New Leaf Ventures, Inc.

Amended Management's Discussion and Analysis

For the three-month periods ended March 31, 2021 and 2020

(Expressed in Canadian Dollars)

NOTICE TO READER

This amended management discussion and analysis ("amended MD&A") for the three months ended March 31, 2021 replace those previously filed on May 31, 2021. Subsequent to the original issuance of the interim financial statements and management discussion and analysis ("MD&A"), the Company's external auditors performed an interim review over the interim financial statements and MD&A. As a result, disclosure deficiencies in the notes to the interim financial statement and MD&A were identified. The Company has subsequently addressed the disclosure deficiencies within the amended and restated unaudited condensed consolidated interim financial statements for the three months ended March 31, 2021 and 2020 as well as within this amended MD&A report for the three months ended March 31, 2021.

MANAGEMENT'S DISCUSSION AND ANLAYSIS

This amended management discussion and analysis ("amended MD&A") of the financial condition and results of New Leaf Ventures Inc. (formerly known as "1166858 B.C. Ltd.") (the "Company") is provided to assist our readers to assess our financial condition, material changes in our financial condition and our financial performance, including our liquidity and capital resources, for the three-month period ended March 31, 2021 compared with the three months ended March 31, 2020. The information in this amended MD&A is current as of July 14, 2021 and should be read in conjunction with the amended and restated unaudited condensed consolidated interim financial statements for the three-month periods ended March 31, 2021, and 2020. All dollar figures included therein and in the following amended MD&A are quoted in Canadian dollars.

FORWARD-LOOKING STATEMENTS

This discussion contains "forward-looking statements" that involve risks and uncertainties. Such information, although considered to be reasonable by the Company's management at the time of preparation, may prove to be inaccurate and actual results may differ materially from those anticipated in the statements made. Such forward-looking statements include, among others, statements relating to the provision of consulting services, real property, intellectual property and equipment for lease and enhanced ancillary services to the License Holder (as defined below) and completion of additional financings.

This amended MD&A contains forward-looking statements that reflect the Company's current expectations and projections about its future results. When used in this amended MD&A, words such as "estimate", "intend", "expect", "anticipate" and similar expressions are intended to identify forward-looking statements, which, by their very nature, are not guarantees of the Company's future operational or financial performance, and are subject to risks and uncertainties and other factors that could cause the Company's actual results, performance, prospects or opportunities to differ materially from those expressed in, or implied by, these forward-looking statements. For a description of the assumptions upon which the forward-looking statements are based, along with a description of the risk factors that could cause such forward-looking statements to vary, refer to the MD&A for the year ended December 31, 2020, as well as the risk factors described under the heading "Risks and Uncertainties".

Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this amended MD&A or as of the date otherwise specifically indicated herein.

Due to risks and uncertainties, including the risks and uncertainties identified above and elsewhere in this amended MD&A, actual events may differ materially from current expectations. Except as required by applicable law, the Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

COMPANY OVERVIEW

The Company was incorporated under the Business Corporations Act (British Columbia) on June 4, 2018. During the period ended December 31, 2020, New Leaf successfully closed transactions that included public listing on the Canadian Securities Exchange under the symbol "NLV" and concluded two offerings that raised aggregate gross proceeds of approximately $1.9M. Concurrently, the Company completed an acquisition transaction on April 30, 2020 for 100% of the shares of New Leaf USA Inc. (and its subsidiaries) which provides certain administrative services and back-office functions, marketing, physical and intellectual property, production equipment and related services to a Washington-based Tier 3 Producer/Processor focused on industrial-scale agronomy, processing, packaging, and distributing cannabis and cannabis related products.

Since closing the acquisition transaction, New Leaf Ventures, through its subsidiaries in the US, has commenced several programs to develop new products, enhance existing products, equipment upgrades and process efficiencies. To date these efforts have included:

HIGHLIGHTS OF OPERATIONS

During 2021 and to date, management has been deliberate in scaling operations through several operational programs to develop new products, enhance existing products, equipment upgrades and process efficiencies. To date these efforts have included:

Product Brand Updates

- Developed the Goodies brand intended as umbrella branding for the company's edibles product lines.
- Developed and introduced a caramels product line, including hard and soft caramels.
  - Developed and introduced four new flavors of hard candies.
  - Developed and bringing to market a new edible called "Space Balls" a chewy candy with a crunchy shell in several flavors including strawberry margarita and passion orange guava (POG)
  - We are in the final phase of development and branding of a new beverage line. This will be a low dose THC and CBD craft beverage. This product line will be sold in the legal THC markets and also has the ability to be sold nationally as a CBD only product.
  - Finalizing brand upgrade of the DAMA and WEED brands with new logo designs and packaging.
  - Launched new marketing efforts alongside brand upgrade and new "Goodies" brand which includes advertising efforts, apparel, and brand promotions.
  - Launch of the "DAMA Hemp" brand. CBD only products slotted for distribution through e-commerce site. Products included Tinctures, Capsules, Topicals, and Gummies.

Cultivation Facility Upgrades

- Higher efficiency lighting with increased light output. The operator expects a 25-35% increase in production volume of usable material based on initial tests of the new lighting configuration.
- Installed dehumidification and environmental control systems resulting in increase in quality of produced biomass and reduction of loss due to plant pathogens.
- Upgraded environmental controls in the company's greenhouse to increase utilization during winter.
- Upgraded air circulation and temperature controls.

Processing Upgrades

- The Company has also advanced changes to the drying and curing process that will result in increases in quality of flower production.
- Purchased automated trimmer and sorter, increasing processing capacity to 500 lbs of flower per week.
- Purchased automated pre-roll tamper and sifter which is increasing production capabilities by approximately 100%

Commercial Kitchen Upgrades

- Purchased a large set of commercial kitchen equipment and supplies at a highly favorable liquidation cost.
- Purchased a depositor and a batch cooker to increase product output capacity of the caramels and hard candy lines.
- Completing construction build out of commercial kitchen. Installed floor drains, epoxy coated floors, insulated ceilings, New Paint, and needed sinks and clean areas.

Process Improvements

- Development of newly branded, structured, and responsive marketing approach across Dama and Weed brand variations allowing for consumer feedback to aid faster time-to-market development of new product lines aligned to market trend data.

- Introduction of dynamic supply processes and an ability to react to market forces within a coherent pricing structure ensures scalable efficiency and effective product COGS to support expansion.
- New Leaf USA has authorized the implementation of an integrated software system for scheduling, managing, and tracking cultivation operations. This system has increased efficiencies in the cultivation cycle, improve the ability to identify issues, implement corrective measures and improvements (such as the introduction of new strains), and facilitate inter-departmental communication in support of lean manufacturing processes.

Sales Enhancements

- Expansion of sales team to include dedicated field representatives to support relationship building, sample distribution and merchandising.
- Aggressive distribution of samples to retailers, with structured follow-up and incentive closing protocols.
- Introduction and training to introduce sales team to impact of new dynamic supply processes and the need to capture timely market and trend data in order to effectively respond to, achieve or grow category leadership.
- Engaged Fire Creative Marketing Co. and founder Jessica Ivey to lead the Marketing efforts for the company. Jessica worked for the licensed company New Leaf Enterprises as marketing director from 2014 – 2016 and played an integral role in the success of the DAMA brand in the early days of the company's birth.

The Company is continuing to look ahead with focused investment targeting the efficiency of the facility and effectiveness of its brands in the marketplace. The strategic plan is sound and aligns with our operational outlook. The proposals for departmental investment and revenue growth are well considered and, in several areas, already being executed. These initiatives include:

Product Brand Upgrades

- Updates to the edible Goodies product packaging reflective of a top selling caramel's product brand.
- Developing hard candy product line.
- Developed a pipeline of edible product lines with planned introduction of a product line per quarter during the next 12 months.
- Update and integrate branding across flower products lineup (Dama and Weed).
- Introduce a Dama brand variation for high end greenhouse flower "DAMA Select".
- Introduce a Weed brand variation for mid-range outdoor flower.
- Finalize and produce full spectrum marketing and merchandising collateral to support brand visibility and market penetration initiatives.

Processing Upgrades

- Continuing upgrades to drying and curing facility will result in increase of quality of flower output.

Commercial Kitchen Upgrades

- Completed the expansion of the commercial kitchen designed for high volume manufacturing of edible products including THC Beverage.

Sales Enhancements

- Tiered performance-based provisioning of retailers with high visibility sales aids including toppers, banners, hangers, pop-ups, print, fashion, and digital marketing/merchandising collateral.
- Rollout of enhanced budtender education programs.

Throughout fiscal 2021 New Leaf Ventures continues its working efforts with Schilling Hard Cider to create proprietary formulations, brand and distribution strategies for a family of cannabis infused beverage products.

During fiscal 2021 New Leaf Ventures continued to engage Promethean Marketing to create and conduct an investor awareness campaign in an effort to increase the Company's shareholder base.

On December 22, 2020 New Leaf Ventures announced the execution of a letter agreement with Zen Asset Management LLC ("ZAM") and its parent company, Artizen Asset Management LLC ("Artizan"). ZAM is a diversified asset management company that was founded to acquire, develop, and support companies and technologies in the emerging cannabis industry. The Letter Agreement outlines the general terms and conditions pursuant to which New Leaf and ZAM would potentially undertake a business combination. The Proposed Transaction is subject to a number of conditions, including due diligence and the negotiation of a definitive agreement. The due diligence process was on-going throughout the first quarter of fiscal 2021. Subsequently, in June 2021, after careful consideration and having particular regard to the timing of other opportunities available to the Company, management decided not to proceed forward with the Proposed Transaction involving ZAM and Artizen. As of the date of this amended MD&A report the Company is actively assessing other investment opportunities.

COVID-19

In March 2020 the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company's business, ability to raise funds and the completion of the proposed transactions discussed below.

ACQUISITION TRANSACTION

On April 30, 2020, the Company completed their previously announced acquisition of New Leaf USA, Inc. and all of its wholly-owned subsidiaries (the "Acquisition Transaction"). The acquisition provides the Company with immediate strategic access and footprint to the US cannabis market, specifically in the state of Washington. With the acquisition, the Company now has the ability to provide turnkey solutions to other licensed cannabis operators in the state of Washington. This is the first step in realizing management's vision for the Company to manage and invest in advanced stage operations in the North American Cannabis sector In consideration for the acquisition, the Company issued the following:

- Issued 9,000,000 shares; and
- Issued 4,000,000 performance warrants ("Performance Warrants").

Each Performance Warrant entitles the holder to purchase one common share of the Company at the price of $0.02 per common share for a period of three years, and will vest and become exercisable as follows:

i. 2,000,000 Performance Warrants will vest and become exercisable if the Company or New Leaf Enterprises, Inc. (the "License Holder") achieves at least $5,000,000 in annual gross revenue; and
ii. 2,000,000 Performance Warrants will vest and become exercisable the Company or License Holder achieves at least $7,500,000 in annual gross revenue.

In addition, New Leaf USA entered into employment agreements, pursuant to which Robert Colwell is appointed to act as Chief Executive Officer of New Leaf USA, and Boris Gorodnitsky is appointed to act as President of New Leaf USA , in each case, for a period of three years following the closing of the Acquisition Transaction, and pursuant to which the Company issued 1,829,338 common shares to each of Boris Gorodnitsky and Robert Colwell.

(Expressed in Canadian Dollars)

The following table shows the final allocation of the purchase price to assets acquired and liabilities assumed, based on estimates of fair value, including a summary of the identifiable classes of consideration transferred, and amounts by category of assets acquired and liabilities assumed at the acquisition date:

		Final
Consideration transferred:		
Fair value of 9,000,000 common shares issued(ii)	$	2,250,000
Fair value of contingent consideration(iii)		352,800
	$	**2,602,800**
Fair value of assets and liabilities recognized:		
Cash	$	3
Related party receivable (note 10)		584,555
Lease receivable		3,695,586
Equipment		896,289
Intangible assets		345,948
Lease deposits		28,179
Accounts payable		(420,334)
Capital lease obligations		(3,752,996)
Notes payable		(2,555,321)
Fair value of net assets acquired	**$**	**(1,178,091)**
Goodwill	**$**	**3,780,891**

(i) The warrants were valued using the Black-Scholes Option Pricing model and adjusted for the probability that revenue targets would be met over the vesting period. The Performance Warrants were accounted for under IFRS 9 Financial Instruments as a derivative financial liability as the instrument had an option to convert the Performance Warrants into shares of the Company for no consideration and which would result in a variable number of the Company’s shares being issued on exercise (see note 12). The Performance Warrants were subsequently re-measured at March 31, 2021 with a resulting loss on re-measurement of $409,485 recognized in profit and loss for the three months period ended March 31, 2021.

(ii) There were no deferred tax liabilities identified as part of the Acquisition Transaction. Deferred tax assets were identified but were not recognized as its recoverability was not considered probable.

(Expressed in Canadian Dollars)

SELECTED ANNUAL INFORMATION

	For the years ended		
As at	December 31, 2020	December 31, 2019	December 31, 2018
	$	$	$
Revenues	2,050,990	-	-
Operating expenses	4,672,272	1,168,699	36,250
Net loss for the period	6,600,105	1,171,103	36,250
Comprehensive loss for the period	6,495,366	1,171,103	36,250
Basic and diluted loss per share:	0.24	0.11	N/A

As at	December 31, 2020	December 31, 2019	December 31, 2018
	$	$	$
Working capital (deficiency)	(1,276,846)	(396,764)	(36,249)
Total assets	6,487,140	191,034	1
Total liabilities	6,926,442	587,798	36,250
Share capital	7,087,003	736,251	1
Deficit	7,807,458	1,207,353	36,250

SUMMARY OF QUARTERLY RESULTS

	Three-month periods ended			
	March 31, 2021	December 31, 2020	September 30, 2020	June 30, 2020
	$	$	$	$
Total revenue	624,138	774,061	759,029	517,900
Net loss	(1,742,427)	(4,220,872)	(628,842)	(1,546,174)
Comprehensive loss	(1,739,547)	(3,900,497)	(773,797)	(1,616,855)
Basic and diluted loss per share	(0.04)	0.24	0.02	0.06

	Three-month periods ended			
	March 31, 2020	December 31, 2019	September 30, 2019	June 30, 2019
	$	$	$	$
Total revenue	-	-	-	-
Net loss	(204,217)	(415,837)	(385,599)	(352,008)
Comprehensive loss	(204,217)	(415,837)	(385,599)	(352,008)
Basic and diluted loss per share	0.02	0.03	0.03	0.03

Revenues in the first quarter of fiscal 2021 were lower in comparison to the fourth quarter of fiscal 2020 mainly due to timing of revenue recognition. During the fourth quarter of 2020, the Company identified previously unrecognized revenues in addition to revenues from normal operations. With the exception of the unrecognized revenues identified and realized, the revenues generated from operations in the first quarter of 2021 were observed to be consistent with the fourth quarter of 2020. Revenues from intellectual property licensing, equipment leasing, and management services, were the same between Q1 2021 and Q4 2020. Lower revenues in first quarter of 2021 was also partially due to the weaking for the US currency to Canadian dollar, when comparing the three-month period ended December 31, 2020 against three-month period ended March 31, 2021. The net loss in the first quarter of 2021 was lower than the fourth quarter of 2020 as there was no goodwill impairment charge. This was offset by higher marketing expenses and loss on re-measurement of derivative liability recognized during the quarter ended March 31, 2021.

(Expressed in Canadian Dollars)

RESULTS OF OPERATIONS

	March 31, 2021	March 31, 2020	$ Movement
Revenue	624,138	-	624,138
Operating Expenses			
Communication	25,178	7,430	17,748
Consulting	32,469	12,000	20,469
Depreciation	41,049	-	41,049
Director fees	6,000	6,000	-
Marketing	861,423	-	861,423
Office	39,706	183	39,523
Utilities and property tax	99,164	-	99,164
Professional fees	76,774	138,287	(61,513)
Regulatory and filing fees	10,576	-	10,576
Share-based compensation	298,250	32,357	265,893
Wages and salaries	425,173	-	425,173
Total Operating Expenses	**1,915,762**	**1,168,699**	
Other expenses			
Interest Income	86,500	-	86,500
Accretion Expense	(51,671)	-	(51,671)
Foreign exchange	(69)	(7,960)	7,891
Loss on re-measurement of derivative	(409,485)	-	(409,485)
Interest Expense	(76,078)	-	(76,078)
Net loss for the period	**(1,742,427)**	**(204,217)**	

The notable changes in operations between the three months period ended March 31, 2021, and three months ended March 31, 2020, are as follows:

- The changes in operations for the three-month ended March 31, 2021, are markedly different than the same period in 2020 due to the acquisition of the New Leaf USA Group, completed on April 30, 2020. Subsequently, the operations of all the subsidiaries after acquisition have been included in the operating results for the three-month period ended March 31, 2021.

- Prior to the Acquisition Transaction, the Company was private and was preparing to go public. In addition, the Company was actively assessing acquisition targets and opportunities. Therefore, the expenditures incurred during the year ended December 31, 2019, and up to April 30, 2020, were mainly related to consulting and professional fees. With the completion of the Acquisition Transaction and closing of the Company's initial public offering, the operations in 2020 changed significantly and are therefore not comparable to the 2019 period.

- During the three-month period ended March 31, 2021, the Company earned revenues of $624,138 and a net loss of $90,386 from its US operations. Revenues relate to intellectual property licensing, equipment leasing, and management services provided by New Leaf USA entities to a related party, a Washington-based Tier 3 cannabis Producer/Processor (the "License Holder"). The License Holder is a related party by way of common executives with the Company.

- Depreciation and accretion expense exist for the three months period ended March 31, 2021, but not for the same period ended March 31, 2020, due to the Acquisition Transaction occurring after Q1 2020.

(Expressed in Canadian Dollars)

- Interest income and expense exist for the three months period ended March 31, 2021, but not for the same period ended March 31, 2020, due to the Acquisition Transaction occurring after Q1 2020. Interest income and expense relate to the lease receivable and lease obligations acquired on April 30, 2020. New Leaf USA leases a warehouse property and simultaneously subleases the same property to the License Holder.

- Utilities and property tax relate to operating lease expenses arising from the property leases acquired as part of the Acquisition Transaction in 2020. There were no such expenses observed for same three-month period ended March 31, 2020.

- Total wages and salaries expense of $425,173 includes $70,116 in executive salaries for the three-month period ended March 31, 2021. Wages and salaries expense is solely attributed to the Company's US operations. There were no similar expenses for the same period ended March 31, 2020, as the Acquisition Transaction occurred after Q1 2020.

- During the three months period ended March 31, 2021, the Company spent approximately $861,423 on marketing costs to help increase exposure of the Company to potential financial investors. The Company plans to continue marketing expenditures throughout fiscal 2021 in order to bring attention to its numerous initiatives as outlined in the Company Overview section of this MD&A.

- Share-based compensation relates to the value of equity-based incentives granted to employees, officers, and directors of the Company. During the three months period ended March 31, 2021, the Company granted 875,000 stock options to executives and directors of the Company with immediate vesting. There were no such grants observed for the same period ended March 31, 2020.

- Included in the net loss for the three-month period ended March 31, 2021, was a non-cash loss on re-measurement of derivative liability equal to $409,485. The derivative liability arose from the issuance of Performance Warrants as part of the Acquisition Transaction in 2020. The Company is required to re-measure the derivative liability at each reporting date with any gain or loss recorded directly to profit and loss for the relevant reporting period.

Use of Proceeds from Initial Public Offering

Principal Purpose	Estimated Amount to be Expended (Maximum Offering) – per long form prospectus	Approximate Actual Amount Expended as of the date of amended MD&A
Payments under IP Promissory Note	$783,504	$734,765
Payments under Equipment Promissory Note	$463,998	$592,786
Facility expansion	$815,000	$194,518
National hemp roll-out	$350,000	$67,075
Marketing plan	$230,000	$0
General and administrative costs	$250,000	$350,673
Unallocated working capital	$1,275,998	$0
Total	**$4,168,500**	**$1,939,817**

The long form prospectus, dated February 10, 2020, initially contemplated the full amount ($5,000,000 CAD) being raised and a use of proceeds based on the net to the Company after fees and commissions are taken into consideration. The Company ended up completing two tranches of the IPO for total gross proceeds of only $1,939,817 CAD. Funds were allocated to the buckets identified in the prospectus as outlined in the table above as of the date of this amended management discussion and analysis.

OUTSTANDING SHARE DATA

As of the date of this MD&A the Company has a total of 49,109,584 common shares outstanding, 10,889,740 common share purchase warrants outstanding, 4,000,000 performance warrants outstanding, and 1,975,000 common share options outstanding.

Authorized share capital

The Company's authorized to issue an unlimited number of preferred shares and common shares without par value.

As at March 31, 2021, 12,126,755 (December 31, 2020 – 12,126,755) total common shares outstanding were held in escrow.

Issued share capital

During the three months period ended March 31, 2021:

During the three-month period ended March 31, 2021, the Company collected $2,730,147 and $128,751 in gross proceeds from the exercise of 9,254,097 share purchase warrants and 500,000 share options respectively. The warrant and option exercises resulted in the issuance of 9,754,097 common shares of the Company. Of the gross proceeds received on the exercise of the share purchase warrants, $49,200 was collected subsequent to March 31, 2021 and was recorded as a share subscription receivable as of March 31, 2021.

During the three-month period ended March 31, 2021, the Company collected $33,330 in gross process from the exercise of 133,320 Agent Warrants ("IPO Agent Warrants") which resulted in the issuance of 133,320 common shares and 66,660 share purchase warrants of the Company. Each share purchase warrant ("Additional Warrants") is exercisable into one common share of the Company at an exercise price of $0.40 and expires on April 30, 2022. The exercise of the Agent Warrants also resulted in the reclassification of $21,295 from warrant reserve to share capital.

During the period ended December 31, 2020:

On April 30, 2020, the Company completed the first tranche of its initial public offering (the "Offering") of 4,768,871 units (the "Units") at a price of $0.25 per Unit (the "Offering Price"), for aggregate gross proceeds of approximately $1,192,217. Each Unit is comprised of one common share in the Company (a "Common Share") and one-half common share purchase warrant (each whole warrant, a "Warrant"). Each Warrant will be exercisable at a price of $0.40 for a period of 24 months from the listing of the Common Shares on the Canadian Securities Exchange (the "CSE"), subject to early expiry (the "Early Expiry Event") if the closing price of the Common Shares on the CSE (or any equivalent exchange) is equal to or greater than $0.60 per Common Share for a period of ten consecutive trading days.

In connection with the Offering, the Company paid cash commissions and corporate finance fees of $128,355. The Company also granted 136,280 non-transferrable share purchase warrants (the "Agent Warrants"). Each Agent Warrant may be exercised into one unit (the "Agent Unit") at a price of $0.25 until April 30, 2022, subject to an early expiry date upon the occurrence of the Early Expiry Event. Each Agent Unit consists of one common share and one-half of a common share purchase warrant (each whole warrant a "Warrant"). The fair value of the Agent Warrants was $21,840, calculated using the Black-Scholes option pricing model. The amount was charged to share capital as non-cash share issue costs.

On April 30, 2020, the Company issued 9,000,000 common shares with assessed fair-value of $2,250,000 in connection with the Acquisition Transaction (Note 5) that made up a portion of the purchase price. In addition, as part of the Acquisition Transaction, the Company issued a total of 3,658,676 common shares, with assessed fair-value of 914,669, to Boris Gorodnitsky and Robert Colwell as a signing bonus to become executives of New Leaf USA, Inc.

(Expressed in Canadian Dollars)

On June 2, 2020, the Company completed a second tranche of its initial public offering of 2,990,400 units at a price of $0.25 per Unit, for aggregate gross proceeds of approximately $747,600 (the "Second Tranche"). Each Unit is comprised of one common share in the Company and one-half common share purchase warrant. Each Warrant will be exercisable at a price of $0.40 until April 30, 2022 subject to early expiry on the Early Expiry Event.

In connection with the Second Tranche the Company paid a cash commission in the amount of $9,600 as well reimbursement of expenses totalling $4,012. In addition, the Company incurred $105,507 of legal expense in connection with the Offering which was charged to share capital as share issuance costs.

The Company also granted 76,000 Agent Warrants. Each Agent Warrant may be exercised into one unit at a price of $0.25 until April 30, 2022, subject to an early expiry date upon the occurrence of the Early Expiry Event. Each Agent Unit consists of one common share and one-half of a common share purchase warrant. The fair value of the Agent Warrants was $20,233, calculated using the Black-Scholes option pricing model. The amount was charged to share capital as non-cash share issue costs.

During the twelve months ended December 31, 2020, the Company raised $1,531,815 CAD in gross proceeds from the exercise of 6,005,000 warrants and 29,220 Agent Warrants. Upon exercise of the Agent Warrants, the Company transferred $3,997 from warrant reserve to share capital, representing the fair value of the Agent Warrants. In addition, the Company issued 14,610 warrants with an exercise price of $0.40, expiring on April 30, 2022 as a result of the exercise of the Agent Warrants.

<u>**Warrants**</u>

The changes in warrants during the three months period ended March 31, 2021 and the year ended December 31, 2020 are as follows:

	Number of Warrants		Weighted Average Exercise Price
Balance, December 31, 2019	**12,000,000**	**$**	**0.25**
Granted (i)(ii)(iii)	20,106,526		0.32
Exercised	(6,034,220)		0.25
Balance, December 31, 2020	**26,072,306**	**$**	**0.31**
Granted (iv)	66,660		0.40
Exercised	(9,387,418)		0.30
Expired (v)	(701,808)		0.35
Balance, March 31, 2021	**16,049,740**	**$**	**0.30**

(i) On June 19, 2020, the Company decided to amend the terms (the "Amendment") of an aggregate of 12,000,000 outstanding common share purchase warrants previously issued by the Company. The 12,000,000 warrants were previously exercisable to acquire common shares of the Company at a price of $0.05 until February 26, 2021. Under the Amendment, the exercise price of the Warrants was increased to $0.25. There was no increase to the incremental fair value of the warrants as a result of these modifications. As compensation to allow for the repricing of the share purchase warrants, the Company issued 12,000,000 additional share purchase warrants with expiry date of June 19, 2022 and an exercise price of $0.40. There was no increase to the value of the warrant reserve for the compensatory warrants as it was offset by a corresponding increase to warrant issuance costs resulting in a $nil impact on the Company's equity position.

(ii) As part of the acquisition transaction (note 5), the Company issued 4,000,000 Performance Warrants. The Performance Warrants are subject to vesting conditions based on revenue targets for either the Company or the

(Expressed in Canadian Dollars)

License Holder. Each Performance Warrant entitles the holder to purchase one Class A common share of the Company at an exercise price of $0.02. Assuming vesting conditions are met, the holder can elect to exercise the Performance Warrants, on a net settlement basis based on the fair market value of the shares on the exercise date

The Performance Warrants were assessed to be a derivative liability in accordance with IFRS 9 and were initially measured at fair value of $352,800 using the Black Scholes option pricing model. Subsequent to initial recognition, the Performance Warrants were re-measured at fair value using the following input assumptions:

	Three month period ended March 31, 2021	**Year ended December 31, 2020**
Share price at grant date ($)	$ 0.53	$ 0.25
Exercise Price	$ 0.02	$ 0.02
Expected annual volatility	155%	116.33%
Expected life (in years)	2.08	3.0
Expected dividend yield	0%	0%
Risk-free interest rate	0.49%	0.28%
Fair value per warrant	$0.5148	$0.24

A loss on re-measurement of $9,958 and $409,485 were respectively recognized in profit and loss for the year ended December 31, 2020 and three-month period ended March 31, 2021.

(iii) As part of the initial public offering closed during the year ended December 31, 2020, the Company issued 212,281 agent warrants which were fair-valued using the Black-Scholes option pricing model and the following weighted average input assumptions:

	Year ended December 31, 2020
Share price at grant date ($)	$ 0.30
Exercise Price	$ 0.25
Expected annual volatility	106%
Expected life (in years)	1.97
Expected dividend yield	0%
Risk-free interest rate	0.29%
Fair value per warrant	$0.17

On March 2, 2021, the Company accelerated the expiry of share purchase warrants ("IPO warrants") originally granted as part the Company's initial public offering on April 30, 2020. The IPO warrants were subject to early expiry (the "Early Expiry Event") if the closing price of the Common Shares on the CSE (or any equivalent exchange) was equal to or greater than $0.60 per Common Share for a period of ten consecutive trading days. The Company determined that as of start of day March 2, 2021 (the "Assessment Date"), that the Company's Common Share price had been trading at, or greater than, $0.60 for the last 10 consecutive trading days. As a result, the warrants were accelerated to expire within 30 days from and including the Assessment Date. The accelerated expiry date was March 31, 2021.

(Expressed in Canadian Dollars)

As at March 31, 2021, warrants outstanding are as follows:

Number of Warrants Outstanding	Number of Warrants Exercisable	Exercise Price	Expiry Date	Weighted Average Remaining Contractual Life in Years
49,740	49,740	0.25	April 30, 2022	1.08
12,000,000	12,000,000	0.40	June 19,2022	1.22
4,000,000	-	0.02	April 30, 2023	2.08
16,049,740	**12,049,740**	**$ 0.30**		**1.43**

Equity incentive plan

The Company implemented an Equity Incentive Plan (the "EIP") which provides for the grant to eligible directors and employees (including officers) of share options and Restricted Share Rights ("RSR"). The EIP also provides for the grant to eligible directors of Deferred Share Units ("DSU") which the directors are entitled to redeem for 90 days following retirement or termination from the Board of the Company (the "Board"). The aggregate number of Common Shares that may be subject to issuance under the Equity Incentive Plan, together with any other securities-based compensation arrangements of the Corporation, shall not exceed 15% of the Corporation's issued and outstanding share capital from time to time.

Options are exercisable for a period of five years from the date the Option is granted or such greater or lesser period as determined by the Board. Options may be earlier terminated in the event of death or termination of employment or appointment. Vesting of Options is determined by the Board. Failing a specific vesting determination by the Board, Options automatically become exercisable incrementally over a period of eighteen months from the date of grant, as to: (i) 25% of the total number of shares under Option immediately upon the date of grant; and (ii) at each six-month interval thereafter, an additional 25% of the total number of shares under Option such that after the 18th month of the Option period, 100% of the Option will be exercisable. The right to exercise an Option may be accelerated in the event a takeover bid in respect of the Common Shares is made.

Concurrent with the granting of the RSR, the Board shall determine the period of time during which the RSR is not vested and the holder of such RSR remains ineligible to receive Common Shares. Such period of time may be reduced or eliminated from time to time for any reason as determined by the Board. Once the RSR vests, the RSR is automatically settled through the issuance of an equivalent number of underlying Common Shares as RSRs held.

DSUs are redeemable during the period commencing on the business day immediately following the date such director ceases to hold any directorship and ending on the 90th day following such date by providing written notice of redemption to the Corporation. Upon redemption, the director shall be entitled to receive the number of Common Shares equal to the number of DSUs in the director's account. If the director ceases to hold office during a year where DSUs have been granted in advance of being earned and they have not held office for the entire year, the director will only be entitled to a pro-rated issuance of shares.

(Expressed in Canadian Dollars)

The Company's recorded share-based compensation for the three-month periods ended March 31, 2021 and 2020 comprised the following:

	March 31, 2021	March 31, 2020
Stock Options (a)	$ 298,250	$ 32,357

(a) Share options

The EIP authorizes the Board to grant options to eligible directors and employees (including officers). The number of options, the exercise price per option, the vesting period and any other terms and conditions of options granted from time to time pursuant to the EIP, are determined by the Board at the time of the grant, subject to the defined parameters of the EIP. Movements in the number of stock options outstanding and their related weighted average exercise prices are as follows:

	Number of Options	Weighted Average Exercise Price
Balance, December 31, 2019	**500,000**	**$ 0.25**
Granted	1,225,000	0.34
Balance, December 31, 2020	**1,725,000**	**$ 0.31**
Granted	875,000	0.28
Exercised	(500,000)	0.26
Balance, March 31, 2021	**2,100,000**	**$ 0.31**

The Company fair valued the options using the Black-Scholes option pricing model with the following inputs:

	Three-month period ended March 31, 2021	Year ended December 31, 2020
Share price at grant date ($)	$ 0.28	$ 0.34
Exercise Price	$ 0.28	$ 0.34
Expected annual volatility	129%	138%
Expected life (in years)	5	5
Expected dividend yield	0%	0%
Risk-free interest rate	0.15%	0.27%
Fair value per option	$0.24	$0.30

The risk-free interest rate is based on the yield of a risk-free Canadian government security with a maturity equal to the expected life of the options from the date of the grant. The assumption of expected volatility is based on the average historical volatility of comparable companies for the period immediately preceding the option grant. The Company does not anticipate paying any cash dividends in the foreseeable future and, therefore, uses an expected dividend yield of zero in the option-pricing model.

Total fair value of stock options granted during the three-month period ended March 31, 2021 was $209,125 (three-months period ended March 31, 2020 - $Nil).

(Expressed in Canadian Dollars)

Stock options outstanding and exercisable at March 31, 2021 are as follows:

Number of Options Outstanding	Number of Options Exercisable	Exercise Price	Expiry Date	Weighted Average Remaining Contractual Life in Years
125,000	-	0.25	November 14, 2024	3.63
750,000	750,000	0.28	January 15, 2026	4.80
1,225,000	230,000	0.34	November 10, 2031	10.62
2,100,000	**980,000**	**$ 0.31**		**8.12**

(b) Restricted Share Rights ("RSR")

The EIP authorizes the Board to grant RSRs, in its sole and absolute discretion, to any eligible employee or director. Each RSR provides the recipient with the right to receive common shares of the Company as a discretionary payment in consideration of past services or as an incentive for future services. The terms including the vesting period of the RSRs are determined at the sole discretion of the Board.

During the three-month period ended March 31, 2021 and year-ended December 31, 2020, the Company did not issue any RSRs and there are no RSRs outstanding.

(c) Deferred Share Units ("DSU")

The EIP authorizes the Board to grant DSUs, in its sole and absolute discretion in a lump sum amount or on regular intervals to eligible directors of the Company.

During the three-month period ended March 31, 2021 and year-ended December 31, 2020, the Company did not issue any DSUs and there are no DSUs outstanding.

TRANSACTIONS WITH RELATED PARTIES

Related party transactions consist of monthly transactions with the License Holder, who is considered a related party due to sharing common executives and key management with the Company. Key management include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole.

(i) Transactions with the License Holder

During the three-month period ended March 31, 2021 the Company recognized the following revenues from the License Holder:

Transactions with License Holder		Three-month period ended March 31, 2021		Three-month period ended March 31, 2020
Equipment lease revenue	$	22,788	$	-
Service fee revenue		379,800		-
Variable IP licensing revenue		221,550		-
Total revenues from License Holder	**$**	**624,138**	**$**	**-**

In addition, the Company also incurred the following transactions with the License Holder during the year ended December 31, 2020:

a) Interest income on outstanding receivables relating to IP licensing revenues of $7,353
b) Interest income on lease receivables of $79,147
c) Accretion expense on notes payables of $51,671

(Expressed in Canadian Dollars)

As at March 31, 2021 there was a balance of $1,408,311 (December 31, 2020 - $1,868,318) due from the License Holder to the Company related to the provision of services during the three-month period ended March 31, 2021 and for services previously rendered during the year ended December 31, 2020. In addition, there was a balance due of $nil (December 31, 2020 - $195,673) due from the Company to the License Holder for reimbursable lease operating costs.

As at March 31, 2021, there was a balance of $3,146,721 (December 31, 2020 - $3,241,823) due from the License Holder to the Company related to the lease receivable. In addition, at March 31, 2021, there was a balance of $15,090 (December 31, 2020 - $15,278) due from the Company to the License Holder for a refundable security deposit.

As at March 31, 2021, there was a notes payable balance of $1,860,545 (December 31, 2020 - $2,415,991) due to the License Holder. The notes were recorded at fair value at initial recognition by measuring the present-value of future note payments discounted at 12%. The notes are unsecured and bear a coupon interest rate of 2.72% per annum for a period of 27 months with a maturity date of August 1, 2022. The notes are to be repaid in nine, equal, quarterly instalments of US$236,269. As of March 31, 2021, the notes payables were considered in default due to missing of instalment payments. Subsequent to the reporting period end, on May 10, 2021, the License Holder issued a waiver of default to New Leaf USA.

A continuity of notes payable for the three-month period ended March 31, 2021 and year ended December 31, 2020 is as follows:

		March 31, 2021		December 31, 2020
Balance, beginning of period	**$**	**2,415,991**	**$**	**-**
Acquisition transaction		-		2,555,321
Accretion expense		51,671		180,547
Payment		(580,878)		(99,908)
Currency translation adjustment		(26,239)		(219,969)
Balance, end of period	**$**	**1,860,545**	**$**	**2,415,991**
Current	**$**	**1,860,545**	**$**	**2,415,991**
Non-current	**$**	**-**	**$**	**-**

Repayments due on notes payable, including interest, for the next five years and thereafter are as follows:

2021	$	1,111,361
2022		891,326
2023		-
2024		-
2025		-
Thereafter		-
Total	**$**	**2,002,687**

(i) Transactions with other related parties

During the three-months period ended March 31, 2021, the Company had the following transactions with a company controlled by Lee White, a director of the Company:

(i) Interest expense on lease obligations of $52,292 (Note 11)

(Expressed in Canadian Dollars)

As at March 31, 2021, there was a balance of $26,355 (December 31, 2020 - $25,792) due from the related party to the Company related to the prepaid rent. In addition, at March 31, 2021 there was a balance of $2,192,219 (December 31, 2020 - $2,256,571) due from the Company to the related party related to the lease obligations

(ii) Key Personnel Compensation

		Three-months ended March 31, 2021		Three-months ended March 31, 2020
Directors' fees	$	6,000	$	6,000
Consulting fees [(1)]		33,000		12,000
Share-based payments [(2)]		222,712		32,357
Wages and salaries		70,116		-
Total	**$**	**331,828**	**$**	**50,357**

(1) During the three-month period ended March 31, 2021, the Company incurred consulting fees of $18,000 (March 31, 2020 - $12,000) to a company controlled by the CEO and consulting fees of $15,000 (March 31, 2020 - $Nil) to a company controlled by the CFO.

(2) Share-based payments relates to expenses accrued for options vested during the three-months periods ended March 31, 2021 and 2020. These options were issued to directors and officers of the Company in 2021, 2020 and 2019.

(3) Wages and salaries consist of salaries to key executives for the three-month period ended March 31, 2021. There were no executive salaries for the same period ended March 31, 2020.

LIQUIDITY AND CAPITAL RESOURCES

As at March 31, 2021 Company had a working capital of $197,324 (December 31, 2020 – Working capital deficiency of $1,276,856).

The Company has relied on equity financings to fund its operations and growth, including the Acquisition Transaction, which was made possible through the two tranches of the initial public offering. As the Company progresses and expands operations in the US, through its subsidiaries, the Company will use a combination of equity financings, funds from the exercise of share purchase warrants and revenues from the leasing, licensing and service revenues of its subsidiaries. There can be no assurances the Company will be successful in its endeavors. If such funds are not available or other sources of finance cannot be obtained, then the Company will be forced to curtail its activities to a level for which funding is available or can be obtained.

The Company has not pledged any of its assets as security for loans, or otherwise and is not subject to any debt covenants.

(Expressed in Canadian Dollars)

ANALYSIS OF CASH FLOWS

Cash provided by (used in):		Three-month ended March 31, 2021		Three-month ended March 31, 2020
Operating activities	$	(392,694)	$	(9,035)
Investing activities		(207,380)		-
Financing activities		2,311,350		646,343
Increase (decrease) in cash, before effect of exchange rate fluctuation	**$**	**1,711,276**	**$**	**637,308**

Operating Activities
Cash flows from operating activities can vary significantly from period to period as a result of the Company's working capital requirements which are dependent on operations and increased spending to grow the Company and expand its presence in the market.

Investing Activities
Cash flows used in investing activities can vary depending on the nature of the transactions occurring during a period. During the period ended March 31, 2021, most of the cash used was for the acquisition of equipment assets and payment of lease obligations. There was no investing related activities observed for the period ending March 31, 2020.

Financing Activities
Cash flows provided by financing activities for period ended March 31, 2021 mainly result from exercise of stock warrants and options, offset by repayment of notes payables. Cash flows provided by financing activities for period ended March 31, 2020 were solely due to share subscription proceeds received in advance of share issuance.

SUBSEQUENT EVENTS

On December 22, 2020 New Leaf Ventures announced the execution of a letter agreement with Zen Asset Management LLC ("ZAM") and its parent company, Artizen Asset Management LLC ("Artizen"). ZAM is a diversified asset management that acquires, develops, and supports companies and technologies in the emerging cannabis industry. The Letter Agreement outlines the general terms and conditions pursuant to which New Leaf and ZAM would potentially undertake a business combination (the "Proposed Transaction"). The Proposed Transaction is subject to a number of conditions, including due diligence and the negotiation of a definitive agreement. During June 2021, after careful consideration and having particular regard to the timing of other opportunities available to the Company, management decided not to proceed forward with the Proposed Transaction involving ZAM and its parent company, Artizen.

On May 10, 2021, the License Holder granted a waiver of default to EquipmentCo and IPCo in relation to missed payments for the notes payables held by the entities. The License Holder waived its rights to demand immediate repayment for the entire principal and accrued interest outstanding on the notes. In addition, the License Holder waives its right to increase the interest rate as permitted due to the occurrence of a default event. The waiver is effective for an indefinite period of time subject to the License Holder's discretion.

On June 8, 2021, the Company issued 125,000 common shares of the Company due to the exercise of 125,000 stock options held by a former executive of the Company.

On July 7, 2021, the Company issued 1,160,000 common shares of the Company due to the exercise of 1,160,000 share purchase warrants.

OFF-BALANCE SHEET ARRANGEMENT

The Company has no off-balance sheet arrangements.

CRITICAL ACCOUNTING ESTIMATES

These financial statements have been prepared using accounting policies consistent with IFRS issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). The financial statements have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value through profit and loss, which are stated at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information. Refer to Note 2 of the audited consolidated annual financial statements for the year ended December 31, 2020 for details on critical accounting estimates and judgments.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

In the normal course of business, the Company is inherently exposed to certain financial risks, including market risk, credit risk and liquidity risk, through the use of financial instruments. The timeframe and manner in which the Company manages these risks varies based upon management's assessment of the risk and available alternatives for mitigating risk. The Company does not acquire or issue derivative financial instruments for trading or speculative purposes. All transactions undertaken are to support the Company's operations. These financial risks and the Company's exposure to these risks are provided in various tables in Note 14 of the amended and restated unaudited condensed consolidated interim financial statements for the three months period ended March 31, 2021. For a discussion on the significant assumptions made in determining the fair value of financial instruments, refer also to Note 2 of the audited consolidated annual financial statements for the year ended December 31, 2020.

RISKS AND UNCERTAINTIES

The Company is subject to a number of risk factors due to the nature of its business. These risks and uncertainties may impact the Company's ability to successfully execute its key strategies and may affect future events, performance or results. Some of these risks and uncertainties are described in this MD&A. However, the risks and uncertainties set out in this MD&A are not exhaustive. New risk factors may emerge from time to time and it is not possible for management to predict all such risk factors, nor can it assess the impact of all such risk factors on the Company's business performance, condition, operations or strategies and plans.

Ongoing Need for Financing
It is intended that the Company will continue to make investments to support business growth and may require additional funds to respond to business challenges. Accordingly, the Company may need to engage in equity or debt financings to secure additional funds. If additional funds are raised through further issuances of equity or convertible debt securities, existing shareholders could suffer significant dilution, and any new equity securities issued could have rights, preferences and privileges superior to those of holders of the Company's shares. Any debt financing secured in the future could involve restrictive covenants relating to capital raising activities and other financial and operational matters, which may make it more difficult for the Company to obtain additional capital and to pursue business opportunities, including potential acquisitions. In addition, additional financing may not be available on favorable terms, if at all. If the Company is unable to obtain adequate financing or financing on terms satisfactory to them, when they require it, their ability to continue to support business growth and to respond to business challenges could be significantly limited.

Issuance of Debt
From time to time, the Company may enter into transactions to acquire the assets or shares of other corporations. These transactions may be financed wholly or partially with debt, which may temporarily increase the Company's debt levels above industry standards. The level of the Company's indebtedness from time to time could impair its

ability to obtain additional financing in the future, on a timely basis, to take advantage of business opportunities that may arise.

Business plan is new and contains inherent risks

Our business plan is innovative and non-traditional. As such, we cannot be certain of commercial or any other kind of success for us and cannot guarantee same.

Limited operating history

The Company has a very limited operating history upon which an evaluation of its prospects can be based. The prospects must be evaluated with a view to the risks encountered by a business in an early stage of operations. The Company has not been profitable and has incurred net operating losses during its recent operating history. The Company cannot guarantee it will ever be profitable, have a positive cash flow, or be able to continue in business.

Potential Conflicts of Interest

Certain directors or officers of the Company are also directors, officers, shareholders and/or promoters of other reporting and non-reporting issuers. Such associations may give rise to conflicts of interest from time to time. The directors and officers of the Company are required by law to act honestly and in good faith with a view to the best interests of the Company and to disclose any interest which they may have in any project or opportunity of the Company. If a conflict of interest arises at a meeting of the Board of Directors, any director in a conflict will disclose his interest and abstain from voting on such matter. Conflicts of interest, if any, will be subject to, and will be resolved in accordance with, the procedures and remedies under the BCBCA.

Reliance on Others and Key Personnel

The success of the Company will be largely dependent upon the performance of its management and key employees, as well as the talents of its outside consultants and suppliers. The Company may not have any “key man” insurance policies, and therefore there is a risk that the death or departure of any one or more members of management or any key employee could have a material adverse effect on the Company. The Company also faces intense competition for qualified personnel and there can be no assurance that the Company will be able to attract and retain the employees, personnel and/or consultants necessary to successfully carry out its activities.

Litigation

All industries are subject to legal claims, with and without merit. Defense and settlement costs can be substantial, even with respect to claims that have no merit. Due to the inherent uncertainty of the litigation process, there can be no assurance that the resolution of any particular legal proceeding will not have a material effect on the Company’s operations and financial position.

Dividends

To date, the Company has not paid any dividends on its outstanding securities and the Company does not expect to do so in the foreseeable future. Any decision to pay dividends on Company’s shares will be made by the Board of Directors.

Changes in Laws

Changes to any of the laws, rules, regulations or policies to which the Company is subject could have a significant impact on the Company’s business. There can be no assurance that the Company will be able to comply with any future laws, rules, regulations and policies. Failure by the Company to comply with applicable laws, rules, regulations and policies may subject it to civil or regulatory proceedings, including fines or injunctions, which may have a material adverse effect on the Company’s business, financial condition, liquidity and results of operations. In addition, compliance with any future laws, rules, regulations and policies could negatively impact the Company’s profitability and have a material adverse effect on its business, financial condition, liquidity and results of operations.

Speculative investment

An investment in the Company’s common shares is highly speculative and subject to a number of risks and uncertainties. Only those persons who can bear the risk of the entire loss of their investment should participate. An investor should carefully consider the risks described above and the other information filed with the Canadian securities regulators before investing in the Company's common shares. The risks described are not the only ones faced. Additional risks that the Company currently believes are immaterial may become important factors that affect the Company's business. If any of these risks occur, or if others occur, the Company's business, operating results and financial condition could be seriously harmed and investors may lose all of their investment.

AMENDED AND RESTATED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

The Company has amended and restated its unaudited condensed interim consolidated financial statements for the three months ended March 31, 2021 which were previously filed on SEDAR (the "interim financial statements"). Subsequent to the original issuance of the interim financial statements, the Company's external auditors performed an interim review over the interim financial statements and as a result of this review, it was concluded that there were non-material accounting errors in the previously filed interim financial statements which have been voluntarily corrected retrospectively in accordance with IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors". The amendments are summarized as follows:

- Due from related party decreased by $33,566 due to the recognition of amounts collected during the period.
- Account payable decreased by $20,744 due to the recognition of amounts settled during the period.
- Share capital and warrant reserve changed by $18,795 and $4,734 respectively due to adjustments in accounting for share purchase warrants.
- The cumulative increase to accumulated deficit as a result of the above was $36,351. There was no effect on the statement of loss or comprehensive loss or loss per share.
- Net cash used in operating activities decreased by $147,865 due to adjustments in non-cash working capital items.
- Net cash used in investing activities increased by $281,019 due to adjustments to accounting for lease payments receivable.
- Net cash provided by financing activities decreased by $12,822 due to adjustments in accounting for share purchase warrants.
- Repayments due on notes payable (Note 10 (i)) was incorrectly disclosed as $1,592,593 and has been corrected to actual of $2,002,687.
- Related party disclosure omitted disclosure of transactions with other related parties (Note 10 (ii)) including interest expense of $52,296, prepaid rent of $26,355 and lease obligations of $2,192,219.
- In relation to going concern (Note 1), negative cash flows from operating activities were incorrectly disclosed as $941,625 and has been corrected to actual of $392,692.
- In relation to liquidity risk (Note 14), working capital for the year ended December 31, 2020 was incorrectly disclosed as $914,908 and has been corrected to actual of $1,276,856.