2021

CONSOLIDATED FINANCIAL STATEMENTS

Personas Social Incorporated

For the Year Ended December 31, 2021 and the Ten Months Ended December 31, 2020

(Expressed in Canadian Dollars)

Zeifmans

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Personas Social Incorporated:

Opinion

We have audited the consolidated financial statements of Personas Social Incorporated and its subsidiaries (together, the "Company"), which comprise the consolidated statements of financial position as at December 31, 2021 and 2020 and the consolidated statements of loss and comprehensive loss, changes in shareholders' equity (deficiency) and cash flows for the year ended December 31, 2021 and ten-months' period ended December 31, 2020, 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, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the year ended December 31, 2021 and ten-months' period ended December 31, 2020 in accordance with International Financial Reporting Standards ("IFRS").

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards ("GAAS"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audits of the Consolidated Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audits 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.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the consolidated financial statements, which indicates that the Company incurred a net loss of $3,897,701 for the year ended December 31, 2021 and has an accumulated deficit of $39,367,508 as at December 31, 2021. As stated in Note 1, these events and conditions, along with other matters as set forth in Note 1 indicate that a material uncertainty exits that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Management's Discussion and Analysis filed with the relevant Canadian securities' commissions, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated 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 consolidated financial statements or our knowledge obtained in the audits or otherwise appears to be misstated. 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.

Auditor's Responsibilities for the Audits 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 GAAS 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 GAAS, we exercise professional judgement and maintain professional skepticism throughout the audits. 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 audits 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 audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

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.

The engagement partner on the audits resulting in this independent auditor's report is Ahmad Aslam, CPA, CA.

Zeifmans LLP

Toronto, Ontario
August 1, 2022

Chartered Professional Accountants
Licensed Public Accountants

Personas Social Incorporated
Consolidated Statements of Financial Position
As At December 31, 2021 and 2020
(Expressed in Canadian Dollars)

	December 31, 2021	December 31, 2020
Assets		
Current assets		
Cash	$100,155	$87,241
Trade receivables, net of expected credit losses (Note 13)	181,908	246,164
Due from related parties (Note 11)	15,048	-
Other receivables and deposits	112,500	320,904
Finance lease receivable (Note 5)	-	182,810
Prepaid expenses and deposits	92,699	91,002
Total current assets	502,310	928,121
Non-current assets		
Prepaid expenses	-	51,213
Finance lease receivable (Note 5)	-	436,551
Property and equipment (Note 6)	62,404	920,439
Goodwill (Note 4)	2,798,805	5,768,390
Total non-current assets	2,861,209	7176,593
Total assets	$3,363,519	$8,104,714
Liabilities		
Current liabilities		
Trade payables and accrued liabilities (Notes 7)	$2,622,019	$3,158,036
Customer deposits	1,523,212	1,399,669
Due to related parties (Note 11)	1,919,317	1,926,921
Secured notes (Note 10)	250,000	250,000
Finance lease liabilities (Note 15)	-	350,854
Total current liabilities	6,314,548	7,085,480
Non-current liabilities		
Long term deposit	-	67,977
Finance lease liabilities (Note 15)	-	1,372,841
Government assistance	63,509	63,509
Provisions (Note 16)	1,254,456	86,200
Total non-current liabilities	1,317,965	1,590,527
Total liabilities	7,632,513	8,676,007
Shareholders' Equity (deficiency)		
Share capital (Note 9)	32,879,525	32,591,185
Contributed surplus	2,137,134	2,603,696
Warrants reserve (Note 9)	81,855	862,245
Deficit	(39,367,508)	(36,628,419)
	(4,268,994)	(571,293)
Total liabilities and shareholders' equity (deficiency)	$3,363,519	$8,104,714

Nature of operations and going concern (Note 1)
Related party transactions (Note 11)
Legal proceedings, contingencies and provisions (Note 16)
Subsequent events (Note 19)
See accompanying notes

Approved on behalf of the Board

Mark Itwaru, Director **William Lavin, Director**

Personas Social Incorporated

Consolidated Statements of Loss and Comprehensive Loss

For the Year Ended December 31, 2021 and The Ten Months Ended December 31, 2020

(Expressed in Canadian Dollars)

	Year Ended December 31, 2021	Ten Months Ended December 31, 2020
Revenue		
Tipping revenue	$2,802,023	$2,312,770
Virtual currency revenue	1,037,041	887,093
	3,839,064	3,199,863
Cost of revenue	2,280,939	1,859,811
Gross Margin	1,558,125	1,340,052
Expenses		
Wages and benefits	724,129	1,008,027
General and administrative	455,403	617,505
Stock-based compensation (Note 9)	-	685,692
Advertising and promotion	82,183	168,319
Consulting fees (Note 11)	426,471	432,412
Professional fees	315,088	296,782
Bad debt expense	66,685	-
Insurance	141,945	105,739
Rent	272,710	245,925
Depreciation (Note 6)	183,128	141,606
	2,667,742	3,702,007
Net Loss before under noted items	(1,109,617)	(2,361,955)
Interest income	-	411
Goodwill impairment (Note 4)	(2,969,585)	-
Derecognition of certain accounts payable	1,204,568	-
Gain on finance lease derecognition	126,333	-
Loss on lease contract termination	(1,129,456)	-
Recovery of written off receivables	200,774	-
Government assistance	-	37,641
Lease interest income	70,385	84,013
Lease interest expense	(223,507)	(227,289)
Interest expense	(37,500)	(31,250)
Loss on foreign exchange	(26,459)	(154,066)
Accretion expense	(3,637)	(3,108)
	(2,788,084)	(293,648)
Net loss and comprehensive loss for the year	$(3,897,701)	$(2,655,603)
Net loss per share		
Basic	$(0.012)	$(0.008)
Diluted	$(0.012)	$(0.008)
Weighted average number of common shares outstanding		
Basic	325,087,989	322,204,555
Diluted	325,087,989	322,204,555

See accompanying notes

Personas Social Incorporated

Consolidated Statements of Changes in Shareholders' Equity (Deficiency)
For the Year Ended December 31, 2021 and The Ten Months Ended December 31, 2020
(Expressed in Canadian Dollars)

	Share Capital Number	Share Capital Amount	Contributed surplus	Warrants reserve	Deficit	Total shareholders' Equity (Deficiency)
Balance at February 29, 2020	**321,839,359**	**$32,501,185**	**$2,091,809**	**$1,312,074**	**$(34,543,950)**	**$1,361,118**
Net loss and comprehensive loss for the period	-	-	-	-	(2,655,603)	(2,655,603)
Expired options (Note 9)	-	-	(173,805)	-	173,805	-
Expired warrants (Note 9)	-	-	-	(397,329)	397,329	-
Stock-based compensation (Note 9)	-	-	685,692	-	-	685,692
Exercise of warrants (Note 9)	750,000	90,000	-	(52,500)	-	37,500
Balance at December 31, 2020	**322,589,359**	**$32,591,185**	**$2,603,696**	**$862,245**	**$(36,628,419)**	**$(571,293)**
Balance at December 31, 2020	322,589,359	$32,591,185	$2,603,696	$862,245	$(36,628,419)	$(571,293)
Net loss and comprehensive loss for the year	-	-	-	-	(3,897,701)	(3,897,701)
Expired options (Note 9)	-	-	(426,700)	-	426,700	-
Expired warrants (Note 9)	-	-	-	(731,912)	731,912	-
Exercise of options (Note 9)	1,000,000	89,862	(39,862)	-	-	50,000
Exercise of warrants (Note 9)	2,000,000	198,478	-	(48,478)	-	150,000
Balance at December 31, 2021	**325,589,359**	**$32,879,525**	**$2,137,134**	**$81,855**	**$(39,367,508)**	**($4,268,994)**

See accompanying notes

Personas Social Incorporated

Consolidated Statements of Cash Flows

For the Year Ended December 31, 2021 and The Ten Months Ended December 31, 2020

(Expressed in Canadian Dollars)

	Year Ended December 31, 2021	Ten Months Ended December 31, 2020
Cash flows generated from (used in) operating activities		
Net loss for the year	$(3,897,701)	$(2,655,603)
Items not affecting cash:		
Depreciation (Note 6)	183,128	141,606
Goodwill impairment	2,969,585	-
Gain on write back of liabilities	(1,204,568)	-
Gain on finance lease derecognition	(126,333)	-
(Loss) on lease contract termination	1,129,456	-
CEBA income (Note 8)	-	(37,641)
Stock-based compensation (Note 9)	-	685,692
Interest expense	261,007	258,539
Interest income on finance lease	(70,385)	(84,013)
Accretion of lease deposit	3,637	7,941
Accretion of prepaid lease deposit	(10,193)	(5,983)
Interest paid on finance lease	(223,507)	(227,289)
Interest received on finance lease	70,385	84,013
Changes in non-cash working capital items and operating payables		
Trade and other receivables	64,256	(129,912)
Other receivables and deposits	208,404	(133,976)
Prepaid expenses	49,516	63,859
Accounts payable and accrued liabilities	(536,017)	458,514
Increase in provisions	1,168,256	-
Due to/from related parties	(90,906)	1,804,552
Customer deposits	123,543	(70,771)
Net cash generated from (used in) operating activities	**71,563**	**159,528**
Cash generated from investing activities		
Payment received on finance lease receivable	182,810	132,846
Payment for capital assets acquisitions	(75,605)	-
Net cash generated from investing activities	**107,205**	**132,846**
Cash generated from (used in) financing activities		
Proceeds from exercise of warrants and options	200,000	37,500
Interest paid on loans	(15,000)	(16,150)
Payment of finance lease liabilities	(350,854)	(254,962)
Net cash generated from (used in) financing activities	**(165,854)**	**(233,612)**
Net increase in cash	**12,914**	**58,762**
Cash, beginning of year	87,241	28,479
Cash, end of year	**$100,155**	**$87,241**

Non-cash transactions
Impact of IFRS 16 (Note 2)
Shares issued for services and debt settlement (Note 9)

See accompanying notes

1. NATURE OF OPERATIONS AND GOING CONCERN

Nature of Operations

Personas Social Incorporated (formerly, Peeks Social Ltd.) ("Personas", "Personas Social", or the "Company") was incorporated under the provisions of the Business Corporations Act in the Province of British Columbia on May 20, 2004 and on January 10, 2008, was continued under the laws of the Province of Alberta. The Company formally changed its name to "Personas Social Incorporated" on July 22, 2020 after receiving the necessary approvals on July 13, 2020. The Company is a publicly traded Company listed on the TSX Venture Exchange ("TSX-V") under the symbol "PRSN" (formerly, "PEEK"). The Company's principal activity is the offering of social media products and services for use by consumers and businesses, with a focus on mobile (iOS and Android) products. The Company's head office is University Ave, Suite 2614, Toronto, Ontario, Canada, M5E 1W7.

Going Concern

While these consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") on a going concern basis that presumes the Company will continue in operation for the foreseeable future and that the realization of assets and discharge of liabilities and commitments will occur in the normal course of business, there is a material uncertainty related to conditions that may cast significant doubt on the Company's ability to continue as a going concern.

For the year ended December 31, 2021, the Company incurred a net loss of $3,897,701 (Ten months ended December 31, 2020 - $2,655,603) and as at December 31, 2021, the Company had accumulated a deficit of $39,367,508 (December 31, 2020 - $36,628,419).

The Company has not yet realized profitable operations and has mainly relied on non-operational sources of financing to fund operations. Management has been able to raise sufficient funds to finance its operations in the past through private placements of both equity and debt and will need to continue to do so to fund operations in the future (also see note 9 and 19). Management is implementing cost rationalization strategies, targeted marketing and introduction of new revenue stream to achieve profitability in the next years and is endeavoring for continued revenue growth.

These consolidated financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to realize its assets and discharge its liabilities in the normal course of business. Such adjustments could be material.

2. BASIS OF PREPARATION

Statement of Compliance

The Company prepares its consolidated financial statements in accordance with International Financial Reporting Standards ("IFRS") using the accounting policies described herein as issued by International Accounting Standards Board ("IASB"). The preparation of consolidated financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies.

On July 13, 2020, the Company changed its fiscal year-end date from February 28 to December 31 to normalize its financial reporting. Due to this, the comparative consolidated financial statements are for the ten-month period from March 1, 2020 to December 31, 2020. The current year's consolidated statement of loss and comprehensive loss, consolidated statement of changes in shareholders' equity (deficiency) and consolidated statement of cash flows together with related notes are not comparable to the figures presented for the comparative period due to the change in fiscal year-end.

2. BASIS OF PREPARATION (continued)

Basis of Presentation

These consolidated financial statements are presented in Canadian dollars which is also the functional currency of the Company and its subsidiaries. These consolidated financial statements have been prepared on a historical cost basis, except for certain financial assets and financial liabilities which have been measured at their fair values.

Principles of Consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries, Keek Inc., WASD Pro and Primary Petroleum Corporation. The accounting policies of the subsidiaries align with the policies adopted by the Company. Subsidiaries include all entities controlled by the Company. Control exists when the Company has power over the investee, or is exposed, or has rights, to variable returns and the power to affect its returns. All intercompany transactions, balances, and unrealized gains on transactions between group companies are eliminated.

Critical Accounting Estimates and Judgments

Critical accounting estimates

The preparation of consolidation financial statements in accordance with IFRS requires management to make estimates, judgments, and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. The consolidated financial statements include estimates, which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements and may require accounting adjustments based on future occurrences.

2. BASIS OF PREPARATION (continued)

Critical Accounting Estimates and Judgments (continued)

Critical accounting estimates (continued)

Estimates and underlying assumptions are reviewed on a regular basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

The key sources of estimation uncertainty at the statement of financial position date, which have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

Fair value of share-based compensation and warrants

The Company determines the fair value of options and warrants granted using the Black-Scholes option pricing model. Option pricing models require the input of highly subjective assumptions, including the risk-free interest rate, expected share volatility, expected dividend yield and expected life. Changes in these assumptions can materially affect the fair value estimate.

Useful life of property and equipment

The useful life of property and equipment has been determined by management to reflect its usage and economic life.

Provisions

The Company records provisions at its best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

Lease discount rate

Leases have been discounted using the Company's estimated incremental borrowing rate at March 1, 2019 (when IFRS 16 leases was adopted) or at the time of the lease, whichever is later. The incremental borrowing rate is the rate of interest that the Company would have to pay to borrow over a similar term, with a similar security, the funds necessary to obtain an asset of similar value to the right of use asset. Changes in the lease discount rate could materially impact value of the right of use asset, finance lease receivable, and finance lease liability.

Recoverable amount of cash generating unit

The recoverable amount of the cash-generating unit was estimated based on an assessment of value in use using a discounted cash flow approach. The approach uses cash flow projections based upon a financial forecast approved by management, covering a four-year period. Cash flows for the years thereafter are extrapolated using the estimated terminal growth rate. The risk premiums expected by market participants related to uncertainties about the industry and assumptions relating to future cash flows may differ or change quickly, depending on economic conditions and other events.

Critical judgments

In the preparation of these consolidated financial statements, management has made judgments, aside from those that involve estimates, in the process of applying the accounting policies. These judgments can have an effect on the amounts recognized in the consolidated financial statements.

2. BASIS OF PREPARATION (continued)

Critical Accounting Estimates and Judgments (continued)

Critical judgments (continued)

Going concern

These financial statements do not give effect to adjustments, if any, that would be necessary should the Company be unable to continue as a going concern. If the going concern assumption was not used, then the adjustments required to report the Company's assets and liabilities on a liquidation basis could be material to these financial statements.

Provisions

Accounting for provisions including assessments of possible legal contingencies and onerous contracts requires judgement whether or not a present obligation is probable. The nature and type of risks for these provisions differ and judgement is applied regarding the nature and extent of obligations in deciding if an outflow of resources is probable or not. Onerous contract provisions are recognized where the unavoidable costs of meeting the obligations under a contract exceed the economic benefits expected to be received under it.

Provision for expected credit losses ("ECLs")

The provision for expected credit losses is established based on the estimated credit risk of the Company's customers, and sub-lease tenants by examining such factors as the current economic conditions, forward-looking macroeconomic data and historical information (number of overdue days of the customer's balance outstanding as well as the customer's or tenants collection history).

Revenue recognition

The Company applies judgement in determining whether it is acts as the principal or agent on tipping revenue. The Company records tipping revenue on a gross basis as it is the principal in these transactions. The Company has made this conclusion on the basis that it is responsible for the delivery of the livestream or video to the customer, it controls the platform, it controls the virtual currency (coins), and it sets the price of the coins.

Reversal of trade payables

The Company applies judgement in determining whether historical trade payables can be reversed.

Deferred tax assets and liabilities

Management is required to apply judgment in determining whether it is probable that deferred income tax assets will be realized. At December 31, 2021 and 2020, management had determined that future realization of its deferred income tax assets did not meet the threshold of being probable, and as such, has not recognized any deferred income tax assets in the Statements of Financial Position. In addition, the measurement of income taxes payable and deferred income tax assets and liabilities requires management to make judgments in the interpretation and application of the relevant tax laws. The actual amount of income taxes only becomes final upon filing and acceptance of the tax return by the relevant authorities, which occurs subsequent to the issuance of the consolidated financial statements.

Goodwill impairment testing

The Company applies judgement in determining whether goodwill is impaired. Goodwill is reviewed annually for impairment, or more frequently when there are indicators that impairment may have occurred, by comparing the carrying value to its recoverable amount.

3. SIGNIFICANT ACCOUNTING POLICIES

Provisions for ECLs

The Company is exposed to credit risk associated with its trade receivables and lease receivables. Management reviews the trade receivables and lease receivables at each reporting date in accordance with IFRS 9. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, bank balances, and short-term deposits with original maturities of three months or less.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Revenue recognition

The Company applies the requirements of IFRS 15 *Revenue from Contracts with Customers* ("IFRS15"). IFRS 15 utilizes a methodical framework for entities to follow in order to recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods and services. The Company has following streams of revenues:

a) Virtual Currency Revenue

The Company sells virtual currency ("coins") which can be used to tip broadcasters (of videos) on the Company's live streaming social media platform. Coins have a face value of $0.05 US which are sold at a mark-up. All users who own the Company's virtual currency (coins) can request to withdraw their coins at any time at the face value. Upon approval and payment by the Company of requested withdrawals, customer deposits are decreased.

Receipts from the sale of virtual currency are recognized immediately into virtual currency revenue based on the mark-up on the transaction with a corresponding customer deposit recorded for coins received at the face amount.

Periodically, promotional free virtual currency is provided to customers which is expensed as advertising and recorded in customer deposits when granted to users.

b) Tipping Revenue

Tipping revenue is recognized when the virtual currency is spent in e-commerce activity within its live streaming social media platform. All users can access Company's platform for free and they can show their support for broadcasters (of videos) by tipping their broadcasted content using coins. Broadcasted content may also have minimum required tips users must send before they are able to view the broadcasted content. The proportion of tipped coins that go to the broadcaster and the Company are based on the broadcaster's star rating. The proportion of coins earned by broadcasters along with any processing and licensing fees are recognized in cost of revenue.

The Company recognizes all revenues on a gross basis, given it is the principal in these transactions, being responsible for the delivery of the livestream or video to the user, controlling the platform, controlling the virtual currency, as well as setting prices of the virtual currency.

Foreign currency transactions

Foreign currency transactions are initially recorded in Canadian dollars, the Company's functional currency, at the transaction date exchange rate. At the statement of financial position date, monetary assets and liabilities denominated in a foreign currency are translated into the functional currency at the reporting date exchange rate. Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items at period-end exchange rates are recognized in the statement of loss and comprehensive loss.

Non-monetary items measured at historical cost are translated using the historical exchange rate. Non-monetary items measured at fair value are translated using the exchange rates at the date when fair value was determined.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial instruments

Financial assets

Recognition and initial measurement

The Company recognizes financial assets when it becomes party to the contractual provisions of the instrument. Financial assets are measured initially at their fair value plus, in the case of financial assets not subsequently measured at fair value through profit or loss, transaction costs that are directly attributable to their acquisition. Transaction costs attributable to the acquisition of financial assets subsequently measured at fair value through profit or loss are expensed in profit or loss when incurred.

Classification and subsequent measurement

On initial recognition, financial assets are classified as subsequently measured at amortized cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL"). The Company determines the classification of its financial assets, together with any embedded derivatives, based on the business model for managing the financial assets and their contractual cash flow characteristics.

Financial assets are classified as follows:

- Amortized cost - Assets that are held for collection of contractual cash flows where those cash flows are solely payments of principal and interest are measured at amortized cost. Interest revenue is calculated using the effective interest method and gains or losses arising from impairment, foreign exchange and derecognition are recognized in profit or loss. Financial assets measured at amortized cost are comprised of trade receivables and other receivables and deposits.

- Fair value through other comprehensive income - Assets that are held for collection of contractual cash flows and for selling the financial assets, and for which the contractual cash flows are solely payments of principal and interest, are measured at fair value through other comprehensive income. Interest income calculated using the effective interest method and gains or losses arising from impairment and foreign exchange are recognized in profit or loss. All other changes in the carrying amount of the financial assets are recognized in other comprehensive income. Upon derecognition, the cumulative gain or loss previously recognized in other comprehensive income is reclassified to profit or loss. The Company does not hold any financial assets measured at fair value through other comprehensive income.

- Mandatorily at fair value through profit or loss - Assets that do not meet the criteria to be measured at amortized cost, or fair value through other comprehensive income, are measured at fair value through profit or loss. All interest income and changes in the financial assets' carrying amount are recognized in profit or loss. There are no financial assets held as FVTPL.

- Designated at fair value through profit or loss (FVTPL) – On initial recognition, the Company may irrevocably designate a financial asset to be measured at fair value through profit or loss in order to eliminate or significantly reduce an accounting mismatch that would otherwise arise from measuring assets or liabilities, or recognizing the gains and losses on them, on different bases. All interest income and changes in the financial assets' carrying amount are recognized in profit or loss. Financial assets measured at FVTPL are comprised of cash.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial instruments (continued)

Financial assets (continued)

Business model assessment

The Company assesses the objective of its business model for holding a financial asset at a level of aggregation which best reflects the way the business is managed, and information is provided to management. Information considered in this assessment includes stated policies and objectives.

Contractual cash flow assessment

The cash flows of financial assets are assessed as to whether they are solely payments of principal and interest on the basis of their contractual terms. For this purpose, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money, the credit risk associated with the principal amount outstanding, and other basic lending risks and costs. In performing this assessment, the Company considers factors that would alter the timing and amount of cash flows such as prepayment and extension features, terms that might limit the Company's claim to cash flows, and any features that modify consideration for the time value of money

Impairment

The Company recognizes a loss allowance for the expected credit losses associated with its financial assets, other than financial assets measured at fair value through profit or loss. Expected credit losses are measured to reflect a probability-weighted amount, the time value of money, and reasonable and supportable information regarding past events, current conditions and forecasts of future economic conditions. The Company applies the simplified approach for trade receivables. Using the simplified approach, the Company records a loss allowance equal to the expected credit losses resulting from all possible default events over the assets' contractual lifetime.

The Company assesses whether a financial asset is credit-impaired at the reporting date. Regular indicators that a financial instrument is credit-impaired include significant financial difficulties as evidenced through borrowing patterns or observed balances in other accounts and breaches of borrowing contracts such as default events or breaches of borrowing covenants. For financial assets assessed as credit-impaired at the reporting date, the Company continues to recognize a loss allowance equal to lifetime expected credit losses.

For financial assets measured at amortized cost, loss allowances for expected credit losses are presented in the consolidated statements of financial position as a deduction from the gross carrying amount of the financial asset. Financial assets are written off when the Company has no reasonable expectations of recovering all or any portion thereof.

Derecognition of financial assets

The Company derecognizes a financial asset when its contractual rights to the cash flows from the financial asset expire.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial Instruments (continued)

Financial liabilities

Recognition and initial measurement

The Company recognizes a financial liability when it becomes party to the contractual provisions of the instrument. At initial recognition, the Company measures financial liabilities at their fair value plus transaction costs that are directly attributable to their issuance, with the exception of financial liabilities subsequently measured at fair value through profit or loss for which transaction costs are immediately recorded in profit or loss.

Where an instrument contains both a liability and equity component, these components are recognized separately based on the substance of the instrument, with the liability component measured initially at fair value and the equity component assigned the residual amount after deducting from the fair value of the instrument as a whole the amount separately determined for the liability component.

Classification and subsequent measurement

Subsequent to initial recognition, all financial liabilities are measured at amortized cost using the effective interest rate method except for shares to be issued which are recorded at fair value through profit and loss. Interest, gains and losses relating to a financial liability are recognized in profit or loss.

Derecognition of financial liabilities

The Company derecognizes a financial liability only when its contractual obligations are discharged, cancelled or expire.

Property and equipment

Property and equipment are recorded at cost less accumulated amortization and accumulated impairment losses. Cost includes expenditures that are directly attributable to the acquisition of the assets. When equipment includes significant components with different useful lives, those components are accounted for as separate items of equipment and amortized separately.

Amortization is provided so as to write-off the cost less residual value of each item of equipment over its expected useful life at the following annual rates:

Furniture and fixtures	2 years	Straight line
Leasehold improvements	Term of the lease	Straight line
ROU asset	Term of the lease	Straight line
Servers	3 years	Straight line
Domain name	2 years	Straight line

3. SIGNIFICANT ACCOUNTING POLICIES

Impairment of long-lived assets

For purposes of assessing impairment under IFRS, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating unit). The Company has a single cash generating unit. Long-lived assets are tested for impairment annually.

An impairment loss is recognized for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount, which is the higher of fair value less costs to sell or value-in-use. To determine the value-in-use, management estimates expected future cash flows from the cash-generating unit and determines a suitable pre-tax discount rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Company's latest approved budget, adjusted as necessary to exclude the effects of future reorganizations and asset enhancements. Discount factors have been determined for the cash-generating unit and reflect its risk profile as assessed by management.

Impairment losses for the cash-generating unit reduce first the carrying amount of any goodwill allocated to that cash-generating unit, with any remaining impairment loss charged pro rata to the other assets in the cash-generating unit. In allocating an impairment loss, the Company does not reduce the carrying amount of an asset below the highest of its fair value less costs of disposal or its value in use and zero. With the exception of goodwill, all assets are subsequently reassessed for indications that an impairment loss previously recognized may no longer exist. An impairment charge is reversed if the assets' recoverable amount exceeds its carrying amount only to the extent of the new carrying amount does not exceed the carrying value of the asset had it not originally been impaired.

Investment tax credits

The Company applies for investment tax credits in relation to Scientific Research and Experimental Development ("SR&ED") expenditures incurred. An estimate of the refundable investment tax credits is recorded in the period the expenditures are incurred provided there is reasonable assurance that the investment tax credits will be realized. The expenditures incurred are reduced by the amount of the estimated investment tax credits.

The Company claims SR&ED deductions and related investment tax credits for tax purposes based on management's interpretation of the applicable legislation in the Income Tax Act of Canada. These claims are subject to audit by the Canada Revenue Agency and any adjustments that results could affect investment tax credits recorded in the consolidated financial statements. In the opinion of management, the treatment of research and development for income tax purposes is appropriate. For the years ended December 31, 2021 and 2020, the Company did not recognize any amount relating to investment tax credits. As at December 31, 2021, there were no investment tax credits receivable.

Compound financial instruments

Management is required to apply judgment in determining the classification of the components of compound financial instruments between liability, embedded derivative liabilities, and equity components. Factors considered in making these judgments include but are not limited to the terms and conditions of conversion features or incentive equity instruments granted in conjunction with the financial instrument.

3. SIGNIFICANT ACCOUNTING POLICIES

Convertible notes issued with warrants are evaluated whether any embedded derivatives need to be separated from the host instrument. In accordance with IAS 32.31 for compound financial instruments, because equity instruments are defined as contracts evidencing a residual interest in the assets of an entity after deducting all of its liabilities, the warrants are assigned the residual amount of the consideration after deducting the fair value of the liability components and are subsequently carried at historical cost.

Share-based payments

The Company has a stock option plan for directors, officers, employees and consultants. Each tranche in an award is considered a separate award with its own vesting period and grant date fair value. For employees and those performing employee like services the fair value of each tranche is measured at the date of grant using the Black-Scholes option pricing model (Note 9). For non-employees, the fair value of each tranche is measured based on the fair value of the goods or services received, unless that fair value cannot be estimated reliably, in which case, the Company measures their value based on the fair value of the equity instruments granted. Compensation expense is recognized over the tranche's vesting period based on the number of awards expected to vest with the offset credited to contributed surplus. The number of awards expected to vest is reviewed quarterly with any impact being recognized immediately. . On vesting date, the Company revises the estimate to equal the number of equity instrument that ultimately vested. After vesting date, the Company makes no subsequent adjustment to total equity for goods or services received if the share options are later forfeited or they expire at the end of the share option's life.

Consideration received upon the exercise of stock options is credited to share capital and the fair value attributed to these options is transferred from contributed surplus to share capital.

Share capital

Incremental costs directly attributable to the issuance of common shares are recognized as a deduction, net of tax, from the proceeds in share capital in the period the transaction occurs.

Warrants

Proceeds from unit placements are allocated between common shares and warrants issued on a pro rata basis of their relative fair value within the unit, using the Black-Scholes options pricing model to determine the fair value of warrants issued.

Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation, and the amount can be reliably estimated. Provisions are measured based on management's best estimate of the expenditure required to settle the obligation at the end of the reporting period and are discounted to present value where the effect is material. Additionally, the Company performs evaluations to identify onerous contracts and, where applicable, records provisions for such contracts.

Income taxes

Income tax expense consists of current and deferred tax expense. Current and deferred tax are recognized in profit or loss except to the extent that they relate 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 previous years.

3. SIGNIFICANT ACCOUNTING POLICIES

Income taxes (continued)

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.

Loss per share

Basic loss per share is calculated by dividing the net loss for the period by the weighted average number of common shares outstanding during the period. Diluted loss per share is calculated similar to basic loss per share except that the weighted average number of shares outstanding are increased to include additional common shares that would have been outstanding if potentially dilutive common shares had been issued during the period. The number of additional shares is calculated by assuming that convertible debentures were converted and outstanding stock options and warrants were exercised and that proceeds from such exercises were used to acquire common shares at the average market price during the year. When a net loss is incurred, basic and diluted loss per share are the same because the conversion of convertible debentures and the exercise of options and warrants are anti-dilutive.

IFRS 16 Leases

IFRS 16 specifies how leases will be recognized, measured, presented and disclosed and it provides a single lessee model, requiring lessees to recognize right-of-use assets and lease liabilities for all major leases. The Company's accounting policy under IFRS 16 is as follows:

At inception of a contract, the Company assesses whether a contract is, or contains, a lease based on whether the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of use asset is initially measured based on the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, less any lease incentives received. The assets are depreciated to the earlier of the end of the useful life of the right-of use asset or the lease term using the straight-line method. The lease term includes periods covered by an option to extend if the Company is reasonably certain to exercise that option. In addition, the right-of-use asset can be periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability. The lease liability 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, and the Company's borrowing rate. The Company used its borrowing rate as the discount rate.

3. SIGNIFICANT ACCOUNTING POLICIES

IFRS 16 Leases (continued)

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

When the Company acts as an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The Company assesses the lease classification of a sub-lease with reference to the ROU asset arising from the head lease, not with reference to the underlying asset. To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the ROU asset. If this is the case, then the lease is accounted for as a net investment in lease. If not, then it is an operating lease. As part of this assessment, the Company considers certain indicators such as whether the lease is for the major part of the economic life of the ROU asset.

Government Grants

Grants and government assistance are recorded as revenue in the period related expenses are incurred and when reasonable assurance exists that the Company has complied with the terms and conditions of the approved grant program and there is reasonable assurance that the proceeds will be received.

Recent 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, 2021 (unless otherwise stated). The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

Interest Rate Benchmark Reform – Phase 2: Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16.

The amendments provide temporary reliefs which address the financial reporting effects when an interbank offered rate (IBOR) is replaced with an alternative nearly risk-free interest rate (RFR). The amendments include the following practical expedients:

- A practical expedient to require contractual changes, or changes to cash flows that are directly required by the reform, to be treated as changes to a floating interest rate, equivalent to a movement in a market rate of interest
- Permit changes required by IBOR reform to be made to hedge designations and hedge documentation without the hedging relationship being discontinued
- Provide temporary relief to entities from having to meet the separately identifiable requirement when an RFR instrument is designated as a hedge of a risk component

These amendments had no impact on the consolidated financial statements of the Company. The Company intends to use the practical expedients in future periods if they become applicable.

Amendments to IAS 37 - Provisions, Contingent Liabilities, and Contingent Assets

In May 2020, the IASB issued amendments to clarify the costs that a company should include as the cost of fulfilling a contract when assessment is made as to whether a contract is onerous. The amendment is effective January 1, 2022, with early adoption permitted. The Company has not early adopted these amendments and does not expect these amendments to have a material impact on the Company.

(Expressed in Canadian Dollars)

4. GOODWILL

	December 31, 2021	December 31, 2020
Personas Social	$2,798,805	$5,768,390
	$2,798,805	$5,768,390

The recoverable amount of the Company's CGU was estimated based on an assessment of its value in use using a discounted cash flow approach. The approach uses cash flow projections based upon a financial forecast approved by management and the Board of Directors, covering a four-year period. Cash flows for the years thereafter are extrapolated using the estimated terminal growth rate. The risk premiums expected by market participants related to uncertainties about the industry and assumptions relating to future cash flows may differ or change quickly, depending on economic conditions and other events. The Company has made certain assumptions in determining the cash flow projections based on budgets approved by management and include management's best estimate of expected market conditions. The cash flow projections include certain key assumptions regarding revenue growth rates, terminal revenue growth rates and the discount rate. Accordingly, it is reasonably possible that future changes in assumptions may negatively impact future valuations of goodwill and the Company would be required to recognize an impairment loss. Based on the current year evaluation, the Company recognized an impairment loss of $2,969,585.

The following are key assumptions on which management based its determinations of the recoverable amount for goodwill based on the CGU's value in use:

Assumptions	
Budgeted sales growth rate (average of next four years)	15%
Pre-tax discount rate	30%
Terminal growth rate	2%

The Company analyzed the cash flow forecast and considered key drivers/variables such as active monthly broadcasters, average monthly revenue per active broadcaster, and actual results compared to projected results in the prior year forecast. The terminal value has been calculated consistently following the same basis used in previous years. The discount rate used is the weighted average cost of capital.

(Expressed in Canadian Dollars)

5. FINANCE LEASE RECEIVABLE

The Company and landlord have terminated the lease agreement effective February 2022 owing to an ongoing disagreement between the parties. As a result, the Company has de-recognized all finance lease related assets and liabilities with December 31, 2021 (also see note 15 & 16). The Company has recognized gain on finance lease de-recognition as follows:

	December 31, 2021
Finance lease receivable	$436,551
Finance lease liability	(1,372,841)
Prepaid rent expenses	59,445
ROU net balance	750,512
Gain recognized, December 31, 2021	**$126,333**

	Year ended December 31, 2021
Finance lease receivable, December 31, 2020	$619,361
Lease payments received	(253,195)
Interest income recognized	70,385
Finance lease derecognition	(436,551)
Finance lease receivable, December 31, 2021	**-**
Current portion of Finance Lease Receivable	-
Long term portion of finance lease receivable	**$-**

(Expressed in Canadian Dollars)

6. PROPERTY AND EQUIPMENT

	Furniture and fixtures	Leasehold improve--ments	Servers	Right of use assets	Domain names	Total
Cost						
Balance at February 29, 2020	$41,440	$79,277	$-	$1,189,491	$4,054	$1,314,262
Addition	-	-	-	-	-	-
Balance at December 31, 2020	41,440	$79,277	-	1,189,491	4,054	1,314,262
Deletion	-	-	-	(1,189,491)		(1,189,491)
Addition	-	-	75,605	-	-	75,605
Balance at December 31, 2021	**41,440**	**79,277**	**75,605**	**-**	**4,054**	**200,376**
Accumulated Amortization						
Balance at February 29, 2020	(41,440)	(79,277)	-	(127,446)	(4,054)	(252,217)
Depreciation expense	-	-	-	(141,606)	-	(141,606)
Balance at December 31, 2020	(41,440)	(79,277)	-	(269,052)	(4,054)	(393,823)
Depreciation expense	-	-	(13,201)	(169,927)	-	(183,128)
Deletion	-	-	-	438,979	-	438,979
Balance at December 31, 2021	**$(41,440)**	**$(79,277)**	**$(13,201)**	**-**	**$(4,054)**	**$(137,972)**
Net book value as at:						
December 31, 2020	$-	$-	$-	$920,439	$-	$920,439
December 31, 2021	**$-**	**$-**	**62,404**	**$-**	**$-**	**$62,404**

(Expressed in Canadian Dollars)

7. TRADE PAYABLES AND ACCRUED LIABILITIES

Trade payables and accrued liabilities are comprised of the following:

	December 31, 2021	December 31, 2020
Trade payables	$2,188,556	$2,739,573
Accrued liabilities	433,463	418,463
Total trade payables and accrued liabilities	**$2,622,019**	$3,158,036

8. GOVERNMENT ASSISTANCE

Canada Emergency Wage Subsidy
For the ten months ended December 31, 2020, the Company received Canada Emergency Wage Subsidy (CEWS) $60,410 government assistance which was recorded as a reduction in salaries.

Canada Emergency Business Account Loan
For the ten months ended December 31, 2020, the Company obtained $100,000 in revolving credit from the Government of Canada under the Canada Emergency Business Account Loan ("CEBA") COVID-19 Economic Response Plan. CEBA is granted in the form of an interest- free revolving credit line of which up to $100,000 may be drawn. On January 1, 2021, any balance remaining on the revolving credit line will automatically convert to a non-revolving term loan. Effective January 1, 2024, any outstanding balance on the term loan shall bear interest at a rate of 5% per annum. The term loan matures on December 31, 2025. If $70,000 of the outstanding balance of the non-revolving term loan is repaid on or before December 31, 2023, the remaining $30,000 of the balance shall be forgiven. The Company used the assumption of 5% discount rate to determine the fair value of the interest-free period. The difference between the amount received in cash and the related fair value was considered a government grant and was recognized as an item of income in the respective statement of operations.
The Company drew the full $100,000 available to it under the CEBA program and intends to repay $70,000 on or before December 31, 2023. Management estimates the Company will have appropriate liquidity and director support to be able to make the $70,000 repayment and realize the forgiveness portion.

	For the Year ended December 31, 2021	For the Ten Months ended December 31, 2020
Beginning balance	$63,509	$-
Amounts obtained during the period	-	100,000
Less: forgivable portion recognized as grant revenue	-	(30,000)
Future expected repayment	-	70,000
Less: discounting of loan at 5% recognized as grant income	-	(6,491)
Government assistance	**$63,509**	$63,509

(Expressed in Canadian Dollars)

9. SHARE CAPITAL

Authorized	
Unlimited	common shares, no par value

On February 19, 2021, the Company issued an aggregate of 1,000,000 Shares at a price of $0.05 per share, to satisfy 1,000,000 share options exercised by the holders, as a result, an amount of $39,862 has been allocated from contributed surplus.

On March 9, 2021, the Company issued an aggregate of 2,000,000 shares at a price of $0.075 per share, to satisfy 2,000,000 warrants exercised by the holders, as a result, an amount of $48,478 has been allocated from warrants reserve.

On August 4, 2020, the Company issued an aggregate of 750,000 shares at a price of $0.07 per share, to satisfy 750,000 warrants exercised by the holders, as a result, an amount of $52,500 has been allocated from warrants reserve.

Warrants

As at December 31, 2021, a summary of the status of the Company's warrants is presented below:

	Year Ended December 31, 2021		Ten Months Ended December 31, 2020	
	Number of Warrants	**Weighted Average Exercise Price**	Number of Warrants	Weighted Average Exercise Price
Beginning balance	48,522,860	$0.13	57,069,110	$0.13
Exercised	(2,000,000)	$0.075	(750,000)	$0.05
Expired	(42,522,860)	$0.13	(7,796,250)	$0.35
Ending balance	**4,000,000**	$0.58	48,522,860	$0.13

(Expressed in Canadian Dollars)

9. SHARE CAPITAL (continued)

Warrants (continued)

The Company had the following warrants outstanding at December 31, 2021:

Number of Warrants	Exercise Price	Expiry Date
4,000,000	$0.58	June 1, 2022

During the ten months ended December 31, 2020, 7,796,250 warrants expired and the Company reclassified $397,329 from warrants reserve to deficit.

During the year ended December 31, 2021, 42,522,860 warrants expired and the Company reclassified $731,912 from warrants reserve to deficit.

Stock Option Plan

The Company has a stock option plan (the "Plan") which provides for the issuance of stock options to directors, officers, employees, consultants, and preferred partners with exercise prices not less than the discounted market price on the date of grant. The Plan restricts the maximum number of stock options authorized by the Board of Directors for issuance at any one time to 55,762,003 as at December 31, 2021. Options granted under the Stock Option Plan to persons who do not perform investor relations activities for the Company vest over a period as determined by the Board of Directors. Options granted to consultants performing investor relations activities vest in stages over 12 months with no more than one quarter of the options vesting in any three-month period.

In the year ended February 29, 2020, the Company granted an aggregate of 40,967,800 options to certain directors, officers, advisors and contractors in accordance with the Company's Stock Option Plan, of which 31,992,800 were granted to directors and senior officers. These options are fully vested. The options expire on June 30, 2024 and January 31, 2025. 6,975,000 options issued on June 27, 2019 vest over a period of 16 months, 1/5 on date of grant and every 4 months thereafter. 33,992 options issued on January 6, 2020 vest over a period of one year, 1/5 on date of grant and every 2 months thereafter.

(Expressed in Canadian Dollars)

9. SHARE CAPITAL (continued)

Stock Option Plan (continued)

The following summarizes the stock option activities under the Plan:

	Year Ended December 31, 2021		Ten Months Ended December 31, 2020	
	Number of Options	**Weighted Average Exercise Price**	Number of Options	Weighted Average Exercise Price
Beginning balance	44,587,800	$0.13	45,903,633	$0.16
Exercised	(1,000,000)	$0.05	-	-
Expired/cancelled	(3,045,000)	$1.18	(1,315,833)	$1.04
Ending balance	**40,542,800**	**$0.06**	44,587,800	$0.13
Exercisable	**40,542,800**	**$0.06**	44,587,800	$0.13

The Company had the following options outstanding at December 31, 2021:

Exercise Price	**Expiry**	**Options Outstanding**	**Weighted Average Remaining Contractual Life**	**Weighted Average Exercise Price**	**Options Exercisable**
$0.05	June 30, 2024	39,967,800	2.99 years	$0.05	39,967,800
$0.60	January 31, 2025	575,000	0.74 years	$0.60	575,000
		40,542,800	**2.95 years**	**$0.058**	**40,542,800**

For the year ended December 31, 2021, the Company recognized share-based compensation expense of $ Nil (Ten months ended December 31, 2020: $685,692).

(Expressed in Canadian Dollars)

10. SECURED NOTES

In October 2018, the Company issued $250,000 principal secured notes, which bear interest at a rate of 15% per annum payable monthly, with the principal balance being repayable twelve months from the date issued. These notes are secured by a General Security Agreement over all present and future assets and intangibles of the Company. As at December 31, 2021, there is $250,000 outstanding (December 31, 2020 – $250,000).

During the year ended December 31, 2021, the Company made interest payments of $16,150 (Ten months ended December 2020: $15,000) to certain holders.

11. RELATED PARTY TRANSACTIONS

	December 31, 2021	December 31, 2020
Due from Peeks.com	$15,048	-
Total	**$15,048**	**$-**

	December 31, 2021	December 31, 2020
Due to Riavera	$1,860,413	$1,926,921
Due to Mark Itwaru	58,904	-
Total	**$1,919,317**	$1,926,921

Related party transactions are in the normal course of business and are measured at the exchange amount which is the amount of consideration established by and agreed to by the related parties. Related party transactions for the year ended December 31, 2021, are as follows:

(Expressed in Canadian Dollars)

Consulting fees

The Company incurred $112,500 (Ten months ended December 31, 2020 - $375,000) in consulting fees expense with Riavera Corp., a Company owned by the controlling shareholder of the Company (CEO of Personas Social), in relation to management consulting and technology integration services. The balance is unsecured, non-interest bearing with no set terms of repayment.

Key management compensation

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director (whether executive or otherwise). The compensation expense incurred with key management, which included all directors as well as Chief Executive Officer and Chief Financial Officer for the year ended December 31, 2021, was $210,000 (Ten months ended December 31, 2020: $767,119) included in consulting fees and stock-based compensation.

12. SEGMENTED INFORMATION

The Company has one operating segment. Management assesses performance and makes decisions about allocating resources based on this one segment. All of the Company's assets are located in Canada. The following table shows the revenue for the year ended December 31, 2021 and the ten months ended December 31, 2020, based on the geographic location of the customers.

	December 31, 2021	December 31, 2020
Canada	$101,811	$108,293
United States	2,552,214	2,478,431
Africa, The Middle East, and India	881,651	437,844
Europe	232,109	147,271
Others	71,279	28,024
Total	**$3,839,064**	**$3,199,863**

(Expressed in Canadian Dollars)

13. TRADE RECEIVABLES, NET OF EXPECTED CREDIT LOSSES ("ECLs")

During the year ended December 31, 2021, the Company had net trade receivables of $181,908 (December 31, 2020: $246,164) with expected credit losses determined according to a past due provision matrix as follows:

December 31, 2021

	0 – 30 days	31 – 60 days	61+days	Total
Trade receivables	$183,745	$-	$-	$183,745
Default ECL rates (%)	1.0%	1.0%	1.0%	
Expected Credit Losses	$1,837	$-	$-	$1,837
Trade receivables (net)	**$181,908**	**$-**	**$-**	**$181,908**

December 31, 2020

	0 – 30 days	31 – 60 days	61+days	Total
Trade receivables	$248,651	$-	$-	$248,651
Default ECL rates (%)	1.0%	1.0%	1.0%	
Expected Credit Losses	$2,487	$-	$-	$2,487
Trade receivables (net)	$246,164	$-	$-	$246,164

14. INCOME TAXES

The Company's income tax expense (recovery) differs from the expense (recovery) calculated by applying the combined Canadian federal and provincial statutory rate of approximately 26.50% (2020 - 26.50%) to the net loss before tax as follows:

	For the Year ended December 31 2021	For the Ten Months ended December 31, 2020
Net loss before income taxes	$(3,897,701)	$(2,655,603)
Income tax recovery at statutory rates	(1,032,891)	(703,735)
Tax rate changes	104,958	50,310
Non-deductible (taxable) expenses	-	(40,058)
Goodwill impairment	786,940	-
Stock-based compensation	-	163,195
Other	(102,302)	163,195
Change in unbooked tax assets	243,295	530,288
Income tax (recovery) expense	**$-**	$-

(Expressed in Canadian Dollars)

14. INCOME TAXES (continued)

The significant components of the Company's temporary differences, unused tax credits and unused tax losses that have not been included on the consolidated statements of financial position are as follows:

	December 31, 2021	December 31, 2020
Non-capital losses carried forward	$19,858,288	$19,612,337
Depreciation/CCA differences	(1,101,383)	(1,098,727)
	18,756,905	18,513,610
Valuation allowance	(18,756,905)	(18,513,610)
	$-	$-

Deferred tax benefits that may arise in respect of the Company's these items because it is not probable that future taxable profit will be available against which the Company.

The Company has available non-capital losses that may be carried forward to apply against future years income for income tax purposes. The non-capital tax losses expire as follows:

2029	$198,192
2030	2,827,513
2031	9,277,218
2032	17,985,336
2033	25,279
2034	14,288,756
2035	9,650,819
2036	4,234,097
2037	6,435,678
2038	874,902
2039	2,886,406
2040	3,383,377
2041	1,941,247
2042	928,117
	$74,936,937

15. FINANCE LEASE LIABILITIES

Subsequent to the termination of lease with effect from February 2020 (also see note 5 & 16), the Company has de-recognized all finance lease assets and liabilities and recognized a gain de-recognition of finance lease in the financial statements for the year ended December 31, 2021.

The continuity of finance lease liabilities for the year ended December 31, 2021 is as follows:

Finance lease liabilities, December 31, 2020	$1,723,695
Lease payments made	(574,361)
Interest expense recognized	223,507
Finance lease derecognition	(1,372,841)
Finance lease liabilities, December 31, 2021	-
Current portion of finance lease liabilities	-
Long term portion of finance lease liabilities	**$-**

16. LEGAL PROCEEDINGS, CONTINGENCIES, AND PROVISIONS

The Company, in the course of its normal operations, is subject to claims, lawsuits, and contingencies. Accruals are made in instances where it is probable that liabilities may be incurred and where such liabilities can be reasonably estimated. Although it is possible that liabilities may be incurred in instances for which no accruals have been made, the Company does not believe that the ultimate outcome of these matters would have a significant impact on its consolidated financial position.

(a) During the year ended February 28, 2017, a claim was initiated against the Company regarding finder's fees for brokering investments and business partnerships. The Plaintiff claimed damages in the amount of $15,650,000. The Company is defending the lawsuit and believes the claim is completely without merit. Although the outcome of the claim is not determinable, Management strongly believes the financial impact is insignificant and has accrued the estimated financial effect of $50,000 in trade payables and accrued liabilities. The claim remains outstanding as at December 31, 2021.

(b) The Company has recorded a provision for expected decommissioning costs for an oil/gas well owned by one of the Company's subsidiaries.

(c) A Statement of Claim was filed in the Ontario Superior Court of Justice on September 18, 2020 by the landlord of a leased property (the Company's office at 181 University Ave, Toronto). In February 2022, the lease arrangement was terminated. The lease expense was approximately $42,620 per month net of sales tax. The Company is currently in litigation with the landlord regarding the office lease.

    (i) The plaintiff seeking (among other relief) an order requiring Personas to pay arrears of rent in the amount of approx. $385,000 as of September 2, 2020 and to pay future monthly lease payments until the expiry of the lease on May 31, 2026 with damages in excess of $3,600,000.

    (ii) The plaintiff terminated the lease with Personas on February 14, 2022. In management's view, doing so significantly reduces the total damages which the plaintiff may seek by more than approximately $2,200,000.

    (iii) The Company is defending the lawsuit and is currently in very early stage of proceedings. The management, in consultation with the Company's legal adviser, has made an estimated provision of $1,129,456 in these consolidated financial statements for the year ended December 31, 2021.

    (iv) The Company has also de-recognized all associated finance lease receivable and associate liabilities (Note 15).

(Expressed in Canadian Dollars)

17. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company has classified its financial instruments as under:

As at	December 31 2021	December 31, 2020
Financial assets, measured at fair value:		
Cash	100,155	87,241
Financial assets, measured at amortized cost:		
Trade receivables, net of expected credit losses	183,908	246,164
Due from related parties	15,048	-
Other receivables and deposits	112,500	320,904
Finance lease receivable	-	182,810
Financial liabilities, measured at amortized cost:		
Trade payables and accrued liabilities	2,622,019	3,158,036
Customer deposits	1,523,212	1,399,669
Due to related parties	1,919,317	1,926,921
Secured notes	250,000	250,000
Finance lease liabilities	-	350,854
Government assistance	63,509	63,509
Provisions	1,254,456	86,200

(a) Fair Values

The Company follows a three-tier categorization for its financial instruments carried at fair values. The hierarchy is summarized as:

- Level 1 – quoted prices (unadjusted) in active markets for identical assets and liabilities;
- Level 2 – inputs that are observable for the asset or liability, either directly (prices) or indirectly (derived from prices) from observable market data; and
- Level 3 – inputs for assets and liabilities not based upon observable market data.

As at December 31, 2021, and December 31, 2020, cash was carried at Level 1 in the fair value hierarchy. The Company does not have financial instruments categorized in Level 2 or Level 3 of the fair value hierarchy.

The carrying amounts of financial instruments carried at amortized cost i.e. trade receivables, trade payables and accrued liabilities, customer deposits and due to related parties approximate their fair values due to the short-term maturities of these instruments. The fair values of the secured notes approximate their carrying amounts as they bear terms similar to that of comparable instruments. Fair value represents the amount that would be exchanged in an arm's length transaction between willing parties and is best evidenced by a quoted market price, if one exists.

(b) Market risk

Market risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company’s primary market exposures are to foreign exchange risk and interest rate risk.

17. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

(c) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company's interest rate risk is primarily related to the Company's interest-bearing debts on its consolidated statements of financial position. The secured notes bear interest at fixed rates of 15%, thereby minimizing the Company's exposure to cash flow interest rate risk. The Company considers interest rate risk to be immaterial.

(d) Foreign Currency Risk

The Company is subject to foreign currency rate risk as it enters into transactions denominated in currencies other than the Company's functional currency, which is the Canadian dollar. The maximum exposure to foreign currency risk is equal to amounts held in foreign currencies at the Statement of Financial Position date. As at the reporting date only trade receivables of USD $196,082 the Company had exposure to currency risk being represented in USD. Based on this exposure as at December 31, 2021, and assuming that all other variables remain constant, a 10% change of the USD against the CAD would impact net loss by approximately by $19,608.

(e) 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 through the management of its capital structure as outlined in Note 18 to the consolidated financial statements. The Company has revenue from operations however continues to rely on equity and debt funding to support its growth and corporate activities. Should the need for further equity or debt funding arise, there is a risk that the Company may not be able to sell new common shares at an acceptable price or debt instruments at an acceptable interest rate level.

The Company has sustained losses over the last number of periods and has financed these losses mainly through a combination of equity and debt offerings. Management has been able to raise sufficient funds to finance its operations in the past through private placements of both equity and debt and believes that it has the ability to raise sufficient cash to meet all of its contractual debt that is coming due in 2022 and to fund any operating losses that may occur in the upcoming periods.

With the exception on of the contractual obligations for lease liabilities disclosed in Note 15, all contractual obligations were due within one year.

(Expressed in Canadian Dollars)

17. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

(f) Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge their obligations. Financial instruments that potentially expose the Company to this risk consist of cash, trade receivables, and finance lease receivables. The Company's cash is on deposit with Canadian Tier 1 chartered banks therefore the associated credit risk is low. Trade receivable, and finance lease receivables are in the normal course of business. The Company's maximum exposure to credit loss is the carrying amount of financial assets at the reporting date, as summarized below:

	December 31, 2021	December 31, 2020
Cash	$100,155	$87,241
Trade receivables	181,908	246,164
Finance lease receivable	-	619,361
Total	**$282,063**	$952,766

The Company reviews the banks and financial institutions it deals with to ensure that standards of credit worthiness are maintained. Trade receivables are with large credit card processing companies with stable financial conditions thereby mitigating Company's credit risk. Historically, the Company has not suffered any material losses related to credit risk. The Company believes it is not exposed to significant credit risk.

18. CAPITAL MANAGEMENT

The Company considers its capital to be its equity attributable to shareholders, which is comprised of share capital, contributed surplus, warrants reserve, and deficit, which as at December 31, 2021, amounted to a deficiency of $4,268,994 (December 31, 2020 - $571,293).

The Company's objectives when managing capital are: to safeguard its ability to continue as a going concern; and, to have sufficient capital to fund the growth and operations of its social media products and technologies for the benefit of its shareholders.

There were no changes in the Company's management of its capital during the year ended December 31, 2021. The Company is not subject to any externally imposed capital requirements.

In order to maintain its capital structure, the Company is dependent on equity and/or debt funding and, when necessary, raises capital through the issuance of equity instruments, comprised of common shares, warrants, and incentive stock options, and through the issuance of debt instruments. The Company reviews its capital management methods and requirements on an ongoing basis and makes adjustments accordingly.

19. SUBSEQUENT EVENTS

(a) Issuance of common shares and warrants

On March 1, 2022, the Company completed a non-brokered private placement offering of 2,400,000 units at a price of $0.05 per unit for aggregate gross proceeds of $120,000. Each unit consists of one common share of the Company and one-half of one common share purchase warrant (a "Warrant"). Each whole Warrant issued under this financing entitles the holder to acquire one additional common share at a price of $0.075 until [date of expiry.]. If at any time the daily volume weighted average closing price of the Company's common shares on the TSX Venture Exchange is $0.15 or more for a period of ten (10) consecutive days, the Company is entitled to notify all holders of Warrants of its intention to force the exercise of the Warrants following which the holders of Warrants shall have thirty (30) days from the date of the press release to exercise the Warrants. All of the common shares and Warrants issued in connection with this financing are subject to a statutory four-month hold period in accordance with applicable securities laws. The proceeds raised under this financing are expected to be used to support the Company's product development, online platforms and for general working capital purposes.

(b) Lease arrangement

The Company entered into a lease agreement on March 29, 2022 for its new office location at University Ave, Suite 2614, Toronto, Ontario, Canada, M5E 1W7. The lease term is for three years starting from July 1, 2022, to June 30, 2025. Monthly rental payments is approximately $9,500 per month.

(c) Expiry of warrants

4,000,000 share purchase warrants expired unexercised on June 1, 2022.

20. AUTHORIZATION OF CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements were authorized for issuance by the Board of Directors on August 1, 2022.