

**ESG GLOBAL IMPACT CAPITAL INC.**

(formerly Block One Capital Inc.)

Consolidated Interim Financial Statements

Nine Months Ended May 31, 2021

(Unaudited - Expressed in Canadian dollars)

## **NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM FINANCIAL STATEMENTS**

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), if an auditor has not performed a review of the condensed interim financial statements they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor. The accompanying condensed interim financial statements of the Company have been prepared by and are the responsibility of the Company's management. The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of condensed interim financial statements by an entity's auditor.

**ESG GLOBAL IMPACT CAPITAL INC.**

(formerly Block One Capital Inc.)

Condensed Interim Consolidated Statements of Financial Position

(Unaudited - Expressed in Canadian dollars)

	May 31, 2021 \$	August 31, 2020 \$
<b>Assets</b>		
<b>Current assets</b>		
Cash	390,762	932,982
Investments (Note 3)	7,000,085	3,375,837
Amounts receivable	43,494	31,932
Loans receivable (Note 4)	1,231,321	546,700
Prepaid expenses	53,590	33,590
	8,719,252	4,921,041
Investments (Note 3)	6,388,000	6,388,000
<b>Total assets</b>	<b>15,107,252</b>	<b>11,309,041</b>
<b>Liabilities</b>		
<b>Current liabilities</b>		
Bank indebtedness	-	8,180
Accounts payable and accrued liabilities	333,168	203,448
Notes payable (Note 5)	216,175	204,925
Due to related party (Note 6)	19,000	11,500
<b>Total liabilities</b>	<b>568,343</b>	<b>428,053</b>
<b>Shareholders' equity</b>		
Share capital	18,366,592	18,366,592
Share-based payment reserve	1,729,772	1,729,772
Preferred shares	6,388,000	6,388,000
Deficit	(11,945,455)	(15,603,376)
<b>Shareholders' equity</b>	<b>14,538,909</b>	<b>10,880,988</b>
<b>Total liabilities and shareholders' equity</b>	<b>15,107,252</b>	<b>11,309,041</b>

Nature of operations and continuance of business (Note 1)

Approved for issuance on behalf of the Board of Directors on July 30, 2021:

/s/ 'David Berg'

David Berg, Director

/s/ 'Christopher Cherry'

Christopher Cherry, Director

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

**ESG GLOBAL IMPACT CAPITAL INC.**

(formerly Block One Capital Inc.)

Condensed Interim Consolidated Statements of Operations and Comprehensive Loss

(Unaudited - Expressed in Canadian dollars)

	Three months ended		Nine months ended	
	May 31,	May 31,	May 31,	May 31,
	2021	2020	2021	2020
	\$	\$	\$	\$
Interest revenue	4,211	8,834	23,528	21,739
Expenses				
Consulting fees	242,227	27,090	468,315	85,431
General and administrative	3,813	6,362	4,751	28,563
Investor Relations	3,516	-	9,837	-
Professional fees	5,000	10,000	35,000	29,000
Share-based compensation	-	30,019	-	169,419
Travel	-	-	-	7,256
Total expenses	254,556	73,471	517,903	319,669
Loss before other income (expense)	(250,345)	(64,637)	(494,375)	(297,930)
Other income (expense)				
Adjustments to fair value of investments (Note 3)	(405,007)	1,863,523	1,011,416	1,572,388
Interest expense	(6,528)	(3,921)	(14,768)	(11,421)
Foreign exchange	-	16,056	-	16,056
Recapture of loan	-	-	350,000	-
Gain on debt settlement	-	-	449,983	-
Gain (loss) on sale of investments (Note 3)	355,321	(1,554,965)	2,355,667	(1,647,595)
Total other income (expense)	(56,214)	320,693	4,152,298	(70,572)
Net income (loss) and comprehensive income (loss) for the period	(306,559)	256,056	3,657,921	(368,502)
Earnings (loss) per share, basic and diluted (Note 7)	(0.01)	0.00	0.12	0.00
Weighted average number of shares outstanding (Note 7)	29,467,761	66,548,333	29,467,761	66,548,333

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

**ESG GLOBAL IMPACT CAPITAL INC.**

(formerly Block One Capital Inc.)

Condensed Interim Consolidated Statements of Changes in Equity

(Unaudited - Expressed in Canadian dollars)

	Share capital		Share-based payment reserve \$	Share subscriptions receivable \$	Preferred shares \$	Deficit \$	Total shareholders' equity \$
	Number of shares	Amount \$					
Balance, August 31, 2019	22,182,761	17,819,877	1,492,522	–	–	(17,400,411)	1,911,988
Shares issued for cash	5,000,000	350,000	–	–	–	–	350,000
Share issue cost – cash	–	(1,766)	–	–	–	–	(1,766)
Share issue cost – warrants	–	–	30,019	–	–	–	30,019
Net loss for the period	–	–	139,400	–	–	(368,502)	(229,102)
Balance, May 31, 2020	27,199,444	18,168,111	1,661,941	–	–	(17,768,913)	2,061,139
Balance, August 31, 2020	29,467,761	18,366,592	1,729,772	–	6,388,000	(15,603,376)	10,880,988
Net income for the period	–	–	–	–	–	3,657,921	3,657,921
Balance, May 31, 2021	29,467,761	18,366,592	1,729,772	–	6,388,000	(11,945,455)	14,538,909

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

**ESG GLOBAL IMPACT CAPITAL INC.**

(formerly Block One Capital Inc.)

Condensed Interim Consolidated Statements of Cash Flows

(Unaudited Expressed in Canadian dollars)

	Nine months Ended May 31, 2021 \$	Nine months Ended May 31, 2020 \$
Operating activities		
Net income (loss) for the year	3,657,921	(368,502)
Items not involving cash:		
Adjustments to fair value of investments	(1,011,416)	(1,572,388)
Finance cost	14,768	–
Finance income	(23,528)	–
Share based payments	–	169,419
Recapture of loan write-off	(350,000)	–
Gain on debt settlement	(449,983)	–
Gain/Loss on sale of investments	(2,355,667)	1,647,595
Changes in non-cash operating working capital:		
Amounts receivable	(11,562)	(23,219)
Prepaid expenses	–	12,917
Accounts payable and accrued liabilities	129,720	22,456
Due to related party	7,500	–
Net cash used in operating activities	(392,247)	(111,722)
Investing activities		
Acquisition of investments	(5,466,988)	(302,040)
Advances for loans receivable	(350,000)	(629,989)
Proceeds from sale of investments	4,875,212	205,127
Net cash used in investing activities	(941,776)	(726,902)
Financing activities		
Bank indebtedness	(8,180)	–
Proceeds from issuance of common shares	–	348,234
Repayment of notes payable	350,000	(19,125)
Debt settlement	449,983	–
Net cash provided by financing activities	791,803	328,905
Change in cash	(542,220)	(509,719)
Cash, beginning of period	932,982	1,037,369
Cash, end of period	390,762	527,650

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

## **ESG GLOBAL IMPACT CAPITAL INC.**

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### **1. Nature of Operations and Going Concern**

ESG Global Impact Capital Inc. (the "Company") was incorporated on February 10, 2010 pursuant to the Canada Business Corporations Act and was continued under the Business Corporations Act (British Columbia) on February 14, 2017. The Company completed its initial public offering ("IPO") on December 7, 2010, and is listed on the TSX-V under the symbol "ESGW". On April 24, 2020, the Company changed its name from Block One Capital Inc. to ESG Global Impact Capital Inc. and the Company consolidated the issued and outstanding shares of the Company on a one new share for three old share basis resulting in an outstanding shares of 22,182,761. The share consolidation affects all issued and outstanding common shares, options and warrants. All information relating to basic and diluted earnings per share, issued and outstanding common shares, share options and warrants, and per share amounts in these consolidated financial statements have been adjusted retrospectively to reflect the share consolidation.

The Company's stated business goal is to build a portfolio of investments, with a view to participating in income and capital growth from the ultimate sale or other disposal of those investments.

These consolidated financial statements have been prepared on the 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. During the period ended May 31, 2021, the Company used cash of \$392,247 for operating activities. As at May 31, 2021, the Company has an accumulated deficit of \$11,945,455 (2020 - \$18,024,969). The continued operations of the Company are dependent on its ability to generate future cash flows or obtain additional financing. Management is of the opinion that sufficient working capital will be obtained from external sources to meet the Company's liabilities and commitments as they become due, although there is a risk that additional financing will not be available on a timely basis or on terms that are suitable to the Company. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. These financial statements do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern.

#### *COVID-19*

In March 2020, there was a global outbreak of COVID-19 (coronavirus), which has had a significant impact on businesses through the restrictions put in place by the Canadian, provincial and municipal governments regarding travel, business operations and isolation/quarantine orders. It is unknown the extent of the impact the COVID-19 outbreak may have on the Company as this will depend on future developments that are highly uncertain and that cannot be predicted with confidence. These uncertainties arise from the inability to predict the ultimate geographic spread of the disease, and the duration of the outbreak, including the duration of travel restrictions, business closures or disruptions, and quarantine/isolation measures that are currently, or may be put, in place by Canada and other countries to fight the virus.

### **2. Significant Accounting Policies**

#### **(a) Statement of Compliance, Basis of Presentation and Principles of Consolidation**

The accompanying financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB").

These financial statements have been prepared on a historical cost basis, except for certain investments in equity securities and certain assets, each of which are measured at fair value as determined at each reporting date. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. These financial statements are presented in Canadian dollars, which is the Company's functional currency.

These consolidated financial statements include the financial statements of the Company and Soilgenic Nutrients Inc. a subsidiary wholly owned by the Company. All intercompany transactions have been eliminated in these consolidated financial statements. Subsidiaries are fully consolidated from the date on which control is obtained by the Company and are subsequently deconsolidated from the consolidated financial statements on the date that control ceases.

## ESG GLOBAL IMPACT CAPITAL INC.

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 2. Significant Accounting Policies (continued)

#### (b) Use of Estimates and Judgments

The preparation of these financial statements in conformity with IFRS requires the Company's management to make judgments, estimates, and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, revenues, and expenses. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected. The judgements, estimates and assumptions applied in the condensed interim consolidated financial statements, including key sources of estimation uncertainty, were the same as those applied in the last annual consolidated financial statements for the years ended August 31, 2020 and 2019.

#### (c) Investment in mineral properties

The Company's investment in mineral properties are currently in exploration and evaluation phase or in preparation for their development. The Company defers all expenditures related to its mineral properties once the legal rights to a property have been acquired. Exploration costs incurred prior to acquiring the legal rights to a property are charged to operations as general exploration expense.

Exploration costs that are not attributable to a specific property are charged to operations as general exploration expense. Mineral property option proceeds, if received, are credited against the deferred costs incurred by the Company on the property or properties being optioned. Under this method, the amounts shown as mineral property represent net costs incurred to date less amounts amortized and/or written off, and do not necessarily represent present or future values.

Although the Company has taken steps to verify title to the mining properties in which it holds an interest, in accordance with industry practices for the current stage of exploration and development of such properties, these procedures do not guarantee the validity of the Company's titles. Property titles may be subject to unregistered prior agreements and non-compliance with regulatory requirements.

Exploration and evaluation assets are assessed for impairment when facts and circumstances suggest that the carrying amount of any such assets may exceed their recoverable amount. When facts and circumstances suggest that the carrying amount exceeds the recoverable amount, the Company shall measure, present and disclose any resulting impairment loss.

The recovery of costs of mining claims and deferred exploration is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete exploration and development and future profitable production or proceeds from disposition of such properties.

Management performs impairment tests on exploration and evaluation assets before the assets are transferred to development properties. If the properties are put into commercial production, the expenditures will be depleted using the unit of production basis. If the properties are impaired, sold or abandoned, the expenditures will be charged to operations in the related period.

#### (d) Revenue Recognition

As an investment company, the Company may earn revenue in the form of interest or dividends which derive from its investments or from cash on hand. Investment income includes interest, dividends, and realized gains on the sale of investments. Revenue is recognized in accordance with IFRS 15, *Revenues*, only when: (i) the borrower can be identified; (ii) the performance obligations in the contract can be identified; (iii) the transaction price has been determined; (iv) the transaction price can be allocated to the performance obligations in the contract; and (v) when the entity satisfied a performance obligation.

#### (e) Other Significant accounting policies

The accounting policies applied in these condensed interim consolidated financial statements were the same as those applied in the annual consolidated financial statements for the years ended August 31, 2020 and 2019.

## ESG GLOBAL IMPACT CAPITAL INC.

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Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 3. Investments

	Balance, August 31, 2020	Acquisitions	Impairments and Dispositions	Adjustments to fair value	Balance, May 31, 2021
	\$	\$	\$	\$	\$
<b>Equities</b>					
AbraPlata Resources Corp.	105,000	-	(16,667)	(88,333)	-
AIML Resources Inc.	319,580	-	(106,875)	(74,375)	138,330
Amwolf Capital Corp	-	15,000	-	3,000	18,000
Arcpacific Resources Corp.	-	50,100	(22,516)	42,083	69,667
Aurora Cannabis Inc.	-	98,738	(98,738)	-	-
Aurania Resources Ltd.	-	129,000	-	(129,000)	-
Bullion Gold Resources	-	81,210	(77,117)	(4,093)	-
Contact World Tech	-	25,000	-	-	25,000
Columbus Energy Ltd.	28,000	-	-	16,000	44,000
Cypress Hills Resource Cop.	-	69,153	-	2,847	72,000
District Mines Ltd.	1,503	-	-	-	-
East Africa Metals Inc.	84,000	200,353	(207,654)	348,301	425,000
Everyday People Financial Inc.	375,000	-	-	-	-
Else Nutrition	-	202,500	-	(202,500)	-
Erin Ventures Inc.	-	250,000	-	400,000	650,000
Element Nutritional Sciences	-	10,000	-	22,400.00	32,400
Gold Port Corporation	80,000	-	-	(42,500)	37,500
Globally Loc Technologies	-	20,000.00	(4,000)	32,800	48,800
Golden Planet Mining Corp.	-	25,100	-	(100)	25,000
Graphano Energy Limited.	-	75,000	-	221,850	296,850
Hybrid Minerals Inc.	190,950	85,000	-	18,715	294,665
Idaho Champion Gold Mines	23,375	-	-	(23,375)	-
Icanic Brands Company	-	235,582	(23,558)	(74,774)	137,250
Imining Blockchain	-	61,390	-	37,610	99,000
Izotropic Corporation	-	36,000	-	3,200	39,200
Jushi Holdings Inc.	-	60,000	-	(18,300)	41,700
Jackpot Digital Inc.	-	45,000	-	42,500	87,500
Kanadario Gold Inc.	-	236,609	-	(236,609)	-
King Global Ventures	240,475	-	(36,316)	976,801	1,180,960
Lithium South Dev Corp.	-	7,000	(7,000)	-	-
Mantaro Silver Corporation	-	70,000	-	-	70,000
Mind Medicine Inc.	-	132,000	(132,000)	-	-
Nexe Innovations Inc.	-	30,000	-	(9,000)	21,000
Numinus Wellness Inc.	-	27,200	-	8,800	36,000
Organic Garage Ltd.	-	143,555	(14,857)	1,152	129,850
Optimi Health Corp.	-	120,000	0	(6,400)	113,600
Prospera Energy Inc.	-	27,150	0	73,370	100,520
Promis Neurosciences Inc.	-	120,000	(120,000)	-	-

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For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

Rhyolite Resources Ltd.	-	82,695	(8,269)	56,074	130,500
Rockshield	13,500	189,463	(87,665)	209,317	324,615
Auq Gold Mining	64,000	235,414	-	355,754	655,168
Sassy Res Corp	54,000	125,180	(11,423)	25,218	192,975
Skylight Health Group Inc.	-	135,855	(135,855)	0	-
The Very Good Food Co Inc.	765,000	-	(535,000)	(230,000)	-
Vext Science Inc.	-	45,000	(44,910)	(90)	-
Vinergy Resources Ltd.	1,950	142,000	(41,075)	233,125	336,000
Volcanic Gold Mines Inc.	-	55,000	-	(55,000)	-
Xander Resources Inc.	312,300	32,706	(127,050)	(185,066)	32,890
Yorkton Ventures Inc.	244,312	-	-	(240,040)	4,273
Zaap	-	50,000	-	(50,000)	-
<b>Total Equities</b>	<b>2,902,945</b>	<b>3,780,953</b>	<b>(1,858,545)</b>	<b>1,461,363</b>	<b>5,910,212</b>
<b>Warrants</b>					
Aurora Cannabis Inc.	-	4,689	-	22,721	27,410
Aurania Resources Ltd.	-	1,500	-	6,000	7,500
Aduro Clean Technologies	-	-	-	92,370	92,370
Billy Goat SPW	-	-	-	28,950	28,950
CloudMD	172,376	135,000	(78,182)	(144,144)	85,050
Dimension Five Technology	-	100,000	-	-	100,000
Else Nutrition	-	9,900	-	10,800	20,700
Idaho Champion Gold	6,381	-	-	(6,381)	-
Just Kitchen Holdings	-	40,000	-	40,000	115,200
King Global Ventures Warrants	131,439	-	-	(131,439)	-
Mind Medicine Inc.	-	-	-	13,500	26,850
Numinus Wellness Inc.	-	-	-	12,000	6,200
Optimi Health Corp.	-	-	-	24,000	11,200
Promis Neurosciences Inc.	-	-	-	115,800	115,800
The Very Good Food Co Inc.	82,963	-	-	(82,963)	-
Vext Science Inc.	-	50,595	(10,924)	95,479	135,150
Vinergy Resources Ltd.	-	75,000	-	188,593	263,593
Xander Resources Inc.	28,453	-	-	(18,553)	9,900
Yorkton Ventures Inc.	51,280	-	-	(7,280)	44,000
<b>Total Warrants</b>	<b>472,892</b>	<b>416,684</b>	<b>(89,106)</b>	<b>259,452</b>	<b>1,089,873</b>
<b>Total Investments</b>	<b>3,375,837</b>	<b>4,197,637</b>	<b>(1,947,651)</b>	<b>1,720,815</b>	<b>7,000,085</b>

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Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 3. Investments (continued)

	Balance, August 31, 2019	Acquisitions	Impairments and Dispositions	Adjustments to fair value	Balance, August 31, 2020
	\$	\$	\$	\$	\$
<b>Equities</b>					
AbraPlata Resources Corp.	80,570	-	(60,067)	84,497	105,000
Affirmative Technology Group LLC	1	-	-	(1)	-
AIML Resources Inc.	-	275,500	-	44,080	319,580
BlockTech Ventures Inc.	1	-	(1)	-	-
BlueBird Battery Minerals Inc.	89,600	-	(233,958)	144,358	-
Cloud MD	49,600	294,811	(380,055)	35,644	-
Columbus Energy Ltd.	32,000	-	-	(4,000)	28,000
Cuipo OMAAT Ltd	1	-	-	(1)	-
District Mines Ltd.	2,442	-	-	(939)	1,503
East Africa Metals Inc.	-	97,748	-	(13,748)	84,000
Everyday People Financial Inc.	1	-	-	374,999	375,000
Finzat Block LLC	1	-	-	(1)	-
Flurotech Ltd.	5,980	-	(11,301)	5,321	-
Gold Port Corporation	18,800	-	(833)	62,033	80,000
HashChain Technology Inc.	50,100	-	(1,202,400)	1,152,300	-
Hybrid Minerals Inc.	18,450	-	(11,613)	184,113	190,950
Idaho Champion Gold Mines	-	25,500	-	(2,125)	23,375
Integrated Cannabis Company Inc.	62,208	-	(27,348)	(34,859)	-
Karma Technologies	1	-	-	(1)	-
King Global Ventures	108,570	90,000	-	41,905	240,475
Leanlife Health Inc	-	50,270	(49,730)	(540)	-
Prospera Energy Inc.	35,000	-	(46,573)	11,573	-
Risetech Cap Corp	1,000	-	(1,000)	-	-
Rockshield	24,000	-	-	(10,500)	13,500
Royal Gold	95,200	51,470	(4,562)	(78,108)	64,000
Sassy Res Corp	-	62,733	-	(8,733)	54,000
Shopin	1	-	-	(1)	-
The Very Good Food Co Inc.	-	410,000	(75,000)	430,000	765,000
True North Gems Inc.	3,426	-	(12,265)	8,839	-
Vinery Resources Ltd.	21,450	-	-	(19,500)	1,950
Xander Resources Inc.	55,493	141,480	-	115,327	312,300
Yorkton Ventures Inc.	57,725	40,000	-	146,588	244,312
Zonetail Inc.	3,500	-	(16,000)	12,500	-
<b>Total Equities</b>	<b>815,120</b>	<b>1,539,513</b>	<b>(2,132,706)</b>	<b>2,681,018</b>	<b>2,902,945</b>
<b>Warrants</b>					
Australis Capital Corp	95,700	-	(291,460)	195,760	-
CloudMD	-	64,682	-	107,694	172,376
Gold Port Corporation	-	-	-	-	-
Idaho Champion Gold	-	-	-	6,381	6,381
King Global Ventures Warrants	-	-	-	131,439	131,439
The Very Good Food Co Inc.	-	-	-	82,963	82,963
Xander Resources Inc.	-	-	-	28,453	28,453
Yorkton Ventures Inc.	-	-	-	51,280	51,280
<b>Total Warrants</b>	<b>95,700</b>	<b>64,682</b>	<b>(291,460)</b>	<b>603,970</b>	<b>472,892</b>
<b>Total Investments</b>	<b>910,820</b>	<b>1,604,197</b>	<b>(2,424,166)</b>	<b>3,284,988</b>	<b>3,375,837</b>

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(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 3. Investments (continued)

The Company's investments are comprised of the following debt and equity instruments:

- (a) District Mines Ltd. ("District") (formerly Catalina Gold Corp. ("Catalina")) and Valparaiso Technologies Inc.)

On February 19, 2014, the Company acquired a convertible debenture of Catalina for \$25,050, where the debenture is convertible into common shares of Catalina at \$0.033 per common share. As consideration for investing in the convertible debenture of Catalina, the Company received an additional 751,500 common shares of Catalina. On March 18, 2014, the Company exercised its right to convert the debenture into 751,500 common shares of Catalina. During the year ended August 31, 2015, Catalina consolidated its common shares on a one-for-four basis, where the Company's 1,503,000 common shares of Catalina were adjusted to 375,750 common shares. During the year ended August 31, 2018, Catalina consolidated its common shares on a one-for-ten basis, where the Company's 375,750 common shares were adjusted to 37,575 common shares. During the year ended August 31, 2020 District consolidated its common shares on a one-for-three basis, where the Company's 37,575 common shares were adjusted to 12,525 common shares.

- (b) King Global Ventures Inc. ("King Global") (formerly Rosita Mining Corp. ("Rosita"))

On June 27, 2016, the Company acquired 487,000 common shares of Rosita for \$31,850. On July 19, 2016, the Company acquired 2,000,000 units of Rosita for \$100,000. Each unit consisted of one common share and one share purchase warrant. Each whole share purchase warrant is exercisable into one common share at a price of \$0.055 per share for two years. In June 2017, the Company acquired 650,000 common shares of Rosita for \$19,605. During the year ended August 31, 2018, the Company acquired 1,340,000 common shares of Rosita for \$114,858, exercised 400,000 warrants for \$22,000, and sold 1,258,000 common shares for proceeds of \$66,110 resulting in a gain on sale of \$3,074. The remaining 1,600,000 warrants expired unexercised on July 19, 2018 resulting in an adjustment to fair value of \$19,235. During the year ended August 31, 2020, the Company acquired 6,000,000 units of King Global for proceeds of \$90,000. Each unit was comprised of one common share and one share purchase warrant. Each purchase warrant is exercisable into one common share at a price of \$0.05 per share for a period of two years from the date of issuance, subject to King Global's option to accelerate expiry in the event that the share price closes at, or above, \$0.07 for 10 consecutive trading days. The fair value of purchase warrants is \$131,439. During the period ended May 31, 2021 the Company sold 1,108,000 shares of King for proceeds of \$90,366 and realized a gain of \$54,049.

- (c) Columbus Energy Ltd. ("Columbus")

On November 2, 2015, the Company acquired 200,000 units of Columbus for \$12,000. Each unit consisted of one common share and one share purchase warrant. Each share purchase warrant is exercisable into one common share at a price of \$0.08 per share for one year. On January 4, 2017, the Company exercised the share purchase warrants of Columbus into 200,000 common shares of Columbus for \$16,000 resulting in a total of 400,000 common shares.

- (d) AuQ Gold Mining Inc. ("AuQ") (formerly, Royal Gold Mining Inc.)

During the year ended August 31, 2016, the Company acquired 3,400,000 units of AuQ for \$17,000, which was subsequently consolidated on a one-for-ten basis to 340,000 units. Each unit consisted of one common share and one share purchase warrant. Each whole share purchase warrant is exercisable into one common share at a price of \$0.05 per share for three years. The warrants expired unexercised. During the year ended August 31, 2020 AuQ consolidated its common shares on a one-for-four basis, where the Company's 340,000 common shares were adjusted to 85,000 common shares.

During the year ended August 31, 2018, the Company acquired 200,000 common shares of AuQ for \$9,970 and sold 74,000 common shares for proceeds of \$3,730 resulting in a gain on sale of \$2,165. During the year ended August 31, 2019, the Company sold 126,000 common shares for proceeds of \$5,225 resulting in a gain on sale of \$2,561.

## ESG GLOBAL IMPACT CAPITAL INC.

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 3. Investments (continued)

Auq Gold Mining Inc. ("AuQ") (formerly, Royal Gold Mining Inc.)

During the year ended August 31, 2019, the 340,000 AuQ warrants expired unexercised, resulting in a loss of \$6,717. During the year ended August 31, 2020 the Company acquired 110,000 common shares of AuQ for proceeds of \$35,000. During the year the Company sold 35,000 shares of AuQ for proceeds of \$18,786 resulting in a gain of \$14,223. During the period ended November 30, 2020 the Company exercised 600,000 warrants at a price of \$0.20 for proceeds of \$120,000 and bought an additional 395,000 shares for proceeds of \$88,190. During the period ended May 31, 2021 the Company acquired 100,000 shares for proceeds of \$27,224.

(e) Corsurex Resource Corp. ("Corsurex") (formerly Gold Port Resources Ltd. ("Gold Port"))

During the year ended August 31, 2018, Corsurex consolidated its common shares on a one-for-sixteen basis, where the Company's 125,000 common shares of Corsurex were adjusted to 7,813 common shares and the Company acquired an additional 500,000 units of Corsurex for \$50,000. Each unit consisted of one common share and one share purchase warrant. Each share purchase warrant is exercisable into one common share at a price of \$0.20. The warrants expired unexercised. During the year ended August 31, 2020 the Company sold 7,813 shares for proceeds of \$214 resulting in a loss on sale of \$618. On September 10, 2020 the shares were consolidated two old shares for one new share and name was changed to Gold Port Corp.

(f) Hybrid Minerals Inc. ("Hybrid")

On February 6, 2017, the Company acquired 140,000 common shares of Hybrid for \$22,515. On April 4, 2017, the Company acquired 475,000 units of Hybrid for \$28,500. Each unit consisted of one common share and one share purchase warrant. Each share purchase warrant is exercisable at a price of \$0.08 per share for a period of one year. On March 20, 2018, the warrants expired unexercised resulting in an adjustment to fair value of \$63,187. During the year ended August 31, 2020 the Company sold 140,000 shares for proceeds of \$2,005 resulting in a loss of \$9,608. During the period ended November 30, 2020 the Company acquired 1,700,000 shares of Hybrid for proceeds of \$85,000. On November 10, 2020, consolidated three(3) old shares of one (1) new share.

(g) Vinergy Capital Inc. (formerly Vinergy Resources Ltd.)("Vinergy")

In January 2017, the Company acquired 62,000 common shares of Vinergy for \$35,525. On January 26, 2017, the Company sold 20,000 common shares of Vinergy and recognized a gain on sale of \$1,795. During the year ended August 31, 2019 the Company sold 42,000 common shares of Vinergy for proceeds of \$7,248 and recognized a loss on the sale of \$16,818. In addition, the Company acquired an additional 130,000 common shares of Vinergy for \$22,964. During the period ended November 30, 2020 the Company acquired 2,800,000 shares of Vinergy for proceeds of \$42,000. See also Note 5(a) below. During the period ended May 31, 2021 the Company sold 430,000 shares of Vinergy for proceeds of \$96,118 and realized a gain of \$55,044, the Company also acquired 500,000 shares for proceeds of \$75,000.

(h) Yorkton Ventures Inc. ("Yorkton")

In November 2016, the Company acquired 44,500 common shares of Yorkton for \$4,185. On December 8, 2016, the Company acquired 10,000 common shares in Yorkton for \$1,200. During the year ended August 31, 2018, the Company acquired 1,100,000 common shares of Yorkton for \$165,000. During the year ended August 31, 2020, the Company acquired 800,000 units of Yorkton for proceeds of \$40,000. Each unit was comprised of one common share and one share purchase warrant. Each purchase warrant is exercisable into one common share at a price of \$0.075 per share for a period of one year from the date of issuance. The fair value of purchase warrants is \$51,280.

(i) Icanic Brands Company Inc. formerly Integrated Cannabis Company Inc. ("Integrated")

On June 13, 2017, the Company acquired 191,666 units of Integrated for \$57,500. Each unit consisted of one common share and three-quarters of a share purchase warrant, exercisable at a price of \$0.30 per share for one year which was extended for an additional year during the year ended August 31, 2018. During the year ended August 31, 2019, the Company sold 211,000 common shares of

## ESG GLOBAL IMPACT CAPITAL INC.

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 3. Investments (continued)

Icanic Brands Company Inc. formerly Integrated Cannabis Company Inc. ("Integrated")

Integrated for proceeds of \$91,093 and realized a net gain of \$52,122. In addition, the Company exercised 143,749 warrants during the year for \$43,125. During the year ended August 31, 2020 the Company sold 124,415 shares for proceeds of \$15,252 resulting in a loss of \$12,097. During the period ended November 30, 2020 the Company acquired 500,000 shares of Integrated for proceeds of \$235,582 and sold 25,000 shares for proceeds of \$13,655 realizing a gain of \$1,876. During the period ended February 28, 2021 the Company sold 25,000 shares of \$14,905 for a gain of \$3,126.

#### (j) AbraPlata Resource Corp. ("APRC")

On August 5, 2016, the Company acquired 500,000 units of Huayra Minerals Corporation ("Huayra") for \$25,000. Each unit consisted of one common share and one share purchase warrant. Each whole share purchase warrant is exercisable into one common share at a price of \$0.10 per share for two years.

On March 17, 2017, the Company acquired 100,000 common shares of APRC for \$25,000. On March 30, 2017, APRC completed a 1-for-5 share split which increased the Company's holdings to 500,000 common shares.

On April 24, 2017, APRC and its wholly-owned subsidiary, 1096494 BC Ltd., completed a merger with Huayra pursuant to which Huayra and 1096494 BC Ltd. amalgamated and the amalgamated company became a wholly-owned subsidiary of APRC.

Pursuant to the merger, APRC acquired all of the issued and outstanding Class A common shares of Huayra in exchange for a like number of common shares of APRC. All share purchase warrants of Huayra outstanding were subject to an acceleration of the expiry date to the closing of the merger.

As a result of the acceleration of the expiry date of the share purchase warrants of Huayra, the Company exercised the share purchase warrants of Huayra with a carrying value of \$15,119 into 500,000 common shares of Huayra for \$50,000. As part of the completion of the merger, the 1,000,000 common shares of Huayra were exchanged for 1,000,000 common shares of APRC.

During the year ended August 31, 2018, the Company sold 349,000 common shares of APRC for proceeds of \$49,549 resulting in a gain on sale of \$26,282.

During the year ended August 31, 2020, the Company sold 901,000 common shares of APRC for proceeds of \$150,460 resulting in a gain on sale of \$90,393.

During the period ended November 30, 2020 the Company sold 250,000 shares of APRC for proceeds of \$75,973 resulting in a gain on sale of \$59,306.

#### (k) Affirmative Technology Group LLT ("Affirmative")

On June 12, 2018, the Company acquired 30% of the outstanding membership units of Affirmative for \$520,160. As at August 31, 2018, the Company recorded an impairment loss of \$520,159, resulting in a carrying value of \$1. During the year ended August 31, 2020, the Company sold its shares in Affirmative in a share purchase agreement with a portfolio of assets (Note 3 (n), (q), (u), (y) and Note 4 (b)) for total proceeds of \$100,000.

#### (l) BlockTech Ventures Inc. ("BlockTech")

On November 29, 2017, the Company acquired 600,000 common shares of BlockTech for \$210,000. As at August 31, 2018, the Company recorded an impairment loss of \$209,999 resulting in a carrying value of \$1. During the year ended August 31, 2020, the Company sold its shares in BlockTech in a share purchase agreement with a portfolio of assets (Note 3 (m), (q), (u), (y) and Note 4 (b)) for total proceeds of \$100,000.

#### (m) BlueBird Battery Metals Inc. ("BlueBird")

During the year ended August 31, 2018, the Company acquired 800,000 common shares of BlueBird for \$338,712. During the year ended August 31, 2019, the Company acquired 650,000 common shares

## ESG GLOBAL IMPACT CAPITAL INC.

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 3. Investments (continued)

BlueBird Battery Metals Inc. ("BlueBird")

of BlueBird for \$191,348. In addition, the Company sold 810,000 common shares of BlueBird for proceeds of \$202,901 and realized a net loss of \$93,202. During the year ended August 31, 2020 the Company sold 640,000 shares for proceeds of \$46,042 resulting in a loss of \$187,916.

(n) Cuipo OMAAT Ltd. ("Cuipo")

During the year ended August 31, 2018, the Company acquired a 33% interest in the outstanding common shares of Cuipo for \$999,820. As at August 31, 2018, the Company recorded an impairment loss of \$999,819, resulting in a carrying value of \$1. During the year ended August 31, 2019, the Company received a repayment from Cuipo in the amount of \$313,114, resulting in a recovery of investment.

(o) Finzat Block LLC. ("Finzat")

During the year ended August 31, 2018, the Company acquired 4,000,000 common shares of Finzat for \$789,985. On August 31, 2018, the Company recorded an impairment loss of \$789,984, resulting in a carrying value of \$1. During the year ended August 31, 2020, the Company sold its shares in Finzat in a share purchase agreement with a portfolio of assets (Note 3 (m), (n), (u), (y) Note 4 (b)) for total proceeds of \$100,000.

(p) Flurotech Ltd. ("Flurotech")

During the year ended August 31, 2018, the Company acquired 140,000 common shares of Flurotech for \$69,435 and sold 51,000 common shares for proceeds of \$27,335 resulting in a gain on sale of \$1,631. During the year ended August 31, 2019, the Company sold 66,000 common shares of Flurotech for proceeds of \$36,391 and realized a gain on the sale of \$3,961. During the year ended August 31, 2020 the Company sold 23,000 common shares of Flurotech for proceeds of \$2,830 resulting in a loss of \$8,471.

(q) HashChain Technology Inc. ("HashChain")

During the year ended August 31, 2018, the Company acquired 8,900,000 common shares of HashChain in exchange for 900 common shares of TG 12 Ventures Inc. at a fair value of \$3,204,000, and sold 2,950,000 common shares for proceeds of \$563,680 resulting in a loss on sale of \$498,320. During the year ended August 31, 2019, the Company sold 610,000 common shares of HashChain for proceeds of \$42,467 resulting in a loss of \$177,134. In addition, the Company transferred an additional 2,000,000 common shares of HashChain for services in lieu of cash of \$70,000, resulting in a realized loss of \$650,000. During the year ended August 31, 2020, the Company sold 3,340,000 shares for proceeds of \$16,633 resulting in a loss of \$1,185,767.

(r) Shopin Coin ("Shopin")

During the year ended August 31, 2018, the Company acquired the right to future tokens of Shopin for \$989,049. As at August 31, 2018, the Company recorded an impairment loss of \$989,048 resulting in a carrying value of \$1. During the year ended August 31, 2020, the Company sold its shares in Affirmative in a share purchase agreement with a portfolio of assets (Note 3 (m), (n), (q), (y) and Note 5 (b)) for total proceeds of \$100,000.

(s) TG 12 Ventures Inc. ("TG 12")

During the year ended August 31, 2018, the Company acquired 900 common shares of TG 12 for \$4,253,737. On April 25, 2018, the Company recovered \$12,210 and sold its 900 shares of TG 12 to HashChain in exchange for 8,900,000 common shares with fair value of \$3,204,000 resulting in a loss on sale of \$1,037,527.

## ESG GLOBAL IMPACT CAPITAL INC.

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 3. Investments (continued)

(t) Xander Resources Inc. ("Xander")

During the year ended August 31, 2018, the Company acquired 528,500 common shares of Xander for proceeds of \$63,911. During the year ended August 31, 2020, the Company acquired 371,500 shares of Xander for proceeds of \$111,630. In addition, during the year the Company also acquired 141,000 units of Xander for \$29,850. Each unit was comprised of one common share and one share purchase warrant. 75,000 number of purchase warrants are exercisable into one common share at a price of \$0.25 per share for a period of one year from the date of issuance. The fair value of purchase warrants is \$14,586. 66,000 number of purchase warrants are exercisable into one common share at a price of \$0.26 per share for a period of two years from the date of issuance. The fair value of purchase warrants is \$13,867. During the period ended February 28, 2021 the Company sold 220,000 shares for proceeds of \$32,706 for a loss of \$295. During the period ended May 31, 2021 the Company sold 627,000 shares for proceeds of \$95,407 for a gain of \$1,357.

(u) Australis Capital Corp – Warrants ("Australis")

During the year ended August 31, 2019, the Company acquired 300,000 Australis warrants for \$603,020 and sold 155,000 warrants for proceeds of \$93,620 realizing a net loss of \$217,940. During the year ended August 31, 2020 the Company sold the remaining 145,000 shares for proceeds of \$59,882 realizing a net loss of \$231,578.

(v) Karma Technologies ("Karma")

During the year ended August 31, 2019, the Company acquired 12,600,000 common shares of Karma for \$877,076. On August 31, 2019, the Company recorded an impairment loss of \$877,075, resulting in a carrying value of \$1. During the year ended August 31, 2020, the Company loaned \$346,635 (GBP £200,000) to Karma, as at August 31, 2020 the Company sold its share in the portfolio company (Note 3 (m), (n), (q), (u) and Note 5 (b)) and assigned the loan to the purchaser for \$100,000 and recognized \$246,640 loss on sale on investment.

(w) Everyday Financial People Inc. ("EFP")

During the year ended August 31, 2019, the Company acquired 500,000 common shares of EFP for \$250,000. On August 31, 2019, the Company recorded an impairment loss of \$249,999, resulting in a carrying value of \$1. During the year ended August 31, 2020, the Company was able to record a recapture of investment on its EFP investment of \$375,000.

(x) CloudMD Software & Services Inc. (formerly, Premier Health Group Inc. ("PHG"))

During the year ended August 31, 2019, the Company acquired 160,000 common shares of PHG for \$85,244. During the year ended August 31, 2020 the Company purchased 559,500 shares for proceeds of \$294,811, in addition, the Company sold 719,500 shares for proceeds of \$667,278 for a gain on sale of \$287,223. During the year, the Company also acquired 200,000 warrants of CloudMD for proceeds of \$64,682. Each purchase warrant is exercisable into one common share at a price of \$1.00 per share for a period of two years from the date of issuance. The fair value of purchase warrants is \$172,376. During the period ended November 30, 2020 the Company sold 200,000 warrants of CloudMD for proceeds of \$298,687 resulting in a gain of \$234,006. During the period ended May 31, 2021 the Company sold 5,000 shares for proceeds of \$11,040 for a loss of \$2,460, the Company also acquired 50,000 shares for proceeds of \$135,000.

(y) Prospera Energy Inc. ("Prospera")

During the year ended August 31, 2019, the Company acquired 700,000 common shares of Prospera for \$46,573. During the year ended August 31, 2020 the Company sold 700,000 shares for proceeds of \$6,905 resulting in a loss of \$39,668. During the period ended February 28, 2021 the Company acquired 1,436,000 shares of Prospera for proceeds of \$42,233.

## ESG GLOBAL IMPACT CAPITAL INC.

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 3. Investments (continued)

#### (z) Risetech Capital Corp. ("Risetech")

During the year ended August 31, 2019, the Company acquired 10,000 common shares of Risetech for \$1,000. During the year ended August 31, 2020 the Company sold 1,000 shares for proceeds of \$905 resulting in a loss of \$95.

#### (aa) Rockshield Capital Corp. ("Rockshield")

During the year ended August 31, 2019, the Company acquired 300,000 common shares of Rockshield for \$27,223. During the period ended February 28, 2021 the Company acquired 619,500 shares of Rockshield for proceeds of \$157,735. During the period ended May 31, 2021 the Company sold 450,000 shares for proceeds of \$226,765 for a gain of \$139,099.

#### (bb) True North Gems Inc. ("True North")

On October 19, 2018, the Company acquired 2,000,000 common shares of True North for \$10,095. On October 30, 2018, True North completed a 10-for-1 share consolidation which decreased the Company's holdings to 200,000 common shares. From October 31, 2018 to February 7, 2019, the Company acquired an additional 203,000 common shares. On February 20, 2019, True North completed a 10-for-1 share consolidation which decreased the Company's holdings to 40,300 common shares. During the year ended August 31, 2020 the Company sold 40,300 shares of True North for proceeds of \$3,532 resulting in a loss of \$8,733.

#### (cc) Zonetail Inc. ("Zonetail")

On December 21, 2018, the Company received 100,000 common shares of Zonetail in lieu of the repayment of a loan receivable in the amount of \$16,000. During the year ended August 31, 2020, the Company sold 100,000 shares for proceeds of \$1,405 resulting in a loss of \$14,595.

#### (dd) AI/ML Innovations Inc. formerly AIML Resources Inc. ("AMIL")

During the year ended August 31, 2020, the Company received 1,102,000 common shares of AMIL in lieu of the repayment of a loan receivable in the amount of \$275,500. Also see Note 5 (e). During the period ended February 28, 2021 the Company sold 427,500 shares for proceeds of \$116,643 for a gain of \$9,768.

#### (ee) East Africa Metals Inc. ("East Africa")

During the year ended August 31, 2020, the Company acquired 600,000 common shares of East Africa for \$97,748. During the period ended November 30, 2020 the Company acquired 1,150,000 shares of East Africa for proceeds of \$195,883. During the period ended February 28, 2021 the Company acquired 450,000 shares of East Africa for proceeds of \$162,290 and sold 900,000 shares for proceeds of \$454,015 for a gain of \$246,361. During the period ended May 31, 2021 the Company acquired 14,500 shares for proceeds of \$4,470.

#### (ff) Leanlife Health Inc. ("Leanlife")

During the year ended August 31, 2020, the Company acquired 1,000,000 common shares of Leanlife for \$50,720. During this year the Company sold the 1,000,000 shares of Leanlife for proceeds of \$49,730 resulting in a loss of \$540.

#### (gg) Sassy Resources Corporation ("Sassy")

During the year ended August 31, 2020, the Company acquired 100,000 common shares of Sassy for proceeds of \$62,733. During the period ended November 30, 2020 the Company acquired 150,000 shares of Sassy for proceeds of \$125,180. During the period ended May 31, 2021 the Company sold 17,500 shares of Sassy for proceeds of \$15,477 and realized a gain of \$4,054.

## ESG GLOBAL IMPACT CAPITAL INC.

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 3. Investments (continued)

#### (hh) Idaho Champion Gold Mines ("Idaho Champion")

During the year ended August 31, 2020, the Company acquired 85,000 common shares and 42,500 warrants of Idaho Champion for proceeds of \$25,500. Each unit was comprised of one common share and one share purchase warrant. Each purchase warrant is exercisable into one common share at a price of \$0.45 per share for a period of three years from the date of issuance. The fair value of purchase warrants is \$6,381. During the period ended February 28, 2021 the Company sold 85,000 shares for proceeds of \$16,869 for a loss of \$8,631.

#### (ii) The Very Good Food Co Inc. ("Very Good Food")

During the year ended August 31, 2020, the Company acquired 800,000 common shares of Very Good Food for proceeds of \$410,000 and sold 300,000 shares of Very Good Food for proceeds of \$357,240 resulting in a gain of \$282,240. In addition, the Company holds 100,000 warrants of Very Good Food. Each unit was comprised of one common share and one share purchase warrant. Each purchase warrant is exercisable into one common share at a price of \$2.00 per share for a period of one and half years from the date of issuance. The fair value of purchase warrants is \$82,963. During the period ended November 30, 2020 the Company sold 335,000 shares of Very Good Food for proceeds of \$1,273,565 realizing a gain of \$938,565.

#### (jj) Aurora Cannabis Inc. ("Aurora")

During the period ended November 30, 2020 the Company acquired 10,000 Aurora common shares for proceeds of \$98,738 and sold 5,000 shares for proceeds of \$56,970 for a gain of \$7,601. During the period ended February 28, 2021 the Company sold 5,000 shares for proceeds of \$65,770 for a gain of \$16,401.

#### (kk) Bullion Gold Resources Corp. ("Bullion")

During the period ended November 30, 2020 the Company acquired 625,000 common shares of Bullion for proceeds of \$81,210. During the period ended May 31, 2021 the Company sold 593,500 shares for proceeds of \$68,322 for a loss of \$8,795.

#### (ll) Cypress Hills Resource Corp. ("Cypress")

During the period ended November 30, 2020 the Company acquired 165,000 common shares of Cypress for proceeds of \$57,283. During the period ended February 28, 2021 the Company acquired 35,000 shares of Cypress for proceeds of \$11,870.

#### (mm) G Mining Ventures Inc. formerly Kanadario Gold Inc. ("Kanadario")

During the period ended November 30, 2020 the Company acquired 246,500 common shares of Kanadario for proceeds of \$236,609.

#### (nn) Rhyolite Resources Ltd. ("Rhyolite")

During the period ended November 30, 2020 the Company acquired 100,000 common shares of Rhyolite for proceeds of \$82,695. During the period ended May 31, 2021 the Company sold 10,000 shares for proceeds of \$8,740 for a loss of \$470.

#### (oo) Vext Science Inc. ("Vext")

During the period ended November 30, 2020 the Company acquired 125,000 common shares of Vext for proceeds of \$45,000. During the period the Company also acquired 325,000 warrants of Vext for proceeds of \$50,595. During the period ended February 28, 2021 the Company sold 9,000 shares of Vext for proceeds of \$11,318 for a gain of \$8,078. During the period ended May 31, 2021 the Company sold 116,000 shares for proceeds of \$98,070 for a gain of \$56,310.

## ESG GLOBAL IMPACT CAPITAL INC.

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 3. Investments (continued)

(pp) Volcanic Gold Mines Inc. ("Volcanic")

During the period ended November 30, 2020 the Company acquired 100,000 common shares of Volcanic for proceeds of \$55,000. During the period ended February 28, 2021 the Company sold 100,000 shares of Volcanic for proceeds of \$49,700 for a loss of \$5,300.

(qq) Mantaro Silver Corporation ("Mantaro")

During the period ended November 30, 2020 the Company acquired 200,000 common shares of Mantaro for proceeds of \$70,000.

(rr) ARC Pacific Resources Corp. ("ARC")

During the period ended November 30, 2020 the Company acquired 666,666 common shares of ARC for proceeds of \$50,100. During the period ended May 31, 2021 the Company sold 300,000 shares for proceeds of \$48,382 for a gain of \$25,866.

(ss) Aurania Resources Ltd. ("Aurania")

During the period ended November 30, 2020 the Company acquired 100,000 warrants of Aurania for proceeds of \$129,000. During the period ended February 28, 2021 the Company sold 30,000 shares of Aurania for proceeds of \$94,113 for a loss of \$34,887.

(tt) Promis Neuroscience Inc. ("Promis")

During the period ended November 30, 2020 the Company acquired 1,000,000 common shares of Promis for proceeds of \$120,000. During the period ended May 31, 2021 the Company sold 1,000,000 shares for proceeds of \$129,080 for a gain of \$9,071.

(uu) Else Nutrition Holdings Inc. ("Else")

During the period ended November 30, 2020 the Company acquired 90,000 common shares of Else for proceeds of \$202,500. During the period ended February 28, 2021 the Company sold 90,000 shares of Else for proceeds of \$384,180 for a gain of \$181,680.

(vv) Mind Medicine Inc. ("Mind")

During the period ended February 28, 2021 the Company acquired 30,000 common shares of Mind for \$132,000 and sold 10,000 shares of Mind for proceeds of \$51,995 for a gain of \$7,995. During the period ended May 31, 2021 the Company sold 20,000 shares for proceeds of \$69,470 for a loss of \$18,530.

(ww) Organic Garage ("OG")

During the period ended February 28, 2021 the Company acquired 280,000 common shares of OG for \$143,555 and sold 35,000 shares of OG for proceeds of \$22,839 for a gain of \$7,981.

(xx) Score Media and Gaming Inc. ("Score")

During the period ended February 28, 2021 the Company acquired 120,000 common shares of Score for \$168,000 and sold 120,000 shares of Score for proceeds of \$166,746 for a loss of \$1,254.

(yy) Lithium South Dev Corp. ("Lithium")

During the period ended February 28, 2021 the Company acquired 10,000 common shares of Lithium for \$7,095 and sold 10,000 shares of Lithium for proceeds of \$8,105 for a gain of \$1,105.

## ESG GLOBAL IMPACT CAPITAL INC.

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 3. Investments (continued)

#### (zz) Skylight Health Group Inc. ("Skylight")

During the period ended February 28, 2021 the Company acquired 100,000 common shares of Score for \$135,855 and sold 100,000 shares of Skylight for proceeds of \$115,902 for a gain of \$2,191. During the period ended May 31, 2021 the Company sold 16,300 shares for proceeds of \$25,930 for a gain of \$3,786.

#### (aaa) Jushi Holdings Inc. ("Jushi")

During the period ended February 28, 2021 the Company acquired 6,000 common shares of Jushi for \$60,000.

#### (bbb) Graphano Energy Limited. ("Graphano")

During the period ended February 28, 2021 the Company acquired 1,500,000 common shares of Graphano for \$75,000.

#### (ccc) Golden Planet Mining Corp. ("Golden")

During the period ended February 28, 2021 the Company acquired 50,000 common shares of Golden for \$25,100.

#### (ddd) Izotropic Corporation. ("Izotropic")

During the period ended February 28, 2021 the Company acquired 40,000 common shares of Izotropic for \$36,000.

#### (eee) Erin Ventures Inc. ("Erin")

During the period ended February 28, 2021 the Company acquired 2,500,000 common shares of Erin for \$125,000. Attached to this purchase was 2,500,000 warrants exercisable at \$0.075 for 2 years.

#### (fff) Amwolf Capital Corporation ("Amwolf")

During the period ended February 28, 2021 the Company acquired 40,000 common shares of Amwolf for \$15,000.

#### (ggg) Element Nutritional Sciences. ("Element")

During the period ended February 28, 2021 the Company acquired 40,000 common shares of Element for \$10,000.

#### (hhh) Nexe Innovations Inc. ("Nexe")

During the period ended May 31, 2021 the Company acquired 15,000 common shares of Nexe for \$30,000.

#### (iii) Imining Blockchain & Crypto ("Imining")

During the period ended May 31, 2021 the Company acquired 300,000 common shares of Imining for \$61,390.

#### (jjj) Globally Loc Technologies Inc. ("Globally Loc")

During the period ended May 31, 2021 the Company acquired 50,000 common shares of Globally Loc for \$20,000.

### 4. Investment in Mineral Properties

On August 31, 2020, the Company acquired Encanto Potash Corp.'s 22.96% interest of potash resources in Saskatchewan through the issuance of 730,000 Series B redeemable convertible preferred shares of the Company. The Company determined the acquisition was an asset acquisition and the fair value of the assets acquired amounted to \$6,388,000. Also see Note 8.

## **ESG GLOBAL IMPACT CAPITAL INC.**

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### **5. Loans Receivable**

- (a) Company loaned \$250,000 to an unrelated publicly listed company. The loan is unsecured, bears interest at 10% per annum, and was due on July 31, 2020 in either cash or common shares of the publicly traded company at the closing trading price on the date of conversion. On December 21, 2020, the Company entered into loan settlement agreement to settle \$100,000 outstanding balance of the loan by issuing Units, at a deemed price of CAD\$ 0.05 per Unit. Each Unit is comprised of one common share and one warrant, exercisable at \$0.06 per share for 12 months from December 21, 2020. For the remaining \$186,370 outstanding balance of the Loan, the borrower has issued a new promissory note to the Company. The borrower will pay back the remaining \$186,370, plus interest continued accrued at 10% per annum to the Company on March 31, 2021. During the period ended May 31, 2021 the total loan was repaid.
- (c) During the year ended August 31, 2020, the Company loaned \$261,890 (USD \$200,000) to an unrelated publicly listed company. The loan is secured, bears interest at 6% per annum, and due on December 31, 2020 in either cash or common shares of the publicly traded company at the closing trading price on the date of conversion. As at May 31, 2021, the Company has accrued interest income of \$31,320 (2020 - \$21,764).
- (d) During the period ended May 31, 2021, the Company received \$350,000 repayment from an unrelated publicly listed company. The full receivable amount was written off in the prior year. The Company recognized \$350,000 recapture of loans receivable.
- (e) During the year ended August 31, 2020, the Company received 1,102,000 common shares of AMIL in lieu of the repayment of a loan receivable in the amount of \$275,500. The full amount of loan receivable was written off in the prior year. The Company recognized \$275,500 recapture of loans receivable. Also see Note 3 (gg).
- (f) During the period ended May 31, 2021, the Company paid \$600,000 for units of an unrelated publicly listed company, as at May 31, 2021 the shares had not been issued to the Company.

### **6. Notes Payable**

- (a) As at May 31, 2021, the Company owed a note payable of \$75,000 (2020 - \$75,000) to a non-related party. The amount owing is unsecured, bears interest at 10% per annum, and is due on demand. As at May 31, 2021, the Company has accrued interest of \$33,858 (2020 - \$26,358).
- (b) As at May 31, 2021, the Company owed a note payable of \$75,000 (2020 - \$75,000) to a non-related party. The amount owing is unsecured, bears interest at 10% per annum, and is due on demand. As at May 31, 2021, the Company has accrued interest of \$32,317 (2020 - \$24,817).
- (c) As at May 31, 2021, the Company owed \$nil (2019 - \$19,329) to a non-related party. The amount owing was unsecured, non-interest bearing, and due on demand, and was repaid during the year.

### **7. Related Party Transactions**

- (a) During the period ended May 31, 2021, the Company incurred professional fees of \$22,500 (2020 - \$22,500) to a company controlled by the Chief Financial Officer ("CFO") of the Company. As at May 31, 2021 the Company had a payable of \$23,875 (2020 - \$Nil) to the company controlled by the CFO.
- (b) During the period ended May 31, 2021, the Company incurred professional fees of \$45,000 (2020 - \$nil) to the Chief Executive Officer of the Company.
- (c) During the period ended May 31, 2021, the Company incurred consulting fees of \$nil (2020 - \$13,341) to the former Chief Executive Officer of the Company.
- (d) During the period ended May 31, 2021, the Company incurred consulting fees of \$12,500 (2020 - \$nil) to a director of the Company

## ESG GLOBAL IMPACT CAPITAL INC.

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 8. Share Capital

Authorized: Unlimited common shares without par value and 5,000,000 Series B redeemable convertible preferred shares with stated face value of \$10 per share.

### 9. Share Purchase Warrants

The following table summarizes the continuity of share purchase warrants:

	Number of warrants	Weighted average exercise price \$
Outstanding, November 30, 2020	8,630,000	0.48
Expired	(2,133,333)	4.97
Issued	5,000,000	0.15
Broker warrants	252,300	0.40
Exercised	(2,285,000)	0.10
Outstanding, May 31, 2021	9,463,967	0.26

As at May 31, 2021, the following share purchase warrants were outstanding:

Number of warrants outstanding	Exercise price \$	Expiry date
4,496,667	0.30	July 4, 2021
2,000,000	0.30	October 13, 2022
2,715,000	0.15	April 29, 2023
252,300	0.40	April 29, 2023
9,463,967	0.26	

### 10. Stock Options

The Company has adopted an incentive stock option plan in accordance with policies of TSX-V (the "Stock Option Plan") whereby the Board of Directors of the Company may from time to time, in its discretion, grant to directors, officers, employees, and consultants of the Company non-transferable options to purchase common shares, provided that the number of common shares reserved for issuance under the Stock Option Plan shall not exceed 10% of the issued and outstanding common shares exercisable for the period of up to ten years. In addition, the number of common shares reserved for issuance to any one person shall not exceed 5% of the issued and outstanding common shares and the number of common shares reserved for issuance to any one consultant will not exceed 2% of the issued and outstanding common shares. The Board of Directors determines the price per common share and the number of common shares which may be allocated to each director, officer, employee, and consultant and all other terms and conditions of the option, subject to the rules of the TSX-V.

## ESG GLOBAL IMPACT CAPITAL INC.

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### 10. Stock Options - continued

The following table summarizes the continuity of the Company's stock options:

	Number of options	Weighted average exercise price \$
Outstanding, November 30, 2019	833,333	0.34
Granted	749,999	0.23
Granted	500,000	0.24
Expired	(833,333)	0.75
Outstanding, May 31, 2021	1,249,999	0.45

As at May 31, 2021, the following stock options were outstanding:

Number of options outstanding	Exercise price \$	Expiry date
749,999	0.23	February 14, 2022
400,000	0.24	April 6, 2026
100,000	0.24	April 7, 2023
1,500,000	0.35	Feb 28, 2023
1,249,999	0.23	

### 11. Financial Instruments and Risks

#### (a) Fair Values

Assets and liabilities measured at fair value on a recurring basis were presented on the Company's consolidated statement of financial position as at May 31, 2021 as follows:

	Fair value measurements using			Balance, February 28, 2021 \$
	Quoted prices in active markets for identical instruments (Level 1) \$	Significant other observable inputs (Level 2) \$	Significant unobservable inputs (Level 3) \$	
Cash	390,762	–	–	390,762
Investments	6,194,978	380,107	425,000	7,000,085
	6,585,740	380,107	425,000	7,390,847

The fair values of other financial instruments, which include loans receivable, accounts payable and accrued liabilities, notes payable, and amount due to a related party approximate their carrying values due to the relatively short-term maturity of these instruments.

#### (b) Credit Risk

Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash. The Company limits its exposure to credit loss by placing its cash with high credit quality financial institutions. Loans receivable is comprised of loans to third party companies. All investments are monitored closely by management and credit loss is limited to the carrying amount of these financial assets.

## **ESG GLOBAL IMPACT CAPITAL INC.**

(formerly Block One Capital Inc.)

Notes to the Condensed Interim Consolidated Financial Statements

For the nine-month period May 31, 2021

(Unaudited - Expressed in Canadian dollars)

### **11. Financial Instruments and Risks - continued**

#### (c) Foreign Exchange and Interest Rate Risk

The Company is exposed to currency risk through the following assets and liabilities denominated in currencies other than the Canadian dollar: cash, loan receivable and prepaid expense.

#### (d) Market Risk

The Company's investments are primarily in the form of publicly traded shares and share purchase warrants of publicly traded companies, of which the market values may fluctuate.

#### (e) Liquidity Risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available capital in order to meet its liquidity requirements. Management maintains sufficient cash and cash equivalents to satisfy short-term liabilities in highly liquid investments.

### **12. 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 cash and equity comprised of issued share capital and share-based payment reserve.

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 issues 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 remained unchanged from the year ended August 31, 2020.

### **13. Subsequent Events**

Subsequent to period end on July 4, 2021 4,496,667 warrants priced at \$0.30 per warrant expired unexercised.