Aether Catalyst Solutions, Inc.

Condensed Interim Consolidated Financial Statements

For the six months ended June 30, 2022 and 2021

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

<u>Corporate Head Office</u>

Unit 104, 8337 Eastlake Drive
Burnaby, BC
V5A 4W2

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

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

The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

Aether Catalyst Solutions, Inc.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian dollars)
(Unaudited – Prepared by Management)

	June 30, 2022	December 31, 2021
ASSETS		
Current assets		
Cash	$ 509,002	$ 588,691
Receivables (Note 8)	65,044	30,513
Prepaid expenses	47,649	24,018
Total current assets	621,695	643,222
Non-current assets		
Property, plant and equipment (Note 3)	63,512	47,334
Right-of-use asset (Note 6)	150,352	71,860
Total assets	$ 835,559	$ 762,416
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (Note 4)	$ 450,817	$ 76,141
Lease liability (Note 6)	90,924	36,836
Total current liabilities	541,741	112,977
Non-current liabilities		
Long-term loans payable (Note 5)	40,000	40,000
Long-term lease liability (Note 6)	74,174	50,935
Total liabilities	655,915	203,912
Shareholders' equity		
Share capital (Note 7)	2,667,941	2,651,897
Contribution surplus (Note 7)	538,690	544,734
Subscription received in advance	287,909	720
Deficit	(3,260,619)	(2,638,847)
Equity attributable to the shareholders of the Company	233,921	-
Non-controlling interest	(54,277)	-
Total equity	179,644	558,504
Total liabilities and equity	$ 835,559	$ 762,416

Nature and continuance of operations (Note 1)
Commitment (Note 11)
Subsequent events (Note 13)

APPROVED ON BEHALF OF THE DIRECTORS:

"Paul Woodward"	Director	*"Jason Moreau"*	Director
Paul Woodward		Jason Moreau	

These accompanying notes form an integral part of these condensed interim consolidated financial statements.

Aether Catalyst Solutions, Inc.
Condensed Interim Consolidated Statements of Net Loss and Comprehensive Loss
(Expressed in Canadian dollars)
(Unaudited – Prepared by Management)

	For the three months ended, June 30, 2022	For the three months ended, June 30, 2021	For the six months ended, June 30, 2022	For the six months ended, June 30, 2021
Expenses				
Amortization (Notes 3 and 6)	$ 30,089	$ 16,744	$ 44,600	$ 31,702
Consulting fees (Note 8)	27,016	15,000	51,650	30,000
Interest and accretion (Note 6)	4,364	4,370	7,760	9,039
Office, supplies and miscellaneous	35,068	20,954	62,176	31,670
Filing and issuer fees	7,221	5,140	12,975	9,187
Professional fees	25,909	15,711	43,613	20,361
Rent	1,389	932	2,779	1,863
Share-based compensation (Notes 7, 8)	-	-	-	81,600
Wages and benefits (Note 8)	367,699	43,684	525,896	77,080
	(498,755)	(122,535)	(751,449)	(292,502)
Other income				
Grants and government tax credits	7,746	24,445	46,650	68,532
Gain on sale of interest in subsidiary (Note 12)	28,750	-	28,750	-
Net loss and comprehensive loss for the period	$ (462,259)	$ (98,090)	$ (676,049)	$ (223,970)
Net loss and comprehensive loss for the period attributed to:				
Shareholders of the Company	$ (407,982)	$ (98,090)	$ (621,772)	$ (223,970)
Non-controlling interest	(54,277)	-	(54,277)	-
	$ (462,259)	$ (98,090)	$ (676,049)	$ (223,970)
Loss per share – basic and diluted	$ (0.01)	$ (0.00)	$ (0.01)	$ (0.01)
Weighted average number of shares outstanding – basic and diluted	49,441,055	43,399,267	49,439,451	43,243,272

These accompanying notes form an integral part of these condensed interim consolidated financial statements.

Aether Catalyst Solutions, Inc.
Condensed Interim Consolidated Statement of Changes in Equity (Deficiency)
(Expressed in Canadian dollars)

	Number of shares		Share Capital		Subscription received in advance		Contribution Surplus		Deficit		Total attributed to shareholders of Company		Non-controlling interest		Total
Balance, December 31, 2020	**43,082,019**	**$**	**1,743,546**	**$**	**-**	**$**	**317,000**	**$**	**(2,169,737)**	**$**	**(109,191)**	**$**	**-**	**$**	**(109,191)**
Shares issued for private placement	4,169,550		729,671		-		-		-		729,671		-		729,671
Shares issuance cost – cash	-		(21,560)		-		-		-		(21,560)		-		(21,560)
Shares issuance cost – broker's warrants	-		(54,700)		-		54,700		-		-		-		-
Subscription received in advance	-		-		7,336		-		-		7,336		-		7,336
Share-based compensation	-		-		-		81,600		-		81,600		-		81,600
Loss for the period	-		-		-		-		(223,970)		(223,970)		-		(223,970)
Balance, June 30, 2021	**47,251,569**		**2,396,957**		**7,336**		**453,300**		**(2,393,707)**		**463,886**		**-**		**463,886**
Shares issued for private placement	1,990,500		348,338		(6,616)		-		-		341,722		-		341,722
Shares issuance cost – cash	-		(62,616)		-		-		-		(62,616)		-		(62,616)
Shares issuance cost – broker's warrants	-		(94,300)		-		94,300		-		-		-		-
Shares issued for warrants	195,725		63,518		-		(24,266)		-		39,252		-		39,252
Share-based compensation	-		-		-		21,400		-		21,400		-		21,400
Loss for the period	-		-		-		-		(245,140)		(245,140)		-		(245,140)
Balance, December 31, 2021	**49,437,794**		**2,651,897**		**720**		**544,734**		**(2,638,847)**		**558,504**		**-**		**558,504**
Shares issued for option exercise	100,000		16,044		-		(6,044)		-		10,000		-		10,000
Subscription received in advance	-		-		287,189		-		-		287,189		-		287,189
Loss for the period	-		-		-		-		(621,772)		(621,772)		(54,277)		(676,049)
Balance, June 30, 2022	**49,537,794**	**$**	**2,667,941**	**$**	**287,909**	**$**	**538,690**	**$**	**(3,260,619)**	**$**	**233,921**	**$**	**(54,277)**	**$**	**179,644**

These accompanying notes form an integral part of these condensed interim consolidated financial statements.

Aether Catalyst Solutions, Inc.
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)
(Unaudited – Prepared by Management)

	For the six months ended June 30, 2022	2021
Cash flows from operating activities		
Net loss for the period	$ (621,772)	$ (223,970)
Changes in non-cash items:		
Accretion of lease liability	7,760	9,039
Amortization	44,600	31,702
Share-based compensation	-	81,600
Changes in non-cash working capital items:		
Receivables	(5,781)	18,827
Prepaid	(23,631)	(40,578)
Accounts payable and accrued liabilities	291,649	(70,329)
Cash used in operating activities	(307,175)	(193,709)
Cash flows from investing activities		
Purchase of property, plant and equipment	(35,140)	-
Cash used in investing activities	(35,140)	-
Cash flows from financing activities		
Private placement proceeds	-	729,671
Share issuance cost - cash	-	(21,560)
Proceed from option exercise	10,000	-
Subscriptions received in advance	287,189	7,336
Lease payments	(34,563)	(24,044)
Proceeds from loan	-	74,545
Cash provide by financing activities	262,626	765,948
Change in cash	(79,689)	572,239
Cash, beginning of the period	588,691	45,409
Cash, end of the period	$ 509,002	$ 617,648
Supplementary cash flow information		
Non-cash financing activities		
Fair value of brokers warrants	$ -	$ 54,700
Fair value of options exercised	6,044	-
Cash paid for interest	$ 3,396	$ -

These accompanying notes form an integral part of these condensed interim consolidated financial statements.

1. NATURE AND CONTINUANCE OF OPERATIONS

Aether Catalyst Solutions, Inc. ("Aether" or the "Company") was incorporated under the British Columbia Business Corporations Act ("BCBCA") on July 8, 2011. The Company's principal business activity is commercializing patent pending catalyst technology, first for use in automotive emissions abatement.

These condensed interim consolidated financial statements have been prepared on a going concern basis, which presume the realization of assets and discharge of liabilities in the normal course of business for the foreseeable future. The Company's ability to continue as a going concern is dependent upon achieving profitable operations and/or obtaining additional financing.

In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future which is at least, but not limited to, 12 months from June 30, 2022. Management is aware, in making its assessment, of material uncertainties relating to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern, as explained in the following paragraph.

The Company has sustained losses from operations and does not have sufficient cash to finance its current plans for at least 12 months from the date of this document. The Company expects that it will need to raise substantial additional capital to accomplish its business plan over the next several years. The Company expects to seek additional financing through equity financing. There can be no assurance as to the availability or terms upon which such financing might be available.

In March 2020, there was a global pandemic outbreak of COVID-19. The actual and threatened spread of the virus globally has had a material adverse effect on the global economy and; specifically, the regional economies in which the Company operates. The pandemic could continue to have a negative impact on the stock market, including trading prices of the Company's shares and its ability to raise new capital. These factors, among others, could have a significant impact on the Company's operations

These condensed interim consolidated financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue in business.

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

Statement of compliance

These condensed interim consolidated financial statements have been prepared on a historical cost basis, except for certain financial instruments that have been measured at fair value. These condensed interim financial statements are prepared using the accrual basis of accounting, except for cash flow information. These condensed interim financial statements are presented in Canadian dollars, which is the functional currency of the Company.

These condensed interim consolidated financial statements were approved for issuance by the Company's Board of Directors on August 29, 2022.

These condensed interim consolidated financial statements, including comparatives, have been prepared in accordance with IAS 34, Interim Financial Reporting ("IAS 34"), as issued by the International Financial Reporting Standards ("IFRS"), and as issued by the International Accounting Standards Boards ("IASB").

The preparation of condensed interim consolidated financial statements in accordance with IFRS requires the use of certain critical accounting estimates and judgments when applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed below.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Basis of consolidation

These condensed interim consolidated financial statements of the Company include the transactions and balances of its subsidiary, Cap Clean Energy Corp. ("Cap Clean"), which is an 80.41% owned subsidiary (December 31, 2021 - 100% owned) in Canada. The Company consolidates its subsidiary on the basis that it controls the subsidiary through its ability to govern its financial and operating policies.

All intercompany transactions and balances are eliminated on consolidation

Use of estimates and judgments

The preparation of these condensed interim consolidated financial statements in conformity with IFRS requires management to make judgments and estimates and form assumptions that affect the reported amounts of assets and liabilities at the date of the condensed interim financial statements and reported amounts of revenues and expenses during the reporting periods. On an ongoing basis, management evaluates its judgments and estimates in relation to assets, liabilities, revenue and expenses. Management uses historical experience and various other factors it believes to be reasonable under the given circumstances as the basis for its judgments and estimates. Actual outcomes may differ from these estimates.

Significant accounting judgments

Significant accounting judgments that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the financial statements include, but are not limited to, the following:

i) The ability of the Company to continue as a going concern.

Critical accounting estimates

Key assumptions concerning the future and other key sources of estimation uncertainty that have a significant risk of resulting in a material adjustment to the carrying amount of assets and liabilities within the next financial year include, but are not limited to, the following:

Income taxes

The Company is periodically required to estimate the tax basis of assets and liabilities. Where applicable tax laws and regulations are either unclear or subject to varying interpretations, it is possible that changes in these estimates could occur that materially affect the amounts of deferred income tax assets and liabilities recorded in the financial statements.

Changes in deferred tax assets and liabilities generally have a direct impact on earnings in the period that the changes occur. Each period, the Company evaluates the likelihood of whether some portion or all of each deferred tax asset will not be realized. This evaluation is based on historic and future expected levels of taxable income, the pattern and timing of reversals of taxable temporary timing differences that give rise to deferred tax assets and liabilities, and tax planning initiatives.

Cash and cash equivalents

Cash and cash equivalents consist of cash held with banks and highly liquid short-term investments in high interest saving accounts which can be withdrawn at any time, which, in the opinion of management, is subject to an insignificant risk of changes in value. As at June 30, 2022 and 2021, the Company held only cash.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that it relates to a business combination or items recognized directly in equity.

Current income taxes are recognized for the estimated income taxes payable or receivable on taxable income or loss for the current year and any adjustment to income taxes payable in respect of previous years. Current income taxes are determined using tax rates and tax laws that have been enacted or substantively enacted by the year-end date.

Deferred tax assets and liabilities are recognized where the carrying amount of an asset or liability differs from its tax base, except for taxable temporary differences arising on the initial recognition of goodwill and temporary differences arising on the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting nor taxable profit or loss.

Recognition of deferred tax assets for unused tax losses, tax credits and deductible temporary differences is restricted to those instances where it is probable that future taxable profit will be available against which the deferred tax asset can be utilized. At the end of each reporting period the Company reassesses unrecognized deferred tax assets. The Company recognizes a previously unrecognized deferred tax asset to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Financial instruments

Financial assets are classified at initial recognition as: amortized cost, fair value through profit or loss (“FVTPL”), or fair value through other comprehensive income ("FVTOCI"). The classification depends on the Company’s business model for managing the financial assets and the contractual cash flow characteristics. For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI.

Fair value through profit or loss (“FVTPL”) – Financial assets carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the income statement. Realized and unrealized gains and losses arising from changes in the fair value of the financial asset held at FVTPL are included in the income statement in the period in which they arise. Derivatives are also categorized as FVTPL unless they are designated as hedges.

Fair value through other comprehensive income (“FVTOCI”) - Investments in equity instruments at FVTOCI are initially recognized at fair value plus transaction costs. Subsequently, they are measured at fair value, with gains and losses arising from changes in fair value recognized in other comprehensive income. There is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment.

Financial assets at amortized cost - A financial asset is measured at amortized cost if the objective of the business model is to hold the financial asset for the collection of contractual cash flows, and the asset's contractual cash flows are comprised solely of payments of principal and interest. They are classified as current assets or non-current assets based on their maturity date and are initially recognized at fair value and subsequently carried at amortized cost less any impairment.

Derivatives embedded in contracts where the host is a financial asset in the scope of the standard are never separated. Instead, the hybrid financial instrument as a whole is assessed for classification.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial instruments (continued)

Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL or the Company has opted to measure at FVTPL. The following table summarizes the classification and measurement changes under IFRS 9 for each financial instrument:

Financial Assets and Liabilities	IFRS 9 Classification and Measurement
Cash	FVTPL
Accounts payable and accrued liabilities	Amortized cost
Loans payable	Amortized cost
Lease liability	Amortized cost

Measurement

Financial assets and liabilities at FVTPL are initially recognized at fair value and transaction costs are expensed in profit or loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets or liabilities held at FVTPL are included in profit or loss in the period in which they arise. Where the Company has opted to designate a financial liability at FVTPL, any changes associated with the Company's credit risk will be recognized in OCI.

Financial assets and liabilities at amortized cost are initially recognized at fair value, and subsequently carried at amortized cost less any impairment.

Impairment

The Company assesses on a forward-looking basis the expected credit loss ("ECL") associated with financial assets measured at amortized cost, contract assets and debt instruments carried at FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognized in profit or loss and reflected in an allowance account against receivables. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Government contributions

Government funding of eligible research and development expenditures is recognized when there is reasonable assurance that the Company will comply with the conditions attached to the grant and the grant will be received. The Company presents the grant in the statement of comprehensive loss. Tax credits are recognized in the statement of comprehensive loss when received.

Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses. The operating segment's operating result is reviewed regularly by the Company's management, including the Chief Executive Officer, to make decisions about resources to be allocated to the segment, assess its performance, and for which discrete financial information is available.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Property, plant and equipment

Property, plant and equipment is stated at historical cost less accumulated depreciation and accumulated impairment losses. Property, plant and equipment is depreciated over its estimated useful lives. The cost of an item includes the purchase price and directly attributable costs to bring the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Where an item of property, plant and equipment comprises major components with different useful lives, the components are accounted for as separate items of property, plant and equipment .

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the statement of income and comprehensive income during the financial period in which they are incurred.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized in profit or loss.

Depreciation is recognized using the following rate and method:

Equipment	straight-line over 5 years
Leasehold improvement	straight-line over remaining lease term

Depreciation methods, useful lives and residual values are reviewed at each financial year end and are adjusted if appropriate. Plant and equipment costs are not amortized until the asset is available for use.

Impairment of non-financial assets

The carrying amount of the Company's property, plant and equipment is reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognized in the statement of net loss and comprehensive loss.

Share capital

The proceeds from the exercise of stock options and warrants are recorded as share capital in the amount for which the option or warrant enabled the holder to purchase a share in the Company. The Company's common shares are classified as equity instruments.

Commissions paid to agents, and other directly attributable share issuance costs, such as legal, auditing, and printing, on the issue of the Company's shares are charged directly to share capital.

When units are issued during a private placement, which include both common shares and share purchase warrants, the warrants are valued by comparing the total unit price to the fair value of the shares on the day of the announcement of the private placement. Any premium above the fair value of the shares issued would be allocated to the warrants and credited to the warrant reserve.

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Loss per share

Basic loss per share is computed by dividing the loss for the year by the weighted average number of common shares outstanding during the year. Diluted loss per share reflects the potential dilution that could occur if potentially dilutive securities were exercised or converted to common stock. The dilutive effect of options and warrants and their equivalent is computed by application of the treasury stock method. Fully diluted amounts are not presented when the effect of the computations are anti-dilutive due to the losses incurred.

Share-based payments

Where equity settled share purchase options are awarded to employees, the fair value of the options at the date of grant is charged to profit or loss over the vesting period using the graded vesting method. Performance vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognized over the vesting period is based on the number of options that eventually vest. Non-vesting conditions and market vesting conditions are factored into the fair value of the options granted. As long as all other vesting conditions are satisfied, a charge is made irrespective of whether these vesting conditions are satisfied. The cumulative expense is not adjusted for failure to achieve a market vesting condition or where a non-vesting condition is not satisfied. Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

Where equity instruments are granted to non-employees, they are recorded at the fair value of the goods or services received, unless they are related to the issuance of shares. Amounts related to the issuance of shares are recorded as a reduction of share capital.

When the value of goods or services received in exchange for the share-based payments cannot be reliably estimated, the fair value is measured by use of a valuation model. The expected life used in the model is adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions and behavioral considerations.

All equity-settled share-based payments are reflected in share-based payment reserve, until exercised. Upon exercise, shares are issued from treasury and the amount reflected in share-based payment reserve is credited to share capital, adjusted for any consideration paid.

Where a grant of options is cancelled or settled during the vesting period, excluding forfeitures when vesting conditions are not satisfied, the Company immediately accounts for the cancellation as an acceleration of vesting and recognizes the amount that otherwise would have been recognized for services received over the remainder of the vesting period. Any payment made to the employee on the cancellation is accounted for as the repurchase of an equity interest, except to the extent the payment exceeds the fair value of the equity instrument granted, measured at the repurchase date. Any such excess is recognized as an expense.

Leases

At inception of a contract, the Company assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(Expressed in Canadian dollars)

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Leases (continued)

Leases of right-of-use assets are recognized at the lease commencement date at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, and otherwise at the Company's incremental borrowing rate. At the commencement date, a right-of-use asset is measured at cost, which is comprised of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any decommissioning and restoration costs, less any lease incentives received.

Each lease payment is allocated between repayment of the lease principal and interest. Interest on the lease liability in each period during the lease term is allocated to produce a constant periodic rate of interest on the remaining balance of the lease liability. Except where the costs are included in the carrying amount of another asset, the Company recognizes in profit or loss (a) the interest on a lease liability and (b) variable lease payments not included in the measurement of a lease liability in the period in which the event or condition that triggers those payments occurs. The Company subsequently measures a right-of-use asset at cost less any accumulated depreciation and any accumulated impairment losses; and adjusted for any remeasurement of the lease liability. Right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term, except where the lease contains a bargain purchase option a right-of-use asset is depreciated over the asset's useful life.

New accounting standards

Accounting standards not yet effective

Classification of Liabilities as Current or Non-current (Amendments to IAS 1)

The amendments to IAS1 provide a more general approach to the classification of liabilities based on the contractual arrangements in place at the reporting date.

These amendments are effective for reporting periods beginning on or after January 1, 2023 and are expected to have no impact on the Company.

3. PROPERTY, PLANT AND EQUIPMENT

		Total
Cost		
Balance, December 31, 2020 and 2021	$	132,116
Additions		35,140
Balance, June 30, 2022	$	167,256
Amortization		
Balance, December 31, 2020	$	47,322
Amortization		37,460
Balance, December 31, 2021		84,782
Amortization		18,962
Balance, June 30, 2022	$	103,744
Net Book Value, December 31, 2021	$	47,334
Net Book Value, June 30, 2022	$	63,512

(Expressed in Canadian dollars)

4. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Payables and accrued liabilities for the Company are broken down as follows:

	June 30, 2022	December 31, 2021
Trade payables	$ 168,875	$ 55,852
Accrued liabilities	275,814	15,600
Due to government	6,128	4,689
Total	$ 450,817	$ 76,141

5. LOANS PAYABLE

During the year ended December 31, 2020, the Company received an interest-free loan of $60,000 through Canada Emergency Business Account. Repaying the balance of the loan on or before December 31, 2022 will result in loan forgiveness of $20,000. If the balance is not paid by December 31, 2022, the remaining balance will be converted to a 3-year term loan at 5% annual interest, effective January 1, 2023. During the year ended December 31, 2020, $20,000 has been recognized as a gain. As of June 30, 2022, the balance owing was $40,000 (December 31, 2021 - $40,000).

6. LEASES

The weighted average incremental borrowing rate applied to lease liabilities is 15%.

For the period ending June 30, 2022 depreciation of the right of use asset was $25,638 (2021 - $16,583). The right of use asset is depreciated on a straight-line basis over the term of the lease.

Right of use asset, December 31, 2020	$ 105,026
Depreciation of right of use asset	(33,166)
Right of use asset, December 31, 2021	71,860
Addition	104,130
Depreciation of right of use asset	(25,638)
Right of use asset, June 30, 2022	$ 150,352

(Expressed in Canadian dollars)

6. LEASES (continued)

For the period ending June 30, 2022, finance charges on the lease liability were $7,760 (2021 - $9,039). The lease terms matures on February 29, 2024 and March 31, 2024.

Balance, December 31, 2020	$	119,111
Lease payments		(48,172)
Accretion		16,832
Balance, December 31, 2021		87,771
Addition		104,130
Lease payments		(34,563)
Accretion		7,760
Balance, June 30, 2022	$	165,098
Current lease liability	$	90,924
Long-term lease liability		74,174
Total lease liability at June 30, 2022	$	165,098

7. SHARE CAPITAL

Authorized

Unlimited common shares without par value

Issued

During the period ended June 30, 2022, the Company issued 100,000 shares for total proceeds of $10,000 for options exercised and reallocated $6,044 of option reserve to share capital.

During the year ended December 31, 2021, the Company:

i) completed its non-brokered private placement and issued 6,160,050 units at a price of $0.175 per unit for gross aggregate proceeds of $1,078,009. Each unit consists of one common share and one common share purchase warrant exercisable at $0.225 for a period of 24 months.

   The Company paid finder's fees of $84,176 and issued 589,997 finders' warrants (valued at $149,000), entitling the holder thereof to purchase one unit of the Company at a price of $0.175 per warrant share for a period of 24 months. Each unit will consist of one common share and one common share purchase warrant exercisable at $0.225 for a period of 24 months.

(Expressed in Canadian dollars)

7. SHARE CAPITAL (continued)

ii) issued 195,725 shares for total proceeds of $78,325 for warrants exercised and reallocated $24,266 of warrant reserve to share capital.

Escrow shares

On March 31, 2019, the Company entered into a share escrow agreement where a total of 34,673,338 shares were initially held in escrow to be released according to a pre-determined release schedule. As at June 30, 2022, there were 5,200,998 shares in escrow (December 31, 2021 - 5,200,998).

Options

A summary of changes in options for the period ended June 30, 2022 and year ended December 31, 2021 as follows:

	Number of Options	Weighted average exercise price
Outstanding, December 31, 2020	1,750,000	$ 0.20
Granted	1,350,000	0.10
Cancelled	(850,000)	0.18
Outstanding, December 31, 2021	2,250,000	$ 0.15
Exercised	(100,000)	0.10
Outstanding, June 30, 2022	2,150,000	$ 0.15

The following options were outstanding at June 30, 2022:

Number of Options	Exercise Price	Expiry Date
1,100,000	$0.10	January 8, 2023
1,050,000	$0.20	November 28, 2024
2,150,000		

(Expressed in Canadian dollars)

7. SHARE CAPITAL (continued)

Options (continued)

Share-based compensation

During the year ended December 31, 2021, the Company granted 1,350,000 stock options valued at $103,000 to certain directors, officers, and employees of the Company. The options are exercisable at a price of $0.10 per share expiring on January 8, 2023.

The following weighted average assumptions were used for the Black-Scholes option pricing model valuation of options granted for the period ended June 30, 2022 and year ended December 31, 2021:

	Period ended June 30, 2022	Year ended December 31, 2021
Risk-free interest rate	-	0.18%
Expected life of options	-	2 years
Expected annualized volatility	-	167%
Exercise price	-	$0.10
Expected dividend rate	-	0.00%

Warrants

A summary of changes in warrants for the period ended June 30, 2022 and year ended December 31, 2021 as follows:

	Number of Warrants		**Weighted average exercise price**
Outstanding, December 31, 2020	650,653	$	0.25
Granted	6,255,775		0.22
Exercised	(100,000)		0.23
Expired	(650,653)		0.25
Outstanding, December 31, 2021 and June 30, 2022	6,155,775	$	0.22

The following warrants were outstanding at June 30, 2022:

Number of Warrants	**Exercise Price**	**Expiry Date**
4,088,750	$0.225	June 23, 2023
2,067,025	$0.225	July 14, 2023
6,155,775		

(Expressed in Canadian dollars)

7. SHARE CAPITAL (continued)

Brokers Warrants

During the year ended December 31, 2021, the Company:

i) granted 400,947 brokers warrants valued at $101,000 pursuant to the first tranche of private placement. The warrants are exercisable into units at a price of $0.175 per unit expiring on June 23, 2023. Each unit will consist of a common share and a warrant exercisable at a price of $0.225 for a period of 24 months.

ii) granted 189,050 brokers warrants valued at $48,000 pursuant to the final tranche of private placement. The warrants are exercisable into units at a price of $0.175 per unit expiring on July 14, 2023. Each unit will consist of a common share and a warrant exercisable at a price of $0.225 for a period of 24 months.

A summary of changes in broker warrants for the period ended June 30, 2022 and year ended December 31, 2021 as follows:

	Number of Broker Warrants	Weighted average exercise price
Outstanding, December 31, 2020	-	$ -
Granted	589,997	0.18
Exercised	(95,725)	0.18
Outstanding, December 31, 2021 and June 30, 2022	494,272	$ 0.18

The following broker warrants were outstanding at June 30, 2022:

Number of Broker Warrants	Exercise Price	Expiry Date
381,747	$0.175	June 23, 2023
112,525	$0.175	July 14, 2023
494,272		

The following weighted average assumptions were used for the Black-Scholes option pricing model valuation of agent warrants granted for the period ended June 30, 2022 and year ended December 31, 2021:

	Period ended June 30, 2022	Year ended December 31, 2021
Risk-free interest rate	-	0.47%
Expected life of options	-	2 years
Expected annualized volatility	-	159%
Exercise price	-	$0.20
Expected dividend rate	-	0.00%

(Expressed in Canadian dollars)

8. RELATED PARTY TRANSACTIONS

		Period ended June 30, 2022		Period ended June 30, 2021
Transactions with Key Management Personnel				
Consulting fees paid to a director, officers, a company with common directors and a company owned by a director and officer	$	30,000	$	30,000
Wages paid to officers		$45,000	$	18,000
Wages accrued to directors and officers of the subsidiary	$	175,155	$	-
Share-based compensation to officers and directors	$	-	$	42,311

As at June 30, 2022, payables included $175,155 owing to officer and directors of the subsidiary, other receivable includes $28,200 (December 31, 2021 – $6,000) owing from companies with common directors. The amounts are unsecured, non-interest bearing and have no specific terms of repayment.

9. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair Value Hierarchy

Financial instruments recorded at fair value on the Statement of Financial Position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 – valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – valuation techniques based on inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

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

The fair value hierarchy requires the use of observable market inputs whenever such inputs exist. A financial instrument is classified to the lowest level of the hierarchy for which a significant input has been considered in measuring fair value.

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

Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's cash is exposed to credit risk. The Company reduces its credit risk on cash by placing these instruments with institutions of high credit worthiness. As at June 30, 2022, the Company is not exposed to any significant credit risk.

9. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Foreign Exchange Risk

Foreign exchange risk is the risk that the fair value of future cash flows will fluctuate as a result of changes in foreign exchange rate. The Company does not believe it is exposed to significant currency risk as funds are held in Canadian currency and there are no significant foreign exchange currency transactions.

Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to the risk that the value of financial instruments will change due to movement in market interest rates. The Company does not hold interest-bearing debt with long-term maturities and therefore does not believe that interest rate risk is significant. The Company does not use derivative instruments to reduce its interest rate risk as the Company's management believes that the likely financial impact of interest rate changes does not justify using derivatives.

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with the Company's financial liabilities. The Company manages liquidity risk by maintaining sufficient cash balances to enable settlement of transactions on the due date. Accounts payable and accrued liabilities are current. The Company addresses its liquidity risk through equity financing obtained through the sale of common shares and the exercise of warrants and options.

10. CAPITAL MANAGEMENT

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders.

The Company considers the items included in shareholders' equity as capital. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares through private placements, sell assets to reduce debt or return capital to shareholders. There were no changes in the Company's approach to capital management during the period ended June 30, 2022. The Company is not subject to externally imposed capital requirements.

11. COMMITMENT

The Company has entered into lease agreement for a premise expiring February 29, 2024. Future minimum annual lease payments for the next two years and beyond are as follows:

2022	$ 16,364
2023	32,727
2024	5,455
	$ 54,546

The Company has entered into second lease agreement for a premise expiring March 31, 2024. Future minimum annual lease payments for the next two years and beyond are as follows:

2022	$ 31,304
2023	62,608
2024	15,652
	$ 109,564

12. SALE OF INTEREST IN SUBSIDIARY

During the period ended June 30, 2022, the Company sold a 19.59% interest in its subsidiary, Cap Clean, for proceeds of $28,750 resulting in a gain on sale of subsidiary of $28,750.

13. SUBSEQUENT EVENT

Subsequent to June 30, 2022, the Company, through its subsidiary Cap Clean, has completed a first tranche of its non-brokered private placement consisting of the issuance of up to 4,000,000 units at a price of $0.25 per Unit for gross aggregate proceeds of up to $1,000,000, pursuant to which Cap Clean, in this tranche, has issued 1,150,000 units for total gross aggregate proceeds of $287,500. In connection with the closing of this tranche of the private placement, Cap Clean paid finder's fees of $7,490 and issued 42,800 finder's warrants with the same terms and conditions as the warrants forming part of the private placement.