

CRYPTOSTAR CORP.
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in US dollars)

**CRYPTOSTAR CORP.
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021**

Management’s Responsibility for Consolidated Financial Reporting	1
Independent Auditor’s Report	2 – 6
Consolidated Financial Statements	
Consolidated Statements of Financial Position	7
Consolidated Statements of Loss and Comprehensive Loss	8
Consolidated Statements of Changes in Equity	9
Consolidated Statements of Cash Flows	10
Notes to the Consolidated Financial Statements	11 – 52

MANAGEMENT'S RESPONSIBILITY FOR CONSOLIDATED FINANCIAL REPORTING

Management's Responsibility

To the Shareholders of CryptoStar Corp.:

Management is responsible for the preparation and presentation of the accompanying consolidated financial statements, including responsibility for significant accounting judgments and estimates in accordance with International Financial Reporting Standards. This responsibility includes selecting appropriate accounting principles and methods and making decisions affecting the measurement of transactions in which objective judgment is required.

In discharging its responsibilities for the integrity and fairness of the consolidated financial statements, management designs and maintains the necessary accounting systems and related internal controls to provide reasonable assurance that transactions are authorized, assets are safeguarded and financial records are properly maintained to provide reliable information for the preparation of the consolidated financial statements.

The Audit Committee is composed of Directors who are neither management nor employees of the Company. The Audit Committee is responsible for overseeing management in the performance of its financial reporting responsibilities. The Audit Committee has the responsibility of meeting with management and external auditors to discuss the internal controls over the financial reporting process, auditing matters and financial reporting issues. The Audit Committee is also responsible for recommending the appointment of the Company's external auditors.

Kingston Ross Pasnak LLP, an independent firm of Chartered Professional Accountants, is appointed by the shareholders to audit the consolidated financial statements and report directly to them; their report follows. The external auditors have full and free access to, and meet periodically and separately with, the Board, the Audit Committee and management to discuss their audit findings.

April 27, 2023



KINGSTON
ROSS
PASNAK LLP

CHARTERED PROFESSIONAL ACCOUNTANTS

Suite 1500, 9888 Jasper Avenue NW
Edmonton, Alberta T5J 5C6
T. 780.424.3000 | F. 780.429.4817 | W. krpgroup.com

April 27, 2023
Edmonton, Alberta

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of CryptoStar Corp.

Opinion

We have audited the consolidated financial statements of CryptoStar Corp. (the Company), which comprise the consolidated statements of financial position as at December 31, 2022 and 2021, and the consolidated statements of loss and comprehensive loss, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at December 31, 2022 and 2021, and the consolidated financial performance and consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRS).

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Company in accordance with ethical requirements that are relevant to our audit of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the consolidated financial statements of the current period. This matter was addressed in the context of the audit of the consolidated financial statements as a whole, and in forming the auditor's opinion thereon, and we do not provide a separate opinion on this matter. For the matter below, our description of how our audit addressed the matter is provided in that context.

Revenue from digital assets mined

We refer to financial statement summary of significant accounting policies on digital assets mined in Note 3 and related disclosure in Note 7.

For the year ended December 31, 2022, revenue generated from digital asset mining amounted to \$3,401,128. The Company recognizes revenue from the provision of transaction verification services within digital currency blockchains. As consideration for these services, the Company receives digital currency from each specific blockchain in which it participates. Revenue is measured based on the fair value of the coins received.

Revenue from digital assets mined is significant to our audit because mining of digital assets is an emerging industry with unique technological aspects that raise a number of auditing challenges. Given the nature of this revenue stream, significant audit efforts are required.

(continues)

Independent Auditor's Report to the Shareholders of CryptoStar Corp. *(continued)*

To address the risk for material misstatement on revenue from digital assets mined, our audit procedures included, amongst other procedures:

Obtained the assistance from professionals with specialized skills in distributed ledger technology, digital assets and cryptography.

Tested the miners for their performance.

Conducted substantive analytical procedures with a high degree of precision, which include tests of the accuracy, valuation and completeness of the underlying data.

Traced digital assets received and recognized as revenue directly to the blockchain.

Assessed the recognition and valuation processes and practices.

Tested the value of digital assets received and recognized as revenue using the daily quoted price from a reputable source

We assessed the adequacy of the Company's disclosures related to revenue recognition.

Impairment assessment of inventory, property and equipment for the digital asset mining, intangible assets and goodwill cash-generating units ("CGUs")

We refer to financial statement summary of significant accounting policies on digital assets mined in Note 3 and related disclosure in Notes 6, 8, 9 and 12.

At the balance sheet date, the value of inventory amounted to \$436,375, mining and mining related equipment amounted to \$4,292,256, intangible assets amounted to \$257,690 and goodwill amounted to \$312,801 (herein referred to as "mining related assets"). The Company reviews for indicators of impairment at each statement of financial position date and when events or changes in circumstances indicate that the mining related assets CGUs may be impaired. We identified the Company's impairment assessment of mining related assets CGUs as a key audit matter.

This impairment test is significant to our audit because the Company identified indicators of impairment for its mining related assets CGUs, resulting in a significant impairment expense on mining related assets. In addition, management's assessment process is complex and highly judgmental and is based on assumptions, specifically Bitcoin price growth, difficulty growth rates, efficiency recovery rates and discount rates, which are impacted by expected future market or economic conditions, giving rise to high estimation uncertainty.

To address the risk for material misstatement on the impairment assessment of mining related assets, our audit procedures included, amongst other procedures:

Evaluated the reasonableness of the Company's cash flows by comparing projections to, among others, historical expenses and operations and current business plans.

Used our valuation experts to assist us in evaluating the assumptions, methodologies and data used by the Company, in particular those relating to Bitcoin price growth, difficulty growth rates, efficiency recovery rates and discount rates.

Tested the completeness and accuracy of the underlying data used in the Company's valuation model.

Performed a sensitivity analysis on significant management assumptions used in the valuation model.

We assessed the adequacy of the Company's disclosures related to impairment assessment of mining related assets.

Collectability of long-term receivable

We refer to financial statement summary of significant accounting policies on investments in Note 3 and related disclosure in Note 11.

(continues)

Independent Auditor's Report to the Shareholders of CryptoStar Corp. *(continued)*

At the balance sheet date, the value of the long-term receivable amounted to \$nil. Long-term receivable is recognized when the right to receive the amount is established and the amount can be measured reliably in accordance with the terms of the contract. These receivables are derecognized on repayment, or when written off, or substantially all of the risks and rewards of ownership are transferred.

The long-term receivable is significant to our audit because of the significant estimates and assumptions management makes with regard to the collectability and fair value of the receivable. This matter required a high degree of auditor judgment and an increased extent of effort when performing audit procedures to evaluate the reasonableness of management's estimates.

To address the risk for material misstatement on the investment acquisition, our audit procedures included, amongst other procedures:

- Evaluated the reasonableness of management's estimates of the collectability and fair value of the long-term receivable.

- Evaluate and assess management's procedures and input into its expected credit loss ("ECL") model.

- Tested the mathematical accuracy of management's calculations.

- Review and examine legal agreements and related terms and conditions surrounding the rights to the long-term receivable.

- Assessed the consistency of the assumptions used with other accounting estimates.

We assessed the adequacy of the Company's disclosures related the long-term receivable.

Other Information

Management is responsible for the other information. The other information comprises the information, other than the consolidated financial statements and our auditor's report thereon, which includes Management's Discussion and Analysis.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

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

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

(continues)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Independent Auditor's Report to the Shareholders of CryptoStar Corp. *(continued)*

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Justin Rousseau.

Kingston Ross Pasmak LLP
Kingston Ross Pasmak LLP
Chartered Professional Accountants

CRYPTOSTAR CORP.
Consolidated Statements of Financial Position
As at December 31, 2022 and 2021
(Expressed in US dollars)

	Note	As at December 31, 2022 \$	As at December 31, 2021 \$
Assets			
Current assets			
Cash		3,990,383	7,050,129
Accounts receivable and others	18	155,930	296,111
Deposits and prepaid expenses	5	105,185	1,764,747
Inventory	6	436,375	1,064,059
Digital currencies	7	75,078	5,160,817
		4,762,951	15,335,863
Property and equipment	8	11,430,531	15,703,331
Intangible assets	9	257,690	1,176,726
Right-of-use assets	10	2,232,042	1,574,306
Deposits	5	900,298	246,969
Long-term receivable	11	—	2,341,085
Goodwill	12	312,801	329,722
Total assets		19,896,313	36,708,002
Liabilities and shareholders' equity			
Current liabilities			
Trade payable and accrued liabilities		1,174,571	794,572
Advances from customers	13	696,350	2,177,000
Income tax payable	17	—	141,470
Payable to related party	14	1,966,604	1,966,604
Lease obligations	10	273,510	216,224
Decommission cost	15	—	50,000
		4,111,035	5,345,870
Lease obligations	10	2,319,181	1,848,644
Decommission cost	15	377,251	50,000
Total liabilities		6,807,467	7,244,514
Shareholders' equity			
Share capital	16	37,253,870	36,956,205
Shareholder contribution	16	3,292,725	3,292,725
Warrant and option reserve	14 & 16	19,634,594	19,460,020
Deficit		(47,090,010)	(30,421,914)
Accumulated other comprehensive (loss) income		(2,333)	176,452
Total shareholders' equity		13,088,846	29,463,488
Total liabilities and shareholders' equity		19,896,313	36,708,002
Nature of operations	1		
Segmented information	21		
Subsequent events	22		

Approved on behalf of the Board of Directors on April 27, 2023

/s/Christopher Malone

Director

/s/Amelia Jones

Director

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

CRYPTOSTAR CORP.
Consolidated Statements of Loss and Comprehensive Loss
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

	Note	For the Years Ended December 31,	
		2022	2021
		\$	\$
Revenue			
Digital assets mined	7	3,401,128	3,830,267
Hosting income		2,005,390	807,910
Sales of miners		14,454	103,548
		5,420,972	4,741,725
Cost of revenue			
Cost of miners sold		(8,543)	(65,662)
Site operating costs		(2,136,259)	(399,408)
Amortization of intangible assets	9	(300,375)	(588,028)
Depreciation of right-of-use assets	10	(395,097)	(325,481)
Depreciation of property and equipment	8	(4,909,025)	(3,536,354)
Gross loss		(2,328,327)	(173,208)
Realized (loss) gain on digital currencies	7	(1,503,785)	1,339
Net loss before operating expenses		(3,832,112)	(171,869)
Operating expenses			
Interest and bank charges		8,238	10,461
Management fees, salaries and wages	14	812,570	701,765
Share based compensation	14 & 16	237,566	1,105,178
Office and administration		772,247	333,708
Professional fees		648,610	854,657
Total operating expenses		2,479,231	3,005,769
Net loss before other items		(6,311,343)	(3,177,638)
Other income (expense)			
Foreign exchange loss		(341,620)	(178,293)
Interest expense on lease obligations	10	(264,589)	(237,503)
Write down of inventory	6	(619,141)	—
Impairment of property and equipment	8	(3,466,852)	—
Impairment of intangible assets	9	(618,661)	—
Revaluation loss on digital currencies	7	(2,551,166)	—
Interest (expense) income, net		(48,155)	7,143
Loss on disposal of miners		(8,839)	—
Other income		48,969	128,933
Other expense	11	(2,486,699)	—
Net loss before tax		(16,668,096)	(3,457,358)
Income tax expense	17	—	(5,827)
Net loss		(16,668,096)	(3,463,185)
Revaluation (loss) gain on digital currencies	7	(176,301)	176,301
Currency translation (loss) gain		(2,484)	151
Net comprehensive loss		(16,846,881)	(3,286,733)
Loss per share, basic and diluted		(0.039)	(0.009)
Weighted average shares, basic and diluted		427,977,406	375,487,991

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

CRYPTOSTAR CORP.
Consolidated Statements of Changes in Equity
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

	Note	Share Capital		Shareholder Contribution	Warrant and Option Reserve	Shares to be Issued	Subscription Receivable	Deficit	Accumulated Other Comprehensive (Loss) Income	Total
		Shares Issued	Amount \$							
As at December 31, 2020		242,793,300	22,162,835	2,844,777	5,311,528	—	(118,318)	(26,958,729)	—	3,242,093
Private placement		143,693,334	13,813,170	—	14,508,395	—	118,318	—	—	28,439,883
Issuance cost		—	(3,098,434)	—	—	—	—	—	—	(3,098,434)
Share based payment		5,927,151	—	—	—	1,122,031	—	—	—	1,122,031
Issuance of shares and warrants		—	674,083	447,948	—	(1,122,031)	—	—	—	—
Finder fees		355,629	62,235	—	41,357	—	—	—	—	103,592
Exercise of warrants and options		32,308,390	3,342,316	—	(1,506,438)	—	—	—	—	1,835,878
Share based compensation		—	—	—	1,105,178	—	—	—	—	1,105,178
Other comprehensive income		—	—	—	—	—	—	—	176,301	176,301
Net loss for the year		—	—	—	—	—	—	(3,463,185)	—	(3,463,185)
Unrealized gain on currency translation		—	—	—	—	—	—	—	151	151
As at December 31, 2021		425,077,804	36,956,205	3,292,725	19,460,020	—	—	(30,421,914)	176,452	29,463,488
As at December 31, 2021		425,077,804	36,956,205	3,292,725	19,460,020	—	—	(30,421,914)	176,452	29,463,488
Share based compensation	14 & 16	—	—	—	237,566	—	—	—	—	237,566
Exercise of warrants and options	14 & 16	3,938,265	297,665	—	(62,992)	—	—	—	—	234,673
Net loss for the year		—	—	—	—	—	—	(16,668,096)	—	(16,668,096)
Other comprehensive loss		—	—	—	—	—	—	—	(176,301)	(176,301)
Unrealized loss on currency translation		—	—	—	—	—	—	—	(2,484)	(2,484)
As at December 31, 2022		429,016,069	37,253,870	3,292,725	19,634,594	—	—	(47,090,010)	(2,333)	13,088,846

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

CRYPTOSTAR CORP.
Consolidated Statements of Cash Flows
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

	<u>For the Years Ended December 31,</u>	
	<u>2022</u>	<u>2021</u>
	\$	\$
Operating activities		
Net loss for the year	(16,668,096)	(3,463,185)
Adjusted for:		
Depreciation of property and equipment	4,909,025	3,536,354
Amortization of intangible assets	300,375	588,028
Income from mining of digital currencies	(3,401,128)	(3,830,267)
Purchase of digital currencies	—	(1,199,452)
Proceeds from sale of digital currencies	4,255,615	48,507
Realized loss (gain) on digital currencies	1,503,785	(1,339)
Revaluation loss on digital currencies	2,551,166	—
Share based compensation	237,566	1,105,178
Other income	—	(53,117)
Other expense	2,341,085	—
Write down of inventory	619,141	—
Impairment of property and equipment	3,466,852	—
Impairment of intangible asset	618,661	—
Depreciation of right-of-use assets	395,097	325,481
Interest expense on lease obligations	264,589	237,503
Foreign exchange gain on right-of-use assets and lease obligations	(4,388)	(820)
Accretion for deposits	8,543	—
Changes in non-cash working capital items:		
Accounts receivable and others	140,102	(288,521)
Deposits and prepaid expenses	(83,457)	264,001
Long-term receivable	—	(1,382,242)
Inventory	8,543	(1,064,059)
Trade payable and accrued liabilities	382,375	(396,218)
Advances from customers	(1,480,650)	2,177,000
Income tax payable	(137,849)	5,827
Cash provided by (used in) operating activities	226,952	(3,391,341)
Investing activities		
Proceeds from disposal of property and equipment	—	14,725
Purchases of property and equipment, net of deposits	(2,113,809)	(11,294,034)
Cash paid for business combination, net of cash acquired	—	(1,713,698)
Deposits made for mining equipment	—	(1,710,674)
Deposits	(661,872)	(181,563)
Cash used in investing activities	(2,775,681)	(14,885,244)
Financing activities		
Advances received from related party	—	76,760
Repayment of advances to related party	—	(1,678,779)
Payment of lease obligations	(507,960)	(363,175)
Subscription liability	—	(287,244)
Proceeds from issuance of share units, net of cash issuance costs	—	25,341,449
Proceeds from exercise of warrant and options	234,673	1,835,878
Cash (used in) provided by financing activities	(273,287)	24,924,889
Effect of foreign exchange on cash	(237,730)	(584)
Net change in cash during the year	(3,059,746)	6,647,720
Cash, beginning of the year	7,050,129	402,409
Cash, end of the year	3,990,383	7,050,129
<i>Supplemental cash flow information:</i>		
Interest paid	(264,589)	(237,503)
<i>Non-cash transaction:</i>		
Property and equipment purchased through share based payment	—	(1,225,623)

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

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

1. NATURE OF OPERATIONS

CryptoStar Corp. was incorporated under the Ontario Business Corporations Act on January 6, 2017. The registered and head office of the Company is located at 181 Bay Street, Suite 4400, Toronto, Ontario, Canada M5J 2T3. CryptoStar Corp.'s common shares are listed on the TSX Venture Exchange ("TSXV") under the trading symbol "CSTR" and the OTCQB Venture Market under the trading symbol "CSTXF".

CryptoStar Corp. and its subsidiaries ("CryptoStar" or the "Company") operates in the distributed ledger technology space, utilizing specialized equipment ("miners") to perform computationally intensive cryptographic operations to validate transactions on the Blockchain (a process known as "mining"), receiving digital currencies (primarily Bitcoin and Ethereum). The Company also provides equipment hosting services to customers worldwide, for which services the Company receives monthly hosting fees, as well as sells miners to customers.

These 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. These consolidated financial statements do not include any adjustments relating to the recoverability and classification of assets and liabilities which might be necessary should the Company be unable to continue in existence.

2. BASIS OF PRESENTATION AND CONSOLIDATION

Statement of Compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB").

The Board of Directors approved these consolidated financial statements on April 27, 2023.

Basis of Measurement

These consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair value, as explained in the accounting policies set out in Note 3.

Functional and Presentation Currency

These consolidated financial statements are presented in US dollars, which is the functional currency of certain of the Company's subsidiaries. The functional currency of the acquired subsidiary (Neuro Digital) is the Canadian dollar.

Foreign currency transactions are recorded at the exchange rate as at the date of the transaction. At each consolidated statement of financial position date, monetary assets and liabilities are translated using the period end foreign exchange rate. Non-monetary assets and liabilities in foreign currencies other than the functional currency are translated using the historical rate. All gains and losses on translation of these foreign currency transactions are included in profit and loss.

Assets and liabilities of a subsidiary having a functional currency other than the US dollar are translated at the rate of exchange prevailing at the reporting date, and revenues and expenses at average rates during the period. Gains or losses on translation are presented as a translation adjustment under other comprehensive income or loss, a component of equity.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

2. BASIS OF PRESENTATION AND CONSOLIDATION (continued)

Basis of Consolidation

The consolidated financial statements for the year ended December 31, 2022 include the accounts of the Company, its wholly owned subsidiaries, and entities over which the Company has control as defined in IFRS 10, all of which also have a December 31 year-end. Entities over which the Company has control are presented on a consolidated basis from the date control commences. Control, as defined in IFRS 10 for purposes of determining the consolidated basis of financial statement presentation, exists when the Company is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power and rights in respect of the entity. All of the consolidated entities were under control, as defined in IFRS 10 for purposes of determining the consolidated basis of financial statement presentation, during the entirety of the periods for which their respective results of operations were included in the consolidated financial statements. All intercompany balances and transactions are eliminated on consolidation. The Company's subsidiaries were CryptoStar Holdings Inc., CryptoStar USA, Inc. and Neuro Digital Inc., each being wholly owned.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Revenue Recognition

The Company derives its income from digital currencies received for providing "mining" services to digital currency blockchains. Mining is the Company's principal business activity and is the process by which transactions are verified and added to the blockchain. A miner is only able to validate transactions once their computer equipment has solved a computationally difficult mathematical problem. Revenue is recognized by the Company when payment, in the form of digital currency, is received for mining services rendered. Revenue is measured based on the fair value of the digital currency received. The fair value is determined using the daily weighted close price for the digital currency on www.bitcoincharts.com and www.coinmarketcap.com.

The Company also offers hosting and other service contracts. Hosting services provided by the Company include the ownership and management of data centre solutions for other cryptocurrency mining companies. For hosting and other service contracts, the Company has determined that the substance of the service contracts is the provision of services under IFRS 15 Revenue from Contracts with Customers. Revenue is recognized only when the amount of the contract and separate performance obligations are identified, the transaction can be measured reliably, the transaction price can be allocated to the performance obligations, and the performance obligation is satisfied. Accordingly, the Company has determined that revenue should be recognized as the provision of services under the contract is completed.

Revenue from the sale of miners is recognized when the goods are delivered, less an estimate for sales returns. Revenue from the sale of goods is measured at the fair value of the consideration received less an appropriate deduction for returns and discounts, net of sales taxes. Determination of separate elements under the terms of the contract and completion of performance obligation may be subject to significant judgment exercised by management.

Digital Currencies

Digital currencies meet the definition of intangible assets in International Accounting Standards ("IAS") 38 Intangible Assets as they are identifiable non-monetary assets without physical substance. They are initially recorded at the fair value of the acquisition date and the revaluation method is used to measure the digital assets subsequently. Under the revaluation method, increases in fair value are recorded in other comprehensive income, while decreases are recorded in profit or loss. The Company revalues its digital assets at the end of each of its three interim financial reporting periods and at its annual financial reporting period end date. There is no recycling of gains from other comprehensive income to profit or loss. However, to the extent that an increase in fair value reverses a previous decrease in fair value that has been recorded in profit or loss, that increase is recorded in profit or loss.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Digital Currencies (continued)

Decreases in fair value that reverse gains previously recorded in other comprehensive income are recorded in other comprehensive income.

Digital currencies primarily consist of Bitcoin and Ethereum and are measured at fair value using the quoted price on www.bitcoincharts.com and www.coinmarketcap.com. Management considers this fair value to be a level two input under IFRS 13 Fair Value Measurement fair value hierarchy as the price on this source represents an average of quoted prices on multiple digital currency exchanges.

The digital currencies are valued based on the daily weighted closing price obtained from www.bitcoincharts.com and www.coinmarketcap.com at the time the digital currency is mined and at the reporting date for any digital currencies that are held.

The Company's determination to classify its holding of digital currencies as current assets is based on management's assessment that its digital currencies held can be considered to be a commodity that may be readily sold because liquid markets are available.

Intangible Assets

Intangible assets with finite useful lives are measured at cost and are amortized on a straight-line basis over their estimated useful lives. Intangible assets relate to an agreement with Tier 1 Solutions Inc. and have estimated useful lives of 5 years. The estimated useful lives and amortization methods are reviewed annually with the effect of any changes in estimate being accounted for on a prospective basis. Amortization is recognized on a straight-line basis over the term of each agreement.

Property and Equipment

Property and equipment are recorded at cost less accumulated depreciation and impairment. Cost includes all expenditures incurred to bring assets to the location and condition necessary for them to be operated in the manner intended by management.

Mining equipment is amortized on a straight-line basis over a 2 or 3 year estimated useful life, with a 2-year estimated useful life for mining equipment acquired before 2021 and a 3-year estimated useful life for new generation mining equipment acquired after 2021.

Other property and equipment is amortized on a straight line basis over the estimated useful life of the asset. The estimated useful life of mining containers included in other property and equipment is 3 years and the estimated useful life of leasehold improvements is 10 years.

Construction in progress is stated at cost, net of accumulated impairment losses, and is not amortized until placed in use.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Impairment of Non-Financial Assets

The Company reviews the carrying amounts of its non-financial assets, including digital currencies, intangible assets, goodwill and property and equipment, when events or changes in circumstances indicate the assets may not be recoverable. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash generating unit (“CGU”) to which the asset belongs. Each of the Company’s operations in Canada and the USA are CGUs for purposes of evaluating impairment and measuring recoverable amounts.

Recoverable amount is the higher of fair value less costs of disposal (“FVLCD”) and value in use (“VIU”). In assessing VIU, the estimated future cash flows to be derived from continuing use of the asset or CGU are discounted to their present value using a pre-tax discount rate that reflects the time value of money and the risks specific to the asset. FVLCD is the price that would be received to sell an asset or CGU in an orderly transaction between market participants at the measurement date, less the costs of disposal. When a binding sale agreement is not available, FVLCD is estimated using a discounted cash flow approach with inputs and assumptions consistent with those of a market participant. If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset or CGU is reduced to its recoverable amount.

An impairment loss is recognized immediately in net income. Where an impairment loss subsequently reverses, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or CGU in prior years. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset or CGU’s recoverable amount since the last impairment loss was recognized. An impairment loss in respect of goodwill is not reversed.

Income Taxes

Income tax expense consists of current and deferred tax expense. Current and deferred taxes are recognized in profit or loss except to the extent that it relates to items recognized directly in equity or other comprehensive income.

Current tax is recognized and measured at the amount expected to be recovered from or payable to the taxation authorities based on the income tax rates enacted or substantively enacted at the end of the reporting period and includes any adjustment to taxes payable in respect of prior years.

Deferred tax is recognized on any temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable earnings. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized and the liability is settled. The effect of a change in the enacted or substantively enacted tax rates is recognized in net earnings and comprehensive income or in equity depending on the item to which the adjustment relates.

Deferred tax assets are recognized to the extent future recovery is probable. At each reporting period end, deferred tax assets are reduced to the extent that it is no longer probable that sufficient taxable earnings will be available to allow all or part of the asset to be recovered.

Provisions for taxes are made using the best estimate of the amount expected to be paid based on a qualitative assessment of all relevant factors. The Company reviews the adequacy of these provisions at the end of the reporting period. However, it is possible that at some future date an additional liability could result from audits by taxing authorities. Where the final outcome of these tax-related matters is different from the amounts that were initially recorded, such differences will affect the tax provisions in the period in which such determination is made.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the consolidated financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Financial Instruments

Recognition and Initial Measurement

Financial assets and financial liabilities, including derivatives, are recognized in the consolidated statement of financial position when the Company becomes a party to the contractual provisions of a financial instrument or non-financial derivative contract. All financial instruments are measured at fair value on initial recognition. Transaction costs that are directly attributable to the acquisition or issuance of financial assets and financial liabilities, other than financial assets and financial liabilities classified as fair value through profit or loss ("FVTPL"), are added to or deducted from the fair value on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities classified as FVTPL are recognized immediately in net loss.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial Instruments (continued)

Classification and Subsequent Measurement

The Company classifies financial assets, at the time of initial recognition, according to the Company's business model for managing the financial assets and the contractual terms of the cash flows. Financial assets are classified in the following measurement categories:

- a) amortized cost;
- b) fair value through profit or loss (FVTPL); and
- c) fair value through other comprehensive income ("FVTOCI").

Financial assets are subsequently measured at amortized cost if both the following conditions are met and they are not designated as FVTPL:

- a) the financial asset is held within a business model whose objective is to hold financial assets to collect contractual cash flows; and
- b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

These assets are subsequently measured at amortized cost using the effective interest method, less any impairment, with gains and losses recognized in net loss in the period that the asset is derecognized or impaired. All financial assets not classified as amortized cost as described above are measured at FVTPL or FVTOCI depending on the business model and cash flow characteristics. The Company has no financial assets measured at FVTOCI.

Financial liabilities are subsequently measured at amortized cost using the effective interest method with gains and losses recognized in net loss in the period that the liability is derecognized, except for financial liabilities classified as FVTPL.

Asset / Liability	Classification / Measurement
Cash	FVTPL
Accounts receivable and others	Amortized cost
Trade payable and accrued liabilities	Amortized cost
Advances from customers	Amortized cost
Lease obligations	Amortized cost
Payable to related party	Amortized cost

Derecognition

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are recognized in the consolidated statements of loss and comprehensive loss.

The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. Generally, the difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in the consolidated statements of loss and comprehensive loss.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Impairment of Financial Assets

Under IFRS 9, the Company is required to apply an expected credit loss (“ECL”) model to all debt financial assets not held at FVTPL, where credit losses that are expected to transpire in future years are provided for, irrespective of whether a loss event has occurred or not as at the date of the Consolidated Statement of Financial Position. For trade receivables, the Company has applied the simplified approach under IFRS 9 and has calculated ECLs based on lifetime expected credit losses taking into consideration historical credit loss experience and financial factors specific to the debtors and general economic conditions.

Evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- it is becoming probable that the borrower will enter bankruptcy or reorganization.

The carrying amount of financial assets is reduced by any impairment loss directly for all financial assets with the exception of accounts receivable, where the carrying amount is reduced through the use of an allowance account. When an account receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized in the Consolidated Statements of Loss and Comprehensive Loss.

If, in a subsequent period, the amount of the impairment loss decreases, and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through the Consolidated Statements of Loss and Comprehensive Loss for the period to the extent that the carrying amount of the asset at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

Cash

The Company considers all investments with original maturities of three months or less, that are highly liquid and readily convertible into cash, to be cash.

Equity

The common shares of the Company are classified as equity. Costs, such as commissions, professional fees and regulatory fees directly attributable to common shares are deducted from the proceeds of equity offerings.

Interest Income

For all financial instruments measured at amortized cost and interest-bearing financial assets, interest income is recorded using the effective interest rate (EIR) method. The EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income is included in other income in the consolidated statements of loss and comprehensive loss.

Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Segmented Reporting

A business segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with the Company's other components. All operating segments' operating results are reviewed regularly by the Company's Chief Executive Officer ("CEO"), being the chief operating decision maker ("CODM"), to make decisions about the allocation of resources and to assess their performance, and for which discrete financial information is available.

Segment results that are reported to the CEO include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets and liabilities, head office expenses, personnel costs, other income and foreign exchange gains and losses. As at December 31, 2022 and 2021, the Company had two reportable segments based on geographical locations: Canada and the USA, and three reportable segments based on operations: self-mining, hosting and miner sales, along with a Head Office segment.

Lease

The Company recognizes a right-of-use asset and a lease obligation at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease obligation adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful life of the right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease obligation.

The lease obligation is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Lease payments included in the measurement of the lease obligation comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise prices under a purchase price option that the Company is reasonably certain to exercise,
- payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease obligation is measured at amortized cost using the effective interest rate method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Lease (continued)

When the lease obligation is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected not to recognize right-of-use assets and lease obligations for short-term leases of machinery that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Business Combination

The Company applies the acquisition method in accounting for business combinations by allocating the purchase price to the fair value of the assets acquired at the acquisition date, with any difference recognized as goodwill.

Judgement is used in determining whether an acquisition is a business combination or an asset acquisition. In determining the allocation of the purchase price in a business combination, estimates including market based and appraisal values are used.

The Company measures all assets acquired and liabilities assumed at their acquisition date fair values. Acquisition related costs are recognized as expenses in the periods in which the costs are incurred and the services are received (except for the costs to issue debt or equity securities which are recognized according to specific requirements). The excess of the aggregate of the consideration transferred to obtain control over the net of the acquisition date amounts of the identifiable assets acquired and the liabilities assumed, is recognized as goodwill as of the acquisition date.

Inventory

Inventories are valued at the lower of cost (determined by the first-in, first-out method) and net realizable value. Management compares the cost of inventories with the net realizable value and an allowance is made for writing down their inventories to net realizable value, if lower. The Company periodically assesses its inventory for slow-moving and/or obsolete items and any change in the allowance is recorded in the cost of revenue in the accompanying consolidated statements of loss and comprehensive loss.

Goodwill

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's CGUs that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those CGUs.

Where goodwill has been allocated to a CGU and part of the operation within that CGU is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the CGU retained.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Decommission Cost

The Company records a provision for decommissioning costs for site restoration. Decommissioning costs are provided for at the present value of expected costs to settle the obligation using estimated cash flows and are recognized as part of the cost of the relevant asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognized in profit or loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs, or in the discount rate applied, are added to or deducted from the cost of the asset.

Loss Per Share

Basic loss per share is computed by dividing the net loss for the year by the weighted average number of shares outstanding. Diluted loss per share is calculated in a similar manner, except that the weighted average number of shares outstanding is increased to include potentially issuable shares from the assumed exercise of share purchase options and warrants, if dilutive. The diluted loss per share calculation excludes any potential conversion of options, warrants, and convertible debt that would increase earnings per share or decrease loss per share.

Share Based Compensation

Where equity settled share payments are awarded to management, employees and consultants, the fair value of the equity instruments at the date of grant is charged to the consolidated statements of loss and comprehensive loss. 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 shares that eventually vest. Non-vesting conditions are factored into the fair value of the equity instruments granted. The cumulative expense is not adjusted where a non-vesting condition is not satisfied. Where the terms and conditions are modified before they vest, any increase in the fair value of the equity instruments, measured immediately before and after the modification, is also charged to the consolidated statements of loss and comprehensive loss.

Where equity instruments are granted to non-employees, they are recorded at the fair value of the goods or services received unless that fair value cannot be estimated reliably in which case they are measured at the fair value of the equity instruments granted. Amounts related to the issuance of common shares are recorded as a reduction of share capital. If the fair value of the goods or services received cannot be estimated reliably, the goods or services received, and the corresponding increase in equity are measured, indirectly, by reference to the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders service.

Other Comprehensive Income or Loss

Other comprehensive income or loss is the change in equity from transactions and other events and circumstances from non-shareholder sources. Other comprehensive income or loss refers to items recognized in comprehensive income or loss, but that are excluded from net income or loss calculated in accordance with IFRS. The resulting changes from translating the financial statements of foreign operations into US dollars, the Company's presentation currency, and the revaluation of digital currencies are recognized in other comprehensive income or loss for the year.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Significant Accounting Judgments and Estimates

The Company is in the business of digital currencies, many aspects of which are not specifically addressed by current IFRS guidance. The Company is required to make judgments as to its accounting policies under IAS 8. The Company has disclosed its presentation, recognition and derecognition, and measurement of digital currencies, and the recognition of revenue as well as significant assumptions and judgments, however, if specific guidance is enacted by the IASB in the future, the impact may result in changes to the Company's income and financial position as presented. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period, are described below. The Company based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Information about estimates made in applying accounting policies that could potentially have an effect on the amounts recognized in the consolidated financial statements, are discussed below:

(a) Useful Lives and Residual Values of Property and Equipment

Management determines the estimated useful lives and residual values of property and equipment for calculating depreciation. This estimate is determined after considering expected usage of the assets or physical wear and tear. Management reviews the useful lives and residual value annually and future depreciation charges are adjusted where management believes the useful lives differ from previous estimates.

(b) Going Concern

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay its ongoing operating expenditures and to meet its liabilities for the ensuing year involves significant judgment based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances.

(c) Share Based Compensation

The Company estimates the cost of equity-settled share based compensation using the Black-Scholes option pricing model. The model takes into account an estimate of the expected life of the option, the current price of the underlying common share, the expected volatility, an estimate of future dividends on the underlying common share, the risk-free rate of return expected for an equity instrument with a term equal to the expected life of the option, and the expected forfeiture rate.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Significant Accounting Judgments and Estimates (continued)

(d) Income Taxes

The Company is subject to income tax assessment in multiple jurisdictions. Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations undertaken in the ordinary course of business for which the ultimate tax determination is uncertain.

The Company recognizes liabilities based on the Company's current understanding of tax laws as applied to the Company's circumstances.

Where the final outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

The Company computes an income tax provision in each of the jurisdictions in which it operates. Actual amounts of income tax expense only become final upon filing and acceptance of the tax return by the relevant authorities, which occur subsequent to the issuance of these consolidated financial statements. Additionally, estimating income taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the ability to use the underlying future tax deductions against future taxable income before such deductions expire. The assessment is based upon existing tax laws and estimates of future taxable income. To the extent estimates differ from the final tax return, earnings would be affected in a subsequent period.

(e) Revenue Recognition

The Company recognizes revenue from the provision of transaction verification services withing digital currency networks, commonly described as "mining". As consideration for these services, the Company receives digital currencies from the mining pools in which it participates. Revenue is recognized when the Company receives payouts from the mining pools in which it participates.

For hosting and other services contracts, the Company has determined that the substance of the service contracts is provision of services under IFRS 15 Revenue from Contracts with Customers. Revenue is recognized only when the amount of the contract and separate performance obligations are identified, the transaction can be measured reliably, the transaction price can be allocated to the performance obligations, and the performance obligations is satisfied. Accordingly, the Company has determined that revenue should be recognized as the provision of services under the contract is completed.

The Company recognizes revenue from the sale of mining equipment once the risks and rewards of ownership of equipment are transferred to the customer and it is probable that the economic benefits associated with the sale contract will flow to the Company.

Determination of separate elements under the terms of the contract and completion of performance obligation may be subject to significant judgment exercised by management.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Significant Accounting Judgments and Estimates (continued)

(f) Business Combination and Goodwill

Judgment is used in determining whether an acquisition is a business combination or an asset acquisition. For any intangible asset identified, depending on the type of intangible asset and the complexity of determining its fair value, an independent valuation expert or management may develop the fair value, using appropriate valuation techniques, which are generally based on a forecast of the total expected future net cash flows. The evaluations are linked closely to the assumptions made by management regarding the future performance of the assets concerned and any changes in the discount rate applied. Goodwill is assessed for indicators of impairment at each reporting date and is tested annually or whenever events or changes in circumstances indicate that the carrying amount of goodwill exceeds its recoverable amount.

(g) Functional Currency

The functional currency of the Company and its subsidiaries has been assessed by management based on consideration of the currency and economic factors that mainly influence the Company's digital currencies, production and operating costs, financing and related transactions. Specifically, the Company considers the currencies in which digital currencies are most commonly denominated and expenses are settled by each entity as well as the currency in which each entity receives or raises financing. Changes to these factors may have an impact on the judgment applied in the determination of the Company's functional currency. The application of the Company's accounting policies requires management to use estimates and judgments that can have significant effect on the revenues, expenses, comprehensive income, assets and liabilities recognized and disclosures made in the consolidated financial statements.

(h) Impairment of Non – Financial Assets

The Company uses judgment in determining the grouping of assets to identify its CGUs for the purposes of testing for impairment of property and equipment and intangible assets. In testing for impairment of intangibles with indefinite lives, these assets are allocated to the CGUs to which they relate. Furthermore, on a quarterly basis, judgment has been used in determining whether there has been an indication of impairment, which would require the completion of a quarterly impairment test, in addition to the annual requirement.

The evaluation of asset carrying values for indications of impairment includes consideration of both external and internal sources of information, including such factors as the relationship between mining rewards and the required computing power, digital currency prices, the periodic contribution margin of digital currency mining activities, changes in underlying costs, such as electricity, and technological changes.

When required, the determination of FVLCD and VIU requires management to make estimates and assumptions about digital currency prices, required computing power, technological changes and operating costs, such as electricity. The estimates and assumptions are subject to risk and uncertainty; hence, there is the possibility that changes in circumstances will alter these projections, which may impact the recoverable amount of the assets. In such circumstances some or all of the carrying value of the assets may be further impaired or the impairment charge reduced with the impact recorded in the consolidated statement of loss and comprehensive loss. Impairment charges recognized during the year ended December 31, 2022 were \$4,704,654 (2021 – Nil).

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Significant Accounting Judgments and Estimates (continued)

(i) Digital Currencies

Digital currencies generally meet the relatively wide definition of an intangible asset, as they are identifiable, lack physical substance, are controlled by the holder and give rise to future economic benefits for the holder.

Intangible assets should be accounted for under IAS 38, except when they are within the scope of another standard (e.g., crypto-assets that meet the definition of a financial asset under IAS 32 or crypto-assets held for sale in the ordinary course of business under IAS 2).

(j) Digital Currencies Valuation

Management has determined that revenues should be recognized as the fair value of digital currencies received in exchange for mining services on the date that digital currencies are received and subsequently measured as an intangible asset. Digital currencies consist of cryptocurrency denominated assets and are included in current assets. Digital currencies are carried at their fair value determined by the spot rate less costs to sell. The digital currency market is still a new market and is highly volatile; historical prices are not necessarily indicative of future value; a significant change in the market prices for digital currencies would have a significant impact on the Company's earnings and financial position. Fair value is determined by taking the price of the digital currencies from www.bitcoincharts.com and www.coinmarketcap.com.

(k) Decommission Cost

The Company has recognized a provision for decommissioning obligations associated with the lease assets. In determining the fair value of the provision, assumptions and estimates are made in relation to discount rates, the expected cost to dismantle from the site and the expected timing of those costs. The carrying amount of the provision as at December 31, 2022 was \$377,251 (2021 – \$100,000). The Company used the following assumptions:

- Inflation rate: 2.7% to 6.9% based on useful life
- Discount rate: 3.32%
- Useful life: 5 to 6 years

(l) Contingencies

Contingencies can be either possible assets or liabilities arising from past events which, by their nature, will be resolved only when one or more uncertain future events occur or fail to occur. Such contingencies include, but are not limited to, litigation, regulatory proceedings, tax matters and losses resulting from other events and developments. The assessment of the existence and potential impact of contingencies inherently involves the exercise of significant judgement regarding the outcome of future events.

4. CHANGES IN ACCOUNTING STANDARDS

Standards, Amendments and Interpretations Issued but not yet Adopted

The following new standards, amendments and interpretations have been issued but are not effective for the fiscal year ended December 31, 2022 and, accordingly, have not been applied in preparing these consolidated financial statements.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

4. CHANGES IN ACCOUNTING STANDARDS (continued)

Standards, Amendments and Interpretations Issued but not yet Adopted (continued)

Amendments to IAS 1: Classification of Liabilities as Current or Non-Current

In January 2020, the IASB issued amendments to paragraphs 69 to 76 of IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

The amendments are effective for annual reporting periods beginning on or after January 1, 2024 and must be applied retrospectively. The Company is currently assessing the impact of the amendments.

Definition of Accounting Estimates - Amendments to IAS 8

In February 2021, the IASB issued amendments to IAS 8, in which it introduces a definition of 'accounting estimates'. The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, they clarify how entities use measurement techniques and inputs to develop accounting estimates.

The amendments are effective for annual reporting periods beginning on or after January 1, 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period. Earlier application is permitted as long as this fact is disclosed.

The amendments are not expected to have a material impact on the Company's consolidated financial statements.

IAS 12: Amendment to IAS 12, Deferred Tax Related to Assets and Liabilities Arising from a Single Transaction

In May 2021, the IASB issued targeted amendments to IAS 12 – Income Taxes to specify how companies should account for deferred tax on transactions such as leases and decommissioning obligations. In specified circumstances, companies are exempt from recognizing deferred tax when they recognize assets or liabilities for the first time. Previously, there had been some uncertainty about whether the exemption applied to transactions such as leases and decommissioning obligations transactions for which companies recognize both an asset and a liability. The amendments clarify that the exemption does not apply and that companies are required to recognize deferred tax on such transactions. The aim of the amendments is to reduce diversity in the reporting of deferred tax on leases and decommissioning obligations. The amendments are effective for annual reporting periods beginning on or after January 1, 2023, with early application permitted. The Company is assessing the potential impact of the amendment.

Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2

In February 2021, the IASB issued amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements, in which it provides guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

4. CHANGES IN ACCOUNTING STANDARDS (continued)

Standards, Amendments and Interpretations Issued but not yet Adopted (continued)

Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2 (continued)

The amendments to IAS 1 are applicable for annual periods beginning on or after January 1, 2023 with earlier application permitted. Since the amendments to the Practice Statement 2 provide non-mandatory guidance on the application of the definition of material to accounting policy information, an effective date for these amendments is not necessary. The Company is currently revisiting their accounting policy information disclosures to ensure consistency with the amended requirements.

New and Amended Accounting Pronouncements

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after January 1, 2022. The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

Onerous Contracts – Costs of Fulfilling a Contract – Amendments to IAS 37

An onerous contract is a contract under which the unavoidable of meeting the obligations under the contract costs (i.e., the costs that the Company cannot avoid because it has the contract) exceed the economic benefits expected to be received under it.

The amendments specify that when assessing whether a contract is onerous or loss-making, an entity needs to include costs that relate directly to a contract to provide goods or services including both incremental costs (e.g., the costs of direct labour and materials) and an allocation of costs directly related to contract activities (e.g., depreciation of equipment used to fulfil the contract and costs of contract management and supervision). General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

These amendments had no impact on the consolidated financial statements of the Company as there were no onerous contracts.

Reference to the Conceptual Framework – Amendments to IFRS 3

The amendments replace a reference to a previous version of the IASB's Conceptual Framework with a reference to the current version issued in March 2018 without significantly changing its requirements.

The amendments add an exception to the recognition principle of IFRS 3 Business Combinations to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of IAS 37 Provisions, Contingent Liabilities and Contingent Assets or International Financial Reporting Interpretations Committee ("IFRIC") 21 Levies, if incurred separately. The exception requires entities to apply the criteria in IAS 37 or IFRIC 21, respectively, instead of the Conceptual Framework, to determine whether a present obligation exists at the acquisition date.

The amendments also add a new paragraph to IFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

In accordance with the transitional provisions, the Company applies the amendments prospectively, i.e., to business combinations occurring after the beginning of the annual reporting period in which it first applies the amendments (the date of initial application).

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

4. CHANGES IN ACCOUNTING STANDARDS (continued)

New and Amended Accounting Pronouncements (continued)

Reference to the Conceptual Framework – Amendments to IFRS 3 (continued)

These amendments had no impact on the consolidated financial statements of the Company as there were no contingent assets, liabilities or contingent liabilities within the scope of these amendments that arose during the period.

Property, Plant and Equipment: Proceeds before Intended Use – Amendments to IAS 16 Leases

The amendment prohibits entities from deducting from the cost of an item of property, plant and equipment (“PP&E”), any proceeds of the sale of items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the costs of producing those items, in profit or loss.

In accordance with the transitional provisions, the Company applies the amendments retrospectively only to items of PP&E made available for use on or after the beginning of the earliest period presented when the entity first applies the amendment (the date of initial application).

These amendments had no impact on the consolidated financial statements of the Company as there were no sales of such items produced by property, plant and equipment made available for use on or after the beginning of the earliest period presented.

IFRS 9 Financial Instruments – Fees in the ‘10 per cent’ Test For Derecognition of Financial Liabilities

The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other’s behalf. There is no similar amendment proposed for IAS 39 Financial Instruments: Recognition and Measurement.

In accordance with the transitional provisions, the Company applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment (the date of initial application). These amendments had no impact on the consolidated financial statements of the Company as there were no modifications of the Company’s financial instruments during the period.

5. DEPOSITS AND PREPAID EXPENSES

	December 31, 2022	December 31, 2021
	\$	\$
Current:		
Prepayments	102,192	18,735
Deposits made for mining equipment	2,993	1,746,012
	105,185	1,764,747
Long-term:		
Deposits	900,298	246,969
Total deposits and prepaid expenses	1,005,483	2,011,716

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

5. DEPOSITS AND PREPAID EXPENSES (continued)

The Company had made prepaid power payments and payments for commissioning the required infrastructure and equipment of \$1,382,242 to Avila Exploration & Development Canada Ltd. and 611890 Alberta Inc. DBA Avila Energy (“Avila”). In 2021, the Company transferred these amounts to a long-term receivable. Refer to Note 11 for further details.

6. INVENTORY

Inventory represents mining equipment purchased by the Company with the intention to sell. Accordingly, the mining equipment is classified as inventory. The Company recorded an inventory write down of \$619,141 during the year ended December 31, 2022 (2021 – Nil). Total inventory expensed for years ended December 31, 2022 and 2021 are noted as cost of miners sold under cost of revenue.

7. DIGITAL CURRENCIES

Digital currencies consist primarily of Bitcoin and Ethereum. Below is a continuity of digital currencies mined, acquired through purchase, sold and fair valued during the years ended December 31, 2022 and 2021.

	December 31, 2022		December 31, 2021	
	Number	\$	Number	\$
Bitcoin				
Balance, beginning of the year	78.20	3,692,873	0.12	1,965
Mined additions	99.61	2,516,931	50.47	2,517,402
Bitcoin sold	(173.30)	(3,266,739)	(0.96)	(42,268)
Bitcoin bought	—	—	28.57	1,192,453
Realized (loss) gain on digital currency	—	(1,136,466)	—	1,339
Revaluation (loss) gain on digital currency	—	(1,732,014)	—	21,982
Balance, end of the year	4.51	74,585	78.20	3,692,873
Ethereum				
Balance, beginning of the year	399.36	1,467,944	—	—
Mined additions	390.21	884,197	398.93	1,312,865
Ethereum sold	(789.57)	(988,876)	(3.52)	(6,239)
Ethereum bought	—	—	3.95	6,999
Realized loss on digital currency	—	(367,319)	—	—
Revaluation (loss) gain on digital currency	—	(995,453)	—	154,319
Balance, end of the year	—	493	399.36	1,467,944
Total digital currencies		75,078		5,160,817

Digital currencies are measured based on their fair values, determined using the daily weighted close price for the digital currency on www.bitcoincharts.com and www.coinmarketcap.com.

During the year ended December 31, 2022, the Company mined digital currencies of \$3,401,128 (2021 – \$3,830,267).

During the year ended December 31, 2022, the Company disposed 173.3 Bitcoins and 789.57 Ethereum for \$3,266,739 and \$988,876 respectively in cash and realized a loss of \$1,503,785 (2021 – 0.96 Bitcoins and 3.52 Ethereum for \$42,268 and \$6,239, respectively in cash and realized a gain of \$1,339).

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

7. DIGITAL CURRENCIES (continued)

As at December 31, 2022, there was a revaluation loss on digital currencies of \$2,727,467, which was adjusted against revaluation gain of \$176,301 included in equity under accumulated other comprehensive income and the remaining balance of \$2,551,166 was recorded as a loss in the consolidated statements of loss and comprehensive loss.

8. PROPERTY AND EQUIPMENT

	Mining Equipment \$	Other Property and Equipment \$	Construction in Progress \$	Total \$
Cost				
Balance, December 31, 2020	195,840	11,524,371	291,811	12,012,022
Additions	8,666,643	203,911	3,649,103	12,519,657
Disposals	(14,725)	—	—	(14,725)
Assets acquired from business combination	1,513,677	68,420	—	1,582,097
Balance, December 31, 2021	10,361,435	11,796,702	3,940,914	26,099,051
Additions	3,178,465	—	691,483	3,869,948
Balance, December 31, 2022	13,539,900	11,796,702	4,632,397	29,968,999
Accumulated depreciation				
Balance, December 31, 2020	143,203	6,716,163	—	6,859,366
Depreciation	1,514,899	2,021,455	—	3,536,354
Balance, December 31, 2021	1,658,102	8,737,618	—	10,395,720
Depreciation	4,355,819	553,206	—	4,909,025
Impairment	3,466,852	—	—	3,466,852
Effect of foreign exchange	(233,129)	—	—	(233,129)
Balance, December 31, 2022	9,247,644	9,290,824	—	18,538,468
Net book value				
As at December 31, 2022	4,292,256	2,505,878	4,632,397	11,430,531
As at December 31, 2021	8,703,333	3,059,084	3,940,914	15,703,331

Management assessed the indicators of possible impairment to property and equipment as at December 31, 2022, and determined that impairment indicators existed based on the decline in Bitcoin prices and the market value of mining equipment, volatility in network difficulty levels and the Company's net assets being higher than its market capitalization. Management determined that there is impairment and has calculated a recoverable amount of each CGU using the greater of value-in-use ("VIU") or fair value less costs of disposal ("FVLCD").

The Company determined the FVLCD for its mining equipment and used the following significant assumptions:

- Prices of ASIC mining equipment:* \$1,850 to \$2,300 per machine
- Prices of GPU mining equipment:* \$125 to \$445 per card
- Assuming nominal amounts of disposal costs

* Using orderly liquidation values for equipment. Orderly liquidation value is an estimate of the amount the Company would receive if it sold the used equipment in an auction-style liquidation.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

8. PROPERTY AND EQUIPMENT (continued)

As a result of the impairment analysis, the carrying value of the mining equipment was greater than the FVLCD and accordingly, the Company has recorded an impairment loss of \$3,466,852 during the year ended December 31, 2022 (2021 – Nil).

Construction in progress is related to the construction of data centres and data centre components. No depreciation or impairment has been charged on the construction in progress as the assets are new, not in use or are not ready for their intended use as of December 31, 2022 or 2021.

9. INTANGIBLE ASSETS

	\$
Cost	
Balance, December 31, 2020	2,940,141
Transfer to long-term receivable	(1,438,265)
Balance, December 31, 2021	1,501,876
Addition	—
Balance, December 31, 2022	1,501,876
Accumulated amortization	
Balance, December 31, 2020	216,544
Amortization	588,028
Transfer to long-term receivable	(479,422)
Balance, December 31, 2021	325,150
Amortization	300,375
Impairment	618,661
Balance, December 31, 2022	1,244,186
Net book value	
As at December 31, 2022	257,690
As at December 31, 2021	1,176,726

Agreement with Tier 1

On November 26, 2019, the Company entered into a tri-party agreement with A.C.N. 117 402 838 PTY LTD (“ACN”), a shareholder of the Company, which is controlled by the management of CryptoStar, and Tier 1 Solutions Inc. (“Tier 1”). According to this agreement, the Company would pursue a series of transactions with Tier 1, consisting of a combination of rental agreements, options to purchase and a service agreement. The Company moved its existing operation from Iceland and USA to Canada (Newfoundland and Labrador). The Company will receive the benefit of the lower cost of utilities in Newfoundland and Labrador.

The Company agreed to pay CAD\$75,000 upon the execution of the agreement and CAD\$50,000 (totalling US\$95,364) within 30 days from the date of the execution of the agreement. At December 31, 2019, the Company had paid CAD\$75,000 to Tier 1. The Company paid CAD\$50,000 to Tier 1 within 30 days from the date of the execution of the agreement.

Subsequent to this agreement, the Company entered into a rental agreement with Tier 1 at one location in Newfoundland and Labrador and a service agreement with Tier 1.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

9. INTANGIBLE ASSETS (continued)

Agreement with Tier 1 (continued)

On December 16, 2019, ACN transferred 20,312,500 common shares of CryptoStar to Tier 1 and 8,125,000 common shares of CryptoStar to Twilight Capital Inc. ("Twilight") on behalf of the Company, to be released in four equal tranches over a period of 12 months. The fair value of the common shares transferred of \$1,406,512 (CAD\$1,848,437) was recorded in the consolidated financial statements as an intangible asset and a donation made in kind and recorded as a shareholder contribution in equity. This donation is not refundable and the asset will be available for sole benefit of the Company.

Tier 1 is actively pursuing the finalization and allocation of power permits. Tier 1 is also searching for additional sites with allocated power that could be rented and used by the Company. The Company has not received the referenced power permits at the date of issuance of the consolidated financial statements.

Management assessed the indicators of possible impairment to intangible assets as at December 31, 2022, and determined that impairment indicators existed based on the delay in the estimated date that the Company and Tier 1 will obtain power in Newfoundland as a result of further communication with the local hydro authorities. Management determined that there is impairment and calculated the VIU for the intangible asset using the following significant assumptions:

- Power allotment: 5 MW
- Power deployment date: January 1, 2024
- Hosting revenue: \$0.02 per kW/h
- Discount rate: 40%
- Useful life: 5 years

Management determined that there is impairment and has recorded an impairment loss of \$618,661 during the year ended December 31, 2022 (2021 – Nil).

Agreement with Avila

On April 17, 2020, the Company entered into a power supply agreement with Avila, whereas Avila has access to the sites suitable for set-up of crypto mining operations and control to supply power of up to 30 MW to these sites. This agreement was then re-assigned from Avila Exploration & Development Canada Ltd. to 611890 Alberta Inc. DBA Avila Energy. As a result of this agreement, CryptoStar would receive the right to use the sites for its crypto mining operations and would benefit from lower cost of utilities compared to other market rates.

For the duration of the term, power could be obtained incrementally upon the upfront payment by the Company per 10 MW, with the upfront payment being scaled pro rata for the amount of power obtained. Each upfront payment shall be allotted for prepaid power costs for the first six months of supply and commissioning the required infrastructure and equipment.

On June 18, 2020, ACN transferred 20,312,500 common shares of CryptoStar to Avila Investments Ltd., to be released in four equal tranches over a period of 12 months. On June 16, 2020, ACN transferred 12,187,500 common shares of CryptoStar to Twilight, to be released in four equal tranches over a period of 12 months. The fair value of the common shares transferred of \$1,438,265 (CAD\$1,950,000) was recorded in the consolidated statement of financial position as an intangible asset and a donation made in kind and recorded as a shareholder contribution in equity.

During the year ended December 31, 2021, the Company transferred the net book value of the intangible asset related to Avila of \$958,843 to a long-term receivable. Refer to Note 11 for further details.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

10. RIGHT-OF-USE ASSETS AND LEASE OBLIGATIONS

	December 31, 2022	December 31, 2021
	\$	\$
Right-of-use Assets		
Cost		
Balance, beginning of the year	2,598,151	2,598,151
Lease additions	1,050,047	—
Balance, end of the year	3,648,198	2,598,151
Accumulated Depreciation		
Balance, beginning of the year	1,023,845	698,824
Depreciation	395,097	325,481
Exchange gain	(2,786)	(460)
Balance, end of the year	1,416,156	1,023,845
Net book value, end of the year	2,232,042	1,574,306

The Company has recorded the cost of restoration in 2020 (refer to Note 15). The Company has included the present value of the expected future decommissioning cost in the total cost of the asset.

On August 1, 2022, the Company amended the extension clause of one of its lease agreements in Utah, USA. Pursuant to the amendment, the lease period was extended from September 30, 2022 to September 30, 2027, with a further five-year extension option available. The right-of-use assets and lease liabilities were remeasured on the date of the amendment using a discount rate, representing the incremental borrowing rate, of 12% per annum. The modification did not result in any gain or loss.

	December 31, 2022	December 31, 2021
	\$	\$
Lease Obligations		
Balance, beginning of the year	2,064,868	2,190,900
Addition	772,796	—
Interest accretion	264,589	237,503
Lease payments	(507,960)	(363,175)
Exchange gain	(1,602)	(360)
Balance, end of the year	2,592,691	2,064,868
Current lease obligations	273,510	216,224
Non-current lease obligations	2,319,181	1,848,644
Balance, end of the year	2,592,691	2,064,868

When measuring lease obligations, the Company discounted lease payments using its incremental borrowing rate. The weighted average rate applied was in the range of 8% to 12%.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

10. RIGHT-OF-USE ASSETS AND LEASE OBLIGATIONS (continued)

The following table presents the contractual undiscounted cash flows for lease obligations as at December 31, 2022:

	\$
Undiscounted lease obligations	
Less than one year	638,372
One to two years	660,764
Two to three years	672,741
Three to four years	696,226
More than four years	777,178
Total undiscounted lease obligations	3,445,281
Impact of discounting	(853,319)
Exchange loss	729
Total lease obligations	2,592,691

The following table presents the contractual undiscounted cash flows for lease obligations as at December 31, 2021:

	\$
Undiscounted lease obligations	
Less than one year	439,043
One to two years	444,241
Two to three years	459,311
Three to four years	461,669
More than four years	1,118,642
Total undiscounted lease obligations	2,922,906
Impact of discounting	(858,035)
Exchange gain	(3)
Total lease obligations	2,064,868

11. LONG-TERM RECEIVABLE

In 2021, the Company was advised by Avila that Avila's natural gas power generation site in Alberta, Canada had been shut down.

The Company commenced litigation against Avila et al. with respect to the non-compliance with terms of the power supply agreement as a result of delays to the deployment dates and failure to delivery power pursuant to the power supply agreement.

In the year ended December 31, 2021, the Company transferred \$2,341,085 of amounts related to Avila that were previously included in prepaid expenses (\$1,382,242) and intangible assets (with a net book value of \$958,843) to long-term receivable.

In the year ended December 31, 2022, the Company derecognized the long-term receivable of \$2,341,085 as uncertainty arose related to its collectability.

Litigation against Avila et al. is ongoing with respect to the non-compliance with terms of the power supply agreement.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

12. BUSINESS COMBINATION

On December 15, 2021, the Company acquired Neuro Digital (the "Acquisition"). Upon the closing of the Acquisition, the Company paid cash consideration of \$1,883,650 (CAD\$2,420,379) to Neuro Digital shareholders and other related costs, subject to customary purchase price adjustments.

The Company allocated the purchase price to the individual assets acquired and liabilities assumed using the acquisition method and assigned the following fair values:

	Fair Value \$
Cash and cash equivalent	169,952
Accounts receivable and others	7,534
Prepaid expenses	9,530
Security deposit	5,287
Property and equipment	1,582,097
Goodwill	329,722
Total assets	2,104,122
Total accounts payable	84,882
Income taxes payable	135,590
Total liabilities	220,472
Net assets acquired	1,883,650
Consideration paid in cash	1,883,650

The Company recorded revenues of \$74,875 and net income of \$41,950 from Neuro Digital in the consolidated statements of loss and comprehensive loss in 2021 as a result of the acquisition.

If the acquisition had occurred on January 1, 2021, revenue for the year ended December 31, 2021 would have been \$2,171,219 and the net income would have been \$1,189,709 from the acquired operations.

Goodwill is remeasured at each reporting period at closing rate.

13. ADVANCES FROM CUSTOMERS

The Company received security deposits and prepayments from customers pursuant to various equipment hosting agreements executed by the Company (the "Equipment Hosting Agreements") in Utah, USA and Alberta, Canada. Under the terms of the Equipment Hosting Agreements, the Company would provide hosting services and infrastructure to the customers. In the year ended December 31, 2022, the Company terminated the Equipment Hosting Agreements related to Alberta, Canada and repaid the security deposits.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

13. ADVANCES FROM CUSTOMERS (continued)

The following table presents the changes in the deposits during the years ended December 31, 2022 and 2021:

	December 31, 2022	December 31, 2021
	\$	\$
Balance, beginning of the year	2,177,000	—
New deposits	351,361	2,177,000
Deposits returned	(1,832,011)	—
Balance, end of the year	696,350	2,177,000

14. RELATED PARTY TRANSACTIONS AND BALANCES

Payable to Related Party

The balance of \$1,966,604 payable to related party as at December 31, 2022 represents the amount advanced under a line of credit provided by ACN on December 22, 2017 (2021 – \$1,966,604). The available line of credit totals \$4,000,000, is unsecured, bears interest at 12% per annum and was repayable on December 31, 2022. Interest on the line of credit can be waived at any point at the sole discretion of ACN. ACN has waived the interest charge on the line of credit for the year ended December 31, 2022. During the year, the Company did not obtain an additional loan or make repayments (2021 – additional loan of \$76,760 and repayment of \$1,678,779).

Subsequent to year end, the Company renewed its line of credit with ACN for a further 54-month term ending in June 30, 2026. The renewed line of credit is a revolving credit facility available to fund general corporate purposes with a maximum principal amount of \$1,769,943. The line of credit bears interest at a rate of 12% per annum, payable monthly in arrears, together with a minimum monthly repayment of principal amount outstanding of \$32,777. As consideration for renewing the line of credit, the Company repaid \$196,660 of the principal amount outstanding of \$1,966,604 under the previous line of credit on January 3, 2023.

Key Management Remuneration

Management fees, salaries and wages comprise amounts paid to key management personnel, including officers and directors of ACN, for services provided. Key management remuneration paid to key management personnel and directors during the year ended December 31, 2022 was \$486,971 (2021 – \$456,648).

On February 3, 2021, the Company granted an aggregate of 10,000,000 stock options under the Company's stock option plan to directors of the Company. These options have an exercise price of CAD\$0.10 per stock option, and an expiry date of February 3, 2031. All of the options vested immediately. Share based compensation of \$821,091 was recorded related to these options during the year ended December 31, 2021.

On May 3, 2021, the Company granted 2,000,000 stock options under the Company's stock option plan to an officer of the Company. These options have an exercise price of CAD\$0.28 per stock option, and an expiry date of May 3, 2031. The options vest in equal 25% tranches in each of August 2021, March 2022, October 2022 and May 2023. Share based compensation of \$149,161 was recorded related to these options during the year ended December 31, 2022 (2021 – \$284,087).

On June 17, 2022, the Company granted 5,000,000 stock options under the Company's stock option plan to an officer of the Company. 2,500,000 of these options have an exercise price of CAD\$0.05 per stock option and 2,500,000 of these options have an exercise price of CAD\$0.10. These options have an expiry date of June 17, 2032. The options vest in equal 25% tranches in each of September 2022, April 2023, November 2023 and June 2024. Share based compensation related to these options during the year ended December 31, 2022 was \$88,405.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

14. RELATED PARTY TRANSACTIONS AND BALANCES (continued)

Key Management Remuneration (continued)

The Company paid directors fees, which are recorded under management fees, salaries and wages expense, of \$66,564 during the year ended December 31, 2022 (2021 – \$49,288).

Included in trade payable and accrued liabilities was \$2,211 payable to the directors of the Company for the director fees for the year ended December 31, 2022 (2021 - \$16,219).

The remuneration of key management personnel paid by ACN on the Company's behalf during the year ended December 31, 2022 was \$287,251 (2021 – \$307,740).

Related Party Transactions

On March 4, 2021, the Company issued 20,000,000 units at a price of CAD\$0.10 per unit. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one common share at a price of CAD\$0.15 per common share for a period of eighteen months from the date of issue. The securities issued in connection with the offering were subject to a four-month hold period, in accordance with applicable securities laws.

ACN acquired 15,000,000 units under the above offering, which constituted as a “related party transaction” as defined under Multilateral Instrument 61-101 Protection of Minority Security holders.

On April 22, 2021, the Company issued 30,075,000 units at a price of CAD\$0.20 per unit. Each unit consists of one common share and one common share purchase warrants. Each warrant entitles the holder to acquire one common share at a price of CAD\$0.27 per common share for a period of eighteen months following the closing date of private placement. The securities issued in connection with the offering were subject to a four-month hold period, in accordance with applicable securities laws.

ACN acquired 16,157,500 units under the above offering, which constituted as a “related party transaction” as defined under Multilateral Instrument 61-101 Protection of Minority Security holders.

On May 4, 2021, an employee of the Company exercised 10,000,000 stocks options. These options had an exercise price of CAD \$0.05 per stock option. The Company recorded an amount receivable from the employee for half of the exercised stock options with the amount to be repaid in full no later than May 2022. Interest equal to 2% above the prime rate of interest charged by Royal Bank of Canada per annum on Canadian dollar commercial loans was charged by the Company to the employee on the amount receivable. As at December 31, 2022, the employee had repaid the amount receivable and accrued interest. The Company earned interest income related to this loan during the year ended December 31, 2022 of \$4,578 (2021 – \$7,143).

15. DECOMMISSION COST

The Company has recorded the decommissioning liability for the site restoration. The Company recorded a liability with a corresponding adjustment to the cost of the right-of-use assets. The amount and timing of settlement in respect of these provisions are uncertain and dependent on various factors that are not always within management's control. Reviews of estimated future decommissioning and restoration costs and the discount rate applied are carried out regularly.

During the year ended December 31, 2022, the Company amended the extension clause of one of its lease agreements in Utah, USA. Pursuant to the amendment, the lease period was extended from September 30, 2022, to September 30, 2027, with a further five-year extension option available.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

15. DECOMMISSION COST (continued)

Due to the lease amendment described above, the Company reassessed and revised the expected cost to settle the obligation using the estimated cash outflows. Accordingly, the Company increased the decommission liability by \$277,251 with a corresponding increase in right-of-use assets, to be amortized over the term of the lease. As a result, the Company has reclassified the associated decommission liability from current to long-term. No further adjustment has been recorded for the year ended December 31, 2022 as the related impact is not significant.

	December 31, 2022 \$	December 31, 2021 \$
Balance, beginning of the year	100,000	100,000
Addition	277,251	—
Balance, end of the year	377,251	100,000
Short-term	—	50,000
Long-term	377,251	50,000
Total	377,251	100,000

For the years ended December 31, 2022 and 2021, the Company has used the following assumptions to calculate and reassess the liability:

- Inflation rate: 2.7% to 6.9% (2021 – 0.62%) based on useful life
- Discount rate: 3.32% (2021 – 2%)
- Useful life: 5 to 6 years (2021 – 1 to 7 years)

16. SHARE CAPITAL

Authorized

Unlimited common shares without par value.

Issued and Outstanding

The Company issued a total 3,938,265 common shares during the year ended December 31, 2022 (2021 – 182,284,504). The total outstanding number of common shares as at December 31, 2022 was 429,016,069 (2021 – 425,077,804).

The Company determines the fair values of warrants and equity. The components are then assigned these values; any difference is prorated based on respective market or fair values and allocated to the components.

On January 28, 2021, the Company issued 10,000,000 units at a price of CAD\$0.05 per unit. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one common share at a price of CAD\$0.075 per common share for a period of eighteen months from the date of issue. The securities issued in connection with the offering were subject to a four-month hold period, in accordance with applicable securities laws.

On February 5, 2021, the Company paid cash equal to CAD\$33,250, 285,000 common shares and 285,000 finder's warrants to EMD Financial Inc. Each finders' warrant entitles the holder to acquire one common share at a price of CAD\$0.075 per common share for a period of twelve months from the date of issue. The securities issued in connection with the offering were subject to a four-month hold period, in accordance with applicable securities laws.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

16. SHARE CAPITAL (continued)

Issued and Outstanding (continued)

On March 4, 2021, the Company issued 20,000,000 units at a price of CAD\$0.10 per unit. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one common share at a price of CAD\$0.15 per common share for a period of eighteen months from the date of issue. The securities issued in connection with the offering were subject to a four-month hold period, in accordance with applicable securities laws.

ACN acquired 15,000,000 units under the above offering, which constituted as a “related party transaction” as defined under Multilateral Instrument 61-101 Protection of Minority Security holders.

On March 15, 2021, the Company issued 83,333,334 units at a price of CAD\$0.30 per unit. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one common share at a price of CAD\$0.40 per common share for a period of three and one half (3.5) years following the closing date of private placement. The securities issued were subject to resale restrictions in the United States under applicable U.S federal and state securities laws with no resale restrictions in Canada.

The Company paid cash equal to 7.0% of the gross proceeds of the above private placement, and 5,833,333 Broker Warrants to H.C. Wainwright & Co. Each Broker Warrant entitles the holder to acquire one common share at a price of CAD\$0.375 per common share for a period of three and one half (3.5) years following the closing date of private placement. The securities issued were subject to resale restrictions in the United States under applicable U.S federal and state securities laws with no resale restrictions in Canada.

On April 22, 2021, the Company issued 30,075,000 units at a price of CAD\$0.20 per unit. Each unit consists of one common share and one common share purchase warrants. Each warrant entitles the holder to acquire one common share at a price of CAD\$0.27 per common share for a period of eighteen months following the closing date of private placement. The securities issued in connection with the offering were subject to a four-month hold period, in accordance with applicable securities laws.

ACN acquired 16,157,500 units under the above offering, which constituted as a “related party transaction” as defined under Multilateral Instrument 61-101 Protection of Minority Security holders.

In 2021, the Company acquired property and equipment in a transaction in exchange for common shares and common share purchase warrants. Upon the closing of the transaction, the Company will issue 5,927,151 units at a price of CAD\$0.24 and an additional 355,629 units as finder fees. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one common share at a price of CAD\$0.36 per common share for a period of eighteen months from the date of issue. The fair value of these warrants was determined using the Black-Scholes pricing model. The warrants and common share value was assigned based on the relative fair value method.

Stock Option Plan

The Company has adopted an incentive stock option plan, which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the TSX Venture Exchange requirements, grant stock options to key management personnel, including officers and directors.

In connection with the foregoing options, the number of common shares reserved for issuance to any individual will not exceed five percent (5%) of the issued and outstanding common shares and to an Insider will not exceed ten percent (10%) of the issued and outstanding common shares. In the event of consultants and individuals conducting investor relations, the number of common shares reserved for issuance will not exceed two percent (2%) of the issued and outstanding common shares.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

16. SHARE CAPITAL (continued)

Stock Option Plan (continued)

On February 3, 2021, the Company granted an aggregate of 10,000,000 stock options under the Company's stock option plan to directors of the Company. These options have an exercise price of CAD\$0.10 per stock option, and an expiry date of February 3, 2031. All of the options vested immediately. The fair value of these stock options of \$821,091 was determined using the Black-Scholes pricing model. Share based compensation of \$821,091 was recorded related to these options during the year ended December 31, 2021.

On May 3, 2021, the Company granted 2,000,000 stock options under the Company's stock option plan to an officer of the Company. These options have an exercise price of CAD\$0.28 per stock option, and an expiry date of May 3, 2031. The options vest in equal 25% tranches in each of August 2021, March 2022, October 2022 and May 2023. Share based compensation of \$149,161 was recorded related to these options during the year ended December 31, 2022 (2021 – \$284,087).

On June 17, 2022, the Company granted 5,000,000 stock options under the Company's stock option plan to an officer of the Company. 2,500,000 of these options have an exercise price of CAD\$0.05 per stock option and 2,500,000 of these options have an exercise price of CAD\$0.10. These options have an expiry date of June 17, 2032. The options vest in equal 25% tranches in each of September 2022, April 2023, November 2023 and June 2024. Share based compensation related to these options during the year ended December 31, 2022 was \$88,405.

The following table summarizes the stock options outstanding as at December 31, 2022 and 2021:

	Number of Options	Exercise Price CAD\$	Expiry Date
Balance, December 31, 2020	20,850,000		
Granted on February 3, 2021	10,000,000	0.10	03-Feb-31
Granted on May 3, 2021	2,000,000	0.28	03-May-31
Expired on August 14, 2021	(360,000)	0.50	14-Aug-21
Exercised on February 18, 2021	(1,200,000)	0.05	14-Aug-21
Exercised on February 19, 2021	(600,000)	0.05	14-Aug-21
Exercised on February 24, 2021	(600,000)	0.05	14-Aug-21
Exercised on March 1, 2021	(122,890)	0.05	20-Dec-28
Exercised on May 4, 2021	(5,000,000)	0.05	20-Dec-28
Exercised on May 4, 2021	(5,000,000)	0.05	23-Nov-30
Exercised on June 25, 2021	(600,000)	0.05	14-Aug-30
Exercised on June 25, 2021	(2,200,000)	0.10	03-Feb-31
Exercised on August 31, 2021	(750,000)	0.05	20-Dec-28
Balance, December 31, 2021	16,417,110		
Granted on June 17, 2022	2,500,000	0.05	17-Jun-32
Granted on June 17, 2022	2,500,000	0.10	17-Jun-32
Forfeited on December 31, 2022	(4,127,110)	0.05	20-Dec-28
Balance, December 31, 2022	17,290,000		

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

16. SHARE CAPITAL (continued)

Stock Option Plan (continued)

The following table summarizes the stock options exercisable as at December 31, 2022:

Exercise Price CAD\$	Number of Outstanding Options	Number of Exercisable Options	Expiry Date	Remaining Contractual Life (Years)
0.135	250,000	250,000	18-Jul-24	1.55
0.500	2,240,000	2,240,000	26-Sep-28	5.74
0.100	7,800,000	7,800,000	03-Feb-31	8.10
0.280	2,000,000	1,000,000	03-May-31	8.34
0.050	2,500,000	625,000	17-Jun-32	9.47
0.100	2,500,000	625,000	17-Jun-32	9.47
0.166	17,290,000	12,540,000		8.12

The following table summarizes the stock options exercisable as at December 31, 2021:

Exercise Price CAD\$	Number of Outstanding Options	Number of Exercisable Options	Expiry Date	Remaining Contractual Life (Years)
0.135	250,000	250,000	18-Jul-24	2.55
0.500	2,240,000	2,240,000	26-Sep-28	6.74
0.050	4,127,110	4,127,110	20-Dec-28	6.98
0.100	7,800,000	7,800,000	03-Feb-31	9.10
0.280	2,000,000	500,000	03-May-31	9.34
0.160	16,417,110	14,917,110		8.17

The fair value of options granted on February 3, 2021 was calculated using the Black-Scholes option pricing model with the following assumptions:

- Share price on grant date: CAD\$0.105
- Exercise price: CAD\$0.10
- Risk-free interest rate: 0.75%
- Forfeiture rate: 0%
- Expected dividend yield: 0%
- Expected option life (years): 10
- Expected stock price volatility: 223.70%

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

16. SHARE CAPITAL (continued)

Stock Option Plan (continued)

The fair value of options granted on May 3, 2021 was calculated using the Black-Scholes option pricing model with the following assumptions:

- Share price on grant date: CAD\$0.28
- Exercise price: CAD\$0.28
- Risk-free interest rate: 1.96%
- Forfeiture rate: 0%
- Expected dividend yield: 0%
- Expected option life (years): 10
- Expected stock price volatility: 263%

The fair value of options granted on June 17, 2022 was calculated using the Black-Scholes option pricing model with the following assumptions:

- Share price on grant date: CAD\$0.04
- Exercise price: CAD\$0.05 and CAD\$0.10 for 2,500,000 options each
- Risk-free interest rate: 3.41%
- Forfeiture rate: 0%
- Expected dividend yield: 0%
- Expected option life (years): 10
- Expected stock price volatility: 235.33%

Warrants

During the year ended December 31, 2022, the Company did not issue any warrants in connection with private placement financing or equipment acquisitions (2021 – 155,809,447).

The Company did not issue any finder/broker warrants in connection with share issuance costs to private placements or equipment acquisitions (2021 – 6,473,962).

During the year ended December 31, 2022, 3,938,265 warrants were exercised at an exercise price of CAD\$0.075 per share.

The following table summarizes the warrants issued and outstanding as at December 31, 2022 and 2021:

Warrants - Issued and Outstanding	Number
Balance, December 31, 2020	41,750,500
Addition	155,809,447
Expired	(10,000,000)
Exercised	(16,235,500)
Balance, December 31, 2021	171,324,447
Addition	—
Expired	(71,936,735)
Exercised	(3,938,265)
Balance, December 31, 2022	95,449,447

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

16. SHARE CAPITAL (continued)

Warrants (continued)

The following table summarizes the warrants exercisable as at December 31, 2022:

Exercise Price CAD\$	Number of Outstanding and Exercisable Warrants	Expiry Date	Remaining Contractual Life (Years)
0.360	6,282,780	24-Feb-23	0.15
0.400	83,333,334	16-Sep-24	1.71
0.375	5,833,333	16-Sep-24	1.71
0.396	95,449,447		1.61

The following table summarizes the warrants exercisable as at December 31, 2021:

Exercise Price CAD\$	Number of Outstanding and Exercisable Warrants	Expiry Date	Remaining Contractual Life (Years)
0.075	5,000,000	07-Apr-22	0.27
0.075	20,000,000	23-Jun-22	0.48
0.075	2,800,000	29-Jul-22	0.58
0.150	18,000,000	04-Sep-22	0.68
0.270	30,075,000	21-Oct-22	0.81
0.360	6,282,780	24-Feb-23	1.15
0.400	83,333,334	16-Sep-24	2.71
0.375	5,833,333	16-Sep-24	2.71
0.296	171,324,447		1.74

The fair value of warrants granted on January 28, 2021 was calculated using the Black-Scholes option pricing model with the following assumptions:

- Share price on grant date: CAD\$0.09
- Exercise price: CAD\$0.075
- Risk-free interest rate: 0.17%
- Forfeiture rate: 0%
- Expected dividend yield: 0%
- Expected option life (years): 1.5
- Expected stock price volatility: 223.70%

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

16. SHARE CAPITAL (continued)

Warrants (continued)

The fair value of finder warrants granted on February 5, 2021 was calculated using the Black-Scholes option pricing model with the following assumptions:

- Share price on grant date: CAD\$0.105
- Exercise price: CAD\$0.075
- Risk-free interest rate: 0.17%
- Forfeiture rate: 0%
- Expected dividend yield: 0%
- Expected option life (years): 1
- Expected stock price volatility: 211.40%

The fair value of warrants granted on March 4, 2021 was calculated using the Black-Scholes option pricing model with the following assumptions:

- Share price on grant date: CAD\$0.23
- Exercise price: CAD\$0.15
- Risk-free interest rate: 0.30%
- Forfeiture rate: 0%
- Expected dividend yield: 0%
- Expected option life (years): 1.5
- Expected stock price volatility: 223.93%

The fair value of warrants granted on March 15, 2021 was calculated using the Black-Scholes option pricing model with the following assumptions:

- Share price on grant date: CAD\$0.335
- Exercise price: CAD\$0.40
- Risk-free interest rate: 0.31%
- Forfeiture rate: 0%
- Expected dividend yield: 0%
- Expected option life (years): 3.5
- Expected stock price volatility: 223.70%

The fair value of broker warrants granted on March 15, 2021 was calculated using the Black-Scholes option pricing model with the following assumptions:

- Share price on grant date: CAD\$0.335
- Exercise price: CAD\$0.375
- Risk-free interest rate: 0.31%
- Forfeiture rate: 0%
- Expected dividend yield: 0%
- Expected option life (years): 3.5
- Expected stock price volatility: 223.70%

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

16. SHARE CAPITAL (continued)

Warrants (continued)

The fair value of warrants granted on April 22, 2021 was calculated using the Black-Scholes option pricing model with the following assumptions:

- Share price on grant date: CAD\$0.29
- Exercise price: CAD\$0.27
- Risk-free interest rate: 0.30%
- Forfeiture rate: 0%
- Expected dividend yield: 0%
- Expected option life (years): 1.5
- Expected stock price volatility: 325.01%

The fair value of warrants granted on August 24, 2021 was calculated using the Black-Scholes option pricing model with the following assumptions:

- Share price on grant date: CAD\$0.175
- Exercise price: CAD\$0.36
- Risk-free interest rate: 0.41%
- Forfeiture rate: 0%
- Expected dividend yield: 0%
- Expected option life (years): 1.5
- Expected stock price volatility: 258.87%

17. INCOME TAXES

The deferred income tax expenses shown in the consolidated statements of loss and comprehensive loss differs from the amounts obtained by applying statutory rates due to the following:

	December 31, 2022	December 31, 2021
	\$	\$
Statutory tax rate	25%	24%
Net loss before income taxes	(16,668,096)	(3,457,358)
Expected tax recovery	(4,129,741)	(830,841)
Permanent items	704,006	284,946
Change in tax benefits not recognized	3,425,735	551,722
Income tax expense	—	5,827

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

17. INCOME TAXES (continued)

The Company's income tax expense is allocated as follows:

	December 31, 2022	December 31, 2021
	\$	\$
Current income tax expense	—	5,827
Deferred income tax expense	—	—
Income tax expense	—	5,827

The following table summarizes the components of deferred tax:

	December 31, 2022	December 31, 2021
	\$	\$
Property and equipment	2,762,000	2,121,000
Share issuance costs	457,000	819,000
Non-capital losses carried forward	7,332,000	4,460,000
Digital assets	(19,000)	(1,240,000)
Intangible assets and others	89,000	118,000
Tax assets not recognized	(10,621,000)	(6,278,000)
Net deferred assets (liabilities)	—	—

As at December 31, 2022, the Company has approximately \$29,592,444 (2021 - \$18,560,000) of non-capital loss carry forwards available to reduce taxable income for future years. These losses will expire in 2039 to 2042.

18. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company is exposed, in varying degrees, to a variety of financial related risks. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Credit Risk and Concentration of Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Credit risk arises from the possibility of asset impairment occurring because counter parties cannot meet their obligations in transactions involving financial instruments. Concentration of credit risk indicates the relative sensitivity of the Company's performance to developments affecting a particular segment of customers. The bank balances are deposited with high credit rated banks; therefore, the credit risk is limited. The Company has established procedures to manage credit exposure including credit approvals and credit limits. These procedures are mainly due to the Company's internal guidelines. An allowance for potential doubtful receivables is maintained at a level which, in the judgment of management, is adequate to provide for potential losses on delinquent receivables.

The Company is exposed to credit risk on its accounts receivable and others which has a balance of \$155,930 as at December 31, 2022 (2021 – \$296,111).

As at December 31, 2022, 88% of the Company's accounts receivable and others balance was due from a customer (2021 – 90% of the Company's accounts receivable and others balance was due from a customer (20%) and an employee (70%)), each representing more than 10% of the accounts receivable and others).

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

18. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Credit Risk and Concentration of Credit Risk (continued)

As at December 31, 2022, the accounts receivable and others were as follows:

	0-30 days	31-90 days	91+ days	Total
	\$	\$	\$	\$
Accounts receivable and others	1,110	136,748	18,072	155,930

As at December 31, 2021, the accounts receivable and others were as follows:

	0-30 days	31-90 days	91+ days	Total
	\$	\$	\$	\$
Accounts receivable and others	92,568	-	203,543	296,111

An allowance for potential doubtful receivables is maintained at a level which, in the judgment of management, is adequate to provide for potential losses on delinquent receivables. As at December 31, 2022, the allowance for doubtful receivables was \$Nil (2021 – \$Nil).

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk by maintaining cash balances to ensure that it is able to meet its short-term and long-term obligations as and when they fall due. The Company manages Company-wide cash projections centrally and regularly updates projections for changes in business and fluctuations caused in digital currency prices and exchange rates. In recent years, the digital currency markets experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that continual fluctuations in price will not occur. Any quoted market for the common shares may be subject to market trends generally, notwithstanding any potential success of the Company in creating revenue, cash flows or earnings.

As at December 31, 2022, the contractual maturities of financial liabilities were as follows:

	Carrying Amount	Contractual Cash Flows	Within 1 Year	1 to 2 Years	2 to 3 Years	3 to 4 Years	4+ Years
	\$	\$	\$	\$	\$	\$	\$
Trade payable and accrued liabilities	1,174,571	1,174,571	1,174,571	—	—	—	—
Lease obligations	2,592,691	3,445,281	638,372	660,764	672,741	696,226	777,178
Payable to related party	1,966,604	1,966,604	1,966,604	—	—	—	—
Decommission cost	377,251	377,251	—	—	—	—	377,251
Total	6,111,117	6,963,707	3,779,547	660,764	672,741	696,226	1,154,429

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

18. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Liquidity Risk (continued)

As at December 31, 2021, the contractual maturities of financial liabilities were as follows:

	Carrying Amount \$	Contractual Cash Flows \$	Within 1 Year \$	1 to 2 Years \$	2 to 3 Years \$	3 to 4 Years \$	4+ Years \$
Trade payable and accrued liabilities	794,572	794,572	794,572	—	—	—	—
Lease obligations	2,064,868	2,922,906	439,043	444,241	459,311	461,669	1,118,642
Payable to related party	1,966,604	1,966,604	1,966,604	—	—	—	—
Decommission cost	100,000	100,000	50,000	50,000	—	—	—
Total	4,926,044	5,784,082	3,250,219	494,241	459,311	461,669	1,118,642

Foreign Currency Risk

Currency risk relates to the risk that the fair values or future cash flows of the Company's financial instruments will fluctuate because of changes in foreign exchange rates. Exchange rate fluctuations affect the costs that the Company incurs in its operations as well as the currency in which the Company has historically raised capital.

The Company's presentation currency is the US dollar and major purchases are transacted in US dollars. Financing incurred to date has been completed in Canadian dollars. The fluctuation of the Canadian dollar in relation to the US dollar will consequently impact the profitability of the Company and may also affect the value of the Company's assets and liabilities and the amount of shareholders' equity.

The following table summarizes the Canadian dollar-based assets and liabilities as at December 31, 2022 and 2021:

	December 31, 2022 \$	December 31, 2021 \$
Cash	3,802,368	6,463,186
Accounts receivable and others	(7,378)	207,534
Deposits	306,097	14,817
Trade payable and accrued liabilities	(746,492)	(341,673)
Income tax payable	—	(141,470)
Lease obligations	(446,995)	(441,665)
	2,907,600	5,760,729

The overall effect on earnings before tax of a 10% strengthening or weakening of the Canadian dollar against the US dollar as at December 31, 2022 on the above net assets, with all other variables held constant, is \$378,003 (2021 – \$728,108).

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

18. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

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's exposure to interest rate risk is limited and relates to its right of use assets, discounting of financial instructions and its ability to earn interest income on cash balances at variable rates. Changes in short-term interest rates will not have a significant effect on the fair value of the Company's cash account.

Fair Value

The fair values of the Company's cash, accounts receivable and others, trade payables and accrued liabilities, advances from customers, payable to related party approximate their carrying values due to the short-term nature of these instruments.

Financial Hierarchy

Financial instruments recorded at fair value are classified using a fair value hierarchy that reflects the significance of inputs used in making the measurements. The hierarchy is summarized as follows:

Level 1: Unadjusted quoted prices in active markets for identical assets and liabilities;

Level 2: Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly from observable market data; and

Level 3: Inputs that are not based on observable market data.

The Company's cash has been classified as Level 1 and is accounted for through FVTPL.

During the year ended December 31, 2022, no assets were transferred between levels (2021 – no transfers).

19. DIGITAL CURRENCY AND RISK MANAGEMENT

Digital currencies are measured based on their fair values, determined using the daily weighted close price for the digital currency on www.bitcoincharts.com and www.coinmarketcap.com.

Digital currency prices are affected by various forces including global supply and demand, interest rates, exchange rates, inflation or deflation and the global political and economic conditions. The profitability of the Company is directly related to the current and future market price of digital currencies; in addition, the Company may not be able to liquidate its inventory of digital currencies at its desired price if required. A decline in the market prices for digital currencies could negatively impact the Company's future operations. The Company has not hedged the conversion of any of its digital currency sales.

Digital currencies have a limited history, and the fair value historically has been very volatile. Historical performances of digital currencies are not indicative of their future price performance. The Company's digital currencies consist primarily of Bitcoin and Ethereum. The impact of a 25% variance in the price of this digital currency on the Company's earnings before tax, based on their closing prices at December 31, 2022 would be \$18,647 (2021 – \$1,290,204).

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

20. CAPITAL MANAGEMENT

The Company manages its capital to maintain its ability to continue as a going concern and to provide returns to shareholders and benefits to other stakeholders. The capital structure of the Company consists of equity comprised of issued share capital, shareholder contribution, warrant and option reserve, deficit and accumulated other comprehensive income.

The Company manages its capital structure and makes adjustments to it in light of economic conditions. The Company, upon approval from its Board of Directors, will balance its overall capital structure through new share issuances or by undertaking other activities as deemed appropriate under the specific circumstances.

The Company is not subject to externally imposed capital requirements and the Company's overall strategy with respect to capital risk management is consistent with the year ended December 31, 2021.

21. SEGMENTED INFORMATION

The Company has two reportable segments based on geographical locations: Canada and the USA, and three reportable segments based on operations: self-mining, hosting and miner sales, along with a Head Office segment. The disclosures with regards to the Company's aforementioned segments for the years ended December 31, 2022 and 2021 are listed below.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

21. SEGMENTED INFORMATION (continued)

	For the Year Ended December 31, 2022						Head Office	Total	
	Canada		USA						
	Mining	Hosting	Mining	Hosting	Miner Sales				
	\$	\$	\$	\$	\$	\$	\$		
Income from operations									
Digital assets mined	2,156,776	—	1,244,352	—	—	—	3,401,128		
Hosting income	—	—	—	2,005,390	—	—	2,005,390		
Sales of miners	—	—	—	—	14,454	—	14,454		
Cost of miners sold	—	—	—	—	(8,543)	—	(8,543)		
Site operating costs	(1,304,528)	—	(779,503)	(52,228)	—	—	(2,136,259)		
Depreciation of right-of-use assets	(36,920)	—	(49,404)	(308,773)	—	—	(395,097)		
Depreciation of property and equipment	(4,355,819)	—	(76,304)	(476,902)	—	—	(4,909,025)		
Amortization of intangible assets	(300,375)	—	—	—	—	—	(300,375)		
Realized loss on digital currencies	(1,503,785)	—	—	—	—	—	(1,503,785)		
Net (loss) income before operating expenses	(5,344,651)	—	339,141	1,167,487	5,911	—	(3,832,112)		
Operating and other expenses (income)									
Interest and bank charges	1,740	—	360	581	—	5,557	8,238		
Interest expense on lease obligations	27,906	—	32,646	204,037	—	—	264,589		
Management fees, salaries and wages	188,045	—	64,926	104,634	—	454,965	812,570		
Office and administration	178,521	—	106,555	171,723	—	315,448	772,247		
Professional fees	43,899	—	4,533	—	—	600,178	648,610		
Revaluation loss on digital currencies	2,551,166	—	—	—	—	—	2,551,166		
Share based compensation	—	—	—	—	—	237,566	237,566		
Interest expense	—	—	—	—	—	48,155	48,155		
Foreign exchange loss	—	—	—	—	—	341,620	341,620		
Loss on disposal of miners	—	—	—	—	—	8,839	8,839		
Other income	—	—	—	—	—	(48,969)	(48,969)		
Other expense	788,788	1,697,911	—	—	—	—	2,486,699		
Write down of inventory	—	—	—	—	619,141	—	619,141		
Impairment of property and equipment	3,466,852	—	—	—	—	—	3,466,852		
Impairment of intangible asset	123,732	494,929	—	—	—	—	618,661		
Total operating and other expenses	7,370,649	2,192,840	209,020	480,975	619,141	1,963,359	12,835,984		
Net (loss) income before tax	(12,715,300)	(2,192,840)	130,121	686,512	(613,230)	(1,963,359)	(16,668,096)		
Income tax expense	—	—	—	—	—	—	—		
Net (loss) income	(12,715,300)	(2,192,840)	130,121	686,512	(613,230)	(1,963,359)	(16,668,096)		
Revaluation loss on digital currencies	—	—	—	—	—	(176,301)	(176,301)		
Currency translation loss	—	—	—	—	—	(2,484)	(2,484)		
Net comprehensive (loss) income	(12,715,300)	(2,192,840)	130,121	686,512	(613,230)	(2,142,144)	(16,846,881)		
Total assets	2,781,536	5,258,982	2,846,810	4,507,149	436,375	4,065,461	19,896,313		
Total non-current assets	2,665,518	5,257,872	2,846,810	4,363,162	—	—	15,133,362		
Total liabilities	233,416	799,540	465,017	2,943,404	—	2,366,090	6,807,467		

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

21. SEGMENTED INFORMATION (continued)

	For the Year Ended December 31, 2021						
	Canada		USA			Head Office	Total
	Mining	Hosting	Mining	Hosting	Miner Sales		
	\$	\$	\$	\$	\$	\$	\$
Income from operations							
Digital assets mined	2,980,830	—	849,437	—	—	—	3,830,267
Hosting income	—	—	—	807,910	—	—	807,910
Sales of miners	—	—	—	—	103,548	—	103,548
Cost of miners sold	—	—	—	—	(65,662)	—	(65,662)
Site operating costs	(209,806)	—	(134,667)	(54,935)	—	—	(399,408)
Depreciation of right-of-use assets	(39,446)	—	(39,453)	(246,582)	—	—	(325,481)
Depreciation of property and equipment	(1,482,151)	—	(283,338)	(1,770,865)	—	—	(3,536,354)
Amortization of intangible assets	(588,028)	—	—	—	—	—	(588,028)
Realized gain on digital currencies	1,339	—	—	—	—	—	1,339
Net income (loss) before operating expenses	662,738	—	391,979	(1,264,472)	37,886	—	(171,869)
Operating and other expenses (income)							
Interest and bank charges	445	—	225	214	27	9,550	10,461
Interest expense on lease obligations	31,208	—	28,454	177,841	—	—	237,503
Management fees, salaries and wages	92,269	—	75,275	71,595	9,176	453,450	701,765
Office and administration	200,217	—	46,389	44,121	5,655	37,326	333,708
Professional fees	1,926	—	94,957	—	—	757,774	854,657
Share based compensation	—	—	—	—	—	1,105,178	1,105,178
Interest income	—	—	—	—	—	(7,143)	(7,143)
Other income	—	—	(62,196)	(59,155)	(7,582)	—	(128,933)
Foreign exchange loss	—	—	—	—	—	178,293	178,293
Total operating and other expenses	326,065	—	183,104	234,616	7,276	2,534,428	3,285,489
Net income (loss) before tax	336,673	—	208,875	(1,499,088)	30,610	(2,534,428)	(3,457,358)
Income tax expense	5,827	—	—	—	—	—	5,827
Net income (loss)	330,846	—	208,875	(1,499,088)	30,610	(2,534,428)	(3,463,185)
Revaluation gain on digital assets	—	—	—	—	—	176,301	176,301
Currency translation gain	—	—	—	—	—	151	151
Net comprehensive income (loss)	330,846	—	208,875	(1,499,088)	30,610	(2,357,976)	(3,286,733)
Total assets	11,019,701	5,416,951	3,219,590	3,785,376	1,064,059	12,202,325	36,708,002
Total non-current assets	9,054,228	5,416,951	3,219,590	3,681,370	—	—	21,372,139
Total liabilities	534,733	2,429,915	41,601	1,898,966	—	2,339,299	7,244,514

22. SUBSEQUENT EVENTS

On January 3, 2023, the Company announced that it had renewed its line of credit (the "Line of Credit") with ACN 117 402 838 PTY LTD ("ACN") for a further 54-month term ending in June 2026. The Line of Credit is a revolving credit facility available to fund general corporate purposes with a maximum principal amount of approximately \$1.77 million. The Line of Credit bears interest at a rate of 12% per annum, payable monthly in arrears, together with a minimum monthly repayment of principal amount outstanding of \$32,777. As consideration for renewing the Line of Credit, the Company repaid \$196,660 of the principal amount outstanding of approximately \$1.97 million under the previous Line of Credit on January 3, 2023.

CRYPTOSTAR CORP.
Notes to the Consolidated Financial Statements
For the Years Ended December 31, 2022 and 2021
(Expressed in US dollars)

22. SUBSEQUENT EVENTS (continued)

On February 21, 2023, the Company announced the appointment of Messrs. Aurelio Useche and Christopher Malone to the Company's Board of Directors. In connection with the appointments of Messrs. Useche and Malone, the Company also announced the resignation from the Board of Warren Lorenz and Aly Madhavji. Concurrent with the appointments of Messrs. Useche and Malone, the Company granted each 600,000 incentive stock options. Each stock option allows the holder thereof to purchase a common share of CryptoStar Corp. at a price of CAD\$0.05, with an expiry of ten years.

On February 28, 2023, the Company announced the appointment of Mr. Jing Peng to Chief Financial Officer of the Company, effective immediately.