Sanibel Ventures Corp.
(A Capital Pool Company)

Condensed Interim Financial Statements
For the three and six months ended September 30, 2021 and 2020
(Expressed in Canadian Dollars – Unaudited)

Notice of no Auditor review of Interim Financial Statements

Under National Instrument 51-102, if an auditor has not performed a review of the condensed interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditors have not performed a review of these condensed interim financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

SANIBEL VENTURES CORP.
(A Capital Pool Company)
Statements of Condensed Interim Financial Position
(Expressed in Canadian Dollars – Unaudited)

	As at September 30, 2021	As at March 31, 2021
	$	$
ASSETS		
Current		
Cash	66,334	84,742
Prepaid expenses	2,275	5,005
TOTAL ASSETS	68,609	89,747
LIABILITIES		
Current		
Accounts payable and accrued liabilities (Note 3)	21,996	18,987
SHAREHOLDERS' EQUITY		
Share capital (Note 4)	267,455	267,455
Reserves (Note 5)	30,040	30,040
Deficit	(250,882)	(226,735)
	46,613	70,760
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	68,609	89,747

Nature of operations (Note 1)

These condensed interim financial statements are authorized for issuance by the Board of Directors on November 29, 2021.

On behalf of the Board of Directors:

"Richard Silas"	"Jeffrey O'Neill"
Director	Director

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

SANIBEL VENTURES CORP.
(A Capital Pool Company)
Statements of Condensed Interim Comprehensive Loss
(Expressed in Canadian Dollars – Unaudited)

	For the three months ended September 30, 2021	For the three months ended September 30, 2020	For the six months ended September 30, 2021	For the six months ended September 30, 2020
	$	**$**	**$**	**$**
Expenses				
Bank charge	167	199	309	332
Office and related	2	784	760	785
Professional fees	9,787	8,085	12,345	10,585
Transfer and filing fees	6,886	7,860	10,850	10,072
	(16,842)	(16,928)	(24,264)	(21,774)
Other Item				
Interest income	59	209	117	683
Net Loss and comprehensive loss for the period	(16,783)	(16,719)	(24,147)	(21,091)
Basic and diluted loss per share	(0.01)	(0.01)	(0.01)	(0.01)
Weighted average number of common shares outstanding	2,040,000	2,032,886	2,040,000	2,022,274

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

SANIBEL VENTURES CORP.
(A Capital Pool Company)
Statements of Condensed Interim Cash Flows
(Expressed in Canadian Dollars – Unaudited)

	For the six months ended September 30, 2021	2020
	$	$
Cash flows used in operating activities		
Net loss for the period	(24,147)	(21,091)
Changes in non-cash working capital items:		
Prepaid expenses	2,730	(2,275)
Accounts payable and accrued liabilities	3,009	1,768
	(18,408)	(21,598)
Cash flows from financing activities		
Warrants exercised	-	2,846
Net change in cash	(18,408)	(18,785)
Cash, beginning of the period	84,742	125,232
Cash, end of the period	66,334	106,480
Non-cash transactions		
Reclassification of warrants exercised	-	1,508

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

SANIBEL VENTURES CORP.
(A Capital Pool Company)
Statements of Condensed Interim Changes in Shareholders' Equity
(Expressed in Canadian Dollars – Unaudited)

			Reserves				
	Number of Shares Issued	Share Capital	Warrants	Share Options	Total	Deficit	Total Shareholders' Equity
		$	$	$	$	$	$
Balance at March 31, 2020	**4,011,545**	**263,101**	**1,508**	**30,040**	**31,548**	**(188,831)**	**105,818**
Warrants exercised	28,455	4,354	(1,508)	-	(1,508)	-	2,846
Net loss for the period	-		-	-	-	-	(21,091)
Balance at September 30, 2020	**4,040,000**		**267,455**	**-**	**30,040**	**30,040**	**(209,922)**
Net loss for the period	-		-	-	-	(16,813)	(16,813)
Balance at March 31, 2021	**4,040,000**	**267,455**	**-**	**30,040**	**30,040**	**(226,735)**	**70,760**
Net loss for the period	-	-	-	-	-	(24,147)	(24,147)
Balance at September 30, 2021	**4,040,000**	**267,455**	**-**	**30,040**	**30,040**	**(250,882)**	**46,613**

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Sanibel Ventures Corp. (the "Company") was incorporated under the Business Corporations Act (British Columbia) on October 24, 2017. On July 27, 2018, the Company completed its Initial Public Offering (the "Offering") to be classified as a Capital Pool Company ("CPC") as defined in the TSX Venture Exchange ("TSX-V") Policy 2.4. On August 1, 2018, the Company began trading its shares on the TSX-V under the trading symbol "SBEL.P". The principal business of the Company is the identification and evaluation of assets or a business (collectively, a "QT") and, once identified or evaluated, to negotiate an acquisition or participation in a business subject to receipt of shareholder approval, if required, and acceptance by regulatory authorities.

The Company's head office and principal address is located at 67 East 5th Avenue, Vancouver, British Columbia, Canada, V5T 1G7 and its registered and records office is located at 2080 – 777 Hornby Street, Vancouver, British Columbia, Canada, V6Z 1S4.

The Company's continuing operations, as intended, are dependent upon its ability to identify, evaluate and negotiate a QT. Such a transaction will be subject to regulatory approval and may be subject to shareholder approval. Effective January 1, 2021 TSX-V Policy 2.4 was amended and the Company has sought to align certain of its policies with those applicable to the above-noted amendments. Accordingly, at its AGM on June 25, 2021 the Company obtained disinterested shareholder approval to, in summary, i) amend the Company's Stock Option Plan to become a '10% rolling' plan prior to completion of a QT, ii) remove the consequences of failing to complete a QT within 24 months of the Company's date of listing on the TSX-V, and iii) amend the escrow release conditions and other provisions of the Company's escrow agreement. Certain other changes, technically not requiring shareholder approval, have also been adopted in accordance with the revised TSX-V Policy 2.4, including restrictions on the use of proceeds related to the sale of securities by the Company.

The Company has not generated revenues from its operations to date. As at September 30, 2021, the Company has accumulated net losses of $250,882 since inception, no source of operating revenue and limited net working capital. Its continued existence will likely be dependent on the receipt of equity financing on terms which are acceptable to the Company, and its ability to identify and complete a QT. These material uncertainties cast a significant doubt as to the Company's ability to continue as a going concern.

2. SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of significant accounting policies used in the preparation of these condensed interim financial statements.

Statement of compliance

These condensed interim financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards ("IFRS") and International Accounting Standards ("IAS") 34 "Interim Financial Reporting" as issued by the International Accounting Standards Board ("IASB").

This condensed interim financial report does not include all of the information required of a full annual financial report and is intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period. It is therefore recommended that this financial report be read in conjunction with the audited financial statements of the Company for the year ended March 31, 2021.

These condensed interim financial statements for the three and six months ended September 30, 2021 were authorized by the Board of Directors for issuance on November 29, 2021.

2. SIGNIFICANT ACCOUNTING POLICIES - (continued)

Basis of presentation

These condensed interim financial statements of the Company have been prepared on an accrual basis and are based on historical costs, modified where applicable. The condensed interim financial statements are presented in Canadian dollars unless otherwise noted.

Significant estimates and assumptions

The preparation of the condensed interim financial statements in accordance with IFRS requires the Company to make estimates and assumptions concerning the future. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Significant judgments

The preparation of the condensed interim financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments applying to the Company's condensed interim financial statements include:

i. The assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty.

ii. The determination of deferred income tax assets or liabilities requires subjective assumptions regarding future income tax rates and the likelihood or utilizing tax carry-forwards. Changes in these assumptions could materially affect the recorded amounts, and therefore do not necessarily provide certainty as to their recorded values.

iii. In March 2020, the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, customers, economies, and financial markets globally, potentially leading to an economic downturn. It has also disrupted the normal operations of many businesses, including the Company's. This outbreak could decrease spending, adversely affect and harm our business and results of operations. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company's business or results of operations at this time.

Accounting pronouncements not yet adopted

A number of amendments to standards and interpretations applicable to the Company are not yet effective for the six months ended September 30, 2021 and have not been applied in preparing these condensed interim financial statements nor does the Company expect these amendments to have a significant effect on its condensed interim financial statement.

3. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	September 30, 2021	March 31, 2021
	$	$
Accounts payable	13,718	8,209
Accrued liabilities	8,278	10,778
	21,996	**18,987**

(Expressed in Canadian Dollars – Unaudited)

4. SHARE CAPITAL

Authorized Share Capital

Unlimited number of common shares without par value.

Issued Shares

During the six months ended September 30, 2021:

The Company had no share capital activity.

During the year ended March 31, 2021:

In July 2020, the Company issued 28,455 common shares in connection with the exercise of 28,455 warrants with an exercise price of $0.10 for total proceeds of $2,846. As a result, the Company transferred $1,508 representing the fair value of the exercised warrants from reserves to share capital.

Escrow shares

As at September 30, 2021, the Company has 2,000,000 shares subject to escrow restrictions. The escrowed shares will be released from escrow in tranches over 18 months following the completion of a QT and TSX-V approval.

Basic and diluted loss per share

The calculation of basic and diluted loss per share for the six months ended September 30, 2021was based on the loss attributable to common shareholders of $16,783 and the weighted average number of common shares outstanding of 2,040,000

Diluted loss per share did not include the effect of 2,000,000 escrowed shares, which are contingently returnable, outstanding stock options, and outstanding warrants as the effect would be anti-dilutive.

5. RESERVES

Stock options

The Company has a stock option plan ("the Plan") whereby it can grant options to directors, officers, employees, and technical consultants of the Company. The maximum number of shares that may be reserved for issuance under the Plan is limited to 10% of the issued common shares of the Company. Vesting and term of the option is determined by the board of directors in accordance with the Plan and the policies of the TSX-V.

A summary of stock option activities is as follows:

	Number of options	Weighted average exercise price
	#	$
Balance, March 31, 2020, March 31 and September 30, 2021	**400,000**	**0.10**

(Expressed in Canadian Dollars – Unaudited)

5. RESERVES - (continued)

A summary of the stock options outstanding and exercisable at September 30, 2021 is as follows:

Exercise Price	Number Outstanding and Exercisable	Expiry Date
$		
0.10	400,000	July 27, 2023

The weighted average life of the outstanding stock options is 2.08 years.

Warrants

A summary of share purchase warrant activities is as follows:

	Number of warrants	Weighted average exercise price
	#	$
Balance, March 31, 2020	**28,455**	**0.10**
Exercised	(28,455)	0.10
Balance, March 31 and September 30, 2021	-	

6. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

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

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

The fair value of the Company's accounts payable and accrued liabilities approximate their carrying value. The Company's other financial instrument, being cash, is measured at fair value using Level 1 inputs.

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

(a) Credit risk:
Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in bank accounts. The Company has deposited its cash with two large Canadian financial institutions. Management believes the risk of loss is low.

(b) Liquidity risk:
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's approach to managing liquidity is to ensure that it will have sufficient working capital to meet liabilities when due. As at September 30, 2021, the Company had a cash balance of $66,334 to settle current liabilities of $21,996.

6. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT - (continued)

(c) Market risk:
Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return. The Company is not exposed to market risk.

(d) Interest rate risk:
Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk, from time to time, on its cash balances. Surplus cash, if any, is placed on call with financial institutions and management actively negotiates favorable market related interest rates.

7. RELATED PARTY TRANSACTIONS

In accordance with IAS 24, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including directors (executive and non-executive) of the Company.

During the six months end September 30, 2021 and 2020, the Company did not pay any compensation to related parties.

8. CAPITAL DISCLOSURES AND MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to maintain a flexible capital structure which will allow it to pursue the completion of a Qualifying Transaction ("QT") as defined in the new TSX-V Policy 2.4, which become effective as at January 1, 2021. Therefore, the Company monitors the level of risk incurred in its expenditures relative to its capital structure.

The Company considers its capital structure to include shareholders' equity. The Company monitors its capital structure and makes adjustments in light of changes in economic conditions and the risk characteristics of the potential underlying assets. To maintain or adjust the capital structure, the Company may issue new equity if available on favorable terms and approved by the TSX-V.

As a CPC, the Company is subject to externally imposed capital requirements as outlined in the TSX-V Policy 2.4 and summarized below:

1) No salary, consulting, management fees or similar remuneration of any kind may be paid directly or indirectly to a related party of the Company or a related party of a QT;
2) Gross proceeds realized from the sale of all securities issued by a CPC may only be used to identify and evaluate assets or businesses and obtain shareholder approval for a QT;
3) No more than $3,000 per month of general and administrative expenses are permitted on the uses of proceeds related to the sale of securities by the Company;
4) After the completion of its IPO and until the completion of a QT, a CPC may not issue any securities unless written acceptance of the TSX-V is obtained before the issuance of the securities.

There were no changes in the Company's approach to capital management during the six months ended September 30, 2021.