ELEMENT LIFESTYLE RETIREMENT INC.

Consolidated Financial Statements

Years Ended May 31, 2021 and 2020

ELEMENT LIFESTYLE RETIREMENT INC.

Management's Responsibility for Financial Reporting

To the Shareholders of Element Lifestyle Retirement Inc.:

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

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

The Board is responsible for overseeing management in the performance of its financial reporting responsibilities and for approving the financial information included in the annual report. The Board fulfils these responsibilities by reviewing the financial information prepared by management and discussing relevant matters with management and external auditors. The Audit Committee has the responsibility of meeting with management and external auditors to discuss the internal controls over the financial reporting process, auditing matters and financial reporting issues. The Committee is also responsible for recommending the appointment of the Company's external auditors.

MNP LLP is appointed by the shareholders to audit the financial statements and report directly to them; their report follows. The external auditors have full and free access to, and meet periodically and separately with, both the Committee and management to discuss their audit findings.

September 27, 2021

"Michael Diao"
Director

"John Gilbert"
Director

Independent Auditor's Report

To the Shareholders of Element Lifestyle Retirement Inc.:

Opinion

We have audited the consolidated financial statements of Element Lifestyle Retirement Inc. and its subsidiaries (the "Company"), which comprise the consolidated statements of financial position as at May 31, 2021 and May 31, 2020, and the consolidated statements of loss and comprehensive loss, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at May 31, 2021 and May 31, 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with 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 has incurred an accumulated deficit during the year ended May 31, 2021. As stated in Note 1, these events or conditions, indicate that a material uncertainty exists 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 Management's Discussion and Analysis.

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 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 materially misstated. We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. 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 International Financial Reporting Standards, 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.

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

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

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

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

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

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

Vancouver, British Columbia

MNP LLP

September 27, 2021

Chartered Professional Accountants

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ELEMENT LIFESTYLE RETIREMENT INC.
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian dollars)
(Exhibit I)

As at		May 31, 2021		May 31, 2020
ASSETS				
Current				
Cash	$	**102,050**	$	335,908
Accounts receivable and other receivables (*Note 5*)		**150,417**		123,581
Note receivable *(Note 6)*		**204,247**		704,247
Prepaid expenses		**15,503**		14,053
Due from related parties *(Note 15)*		**1,403,050**		1,892,474
		1,875,267		3,070,263
Long term investment		**19**		19
Property and equipment (*Note 7*)		**81,793**		283,018
Trade-marks (*Note 8*)		**27,147**		27,147
Total assets	$	**1,984,226**	$	3,380,447
LIABILITIES				
Current				
Accounts payable and other payables (*Note 9*)	$	**186,865**	$	186,845
Customer deposit		**-**		10,000
Lease liabilities - current *(Note 10)*		**48,400**		79,795
		235,265		276,640
Convertible debentures (*Note 11*)		**2,197,374**		1,975,552
Lease liabilities - long term *(Note 10)*		**-**		48,400
Total liabilities		**2,432,639**		2,300,592
SHAREHOLDERS' EQUITY				
Share capital *(Note 12)*		**9,166,702**		9,166,702
Share issuance costs *(Note 12)*		**(260,385)**		(260,385)
Reserve - options (*Note 12*)		**73,197**		144,311
Equity component of convertible debentures (*Note 11*)		**677,998**		677,998
Contributed surplus		**558,369**		487,255
Deficit *(Exhibit III)*		**(10,664,294)**		(9,136,026)
		(448,413)		1,079,855
Total liabilities and shareholders' equity	$	**1,984,226**	$	3,380,447

Going concern (*Note 1*)

On behalf of the Board

"John Gilbert" Director

"Michael Diao" Director

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

ELEMENT LIFESTYLE RETIREMENT INC.
CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian dollars)
(Exhibit II)

For the years ended		May 31, 2021		May 31, 2020
REVENUE				
Consulting fees	$	**82,989**	$	-
Management fees		**240,000**		120,000
		322,989		120,000
EXPENSES				
Accretion expense *(Note 11*)		**221,822**		199,430
Amortization (*Note 7*)		**208,682**		196,899
Consulting fees		**422**		152,005
General & administration		**180,664**		182,355
Interest expense		**175,702**		178,051
Marketing and promotion		**53,489**		96,046
Professional fees		**86,648**		103,839
Rent		**48,524**		56,839
Salaries, wages and benefits		**786,282**		1,301,726
Subcontroctors		**105,250**		49,880
Travel		**22,380**		62,031
		1,889,865		2,579,101
LOSS FROM OPERATIONS		**(1,566,876)**		(2,459,101)
OTHER INCOME				
Other income (*Note 13*)		**38,608**		98,100
LOSS AND COMPREHENSIVE LOSS FOR THE YEAR	$	**(1,528,268)**	$	(2,361,001)
Basic and diluted loss per common share	$	**(0.02)**	$	(0.03)
Weighted average number of shares outstanding		**70,478,299**		70,478,299

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

ELEMENT LIFESTYLE RETIREMENT INC.
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Expressed in Canadian dollars)
(Exhibit III)

	Common shares outstanding	Paid-in capital	Warrants	Contributed surplus	Equity component of conertible debenture	Stock-based compensation reserve	Share issurance costs	Deficit	Total
Balance, May 31, 2019	70,478,299 $	9,166,702 $	444,820 $	42,435 $	677,998 $	144,311 $	(260,385) $	(6,775,025) $	3,440,856
Expired warrants	-	-	(444,820)	444,820	-	-	-	-	-
Comprehensive loss for the year	-	-	-	-	-	-	-	(2,361,001)	(2,361,001)
Balance, May 31, 2020	70,478,299 $	9,166,702 $	- $	487,255 $	677,998 $	144,311 $	(260,385) $	(9,136,026) $	1,079,855
Expired options (*Note 12*)	-	-	-	71,114	-	(71,114)	-	-	-
Comprehensive loss for the year	-	-	-	-	-	-	-	(1,528,268)	(1,528,268)
Balance, May 31, 2021	70,478,299 $	9,166,702 $	- $	558,369 $	677,998 $	73,197 $	(260,385) $	(10,664,294) $	(448,413)

Supplemental disclosure with respect to shareholders' equity (*Note 12*)

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

ELEMENT LIFESTYLE RETIREMENT INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian dollars)
(Exhibit IV)

For the years ended		**May 31, 2021**		May 31, 2020
CASH FLOWS USED IN OPERATING ACTIVITIES				
Loss for the year	$	**(1,528,268)**	$	(2,361,001)
Items not affecting cash:				
Amortization (Note 7)		**208,682**		196,899
Accretion expense (*Note 11*)		**221,822**		199,430
Interest expense (*Note 10*)		**4,205**		8,051
Changes in non-cash working capital:				
Other receivables		**(26,836)**		25,152
Prepaid expenses		**(1,450)**		3,155
Accounts payable & other payables		**20**		23,360
Customer deposit		**(10,000)**		-
		(1,131,825)		(1,904,954)
CASH FLOWS USED IN INVESTING ACTIVITIES				
Purchase of property and equipment		**(7,457)**		(17,564)
Trade-marks		**-**		(5,272)
		(7,457)		(22,836)
CASH FLOWS USED IN FINANCING ACTIVITIES				
Due from related party		**489,424**		(126,742)
Payment of note receivable		**500,000**		-
Repayment of other long-term liabilities		**(84,000)**		(84,000)
		905,424		(210,742)
CHANGE IN CASH DURING THE YEAR		**(233,858)**		(2,138,532)
CASH, BEGINNING OF THE YEAR		**335,908**		2,474,440
CASH, END OF THE YEAR	$	**102,050**	$	335,908

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Nature of operations

Element Lifestyle Retirement Inc. (the "Company" or "ELM") (formerly "Sonoma Resources Inc.""Sonoma") was incorporated under the British Columbia Company Act on May 31, 2007. The Company completed a Share Exchange Agreement with the shareholders of Element Lifestyle Retirement Inc. ("Element"), a private company which was incorporated under the Business Corporations Act (British Columbia) on June 12, 2013. Pursuant to which the Element shareholders transferred all of their common shares and preferred shares in exchange for common shares of Sonoma on a 1:1 ratio. The transaction resulted in the former Element shareholders owning approximately 60% of the issued and outstanding common shares of the resulting issuer, and therefore constituted a Reverse Takeover (the "RTO") under the policies of the TSXV Exchange. The ongoing entity has adopted the name Element Lifestyle Retirement Inc. on December 2, 2015 and resumed trading of the common shares of the Company on the TSXV, under the new name and symbol (ELM) on December 4, 2015. The former Element Lifestyle Retirement Inc. has been identified for accounting purposes as the acquirer, now a wholly-owned subsidiary of the Company, has changed its name to Element Lifestyle Management Inc. and accordingly the entity is considered to be a continuation of Element Lifestyle Retirement Inc.

The Company provides development management services for senior retirement communities. The head office and principal address of the Company is located at 1147 Homer Street, Vancouver, BC, V6B 2Y1.

Going concern

As of May 31, 2021, the Company reported a deficit of $10,664,294 (2020: $9,136,026). The Company has experienced operating losses and negative operating cash flows since inception and has no assurance that sufficient financing will be available to continue in operation for the foreseeable future. These consolidated financial statements have been prepared on a going concern basis which presumes the realization of assets and discharge of liabilities for the foreseeable future. The operations of the Company have primarily been funded by the issuance of common shares, convertible debt and consulting income. Continued operations of the Company are dependent on the Company's ability to obtain public equity financing by the issuance of share capital, generate profitable operations in the future or secure additional debt financing. Management's plans in this regard is to secure additional funds through future equity financings, the issuance of additional debt, none of which may be available or may not be available on reasonable terms. During this fiscal year, a global outbreak of COVID-19 (coronavirus) 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. On November 12, 2020, the Company received $68,100 under the Canada Emergency Wage Subsidy (CEWS). At this time, 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.

These factors may cast significant doubt on the Company's ability to continue as a going concern. Accordingly, the financial statements do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and liquidate its liabilities, contingent obligations and commitments other than in the normal course of business and at amounts different from those in the consolidated financial statements.

2. STATEMENT OF COMPLIANCE

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

The financial statements were approved and authorized for issue by the Board of Directors on September 21, 2021.

3. ADOPTION OF NEW AND REVISED STANDARDS AND CHANGE IN ACCOUNTING POLICIES

Accounting standards issued but not yet effective

A number of new standards, and amendments to standards and interpretations are not yet effective for the year ended May 31, 2021 and have not been early adopted in preparing these consolidated condensed financial statements. These new standards, and amendments to standards and interpretations are either not applicable or are not expected to have a significant impact on the Company's financial consolidated condensed statements. A summary of future IFRS amendments is as follows:

Classification of Liabilities as Current or Non-current (Amendments to IAS1)

On January 23, 2020, the IASB issued amendments to IAS 1 Presentation of Financial Statements, to clarify the classification of liabilities as current or non-current. On July 15, 2020, the IASB issued an amendment to defer the effective date by one year. The amendments removed the requirement for a right to defer settlement or roll over of a liability for at least twelve months to be unconditional to classify such liability as a non-current liability. Instead, such a right must have substance and exist at the end of the reporting period.

The amendments are effective for annual periods beginning on or after January 1, 2023. Early adoption is permitted.

Property, Plant and Equipment – Proceeds before Intended Use (Amendments of IAS 16)

On May 14, 2020, the IASB issued Property, Plant and Equipment - proceeds before intended use (Amendments to IAS 16). The amendments clarify that proceeds from selling items before the related item of Property, Plant and Equipment is available for use should be recognized in the statements of loss and other comprehensive loss, together with the cost of producing those items.

The amendments are effective for annual periods beginning on or after January 1, 2022. Early adoption is permitted.

Annual Improvements to IFRS Standards – 2018 to 2020

On May 14, 2020, the IASB issued Annual Improvements to IFRS Standards – 2018 to 2020
IFRS 9 Financial Instruments – Clarifies which fees are included for the purpose of performing the “10 percent test” for derecognition of financial liabilities.
IFRS 16 Leases – Removes the illustration of payments from the lessor relating to leasehold improvements.

The amendments are effective for annual periods beginning on or after January 1, 2022. Early adoption is permitted.

4. SUMMARY OF SIGNIFICANT ACCOUNT POLICIES

Basis of presentation

The consolidated financial statements have been prepared under the historical cost basis, except for certain financial instruments, which are measured at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

Basis of consolidation

These consolidated financial statements incorporate the financial statements of the Company and the entities controlled by the Company, which consist of:

- Element Lifestyle Management Inc., which was incorporated in British Columbia, and is owned 100% by the Company.
- Element Lifestyle (Vic Harbour West) Inc., which was incorporated in British Columbia, and is owned 100% by the Company.
- Element Medical Equipment Inc., which was incorporated in British Columbia, and it owned 100% by the Company.

- Element Lifestyle Retirement (Hong Kong) Ltd., which was incorporated in Hong Kong, and is owned 100% by the Company.

Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. All significant intercompany transactions and balances have been eliminated on consolidation.

The following accounting policies have been applied consistently to all periods presented in the consolidated financial statements.

Foreign currency

These consolidated financial statements are presented in Canadian dollars, which is the functional and presentation currency of the parent. Each entity determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. The parent and its subsidiaries use the Canadian dollar as their functional currency. Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the end of reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the initial transaction dates. Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

Borrowing Costs

Borrowing costs are incurred that are attributable to acquiring and developing properties and constructing new facilities (qualifying assets) are capitalized and included in the carrying amounts of qualifying assets until those qualifying assets are ready for their intended use. Capitalization commences on the date that expenditures for the qualifying asset are being incurred, borrowing costs are being incurred by the Company and activities that are necessary to prepare the qualifying asset for its intended use are being undertaken. All other borrowing costs are expensed in the period in which they are incurred.

Financial instruments

Financial assets and financial liabilities are initially recognized at fair value, and their subsequent measurement is dependent on their classification. The classification depends on the purpose for which the financial instruments were acquired or issued, their characteristics and the Company's designation of such instruments.

The classification and measurement of financial assets consists of the following categories: (i) measured at amortized cost, (ii) fair value through profit and loss ("FVTPL"), and (iii) fair value through other comprehensive income

("FVTOCI"). Financial assets classified at amortized cost are measured using the effective interest method. Financial assets classified as FVTPL are measured at fair value with gains and losses recognized in the statement of net income except for gains and losses pertaining to impairment or foreign exchange recognized through net income.

The classification and measurement of financial liabilities consists of the following categories: (i) measured at amortized cost and (ii) FVTPL. Financial liabilities classified at amortized cost are measured using the effective interest method. Financial liabilities classified as FVTPL are measured at fair value with changes in fair value attributable to changes in the credit risk of the liability presented in other comprehensive income, and the remaining amount of change in fair value presented in the statement of net income.

	IAS 39 Classification	**IFRS 9 Classification**
Financial Assets		
Cash	FVTPL	Amortized cost
Accounts receivable and other receivables	Loans and receivables	Amortized cost
Note receivable	Loans and receivables	Amortized cost
Financial Liabilities		
Accounts payable and other payables	Other liabilities	Amortized cost
Lease liabilities	Other liabilities	Amortized cost
Convertible debentures	Not applicable	Amortized cost

The Company made the following classifications:

A financial asset is derecognized when the contractual rights to the cash flows from the asset expire, or the rights to receive the contractual cash flows are transferred in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Company is recognized as a separate asset or liability.

A financial liability is derecognized when the Company's contractual obligations are discharged, cancelled or expired.

Financial instruments are comprised of cash, accounts receivable and other receivables, note receivable, accounts payable and other payables, lease liabilities and convertible debentures.

Cash

Cash includes deposits held with Canadian chartered banks. Cash is measured at amortized cost. Interest earned is recorded in the statements of operations and comprehensive loss.

Accounts receivable and other receivables

Accounts receivable and other receivables are initially recorded at fair value and subsequently measured at amortized cost. The carrying value of other receivables, after consideration of the provision for doubtful accounts, approximate their fair value due to the short-term maturity of these instruments.

Note receivable

Note receivable is initially recorded at fair value and subsequently measured at amortized cost, which approximates fair value due to the short-term nature of the instrument.

Accounts payable and other payables

Accounts payable and other payables are initially recorded at fair value and subsequently measured at amortized cost, which approximates fair value due to the short-term nature of the instruments.

Lease liabilities

Lease liabilities are initially recorded at fair value and subsequently measured at amortized cost, which approximates fair value due to the short-term nature of the instruments.

Definition of a lease

At the inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys this right the Company assesses whether:

- The contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset;

- The Company has the right to obtain substantially all of the economic benefits from the use of the asset throughout the period of use; and

- The Company has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used.

At inception or reassessment of a contract that contains lease and non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

Accounting as a lessee under IFRS 16

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

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

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

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in the consolidated statements of operations if the carrying amount of the right-of-use asset has been reduced to $nil.

(a) Transition to IFRS 16

Practical expedients

On transition to IFRS 16, the Company elected to apply the practical expedient to make the assessment of which transactions represent leases. The Company applied IFRS 16 only to contracts that were previously identified as leases under IAS 17 and IFRIC 4. Therefore, the definition of a lease under IFRS 16 was applied only to contracts entered into, or changed, on or after June 1, 2019.

(All dollar amounts expressed in Canadian dollars)

Impacts on financial statements

On transition to IFRS 16, the Company elected to measure the right of use assets at the amount equal to the lease liabilities, adjusted by the amount of any prepaid or accrued lease payments. As at June 1, 2019, the Company recognized $204,144 of right of use assets, and $204,144 of lease liabilities, with a $nil impact on deficit. The transition to IFRS 16 did not have a material impact on the Company's results of operations or liquidity.

When measuring lease liabilities, the Company used its incremental borrowing rate at June 1, 2019, which was 4.95%. Right of use assets are recognized in Right of Use Assets (see Note 7), and lease liabilities are recognized in Lease liabilities (see Note 10).

Convertible debentures

Convertible debentures are compound financial instruments which are accounted for separately by their components: a financial liability and an equity instrument. The financial liability, which represents the obligation to pay coupon interest on convertible debentures in the future, is initially measured at its fair value and subsequently measured at amortized cost. The residual amount is accounted for as an equity instrument at issuance.

The identification of convertible notes components is based on interpretations of the substance of the contractual arrangement and therefore requires judgment from management.

The separation of the components affects the initial recognition of the convertible debenture at issuance and the subsequent recognition of interest on the liability component. The determination of the fair value of the liability is also based on a number of assumptions, including contractual cash flows, discount rates and the presence of any derivative financial instruments.

Property and equipment

Property and equipment are carried at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditures that are directly attributable to the acquisition of the asset. Subsequent costs are capitalized to the asset's carrying amount or recognized as a separate asset, as appropriate, when it is probable that future economic benefits associated with the cost will flow to the Company and the cost can be measured reliably. The carrying amount of a replaced asset is derecognized when replaced. Repair and maintenance costs are charged to net income (loss) during the period in which they are incurred.

The Company records depreciation at rates designed to depreciate the cost of the property and equipment less the estimated residual value over the estimated useful lives. The annual depreciation rates and method is as follow:

Computer equipment	55% declining balance method
Computer software	100% declining balance method
Furniture and fixture	20% declining balance method

Leasehold improvements	5 years straight-line method

The Company allocates the initial cost of an item of equipment to its significant components and depreciates separately each such component. Residual values, method of depreciation and useful lives of the assets are reviewed at least annually and adjusted, if appropriate. Gains and losses on disposals of property and equipment are included in net loss.

Intangible asset

Intangible assets are recorded at cost less any accumulated amortization and accumulated impairment losses.
Impairment for intangible assets with finite lives is tested if there is any indication of impairment.
Intangible assets with finite useful lives are amortized over their estimated useful lives using the following methods and rate:

	Useful life
Trademark	20 years

Amortization begins when assets become available for use. The estimated life, amortization method, and rate are reviewed at the end of each reporting period, with the effect of any changes in estimates being accounted for on a prospective basis.

Revenue

The Company's accounting policy for revenue recognition under IFRS 15 is to follow a five-step model to determine the amount and timing of revenue to be recognized:

1. Identifying the contract with a customer

2. Identifying the performance obligations within the contract

3. Determining the transaction price

4. Allocating the transaction price to the performance obligations

5. Recognizing revenue when/as performance obligation(s) are satisfied.

Revenue includes amounts earned from providing consulting and project management services for developing senior retirement communities together with private residential development along with consulting and management fees associated with the operation of retirement homes.

Consulting and project management fee revenue

Fees generated from consulting services regarding developing senior retirement communities and private residential development is recognized when the services are rendered.

Consulting service revenue

The Company will earn a consulting fee based on a percentage of gross revenues of the operations for consulting services regarding managing retirement homes for third parties. Revenue is recognized when the services are rendered.

Management services revenue

The Company will earn a management fee based on a percentage of gross revenues of the operations for managing retirement homes for third parties. Revenue is recognized when the services are rendered.

The Company recognizes revenue in an amount that reflects the consideration that the Company expects to receive taking into account any variation that may result from rights of return. If the Company is not certain the revenue is collectable, no revenue will be recognized even the services have rendered. The pattern and timing of revenue recognition under the new standard is consistent with prior year practice.

Impairment of non-financial assets

The Company reviews the carrying amounts of its equipment at each reporting date to determine whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss. Non-financial assets, other than goodwill, that have been impaired are reviewed for possible reversal of the impairment at each reporting date.

Share capital

Common shares are classified as shareholders' equity. Transaction costs directly attributable to the issuance of shares are recognized as a reduction from shareholders' equity.

Share-based payments

Share-based payments to employees are measured at the fair value of the instruments issued and are amortized over the vesting periods using a graded attribution approach. Share-based payments to non-employees are measured at the fair value of the goods or services received or at the fair value of the equity instruments issued (if it is determined the fair value of the goods or services cannot be reliably measured), and are recorded at the date the goods or services are received. If, and when, the stock options or warrants are ultimately exercised, the applicable amounts of reserves are transferred to share capital.

The fair value of the options is measured at grant date, using the Black-Scholes option pricing model and is recognized during the period that the employees earn the options. The fair value is recognized as an expense with a corresponding increase in equity. The amount recognized as expense is adjusted to reflect the number of share options expected to vest. Forfeitures of stock options are accounted for as incurred.

Income taxes

Income tax expense comprises current and deferred tax. Income tax is recognized in the consolidated statements of loss and comprehensive loss except to the extent it relates to items recognized or directly in equity.

Current tax

Current tax expense is based on the results for the period as adjusted for items that are not taxable or not deductible. Current tax is calculated using tax rates and laws that were enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. Provisions are established, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

Deferred tax

Deferred taxes are the taxes expected to be payable or recoverable on the difference between the carrying amounts of assets in the consolidated statements of financial position and their corresponding tax bases used in the computation of taxable profit, and are accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences between the carrying amounts of assets and their corresponding tax bases. Deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities:

- are generally recognized for all taxable temporary differences;
- are recognized for taxable temporary differences arising on investments in subsidiaries except where the reversal of the temporary difference can be controlled and it is probable that the difference will not reverse in the foreseeable future; and
- are not recognized on temporary differences that arise from goodwill which is not deductible for tax purposes.

Deferred tax assets:

- are recognized to the extent it is probable that taxable profits will be available against which the deductible temporary differences can be utilized; and
- are reviewed at the end of the reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of an asset to be recovered.

Related Party Transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control and may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

Significant accounting judgments and estimates

The preparation of the consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amount of revenue and expenses during the reporting year.

The Company bases its estimates and assumptions on current facts, historical experience, and various other factors that it believes to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities and the accrual of costs and expenses that are not readily apparent from other sources. These estimates require the extensive use of judgment about the nature, cost and timing of the work to be completed, and may change with future changes to costs, environmental laws and regulations and remediation practices. The actual results experienced by the Company may differ materially and adversely from the Company's estimates. To the extent there are material differences between the estimates and the actual results, future results of operations will be affected.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the statements of financial position date, that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

(i) The timing of significant risks of ownership has been transferred in the revenue transactions.

(ii) The recoverability of the accounts receivable and other receivables and note receivable which are recorded in the statements of financial position.

(iii) The estimated useful lives of furniture, computer equipment, computer software and leasehold improvements which are included in the statements of financial position and the related depreciation included in the statements of comprehensive loss.

(iv) The provision for income taxes which is included in the statements of comprehensive loss and composition and quantification of deferred income tax assets included in the statements of financial position.

(v) The identification of convertible notes components is based on interpretations of the substance of the contractual arrangement and therefore requires judgment from management. The separation of the components affects the initial recognition of the convertible debenture at issuance and the subsequent recognition of interest on the liability component. The determination of the fair value of the liability is also based on a number of assumptions, including contractual future cash flows, discount rates and the presence of any derivative financial instruments.

(vi)Leased capital assets - On interpretations of the substance of the contractual arrangement and therefore requires judgment from management. The capitalization of leased capital assets affects the initial recognition of right of use assets and lease liabilities and the subsequent recognition of interest on the lease liabilities. The determination of the fair value of the liability is also based on a number of assumptions, including contractual future cash flows, discount rates and the presence of any derivative financial instruments.

Earnings (loss) per share

Basic earnings (loss) per share is calculated by dividing the profit or (loss) attributable to the common shareholders of the Company by the weighted average number of common shares outstanding during the year. Diluted earnings (loss) per share is calculated based on the weighted average number of common shares outstanding during the year, plus the effects of dilutive common share equivalents. This calculation requires that the dilutive effect of outstanding options and warrants issued be calculated using the treasury stock method. The treasury stock method assumes that all common share equivalents have been exercised at the beginning of the year (or at the time of issuance, if later), and that the funds obtained thereby were used to purchase comm on shares of the Company at the average trading price of common shares during the year.

The calculation of diluted loss per share excludes the effects of various conversions and exercises of options and warrants that would be anti-dilutive.

Going concern

The determination if the Company has the ability to continue as a going concern is dependent on its ability to achieve profitable operations. There is an assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. Certain judgements are made by management when determining if and when the Company will achieve profitable operations.

(All dollar amounts expressed in Canadian dollars)

5. ACCOUNTS RECEIVABLE AND OTHER RECEIVABLES

		May 31, 2021		May 31, 2020
Accounts receivable	$	**35,466**	$	21,000
Interest receivables		**114,951**		91,364
GST receivable		**-**		11,217
	$	**150,417**	$	123,581

The Other receivables included interest receivable of $114,951 (2020: $91,321) from the note receivable for the outstanding period since October 1, 2018.

As of May 31, 2021, management has determined that all receivables are collectible and no allowance for doubtful accounts is necessary.

6. NOTE RECEIVABLE

The note receivable is a promissory note with the interest rate at Royal Bank of Canada Prime Rate plus four percent (4%). Payment in full of the principal amount plus interest is due on demand. It is not secured (Note 15).

		May 31, 2021		May 31, 2020
Balance, Beginning of the year	$	**704,247**	$	704,247
Repayment		**500,000**		-
Balance, Ending of the year	$	**204,247**	$	704,247

7. PROPERTY AND EQUIPMENT

Property and equipment for the years ended May 31, 2021 and 2020 were as follows:

		Funiture & fixtures		Computer equipment		Computer software		Leasehold improvement		Right-of-use assets		Total
Cost												
May 31, 2020	$	60,787	$	77,380	$	16,694	$	459,216	$	204,144	$	818,221
Additions		-		4,192		3,265		-		-		7,457
May 31, 2021		60,787		81,572		19,959		459,216		204,144		825,678
Accumulated amortization												
May 31, 2020		36,561		54,686		13,161		351,771		79,024		535,203
Additions		4,846		13,634		5,166		86,512		98,524		208,682
May 31, 2021		41,407		68,320		18,327		438,283		177,548		743,885
Net book value												
May 31, 2020	$	24,226	$	22,694	$	3,533	$	107,445	$	125,120	$	283,018
May 31, 2021	$	19,380	$	13,252	$	1,632	$	20,933	$	26,596	$	81,793

(All dollar amounts expressed in Canadian dollars)

8. TRADE-MARKS

As at May 31, 2021, the Company incurred legal fees of $27,146 (2020: $27,146) regarding three trade-marks: Opal by Element, Oasis by Element and Aquara by Element.

9. ACCOUNT PAYABLES AND OTHER PAYABLES

		May 31, 2021		May 31, 2020
Accounts payable and accrued liabilities	$	**99,417**	$	98,230
Interest payable		**73,212**		73,210
Salaries and benefits payable		**14,236**		15,405
	$	**186,865**	$	186,845

10. LEASE LIABILITIES

A continuity of lease liabilities for the year ended May 31, 2021, is as follows:

As at June 1, 2020	$	128,195
Lease additions		-
Lease payments		(84,000)
Interest expense on lease liabilities		4,205
As at May 31, 2021	$	48,400

The maturity analysis of the undiscounted contractual balances of the lease liabilities is as follows:

Less than one year	$	48,400
One to five years		-
Total undiscounted lease liabilities at May 31, 2021	$	48,400

11. CONVERTIBLE DEBENTURES

On August 29, 2017 the Company issued $2,510,000 in unsecured convertible debentures (the "Debentures"). The Debentures bear interest at 7% per annum with a term of 5 years. Each Debenture is convertible into common shares of the Company at a price of $0.30 per share.

The following table summarizes the Company's convertible debentures as at May 31, 2021 and 2020:

(All dollar amounts expressed in Canadian dollars)

		May 31, 2021		May 31, 2020
Issued	**$**	**2,510,000**	$	2,510,000
Equity portion of convertible loan - Gross		**(971,199)**		(971,199)
Financing fees		**(64,469)**		(64,469)
Accretion expense		**723,042**		501,220
Loan portion of convertible loan	**$**	**2,197,374**	$	1,975,552

		May 31, 2021		May 31, 2020
Equity portion of convertible loan - Gross	**$**	**971,199**	$	971,199
Equity portion of financing cost		**(40,689)**		(40,689)
Deferred tax related to conversion feature		**(252,512)**		(252,512)
Equity portion of convertible loan - net	**$**	**677,998**	$	677,998

12. SHARE CAPITAL

Authorized: unlimited number of common shares with no par value.

Issued or allotted and fully paid:

a) Common shares

During the year ended May 31, 2021, the Company did not issue any new shares.

b) Warrants

During the year ended May 31, 2021, the Company did not have any outstanding warrants.

c) Stock-based compensation reserve

The following table reflects the stock-based compensation options issued and outstanding as at May 31, 2021 and 2020:

	Number of options	Weighted Average Exercise Price
Balance – May 31, 2020	1,360,000	$ 0.25
Expired	(800,000)	-
Balance – May 31, 2021	560,000(*)	0.25

(*) 160,000 stock options expire on February 24, 2022 and 400,000 stock options expire on September 28, 2022.

As of May 31, 2021, the weighted average remaining contractual life of the options issued and outstanding is 1.16 years.

(All dollar amounts expressed in Canadian dollars)

13. OTHER INCOME

The following table reflects other income during the years ended May 31, 2021 and 2020:

		May 31, 2021		May 31, 2020
Interest income	$	**23,608**	$	98,100
Rental income		**15,000**		-
Other income	$	**38,608**	$	98,100

14. INCOME TAXES

The following table reconciles the expected income tax expense (recovery) at the Canadian statutory income tax rates to the amounts recognized in the consolidated statements of operations and comprehensive loss for the years ended May 31, 2021 and 2020:

	2021	**2020**
	$	**$**
Net loss before tax	(1,528,268)	(2,361,001)
Statutory tax rate	27.0%	27.0%
Expected income tax (recovery)	(412,632)	(637,470)
Non-deductible (taxable) items	61,831	(84,993)
Change in deferred tax assets not recognized	350,801	722,463
Total income tax expense (recovery)	-	-

	2021	**2020**
	$	**$**
Current tax expense (recovery)	-	-
Deferred tax expense (recovery)	-	-
Total income tax expense (recovery)	-	-

The deferred tax assets and liabilities are as follows:

Deferred tax assets (liabilities)	**2021**	**2020**
	$	**$**
Non capital loss carry forwards - Canada	91,739	151,631
Lease obligation	7,181	33,783
Convertible debenture	(84,409)	(144,301)
Right of use asset	(7,181)	(33,783)
Intangible assets	(7,330)	(7,330)
Net deferred tax assets (liabilities)	-	-

(All dollar amounts expressed in Canadian dollars)

The unrecognized deductible temporary differences are as follows:

	2021	2020
	$	$
Non capital loss carryforwards - Canada	8,764,340	7,935,115
Net operating loss carry forwards - Hong Kong	21,871	16,901
Share issuance cost	28,563	117,768
Property and equipment	526,489	537,270
Lease obligation	21,804	-
Donations	1,000	1,000
Total unrecognized deductible temporary differences	9,364,067	8,608,055

As at May 31, 2021 the Company has not recognized a deferred tax asset in respect of non capital loss carryforwards of approximately $8,764,339 (2020: $7,935,115) which may be carried forward to apply against future year income for Canadian income tax purposes, subject to the final determination by taxation authorities, expiring in the following years:

Canada	
Expiry	$
2034	386,423
2035	96,684
2036	985,403
2037	1,643,048
2038	873,659
2039	1,466,486
2040	2,139,259
2041	1,173,377
TOTAL	8,764,339

As at May 31, 2021 the Company has not recognized a deferred tax asset in respect of net operating loss carryforwards of approximately $21,871 (2020: $16,901) which may be carried forward indefinitely to apply against future year income for Hong Kong income tax purposes, the amount of operating loss carryforwards subject to the final determination by taxation authorities.

15. RELATED PARTY TRANSACTIONS

During the year ended May 31, 2021, the Company:

(a) received consulting fees of $240,000 (2020: $120,000) from a company controlled by a director;

(b) paid subcontractor fees $75,000 (2020: $31,250) to companies controlled by certain officers;

(c) paid office lease liabilities and related expenses of $141,171 (2020: $140,839) to a company controlled by a director;

(d) incurred director fees of $30,250 (2020: $36,000) regarding the Company's directors;

(All dollar amounts expressed in Canadian dollars)

(e) accrued $23,631 (2020: $54,163) on the promissory note issued from Aquara LP;

(f) paid $106,268 (2020: $165,804) for the development costs paid on behalf of Aquara LP;

(g) received $500,000 (2020: $nil) for the partial payment of the outstanding promissory note (Note 6);

(h) received $200,000 (2020: $nil) private loans from a company controlled by a director;

(i) received $370,000 (2020: $nil) repayment from companies controlled by a director;

(j) $89,637 (2020: -$187,959) of expenses paid by companies controlled by a director.

As at May 31, 2021, $171,475 (2020: $332,461) was payable to the companies controlled by certain directors.

As at May 31, 2021, $1,574,525 (May 31, 2020: $1,468,266) was receivable from Aquara LP for the development costs and fundraising costs paid on behalf of Aquara project. In addition, $204,247 of note receivable (Note 6) and $114,951 of interest receivable (Note 5) are still outstanding as at May 31, 2021.

These transactions are in the normal course of business and have been valued in these consolidated financial statements at the exchange amount which is the amount of consideration established and agreed to by the related parties. The amounts due to related parties are unsecured, non-interest bearing, and have no specific terms of repayment.

16. KEY MANAGEMENT COMPENSATION

The compensation paid or payable to key management personnel during the years ended May 31, 2021 and 2020 were as follows:

		2021		2020
Salaries and short-term employee benefits	**$**	**446,405**	$	754,149
Subcontractor		**75,000**		31,250
Total	**$**	**521,405**	$	785,399

17. FINANCIAL INSTRUMENTS

Fair value of financial instruments

As at May 31, 2021, the Company's financial instruments consisted of cash, accounts receivable and other receivables except GST receivable, note receivable, due from related parties, account payables and other payables, customer deposit, convertible debentures and lease liabilities. The fair values of accounts receivable and other receivables, note receivable, due from related parties, and account payables and other payables, and customer deposit approximate their carrying values because of their current nature.

(All dollar amounts expressed in Canadian dollars)

The Company classifies its fair value measurements in accordance with the three-level fair value hierarchy as follows:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities
Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, and
Level 3 – Inputs that are not based on observable market date
The following table sets forth the Company's financial assets measured at fair value by level within the fair value hierarchy as follows:

	Level 1	Level 2	Level 3	May 31, 2021	May 31, 2020
Financial Assets:					
Cash	$ 102,050	$ -	$ -	$ 102,050	$ 335,908
Accounts receivable and other receivables	150,417	-	-	150,417	112,364
Note receivable	204,247	-	-	204,247	704,247
Due from related parties	1,403,050	-	-	1,403,050	1,892,474
Total financial assets	$ 1,859,764	$ -	$ -	$ 1,859,764	$ 3,044,993
Financial Liabilities:					
Accounts payable and other receivables	$ 186,865	$ -	$ -	$ 186,865	$ 186,845
Customer deposit	-	-	-	-	10,000
Convertible debentures	-	-	2,197,374	2,197,374	1,975,552
Lease liabilities	-	-	48,400	48,400	128,195
Total financial liabilities	$ 186,865	$ -	$ 2,245,774	$ 2,432,639	$ 2,300,592

The Company's financial instruments are exposed to risks that are summarized below:

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 an obligation. The Company's concentrations of credit risks consist principally of cash, accounts receivable and other receivables and notes receivable. To minimize the credit risk on cash, the Company places the instrument with a high credit quality financial institution. The Company assesses collectability of specific accounts receivable and note receivable and also, assesses the requirement for a provision based on historical experience.

Liquidity Risk

Liquidity risk is the risk the Company may encounter difficulties in meeting its obligations associated with financial liabilities and commitments. The Company managements liquidity risk through the management of its capital structure. The Company's approach to managing liquidity is to ensure that it will have sufficient liquidity to settle obligations and liabilities when due.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk.

Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. For the year ended May 31, 2020, the Company's revenues and expenses were recorded in Canadian dollars. Management has determined that the Company is not exposed to significant currency risk because most transactions are in Canadian dollars.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to significant interest rate risk as the Company's mortgage loan and debentures are all at fixed interest rates.

Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market. The Company is not exposed to significant other price risk as the Company earns contractually agreed fixed management fees and consulting fees that do not fluctuate based on market prices.

18. CAPITAL MANAGEMENT

The Company defines its capital as the total of its shareholder loans and shareholders' equity less cash.

The Company's objectives when managing capital are to: (i) maintain a capital structure that provides financing options to the Company for accessing capital, on commercially reasonable terms, without exceeding its debt capacity, or taking on undue risks; (ii) maintain financial flexibility in order to preserve its ability to meet financial obligations; and (iii) deploy capital to provide an appropriate investment return to its shareholders.

The Company's financial strategy is designed to maintain a flexible capital structure consistent with the objectives stated above and to respond to changes in economic conditions. In order to maintain or adjust its capital structure, the Company has issued additional shares. The Company's financing and refinancing decisions are made on a specific transaction basis and depend on such things as the Company's needs and market and economic conditions at the time of the transaction.

The Company manages capital through its operating and financial budgeting and forecasting processes on a regular basis. The Company reviews its working capital and forecasts its future cash flows, based on actual and forecasted operating results and other investing and financing activities. This information along with possible alternatives are reviewed by management and the Board of Directors of the Company on a regular basis to ensure the best mix of capital resources available to meet the Company's needs. The Company makes strategic and financial adjustments according to market conditions in an effort to meet its objectives given the Company's operating and financial performance and the current outlook for the business and for the industry in general.

19. SUBSEQUENT EVENT

The Company is the beneficial holder of 100 shares of Element Lifestyle (Vic Harbour West) (ELVHW) being the General Partner of Aquara Limited Partnership. On September 1, 2021 the Company transferred 50 shares of ELVHW to a third party for the purchase price of Five Million Nine Hundred and Ninety Nine Thousand Nine Hundred and Ninety Nine ($5,999,999.00) Dollars and the purchase price for the Transferred Shares will be One ($1.00) Dollar (collectively the "Purchase Price") thus creating a joint partnership in developing the Company's Aquara property in Victoria, B.C.