock options

The Company has a stock option plan (the "Plan") in place under which it is authorized to grant options to executive officers and directors, employees and consultants. Pursuant to the Plan, the Company may issue aggregate stock options totaling up to 10% of the issued and outstanding common stock of the Company. Further, the Plan calls for the exercise price of each option to be equal to the market price of the Company's stock as calculated on the date of grant. The options can be granted for a maximum term of 10 years and vest at the discretion of the Board of Directors at the time of grant.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS THREE AND SIX MONTHS ENDED MARCH 31, 2023 (UNAUDITED)

# 11. EQUITY (cont'd...)

### Share-based payments (cont'd...)

Stock option transactions are summarized as follows:

	Number of options	_	Weighted Average Exercise Price
Balance, September 30, 2021	37,917	\$	19.51
Granted	55,000		10.51
Cancelled	(8,334)		17.34
Balance, September 30, 2022	84,583	\$	13.26
Cancelled	(3,333)		10.66
Balance, March 31, 2023	81,250	\$	13.56
Exercisable at March 31, 2023	81,250	\$	13.56

The aggregate intrinsic value of options outstanding and exercisable as at March 31, 2023 was \$nil (September 30, 2022 - \$nil).

The options outstanding as of March 31, 2023 have exercise prices in the range of \$2.22 to \$22.20 and a weighted average remaining contractual life of 7.16 years.

During the six months ended March 31, 2023 and 2022, the Company recognized share-based payment expense of \$318 and \$604,358, respectively, for the portion of stock options that vested during the period. The share-based payment expense for the three months ended March 31, 2023 and 2022 was \$143 and \$2,649, respectively. The following weighted average assumptions were used for the Black-Scholes valuation of stock options granted:

	2023	2022
Risk-free interest rate	-	1.5%
Expected life of options	-	10 Years
Expected annualized volatility	-	96.56%
Dividend rate	-	Nil
Weighted average fair value of options granted	<u>-</u>	\$ 10.17

As March 31, 2023, the following stock options were outstanding:

Number					
of Options	 Exercise Price		Issuance Date		Expiry Date
27,917	\$ 22.20	December 4, 2017		December 4, 2027	
5,000	\$ 13.32	November 1, 2018		November 1, 2028	
5,000	\$ 2.22	March 16, 2020		March 16, 2030	
48,333	\$ 10.66	October 6, 2021		October 6, 2031	
81,250					

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS THREE AND SIX MONTHS ENDED MARCH 31, 2023 (UNAUDITED)

## **11. EQUITY** (cont'd...)

Warrants

Warrant transactions are summarized as follows:

	Number of Warrants	 Weighted Average Exercise Price
Balance, September 30, 2021	208,333	\$ 9.42
Granted	888,763	 12.91
Balance, September 30, 2022 and March 31, 2023	1,097,096	\$ 12.12

As March 31, 2023, the following warrants were outstanding:

	Number of Warrants	 Exercise Price		Issuance Date		Expiry Date
	24,739	\$ 23.98	November 4, 2021		November 4, 2023	
	864,024	\$ 12.60	March 29, 2022		March 29, 2027	
	208,333	\$ 8.88	September 30, 2021		September 30, 2031	
•	1,097,096					

22,059 warrants issued with private placement units during fiscal 2022 have an exercise price denominated in CAD. These warrants were initially valued at \$202,009 using the Black-Scholes option pricing model (assuming a risk-free interest rate of 0.98%, an expected life of 2 years, annualized volatility of 153.02% and a dividend rate of 0%) and recorded as a warrant liability. These warrants were subsequently revalued and a gain on fair value adjustment of \$178,509 was recorded during the year ended September 30, 2022. During the six months ended March 31, 2023, a gain on fair value adjustment of \$22,434 was recorded (2022 - \$80,031). During the three months ended March 31, 2023, a loss on fair value adjustment of \$900 was recorded (2022 - \$22,519).

The following weighted average assumptions were used for the Black-Scholes valuation of warrants as at March 31, 2023 and September 30, 2022:

	March 31, 2023	September 30, 2022
Risk-free interest rate	3.78%	3.79%
Expected life of options	0.50 Year	1 Year 135.59%
Expected annualized volatility Dividend rate	120.78% Nil	135.39% Nil
Weighted average fair value of options granted	\$ 0.06	\$ 1.46