Optimi Health Corp.

Condensed Interim Consolidated Financial Statements

Period Ended December 31, 2022

(Expressed in Canadian Dollars)

Unaudited

Optimi Health Corp.

Condensed Interim Consolidated Statements of Financial Position
(Unaudited - Expressed in Canadian Dollars)

	Note	December 31, 2022 $	September 30, 2022 $
ASSETS			
Current			
Cash and cash equivalents	3	2,559,148	1,888,578
Accounts receivable		163,210	98,702
Inventory	4	249,509	264,724
Prepaids and advances	5	148,316	175,522
Total current assets		3,120,183	2,427,526
Deposits		4,336	10,665
Property, plant and equipment	6	14,135,721	14,247,219
Right-of-use assets	7	107,812	132,361
Total assets		17,368,052	16,817,771
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current			
Accounts payable and accrued liabilities	9	486,644	640,088
Lease liability	7	71,095	88,092
Total current liabilities		557,739	728,180
Long-term lease liability	7	60,647	69,485
Total liabilities		618,386	797,665
Shareholders' equity			
Share capital	8	28,562,561	26,614,345
Reserves	8	2,809,242	2,832,839
Accumulated deficit		(14,622,137)	(13,427,078)
Total shareholders' equity		16,749,666	16,020,106
Total liabilities and shareholders' equity		17,368,052	16,817,771

Events After the Reporting Period (Note 14)

Approved and authorized by the Board on February 16, 2023

"Jon Schintler" Director *"John James Wilson"* Director

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

Optimi Health Corp.

Condensed Interim Consolidated Statements of Comprehensive Loss
(Unaudited - Expressed in Canadian Dollars)

	Note	3-month period ended December 31, 2022 $	3-month period ended December 31, 2021 $
Revenue			
Sales, net of discounts		47,543	-
Cost of sales		(16,183)	-
Gross margin		31,360	-
Expenses			
Advertising, promotion and public relations		80,734	95,934
Amortization	6, 7	217,125	25,789
Bank charges and interest	7	4,756	7,183
Consulting	9	181,007	162,608
Freight		26,403	-
Insurance		95,058	120,896
Investor relations		-	315,395
Marketing		21,213	1,357,959
Office, rent and administration		45,553	61,528
Professional fees		50,278	38,088
Production costs		31,857	-
Research and development		8,023	45,435
Share-based compensation	8, 9	80,747	368,392
Transfer agent and filing fees		53,915	27,921
Travel and accommodation		20,398	48,212
Wages and benefits	8, 9	350,109	294,284
		1,267,176	2,969,624
Interest income	3	6,695	29,515
Other Income		34,062	-
Loss and comprehensive loss for the period		(1,195,059)	(2,940,109)
Loss per share			
Basic and diluted		$ (0.01)	$ (0.04)
Weighted average number of common shares outstanding			
Basic and diluted		81,386,998	69,979,504

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

Optimi Health Corp.

Condensed Interim Consolidated Statements of Cash Flows
(Unaudited - Expressed in Canadian Dollars)

	3-month period ended December 31, 2022 $	3-month period ended December 31, 2021 $
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the period	(1,195,059)	(2,940,109)
Add back non-cash items		
Amortization	217,125	25,789
Share-based compensation	80,747	368,392
Lease interest	3,725	5,753
Changes in non-cash working capital items		
Accounts receivable	(64,508)	51,086
Inventory	15,215	-
Prepaids and advances	33,535	1,416,382
Accounts payable and accrued liabilities	(146,462)	(241,239)
Cash used in operating activities	(1,055,682)	(1,313,946)
CASH FLOWS FROM INVESTING ACTIVITIES		
Deposits	-	(245,442)
Redemption (purchase) of short-term investments	-	2,000,000
Plant expenditures	(41,198)	(2,780,848)
Equipment additions	(46,862)	(378,953)
Cash used in investing activities	(88,060)	(1,405,243)
CASH FLOWS FROM FINANCING ACTIVITIES		
Private placements, net of share issue costs	1,843,872	-
Exercise of warrants	-	43,400
Payment of lease obligations	(29,560)	(26,560)
Cash provided by financing activities	1,814,312	16,840
Change in cash and cash equivalents during the period	670,570	(2,702,349)
Cash and cash equivalents, beginning of period	1,888,578	8,432,843
Cash and cash equivalents, end of period	2,559,148	5,730,494
SUPPLEMENTAL INFORMATION		
Plant costs included in accounts payable	57,546	1,002,269
Equipment included in accounts payable	27,349	-
Transfer from reserves to share capital on exercise of restricted share rights	104,344	104,344
Deposits converted to equipment and plant under construction	-	276,813
Modification of lease liability	-	2,626

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

Optimi Health Corp.

Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Unaudited - Expressed in Canadian Dollars)

	Common Shares	Share Capital $	Reserves $	Deficit $	Total Equity $
Balance, October 1, 2021	69,870,133	25,157,857	2,098,913	(6,188,750)	21,068,020
Shares issued on exercise of warrants	108,500	43,400	-	-	43,400
Shares issued on conversion of RSRs	139,125	104,344	(104,344)	-	-
Share-based compensation	-	-	368,392	-	368,392
Loss and comprehensive loss for the period	-	-	-	(2,940,109)	(2,940,109)
Balance, December 31, 2021	70,117,758	25,305,601	2,362,961	(9,128,859)	18,539,703
Balance, October 1, 2022	80,942,883	26,614,345	2,832,839	(13,427,078)	16,020,106
Shares issued pursuant to private placement	5,692,308	1,850,000	-	-	1,850,000
Share issue costs	-	(6,128)	-	-	(6,128)
Shares issued on conversion of RSRs	139,125	104,344	(104,344)	-	-
Share-based compensation	-	-	80,747	-	80,747
Loss and comprehensive loss for the period	-	-	-	(1,195,059)	(1,195,059)
Balance, December 31, 2022	86,774,316	28,562,561	2,809,242	(14,622,137)	16,749,666

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

1. Nature of Operations and Going Concern

Optimi Health Corp. (the "Company") was incorporated under the *Business Corporations Act* (British Columbia) on May 27, 2020 under the name 1251417 B.C. Ltd. The Company changed its name from 1251417 B.C. Ltd. to Optimi Health Corp. on August 17, 2020.

The Company is licensed by Health Canada to produce and supply natural GMP-grade psilocybin, psilocin, and other psychedelic substances, some being synthetically formulated, as well as functional mushrooms that focus on domestic and international health and wellness markets. Built with the purpose of producing scalable psychedelic and functional mushroom products for transformational human experiences, the Company's products are grown at its two facilities comprising a total of 20,000 square feet in Princeton, British Columbia. Focused on being a compassionate supplier of safe drug and nutraceutical products, the Company works with consumers, health food distributors, and drug developers and patients regulated by Health Canada.

The head office and registered and records office is located at 40440 Thunderbird Ridge, Garibaldi Highlands, British Columbia, Canada, V0N 1T0.

These condensed interim consolidated financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. During the period ended December 31, 2022, the Company incurred a net loss of $1,195,059 and has not yet achieved profitable operations. The Company has an accumulated deficit of $14,622,137 since its inception. Without additional financing, the Company may not be able to fund its ongoing operations. The Company intends to finance its future requirements through a combination of debt and/or equity issuances. There is no assurance that the Company will be able to obtain such financings or obtain them on favorable terms. These uncertainties cast significant doubt on the Company's ability to continue as a going concern. These consolidated financial statements do not include any adjustments related to the recoverability of assets and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material. The Company will need to raise sufficient working capital to maintain operations.

In March 2020, the World Health Organization recognized the outbreak of COVID-19 as a global pandemic. Government measures to limit the spread of COVID-19, including the closure of non-essential businesses, did not materially impact the Company's operations during the period ended December 30, 2022. Despite the pandemic, development activities relating to the plants under construction remain on schedule. Furthermore, the production, processing and sale of agri-food crops have been recognized as essential services in Canada and across Europe. Due to the rapid developments and uncertainty surrounding COVID-19, it is not possible to predict the impact that COVID-19 will have on the Company's business, financial position and operating results in the future. Additionally, it is possible that estimates in the Company's condensed Interim consolidated financial statements will change in the near term as a result of COVID-19. The Company is closely monitoring the impact of the pandemic on all aspects of its business.

2. Basis of Presentation

a) Statement of compliance

These condensed interim consolidated financial statements, including comparatives, have been prepared in accordance with IAS 34, Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB") and the interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"s). They do not include all disclosures required by International Financial Reporting Standards ("IFRS") for annual financial statements, and, therefore, should be read in conjunction with the Company's audited consolidated financial statements for the year ended September 30, 2022, prepared in accordance with IFRS as issued by the IASB. Significant accounting policies not included in the audited consolidated financial statements for the year ended September 30, 2022 are described below.

These condensed interim consolidated financial statements were authorized by the Audit Committee and Board of Directors of the Company (the "Board") on February 16, 2023.

b) Basis of presentation

These condensed Interim consolidated financial statements have been prepared on the historical cost basis, except for certain financial instruments, which are measured at fair value. These condensed Interim consolidated financial statements are presented in Canadian dollars, which is the Company and its subsidiaries' functional currency.

(Expressed in Canadian Dollars)

c) Basis of consolidation

These condensed interim consolidated financial statements include the accounts of the Company and its subsidiaries' with intercompany balances and transactions eliminated on consolidation. Subsidiaries are those entities over which the Company has the power over the investee, is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to use its power to affect its returns. As of December 31, 2022, the Company has 100% ownership interest in Optimi Labs Inc. and Optimi Nutraceuticals Corp.

d) Significant accounting judgments and estimates

The preparation of condensed Interim consolidated financial statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the condensed Interim consolidated financial statements and the reported revenues and expenses during the period. Actual results may differ from these estimates.

Significant estimates and judgments are evaluations and assumptions about the future and other sources of estimation uncertainty that management has made, which could result in a material adjustment to the carrying amounts of assets and liabilities. Significant estimates and judgments used in the preparation of these condensed Interim consolidated financial statements include, but are not limited to, the following:

Going concern

The assessment of whether the concern assumption is appropriate requires management to take into account all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period.

Provisions and contingencies

The amount recognized as a provision, including legal, contractual, constructive and other exposures or obligations, is the best estimate of the consideration required to settle the related liability, including any related interest charges, taking into account the risks and uncertainties surrounding the obligation. In addition, contingencies will only be resolved when one or more future events occur or fail to occur. Therefore, assessment of contingencies inherently involves the exercise of significant judgment and estimates of the outcome of future events. The Company assesses its liabilities and contingencies based upon the best information available.

Impairment of plant under construction

Management considers both external and internal sources of information in determining if there are any indications that the Company's plant under construction are impaired. Management considers the market, economic and legal environment in which the Company operates that are not within its control and affect the recoverable amount of its plant under construction. Management considers the manner in which the plant under construction are being used or are expected to be used an indication of economic performance of the assets.

Valuation of share-based payments

The Company uses the Black-Scholes option pricing model for valuation of share-based payments. Option pricing models require the input of subjective assumptions including expected price volatility, interest rate and forfeiture rate. Changes in the input assumptions can materially affect the fair value estimate and the Company's earnings and equity reserves.

3. Cash and Cash Equivalents and Short-Term Investments

Cash and cash equivalents consist of the following:

	Maturity	Classification	December 31, 2022 $	September 30, 2022 $
Cash	N/A	Cash	56,196	395,626
Term deposit – 3.35%	Demand	Cash equivalent	407,952	1,407,952
Term deposit – 4.45%	Demand	Cash equivalent	2,000,000	-
Term deposit – 1.2%	Demand	Cash equivalent	-	60,000
Term deposit – 0.80%	Demand	Cash equivalent	25,000	25,000
Term deposit – 4.25%	Demand	Cash equivalent	70,000	-

(Expressed in Canadian Dollars)

During the period ended December 31, 2022, the Company earned $6,695 (2021 - $29,515) in interest income

4. Inventory

Inventory consists of the Company's finished goods functional mushroom nutraceutical products and raw materials.

	December 31, 2022 $	September 30, 2022 $
Finished goods nutraceutical products	181,156	196,371
Raw materials	68,353	68,353
	249,509	**264,724**

5. Prepaids and Advances

Prepaids and advances consist of the following:

	December 31, 2022 $	September 30, 2022 $
Prepaid insurance	46,640	134,390
Prepaid marketing	-	21,213
Prepaid clinical trial fees	50,000	-
Prepaid transfer agent and filing fees	34,046	8,516
Security deposit	17,630	11,403
	148,316	**175,522**

6. Property, Plant and Equipment

During the year ended September 30, 2020, construction began on the Company's cultivation and processing facilities located in Princeton, British Columbia (the "Princeton Facilities"). The Princeton Facilities were considered substantially complete on June 27, 2022 and amortization commenced on the plant.

	Equipment $	Plant $	Total $
Cost			
September 30, 2022	1,139,684	13,303,489	14,443,173
Additions	74,211	6,867	81,077
December 31, 2022	1,213,895	13,310,356	14,524,250
Accumulated amortization			
September 30, 2022	60,504	135,450	195,954
Additions	58,420	134,156	192,576
December 31, 2022	118,924	269,606	388,530
Net book value			
September 30, 2022	1,079,180	13,168,039	14,247,219
December 31, 2022	1,094,971	13,040,750	14,135,721

7. Right-of-Use Asset and Lease Liability

The Company has a lease agreement with BC Green Pharmaceuticals Inc. ("BC Green"), a company related by a common director and common officers, whereby the Company has leased industrial land from BC Green on which to build its Princeton Facilities. Upon signing of the lease agreement, the Company recognized $158,683 for a right-of-use ("ROU") asset and $158,683 for a lease liability representing the present value of the future lease payments discounted using an effective interest rate of 10%. The lease payments are $2,500 per month, increasing to $3,500 per month once the Princeton Facilities are completed. On June 27, 2022, the Princeton Facilities were considered substantially complete which resulted in a modification of the Company's ROU asset and lease liability of $2,627.

(Expressed in Canadian Dollars)

During the year ended September 30, 2021, the Company entered into a lease agreement for office space in Vancouver, British Columbia, with monthly payments of $6,353 for a period of two years.

The continuity of the ROU assets and lease liability are as follows:

ROU asset	Princeton $	Office $	Total $
ROU asset as at September 30, 2021	112,162	120,469	232,631
Modification of ROU asset	(2,627)	-	(2,627)
Amortization	(28,804)	(68,839)	(97,643)
ROU asset as at September 30, 2022	80,731	51,630	132,361
Amortization	(7,339)	(17,210)	(24,549)
ROU asset as at December 31, 2022	**73,392**	**34,420**	**107,812**

Lease liability	Princeton $	Office $	Total $
Lease liability as at September 30, 2021	128,914	121,931	250,845
Modification of lease liability	(2,627)	-	(2,627)
Lease payments	(35,000)	(76,238)	(111,238)
Lease interest	11,422	9,175	20,597
Lease liability as at September 30, 2022	102,709	54,868	157,577
Lease payments	(10,500)	(19,060)	(29,560)
Lease interest	2,501	1,224	3,725
Lease liability as at December 31, 2022	**94,710**	**37,031**	**131,742**

	December 31, 2022 $	September 30, 2022 $
Current portion	71,095	88,092
Long-term portion	60,647	69,485
	131,742	**157,577**

8. Share Capital

a) Authorized

Unlimited number of common shares without par value.

b) Issued and outstanding

The total issued and outstanding share capital as at December 31, 2022 consisted of 86,774,316 common shares without par value.

During the period ended December 31, 2022, the Company:

- Issued 5,692,308 units pursuant to a private placement for gross proceeds of $1,850,000. Each unit is composed of one common share and one-half common share purchase warrant. Each warrant is exercisable at a price of $0.50 for a period of two years. The common shares issued on exercise are subject to a statutory hold period of four months.
- Issued 139,125 common shares valued at $104,344 on exercise of restricted share rights ("RSRs").

During the period ended December 31, 2021, the Company issued:

- 108,500 common shares valued at $43,400 on exercise of warrants.
- 139,125 common shares valued at $104,344 on exercise of restricted share rights ("RSRs").

(Expressed in Canadian Dollars)

Warrants

Warrant transactions are summarized as follows:

	Number of warrants	Weighted average exercise price
Balance, September 30, 2021	40,997,005	$0.61
Exercised	(10,744,500)	$0.12
Expired	(16,452,505)	$0.40
Balance, September 30, 2022	13,800,000	$1.25
Issued	2,846,154	$0.50
Balance, December 31, 2022	16,646,154	$1.12

The following is a summary of warrants as at December 31, 2022:

Expiry date	Exercise price	Number of warrants	Weighted average remaining contractual life (years)
February 24, 2023	$1.25	13,800,000	0.15
October 7, 2024	$0.50	2,846,154	1.77

c) Equity incentive plan

The Company has an equity incentive plan ("EIP") under which the Board may, from time to time in its discretion, grant stock options, RSRs or deferred share units of the Company to its directors, officers, employees, consultants and advisors. The aggregate number of common shares that may be subject to issuance under the EIP, together with any other securities-based compensation arrangements of the Company, shall not exceed 15% of the Company's issued and outstanding share capital.

Stock 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. Unless otherwise determined by the Board, stock options will have a term of five period and 25% of the options granted will vest immediately, and 25% will vest each six-month period thereafter.

During the period ended December 31, 2022, the Company granted no stock options.

During the period ended December 31, 2022, the Company recorded $36,214 (2022 - $252,814) in share-based compensation expense due to the vesting of options.

Options transactions are summarized as follows:

	Number of options	Weighted average exercise price
Balance, September 30, 2021	5,772,000	$1.16
Granted	30,000	$1.50
Cancelled	(22,500)	$1.50
Balance, September 30, 2022 and December 31, 2022	5,779,500	$1.16

(Expressed in Canadian Dollars)

The following is a summary of stock options as at December 31, 2022:

Expiry date	Exercise price	Number of options	Options exercisable	Weighted average remaining contractual life (years)
October 9, 2025	$0.50	500,000	500,000	2.78
January 26, 2026	$0.60	40,000	40,000	3.07
May 6, 2026	$1.50	2,025,000	2,025,000	3.35
May 20, 2026	$1.50	150,000	150,000	3.39
May 25, 2026	$1.50	75,000	75,000	3.40
June 14, 2026	$1.50	50,000	50,000	3.45
August 31, 2026	$1.50	1,000,000	750,000	3.67
June 23, 2023	$1.50	7,500	7,500	0.48
February 24, 2023	$0.75	1,932,000*	1,932,000	0.15

* Exercisable into one common share and one-half of one warrant. Each warrant is exercisable at an exercise price of $1.25 until February 24, 2023.

Restricted share rights

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 for no additional consideration as compensation for 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 year ended September 30, 2021, the Company granted 500,000 RSRs to a director and officer valued at $125,000. These RSRs will vest 10% on the date the Company's shares are listed on a Canadian stock exchange (February 24, 2021) and 15% on every six-month anniversary of the listing date. During the period ended December 31, 2022, the Company recorded $5,088 (2022 - $18,398) in share-based compensation related to the vesting of these RSRs.

During the period ended September 30, 2021, the Company granted 927,500 RSRs to directors, officers, consultants and advisors valued at $695,625. These RSRs vest as follows: 10% on the grant date and 15% on every six-month anniversary thereafter. During the period ended December 31, 2022, the Company recorded $39,445 (2022 - $97,180) in share-based compensation related to the vesting of these RSRs. During the period ended December 31, 2022, 139,125 RSRs vested and were converted into common shares.

9. Key Management Compensation and Related Party Transactions

During the period ended December 31, 2022, the Company incurred the following amounts charged by officers and directors (being key management personnel) and companies controlled and/or owned by officers and directors of the Company in addition to the related party transactions disclosed elsewhere in these condensed Interim consolidated financial statements:

	December 31, 2022 $	**December 31, 2021 $**
Consulting fees	60,000	71,250
Share-based compensation	58,213	278,723
Wages and benefits	125,000	125,000
	243,213	**474,973**

The Company has entered into a lease agreement with BC Green, as described in Note 7.

As at December 31, 2022, there was $149,606 (2022 - $84,051) owing to key management, which is included in accounts payable and accrued liabilities. The amounts are unsecured, without interest and due on demand.

10. Financial Instruments

a) Categories of financial instruments

The classification of the financial instruments, as well as their carrying values, is shown below:

Fair value

The fair value recorded on initial recognition of financial assets and financial liabilities at amortized cost is determined in accordance with generally accepted pricing models based on discounted cash flow analysis or using prices from observable current market transactions. The Company considers the carrying amounts of all its financial assets and financial liabilities recognized at amortized cost in these condensed interim consolidated financial statements to approximate their fair values due to the short-term maturity of these instruments.

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

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

The Company's financial instruments consist of cash and cash equivalents, accounts payable and accrued liabilities, and lease liability. The fair values of these financial instruments approximate their carrying values due to the short-term nature of these instruments.

b) Management of financial risks

The Company examines the various financial instrument risks to which it is exposed and assesses the impact and likelihood of these risks. These risks arise from the normal course of operations and all transactions undertaken are to support the Company's ability to continue as a going concern. Management manages and monitors these exposures to ensure appropriate measures are implemented in a timely and effective manner. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below.

Interest rate risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. Interest rate risk is limited to potential decreases in the interest rate offered on cash held with chartered Canadian financial institutions. The Company considers this risk to be limited, as it holds no assets or liabilities subject to variable rates of interest.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The financial instruments that potentially subject the Company to credit risk consist of cash and cash equivalents. The Company limits exposure by maintaining its cash with major Canadian commercial banks and credit unions.

Liquidity risk

Liquidity risk is the risk that the Company will be unable to meet its financial obligations as they become due. The Company is reliant upon equity issuances and loans as its main sources of cash. The Company manages liquidity risk by maintaining an adequate level of cash to meet its ongoing obligations. The Company continuously reviews its actual expenditures, forecasts cash flows and matches the maturity dates of its cash to capital and operating needs. All of the Company's existing commitments are budgeted and funded as at the date of the condensed interim consolidated financial statements. All financial liabilities have contractual maturities of less than one year and are subject to normal trade terms with the exception of the Company's lease liability, which matures based on the lease agreement.

(Expressed in Canadian Dollars)

Currency risk

The Company is not exposed to financial risk related to the fluctuation of foreign exchange rates.

11. Capital Disclosure

The capital structure of the Company consists of equity attributable to common shareholders comprising issued share capital, reserves and deficit. The Company's objectives when managing capital are to: (i) preserve capital; (ii) obtain the best available net return; and (iii) maintain liquidity. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue new debt, or acquire or dispose of assets. The Company is not subject to externally imposed capital restrictions.

12. Segment Reporting

For the year ended December 31, 2022, the Company has one reportable operating segment, being that of farming, processing and distribution of agri-foods. The Company's non-current assets at December 31, 2022 are all in Canada.

13. Commitments

The Company has lease commitments for the Facilities and its Vancouver office lease. Cash commitments for minimum lease payments in relation to the facility leases as at December 31, 2022, are payable as follows:

	$
Within 1 year	54,706
Between 1 year and 5 years	66,500
	121,206

14. Events after the reporting period

Subsequent to December 31, 2022, the Company:

* Issued 50,000 common shares valued at $25,000 for consulting services.