BioSyent Inc.

Audited Consolidated Financial Statements

For the years ended December 31, 2021 and 2020

Expressed in Canadian Dollars

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BioSyent

Management's Responsibility For Financial Reporting

To the Shareholders of BioSyent Inc.:

Management is responsible for the preparation and presentation of the accompanying consolidated financial statements for BioSyent Inc. (the "Company"), including significant accounting judgments and estimates in accordance with International Financial Reporting Standards, as issued by the International Accounting Standards Board. This responsibility includes selecting appropriate accounting principles and methods, and making decisions affecting the measurement of transactions in which objective judgment is required. The consolidated financial statements for the years ended December 31, 2021 and 2020 are compliant with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB").

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 of Directors and the Audit Committee are composed primarily of Directors who are neither management nor employees of the Company. The Board is responsible for overseeing management in the performance of its financial reporting responsibilities. The Board fulfils these responsibilities by reviewing the financial information prepared by management and discussing relevant matters with management and external auditors. The Board and Audit Committee are also responsible for recommending the appointment of the Company's external auditors. The Board of Directors has approved the information contained in the accompanying consolidated financial statements.

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

Robert March

Robert J. March

Vice-President and Chief Financial Officer, BioSyent Inc.

March 9, 2022

BioSyent Inc.
Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)

AS AT	December 31, 2021	December 31, 2020
ASSETS		
Cash and cash equivalents *(Note 6)*	$ 18,035,275	$ 20,291,421
Short term investments *(Note 7)*	10,176,395	5,286,285
Trade and other receivables *(Note 8)*	2,787,305	1,815,015
Inventory *(Note 9)*	2,204,331	2,073,561
Prepaid expenses and deposits	456,034	307,599
Loans receivable - current *(Note 13)*	420,104	-
CURRENT ASSETS	34,079,444	29,773,881
Property and equipment *(Note 11)*	1,931,569	2,161,698
Intangible assets *(Note 12)*	874,026	1,007,822
Loans receivable - non current *(Note 13)*	183,201	597,332
Deferred tax asset *(Note 24)*	99,216	30,481
TOTAL NON CURRENT ASSETS	3,088,012	3,797,333
TOTAL ASSETS	$ 37,167,456	$ 33,571,214
LIABILITIES AND SHAREHOLDERS' EQUITY		
Accounts payable and accrued liabilities	$ 3,563,134	$ 3,723,486
Contract liability *(Note 14)*	226,023	246,124
Customer advances	87,609	688,312
Lease liability - current *(Note 15)*	161,809	151,949
Derivative liability *(Note 10)*	-	78,608
Income tax payable *(Note 24)*	98,691	250,195
CURRENT LIABILITIES	4,137,266	5,138,674
Deferred tax liability *(Note 24)*	80,161	79,672
Lease liability - non current *(Note 15)*	1,395,103	1,556,912
TOTAL NON CURRENT LIABILITIES	1,475,264	1,636,584
Share capital *(Note 16)*	5,796,864	6,392,428
Contributed surplus	1,818,635	1,494,419
Cumulative translation adjustment	(185,260)	(166,705)
Retained earnings	24,124,687	19,075,814
TOTAL EQUITY	31,554,926	26,795,956
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	$ 37,167,456	$ 33,571,214

Contingencies *(Note 19)*
Commitments *(Note 20)*
Related party transactions *(Note 21)*

APPROVED ON BEHALF OF THE BOARD

René Goehrum	Peter Lockhard
DIRECTOR	DIRECTOR
March 9, 2022	March 9, 2022

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

BioSyent Inc.
Consolidated Statements of Comprehensive Income
(Expressed in Canadian Dollars)

	For the years ended December 31,	
	2021	2020
Net revenues from contracts with customers *(Note 25)*	$ 28,618,218	$ 22,332,168
Cost of goods sold *(Notes 9, 17)*	5,980,356	4,908,321
Gross profit	22,637,862	17,423,847
Selling, general and administration expenses *(Note 17)*	14,338,794	12,328,501
New business development costs *(Note 17)*	115,867	65,322
Operating profit	8,183,201	5,030,024
Finance costs *(Notes 15, 17)*	85,246	92,942
Finance income *(Note 17)*	(155,466)	(299,897)
Return of rights service fees *(Note 12)*	(125,000)	-
NET INCOME BEFORE TAXES	8,378,421	5,236,979
Current income tax *(Note 24)*	2,165,101	1,469,260
Deferred tax recovery *(Note 24)*	(68,246)	(27,616)
NET INCOME AFTER TAXES	6,281,566	3,795,335
OTHER COMPREHENSIVE INCOME		
Currency translation losses	(18,555)	(61,405)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	$6,263,011	$ 3,733,930
Basic weighted average number of shares outstanding *(Note 18)*	12,689,163	12,977,456
Basic earnings per share *(Note 18)*	$ 0.495	$ 0.292
Diluted weighted average number of shares outstanding *(Note 18)*	12,871,281	13,094,300
Diluted earnings per share *(Note 18)*	$ 0.488	$ 0.290

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

BioSyent Inc.
Consolidated Statements of Cash Flows
(Expressed in Canadian Dollars)

	For the years ended December 31,	
	2021	**2020**
OPERATING ACTIVITIES		
Net income after taxes	$ 6,281,566	$ 3,795,335
Items not affecting cash:		
Depreciation - property and equipment *(Notes 11, 17)*	314,839	334,186
Amortization - intangible assets *(Notes 12, 17)*	142,267	176,236
Expected credit losses	-	37,174
Share-based payments *(Note 16)*	334,410	266,173
Change in derivative liability *(Note 10)*	(78,608)	34,747
Net finance income *(Note 17)*	(70,220)	(206,955)
Loan interest receivable *(Note 13)*	(5,973)	(8,865)
Deferred tax recovery *(Note 24)*	(68,246)	(27,616)
Net change in non-cash working capital items:		
Trade and other receivables	(963,282)	214,132
Inventory	(130,770)	65,566
Prepaid expenses and deposits	(148,435)	341,182
Accounts payable and accrued liabilities	(160,352)	942,592
Contract liability	(20,101)	146,983
Customer advances	(600,703)	688,312
Income tax payable *(Note 24)*	(151,504)	95,243
Cash provided by operating activities	4,674,888	6,894,425
INVESTING ACTIVITIES		
Additions to property and equipment *(Note 11)*	(84,710)	(13,618)
Additions to intangible assets *(Note 12)*	(8,471)	(160,680)
(Increase) decrease in short term investments *(Note 7)*	(4,890,110)	3,245,375
Interest received	146,458	317,299
Cash (used in) provided by investing activities	(4,836,833)	3,388,376
FINANCING ACTIVITIES		
Payments - lease liability principal *(Note 15)*	(151,949)	(144,253)
Payments - lease liability interest *(Note 15)*	(85,246)	(92,942)
Repurchase of common shares - NCIB *(Note 16)*	(1,321,594)	(2,648,194)
Purchase of RSU Plan shares - held in trust *(Note 16)*	(527,179)	(493,818)
Proceeds from stock options exercised *(Note 16)*	10,322	7,415
Cash used in financing activities	(2,075,646)	(3,371,792)
Effect of foreign currency translation adjustment	(18,555)	(61,405)
(DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(2,256,146)	6,849,604
Cash and cash equivalents, beginning of year	20,291,421	13,441,817
CASH AND CASH EQUIVALENTS - END OF YEAR	$ 18,035,275	$ 20,291,421
SUPPLEMENTARY DISCLOSURE:		
NET CHANGE IN CASH AND SHORT TERM INVESTMENTS		
Cash and short term investments, beginning of year	$ 25,577,706	$ 21,973,477
Increase (decrease) in short term investments	4,890,110	(3,245,375)
Increase (decrease) in cash and cash equivalents	(2,256,146)	6,849,604
CASH AND SHORT TERM INVESTMENTS - END OF YEAR	$ 28,211,670	$ 25,577,706
CASH PAID FOR TAXES	$ (2,316,605)	$ (1,374,017)

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

BioSyent Inc.
Consolidated Statements of Changes in Shareholders' Equity
(Expressed in Canadian Dollars)

	Share Capital	Contributed Surplus	Cumulative Currency Translation Adjustment	Retained Earnings	Total Shareholders' Equity
Balance as of January 1, 2021	$ 6,392,428	$ 1,494,419	$ (166,705)	$ 19,075,814	$ 26,795,956
Comprehensive Income for the year	-	-	(18,555)	6,281,566	6,263,011
Common shares repurchased under Normal Course Issuer Bid *(Note 16)*	(88,901)	-	-	(1,232,693)	(1,321,594)
Common shares purchased and held in RSU Plan Trust *(Note 16)*	(527,179)	-	-	-	(527,179)
Effect of Share-based payments: Options vested *(Note 16)*	-	72,685	-	-	72,685
Effect of Share-based payments: Options exercised *(Note 16)*	20,516	(10,194)	-	-	10,322
Effect of Share-based payments: RSU expense *(Note 16)*	-	261,725	-	-	261,725
Balance as of December 31, 2021	$ 5,796,864	$ 1,818,635	$ (185,260)	$ 24,124,687	$31,554,926

	Share Capital	Contributed Surplus	Cumulative Currency Translation Adjustment	Retained Earnings	Total Shareholders' Equity
Balance as of January 1, 2020	$ 7,179,617	$ 1,235,549	$ (105,300)	$ 17,484,644	$ 25,794,510
Comprehensive Income for the year	-	-	(61,405)	3,795,335	3,733,930
Common shares repurchased under Normal Course Issuer Bid *(Note 16)*	(308,089)	-	-	(2,204,165)	(2,512,254)
Common shares purchased and held in RSU Plan Trust *(Note 16)*	(493,818)	-	-	-	(493,818)
Effect of Share-based payments: Options vested *(Note 16)*	-	154,387	-	-	154,387
Effect of Share-based payments: Options exercised *(Note 16)*	14,718	(7,303)	-	-	7,415
Effect of Share-based payments: RSU Expense *(Note 16)*	-	111,786	-	-	111,786
Balance as of December 31, 2020	$ 6,392,428	$ 1,494,419	$ (166,705)	$ 19,075,814	$ 26,795,956

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

1. General Information

BioSyent Inc. ("**BioSyent**" or the "**Company**"), is a publicly traded specialty pharmaceutical company which, through its wholly-owned subsidiaries, BioSyent Pharma Inc. ("**BioSyent Pharma**") and BioSyent Pharma International Inc., acquires or licences and further develops pharmaceutical and other healthcare products for sale in Canada and certain international markets. Hedley Technologies Ltd., a wholly-owned subsidiary of BioSyent, operates the Company's legacy business marketing biologically and health friendly non-chemical insecticides. BioSyent's common shares (the "**Common Shares**") are listed for trading on the TSX Venture Exchange under the symbol "RX".

The accompanying consolidated financial statements (the "**Financial Statements**") of BioSyent include the accounts of BioSyent Inc. and its four wholly-owned subsidiaries: BioSyent Pharma Inc., BioSyent Pharma International Inc., Hedley Technologies Ltd., and Hedley Technologies (USA) Inc. ("**Hedley USA**").

The Company changed its name from "Hedley Technologies Inc." to "BioSyent Inc." on June 13, 2006 to reflect the Company's forward focus on the pharmaceutical market. BioSyent Pharma was incorporated on April 6, 2006 under the Canada Business Corporations Act and commenced operations in 2006. Hedley Technologies Ltd. was incorporated on January 30, 1996 in the province of British Columbia, Canada. Hedley USA was incorporated on May 13, 1994 in the state of Washington, USA. BioSyent Pharma International Inc. was incorporated on April 18, 2016 in Barbados.

BioSyent's principal place of business is located at 2476 Argentia Road, Suite 402, Mississauga, Ontario, Canada L5N 6M1.

These Financial Statements were approved by the Board of Directors on March 9, 2022.

2. Basis of Presentation

The principal accounting policies adopted in the preparation of these Financial Statements on a historical cost basis, with the exception of those financial assets and liabilities at fair value through profit or loss ("**FVTPL**"), are set out below. The policies have been consistently applied to all the years presented.

Statement of Compliance

These consolidated financial statements for the years ended December 31, 2021 and 2020 have been prepared and are in compliance with International Financial Reporting Standards ("**IFRS**") as issued by the International Accounting Standards Board ("**IASB**").

Basis of Consolidation

All inter-company transactions have been eliminated in these Financial Statements.

Functional and Presentation Currency

The presentation currency of these Financial Statements is the Canadian dollar ("**CAD**"). The functional currency of the Company and two of its subsidiaries, BioSyent Pharma and Hedley Technologies Ltd., is the Canadian dollar. The functional currency of Hedley USA and BioSyent Pharma International Inc. is the U.S. dollar ("**USD**").

All financial information has been rounded to the nearest dollar except where otherwise indicated.

3. Summary of Significant Accounting Policies

Financial Instruments

All financial assets and financial liabilities, in respect of financial instruments, are recognized on the Company's statements of financial position when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are incremental and are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Financial assets and liabilities are offset and the net amount presented in the statements of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

The classification of financial instruments dictates how these assets and liabilities are measured subsequently in the Company's consolidated financial statements.

Financial Instruments Measured at Fair Value Through Profit or Loss (FVTPL)

Financial instruments are classified as FVTPL when they are held for trading. A financial instrument is held for trading if it was acquired for the purpose of sale in the near term. Derivative financial instruments that are not designated and effective as hedging instruments are classified as FVTPL. Financial instruments classified as FVTPL are stated at fair value with any changes in fair value recognized in earnings for the year. Financial assets in this category include certain short-term investments and derivatives. The Company may enter into derivative financial instruments to manage exposure to foreign exchange fluctuations and to improve the returns on its cash assets. These instruments are non-hedge derivative instruments.

Financial Assets Measured at Amortized Cost

Financial assets measured at amortized cost are financial assets whereby the business model objective is to collect contractual cash flows and the cash flows represent SPPI (Solely Payments of Principal and Interest). Such assets are initially recognized at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these financial assets are measured at amortized cost using the effective interest method, less any impairment losses. Financial assets in this category include cash and cash equivalents, short-term investments, trade receivables, other receivables, and loans receivable.

Loans receivable consist of full recourse loans issued to employees, as described in Note 13. As the loans are full recourse, they are not recorded as share-based payments, but instead as loans, which fall within the scope of IFRS 9 *Financial Instruments*.

Impairment of Financial Assets

The Company assesses at each statement of financial position date whether there is objective evidence that a financial asset or group of financial assets is impaired.

The Company recognizes expected credit losses ("**ECLs**") for trade receivables based on the simplified approach under IFRS 9. The simplified approach to the recognition of expected losses does not require the Company to track the changes in credit risk; rather, the Company recognizes a loss allowance based on lifetime expected credit losses at each reporting date from the date of the trade receivable.

Evidence of impairment may include indications that a debtor or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization and where observable data indicates that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults. Trade receivables are reviewed qualitatively on a case-by-case basis to determine whether they need to be written off.

The Company recognizes loss allowances for ECLs on its financial assets measured at amortized cost, including loans receivable. ECLs are a probability-weighted estimate of credit losses. The Company applies a three-stage approach to measure ECLs. The Company measures an ECL:

- at an amount equal to 12 months of expected losses for performing loans receivable if the credit risk at the reporting date has not increased significantly since initial recognition (Stage 1);
- at an amount equal to lifetime expected losses on loans receivable that have experienced a significant increase in credit risk since origination (Stage 2); and
- at an amount equal to lifetime expected losses which are credit impaired (Stage 3).

The Company considers a significant increase in credit risk to have occurred if contractual payments are more than 30 days past due and considers the loans receivable to be in default if they are 90 days past due. A significant increase in credit risk or default may have also occurred if there are other qualitative factors (including forward looking information) to consider; such as borrower specific information (i.e. change in credit assessment). Such factors include consideration relating to whether the counterparty is experiencing significant financial difficulty, there is a breach of contract, concessions are granted to the counterparty that would not normally be granted, or it is probable the counterparty will enter into bankruptcy or a financial reorganization.

Financial Liabilities Measured at Amortized Cost

Financial liabilities measured at amortized cost are recognized initially at fair value net of any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method. Other financial liabilities are de-recognized when the obligations are discharged, cancelled or expired. Financial liabilities in this category include accounts payable and accrued liabilities.

Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy establishes three levels to classify the inputs to valuation techniques used to measure fair value, by reference to the reliability of the inputs used to estimate the fair values.

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company's forward foreign exchange contract derivatives are measured at fair value through profit or loss using Level 2 inputs. The Company's cash and cash equivalents are measured at fair value through profit or loss using Level 1 inputs. There were no transfers between Levels 1 or 2 during the year.

Revenue Recognition

In accordance with IFRS 15 *Revenue*, The Company applies the following 5-step revenue recognition model based on the principle that an entity should recognize revenue as performance obligations are satisfied based on the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled:

- Step 1: Identify the contract(s) with a customer;
- Step 2: Identify the performance obligations in the contract;
- Step 3: Determine the transaction price;
- Step 4: Allocate the transaction price to the performance obligations in the contract; and
- Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation.

Revenue from the sale of goods is recognized at the point when the Company has satisfied its performance obligations in the contract and control is transferred to the customer, generally upon shipment or delivery of the goods to the customer. Revenue is recognized at an amount that reflects the consideration to which the Company ultimately expects to be entitled in exchange for those goods. In the Company's Canadian Pharmaceutical Business, promised consideration from a wholesaler customer can vary due to product returns, discounts, volume rebates, refunds, credits, price concessions, incentives, or similar items. Revenue is recorded net of these amounts. Where the consideration promised in a contract with a customer includes a variable amount, the Company estimates the amount of consideration to which it ultimately expects to be entitled in exchange for transferring the promised goods or services to the customer and the amount of revenue recognized is adjusted accordingly.

The Company may also offer other discount programs, including retail coupons and copay discount cards for the purchase of certain of its products by end-consumers. The Company estimates the amount of such discounts based on historical experience and the specific terms of each program. Revenue is recorded net of these amounts. The estimated amounts of such discounts are recorded as these retail coupons and copay discount cards are distributed.

The total of all variable consideration amounted to $883,054 in the year ($1,154,781 in 2020).

The Company recognizes a contract liability based on its estimate of the amount of consideration it expects to refund to its customers. This contract liability is updated at the end of each reporting period for any changes in circumstances.

Property and Equipment

Property and equipment are recorded at historical cost less accumulated depreciation. The cost of property and equipment is its purchase price, together with any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. The Company records depreciation of property and equipment at the following rates and methods based on the assets' estimated useful economic lives:

Furniture and fixtures	20%	declining balance method
Equipment	20%	declining balance method
Computer equipment	30%	declining balance method
Computer software	30%	declining balance method
Lease right-of-use asset		Straight-line over 10-year term of lease
Leasehold improvements		Straight-line over 10-year term of lease

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized within the Statements of Comprehensive Income.

Cash and Cash Equivalents and Short-term Investments

Cash and cash equivalents include cash held at financial institutions and highly liquid deposits with the ability to be converted into cash within 90 days or less of their acquisition date.

Short term investments are comprised of deposits with Chartered Canadian banks with original maturities of more than 90 days. These investments are held in Canadian dollars or in foreign currencies and are interest bearing.

Inventory

Inventory is measured on a first-in, first-out basis at the lower of cost and net realizable value. When inventories are sold, the carrying amount of those inventories is recognized as an expense in the period in which the related revenue is recognized.

Intangible Assets

Intangible assets with definite useful lives consist of:

- new product dossier and filing costs, which represent professional, consulting, and regulatory fees incurred in obtaining regulatory approvals of products for marketing and manufacturing purposes;
- product licenses and rights, which represent contractual milestone payments and professional fees incurred in acquiring product licenses and distribution rights;
- new product development, which represents expenditure on materials and services in the development of new products;
- trademarks and patents, which represent legal and application fees incurred in registering trademarks and patents in various jurisdictions; and

- trade certifications, which represent legal and registration fees incurred in obtaining international trade certifications of products.

Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment losses. Amortization commences when the intangible asset is available for use. The amortization period and the amortization method for an intangible asset with a definite useful life are reviewed at least annually at the end of each financial reporting year. Intangible assets with definite useful lives are amortized on a straight-line basis over their estimated useful lives (see *Note 12*). New product dossier and filing costs are amortized over the estimated economic lives of the underlying products commencing upon their availability for use. Product licenses and rights are amortized over the expected useful life. New product development costs are amortized over the estimated economic useful life of the product commencing upon its availability for use. Trademarks and patents are amortized over the period covered by the registration period, ranging between 10 and 15 years, unless the economic life is shorter.

Development Costs

Research costs are expensed as incurred. Development costs are also expensed unless the Company can demonstrate the following:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- its intention to complete the intangible asset and use or sell it;
- its ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of resources to complete the development of the asset; and
- the ability to measure reliably the expenditure during development.

Impairment of Non-Financial Assets

Equipment and intangible assets are reviewed for impairment at the end of each annual reporting period for events or circumstances that indicate that the carrying value of an asset may not be recoverable. In such cases where an indicator of impairment exists, the recoverable amount of the asset is estimated to determine whether there is an impairment loss. The recoverable amount of an asset is first tested on an individual basis.

Impairment exists when the carrying value of an asset or cash generating unit ("CGU") exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The fair value less costs to sell calculation is based on available market data less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. These calculations require the use of estimates and forecasts of future cash flows. Qualitative factors, including market presence and trends, strength of customer relationships, strength of local management, strength of debt and capital markets, and degree of variability in cash flows, as well as other factors, are considered when making assumptions with regard to future cash flows and the appropriate discount rate. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows and the growth rate used for extrapolation purposes. A change in any of the significant assumptions or estimates used to evaluate non-financial assets could result in a material change to the results of operations.

Foreign Currency Translation

Items included in the financial records of each consolidated entity are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities not denominated in the functional currency of an entity are recognized in net income.

Assets and liabilities of entities with functional currencies other than Canadian dollars are translated at the year-end rates of exchange, and the results of their operations are translated at average rates of exchange for the year. The resulting translation adjustments are included in cumulative translation adjustment in shareholders' equity. Additionally, foreign exchange gains and losses related to certain intercompany loans that are net investments in a foreign operation are included in cumulative translation adjustment account, as part of other comprehensive income.

Taxation

Tax expense comprises current and deferred tax. Tax is recognized in the Consolidated Statements of Comprehensive Income except to the extent it relates to items recognized in other comprehensive income or directly in equity.

Current Tax:

Current tax expense is based on the results for the year as adjusted for items that are not taxable or not deductible. Current tax is calculated using tax rates and laws that are enacted or substantively enacted at the end of the year. 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 tax assets and liabilities are recognized for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the financial position reporting date.

Deferred tax assets and liabilities are recognized where the carrying amount of an asset or liability differs from its tax base, except for taxable temporary differences arising on the initial recognition of goodwill and temporary differences arising from investments in subsidiaries that are not expected to reverse in the foreseeable future.

Recognition of deferred tax assets for unused tax losses, tax credits and deductible temporary differences is restricted to those instances where it is probable that future taxable profit will be available against which the deferred tax asset can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Share-Based Payments

The Company has equity-settled share-based payment plans, including a Restricted Share Unit ("RSU") Plan, an Incentive Stock Option Plan, and an Employee Share Purchase Plan ("ESPP") which are described in *Note 16*. The Company accounts for share-based payments under these plans in accordance with IFRS 2, *Share-based payment*.

RSU Plan

For RSUs granted to employees and directors, the Company recognizes an expense over the vesting period of the RSUs equal to the fair value at the grant date based on the closing market price of the Company's common shares on the TSX Venture Exchange and an estimate of the number of RSUs expected to vest.

The Company classifies outstanding RSUs as equity instruments in accordance with IAS 32, *Financial instruments: presentation*. Over the vesting period of RSUs, as the Company recognizes an expense, it also recognizes a corresponding increase in contributed surplus for the fair value of such RSUs.

RSUs are settled with the issuance to RSU holders of common shares of the Company, either newly issued or purchased by the Company in the open market. Common shares purchased in the open market by the Company for future RSU settlements are held in an RSU Trust until the time of settlement when they are released to RSU holders. These common shares held in the RSU Trust are classified as equity and accounted for as Treasury Shares in accordance with IAS 32 and are measured at the price paid in the open market. Upon settlement of the RSUs and the release of the common shares to RSU holders, these common shares are reclassified to share capital.

Incentive Stock Option Plan

Compensation costs attributable to all stock options granted to employees and directors are measured at fair value, using the Black-Scholes option pricing model, at the grant date and expensed over the vesting period with a corresponding increase to contributed surplus. For options with graded vesting, the fair value of each tranche is recognized over its respective vesting period.

Any consideration paid by employees upon the exercise of any stock options increases share capital. The Company does not repurchase stock options from option holders.

Options granted to non-employees are measured at the fair value of the goods and services received or to be received.

ESPP

Any Company matching of employee contributions to the ESPP is accounted for as an expense at the time of the cash contribution.

Repurchase of Shares under Normal Course Issuer Bid ("NCIB")

Repurchases by the Company of its own common shares under a NCIB are accounted for in accordance with IAS 32, *Financial Instruments: Presentation*. Upon reacquiring shares under a NCIB, the Company deducts from equity the purchase price of these shares and any costs to acquire such shares. Any such shares held by the Company are considered treasury shares until they are cancelled.

Earnings per Share

Basic earnings per share is computed by dividing the net income after taxes by the weighted average number of common shares outstanding during the year. Diluted earnings per share information is calculated assuming the deemed exercise of all in-the-money stock options and that all deemed proceeds to the Company are used to repurchase the Company's stock at the average market price during the year. No adjustment to diluted earnings per share is made if the result of this calculation is anti-dilutive.

Leases

The Company accounts for its leases in accordance with IFRS 16, *Leases.* All contracts that meet the definition of a lease are recorded in the statement of financial position with a "right of use" asset and a corresponding liability. The asset is accounted for as property, plant and equipment and is depreciated on a straight-line basis over the term of the lease contract. The liability is unwound using the interest rate inherent in the lease. The Company has recognized a right-of-use asset and a lease liability in respect of its lease for head office space (see *Notes 11 and 15*). The Company has elected not to recognize right-of-use assets and lease liabilities for short-term leases of 12 months or less and for leases of low-value assets.

Accounting Pronouncements Issued but not yet Effective

The Company has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective.

Accounting Pronouncements Issued but not yet Effective

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4. Use of Estimates and Accounting Judgments by Management

The preparation of these Financial Statements requires management to make critical judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. On an ongoing basis, management evaluates its judgments, estimates and assumptions using historical experience and various other factors it believes to be reasonable under the given circumstances. In the future, actual experience may differ from these estimates and assumptions.

Judgments

a. Recoverability of asset carrying values

The Company assesses its equipment and intangible assets for impairment if there are events or changes in circumstances that indicate that carrying values may not be recoverable at each statement of financial position date. Such indicators include changes in the Company's business plans, changes in the market and evidence of physical damage.

Determination as to whether and how much an asset is impaired involves management's judgment on highly uncertain matters such as future selling and purchasing prices, the effects of inflation on operating expenses, discount rates, and economics of different pharmaceutical or medical products.

b. Impairment of trade and other receivables

The Company performs ongoing credit evaluations of its customers and grants credit based on a review of historical collection experience, current aging status, financial condition of the customer, and anticipated industry conditions. Customer payments are regularly monitored and ECLs are established in accordance with IFRS 9.

c. Income taxes

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

The Company recognizes liabilities based on the Company's current understanding of tax laws as applied to the Company's circumstances. Where the final outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

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

Estimates

The most significant estimates made by management include the following:

a. Depreciation

Depreciation of the Company's equipment involves estimates of future useful lives and residual values. These estimates may change as more experience is obtained or as general market conditions change, thereby impacting the value of the Company's equipment.

b. Amortization of intangible assets

The amortization of the Company's intangible assets involves estimates of their useful lives. Such estimates may change as more experience is obtained or as general market conditions change, thereby impacting the value of the Company's intangible assets.

c. Share-based payments

Grants of RSUs and stock options are measured at their fair value on the grant date.

Management estimates the fair value of RSUs by reference to the closing price of the Company's common shares on the TSX Venture Exchange at the grant date. Management uses the Black-Scholes option pricing model to estimate the fair value of stock options determined at the grant date for options granted to employees and directors. Significant assumptions affecting the valuation of options include the term allowed for option exercise, a volatility factor relating to the Company's historical share price, dividend yield, forfeiture rate and risk-free interest rate.

The estimated forfeiture rate also affects the valuation of RSUs.

d. Inventory

Management has estimated the value of inventory based upon its assessment of the net realizable value. All slow-moving merchandise has been provided for by management.

e. Determination of transaction price

As a result of the existence of elements of variable consideration in the Company's contracts with customers arising from returns, discounts, rebates, retail coupons, copay discount cards, and other price incentives, the Company is required to estimate the amount of variable consideration from the customer to which it ultimately expects to be entitled and to adjust the transaction price and amount of revenue recognized accordingly.

The Company estimates the extent of future product returns, retail coupon and copay discount card redemptions, discounts and volume rebates to be awarded to customers based on historical, current and forecast information available, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

f. Determination of incremental borrowing rate

When the Company enters into leases as lessee and where the interest rate implicit in a lease cannot be readily determined, the Company determines its incremental borrowing rate in order to measure its lease liability. The incremental borrowing rate is the rate of interest that a lessee would have to pay to borrow over a similar term, and with similar security, the funds necessary to obtain an asset of a similar value to the right-to-use asset in a similar economic environment. In determining its incremental borrowing rate, the Company considers the term of the lease, the nature of the leased asset, and its level of indebtedness with reference to market risk-free interest rates.

g. Determination of lease term

When the Company enters into leases as lessee, it determines the lease term as the non-cancellable period of the lease together with periods covered by an option to extend the lease if it reasonably expects to exercise such option and periods covered by an option to terminate the lease if it reasonably expects not to exercise such option. In assessing whether it is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, the Company considers: the contractual terms and conditions for the optional periods compared with market rates; whether any significant leasehold improvements have been undertaken; the costs of terminating the lease; the importance of the underlying asset to the Company's operations; and any conditionality associated with exercising the option (see *Note 15*).

5. COVID-19

On March 11, 2020, the World Health Organization characterized COVID-19 (Coronavirus) as a pandemic. The COVID-19 pandemic has impacted and is likely to continue to impact the Company's operations in the following key areas:

a. Workforce:

The Company will continue to follow the recommendations of public health and government authorities and to take all necessary precautions, including remote work arrangements, the ongoing practice of physical distancing, making personal protective equipment available to employees, and ensuring employees' understanding of good hygiene practices and infection risks, in order to protect the health and safety of its workforce, both in its head office and in the field.

b. Access to Healthcare Professionals:

COVID-19 restrictions have affected the ability of the Company's field salesforce to access healthcare professionals in the community and in hospitals for the purposes of product detailing. While the extent and duration of such access restrictions varies by region in Canada and internationally, such restrictions may have an impact on the Company's pharmaceutical sales during the time they are in place.

c. Demand for Products:

To the extent that the COVID-19 pandemic affects patient volumes (both in community clinics and in hospitals) and the nature of procedures performed in Canadian hospitals, this will affect the consumption of the Company's non-prescription products, prescription products, urgent care products as well as its hospital products used in elective procedures.

Additionally, to the extent that the COVID-19 pandemic and safety restrictions affect consumer buying behaviour, this will affect demand for the Company's pharmaceutical products in the community. The extent of the impact of COVID-19 on consumer demand for the Company's products in the short-term and long-term is uncertain.

Finally, given the global scale of COVID-19, demand for the Company's products in international markets may also be affected, depending on the extent of local infection rates, the measures implemented by local governments in response, and the overall impact of the pandemic on business activity in these international markets.

d. Supply Chain:

The Company sources its products globally. Given the global impact of the COVID-19 pandemic and varying localized impacts, this could result in interruptions to the Company's supply chains, including the manufacturing, transportation, and delivery of products to customers.

6. Cash and Cash Equivalents

Cash and cash equivalents consist of the following:

	December 31, 2021	December 31, 2020
Cash on deposit in banks	$14,470,449	$10,326,877
Redeemable GICs	3,564,826	9,964,544
Total cash and cash equivalents	$18,035,275	$20,291,421

7. Short term Investments

Short term investments consist of the following:

	December 31, 2021	December 31, 2020
Non-redeemable GICs	$8,544,166	$4,043,968
Dual Currency Deposits *(Note 10)*	1,632,229	1,242,317
Total short term investments	$10,176,395	$5,286,285

8. Trade and Other Receivables

Trade and other receivables is comprised of the following:

	December 31, 2021	December 31, 2020
Trade accounts receivable	$2,494,377	$1,599,028
Other receivables	292,928	215,987
Total trade and other receivables	$2,787,305	$1,815,015

9. Inventory

Inventory is comprised of the following:

	December 31, 2021	December 31, 2020
Raw and Packaging Materials	$414,641	$366,757
Finished Goods	1,789,690	1,706,804
Total inventory	$2,204,331	$2,073,561

Cost of goods sold is comprised of the following:

	Year ended December 31,	
	2021	2020
Raw and Packaging Materials and Finished Goods	$5,850,300	$4,772,303
Freight	130,056	136,018
Total cost of goods sold	$5,980,356	$4,908,321

10. Financial Instruments and Financial Risk Management

Fair Value Measurement

Fair Value Estimation of Financial Instruments

The carrying value of the Company's cash and cash equivalents, short term investments, derivative liabilities, trade and other receivables, loans receivable, and accounts payable and accrued liabilities approximate their fair values.

Risks

The Company is exposed to a variety of financial risks by virtue of its activities: market risk (including foreign exchange risk, interest rate risk, and credit risk) and liquidity risk. The overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on financial performance. Risk management is carried out under the policies described below. Management is charged with the responsibility of establishing controls and procedures to ensure that financial risks are mitigated with the approved policies.

- **Foreign Exchange Instruments:**

The Company periodically enters into foreign exchange options and forward contracts with financial institutions with investment grade credit ratings to manage its foreign exchange risk on contracts denominated in U.S. dollars and Euros. Such instruments are classified as derivative financial instruments and measured at fair value through profit and loss.

Options:

The Company had not entered into any foreign exchange options as at December 31, 2021.

As at December 31, 2020, the Company entered into foreign exchange options to purchase up to a total of USD 900,000 and USD 1,350,000 at an exchange rate expressed in CAD per USD of 1.3100.

Forward Contracts:

The Company had not entered into any foreign exchange forward contracts as at December 31, 2021.

As at December 31, 2020, the Company entered into foreign exchange forward contracts to purchase a total of USD 650,000 and EUR 450,000.

The fair value of foreign exchange instruments is estimated based on quoted values from financial institutions. The Company's foreign exchange instruments resulted in a derivative liability of $Nil as at December 31, 2021 (December 31, 2020 – $78,608).

The following table illustrates the Company's investment in foreign exchange instruments that are measured at FVTPL:

December 31, 2021	Level 1	Level 2	Level 3
Foreign Exchange Instruments	-	-	-

December 31, 2020	Level 1	Level 2	Level 3
Foreign Exchange Instruments	-	($78,608)	-

- **Dual Currency Deposits:**

The Company also invests in dual currency deposits ("**DCD**"). A DCD is a CAD or foreign currency denominated transaction that provides an enhanced guaranteed interest payment at maturity. However, the original denominated currency is converted to another specified currency at a specified exchange rate depending on whether the spot rate on the maturity date is above or below a specified fixed exchange rate. The fair value of DCDs is estimated based on quoted values from financial institutions.

The following table illustrates the Company's investment in DCDs measured at fair value through profit and loss:

December 31, 2021	Level 1	Level 2	Level 3
DCDs	-	$1,632,229	-

December 31, 2020	Level 1	Level 2	Level 3
DCDs	-	$1,242,317	-

At December 31, 2021, the Company had the following CAD denominated DCD that was convertible into USD:

Type of Financial Instrument	Spot Rate on Transaction Date	Principal (CAD)	Net Fair Value (CAD)	Guaranteed Interest Rate	Maturity Date	Fixed Maturity Conversion Rate
DCD	1.2379	$1,000,000	$1,000,000	1.00%	January 18, 2022	1.2100

At December 31, 2021, the Company had the following USD denominated DCDs that were convertible into CAD:

Type of Financial Instrument	Spot Rate on Transaction Date	Principal (USD)	Net Fair Value (CAD)	Guaranteed Interest Rate	Maturity Date	Fixed Maturity Conversion Rate
DCD	1.2707	$500,000	$632,229	1.78%	February 24, 2022	1.3000

At December 31, 2020, the Company had the following CAD denominated DCD that was convertible into USD:

Type of Financial Instrument	Spot Rate on Transaction Date	Principal (CAD)	Net Fair Value (CAD)	Guaranteed Interest Rate	Maturity Date	Fixed Maturity Conversion Rate
DCD	1.2965	$1,250,000	$1,242,317	3.26%	January 4, 2021	1.2850

- **Foreign Exchange Risk:**

The Company currently earns revenue in Canadian dollars, U.S. dollars and Euros and incurs costs in Canadian dollars, U.S. dollars and Euros. Management monitors the foreign currency net liability position on an ongoing basis during the period and adjusts the total net monetary liability balance accordingly. When it is appropriate to de-risk future foreign exchange transactions, the Company uses foreign exchange options, forward contracts, and DCDs to manage foreign exchange transaction exposure.

The following tables present foreign exchange sensitivity analyses for the assets and liabilities of the Company denominated in foreign currencies:

Foreign Exchange Sensitivity Analysis - USD

	December 31, 2021	December 31, 2020
Description of Asset/(Liability)	USD	USD
Cash and cash equivalents	1,566,818	1,551,272
Short term investments	500,000	975,744
Trade receivables	66,563	17,292
Less: Accounts payable	(396,983)	(591,928)
Less: Customer advances	(69,103)	-
Net Total	1,667,295	1,952,380
Foreign Exchange Rate CAD per USD at the end of the year	1.2678	1.2732

At December 31, 2021, if the U.S. dollar had been stronger or weaker by 10% against the Canadian dollar with all other variables held constant, comprehensive income would have been $155,364 higher or lower on an after-tax basis, respectively (December 31, 2020 – $182,704 higher or lower, respectively).

Foreign Exchange Sensitivity Analysis - EUR

	December 31, 2021	December 31, 2020
Description of Asset/(Liability)	EUR	EUR
Cash and cash equivalents	899,198	743,512
Less: Customer deposits	-	(441,000)
Less: Accounts payable	(433,957)	(85,563)
Net Total	465,241	216,949
Foreign Exchange Rate CAD per EUR at the end of the year	1.4391	1.5608

At December 31, 2021, if the Euro had been stronger or weaker by 10% against the Canadian dollar with all other variables held constant, comprehensive income would have been $49,210 higher or lower on an after-tax basis, respectively (December 31, 2020 – $25,877 higher or lower, respectively).

- **Interest Rate Risk:**

Cash flow interest rate risk is the risk that the future cash flow of a financial instrument will fluctuate because of changes in interest rates. Some of the Company's cash and cash equivalents as at the date of the Company's Consolidated Statements of Financial Position are invested in redeemable guaranteed investment certificates (each, a "GIC"), which earn interest at fixed rates during their tenure. The Company's short-term investments consist of non-redeemable GICs which also earn interest at fixed rates during their tenure. These GICs all have terms of one year or less.

The Company manages its interest rate risk by maximizing the interest income earned on excess funds while maintaining the liquidity necessary to conduct operations on a day-to-day basis. Fluctuations in market rates of interest when these GICs are renewed may have an impact on the Company's Finance Income for the period.

- **Credit Risk:**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's cash and cash equivalents, short term investments, trade and other receivables, and loans receivable. The carrying amount of financial assets represents maximum credit exposure. As the Company invests in GICs with Canadian Chartered Banks, its credit risk on this account is negligible. The Company's loans receivable (*see Note 13*) are full recourse and secured by a pledge of common shares of the Company purchased by the Borrowers, who are key management personnel. Based on these factors, the Company considers the credit risk associated with these loans receivable to be low. There are no factors at the end of the period to indicate a significant increase in credit risk has occurred and there are no defaults on the loans receivable.

The majority of the Company's current customers are corporations with whom the Company has transacted for several years. In assessing the credit risk of its trade accounts receivable, the Company considers historical default rates and payment patterns, the nature of its customer base, and forward-looking information including any anticipated changes to its customer base, credit terms, and pricing.

Aged Trade Accounts Receivable	December 31, 2021	December 31, 2020
Current	$ 1,134,925	$ 1,444,432
Past due 1-30 days	1,137,301	110,964
Past due 31-60 days	62,136	22,783
Past due over 60 days	213,026	87,559
Expected credit loss	(53,011)	(66,710)
Closing Balance *(Note 8)*	$ 2,494,377	$ 1,599,028
Maximum Credit Risk	2,547,388	1,665,738

As of December 31, 2021, one customer represents 36% of trade receivables (December 31, 2020 - 43%) while another customer represents 21% of trade receivables (December 31, 2020 - 19%), a third customer represents 13% of trade receivables (December 31, 2020 - 15%), and a fourth customer represents 11% of trade receivables (December 31, 2020 – 4%). There have been no past credit losses from these customers.

The Company has provided for expected credit losses of $53,011 (December 31, 2020 - $66,710) related to certain disputed deductions on trade receivables by certain Canadian pharmaceutical wholesale customers. During the year ended December 31, 2021, the Company recovered $13,699 of previously recorded expected credit losses on accounts receivable (2020 - $5,875 recovered).

Cash, cash equivalents and short-term investments are maintained with Canadian financial institutions and the wholly owned subsidiaries of these financial institutions. Deposits held with banks may exceed the amount of insurance provided on such deposits. Generally, these deposits may be redeemed upon demand and are maintained with financial institutions of reputable credit and therefore bear minimal credit risk.

- **Liquidity Risk:**

Liquidity risk is the risk that the Company will not be able to meet its obligations as they fall due. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities. Senior management is actively involved in the review and approval of planned expenditures. All contractual maturities of accounts payable and accrued liabilities are due within one year. The Company has no other financial liabilities not carried at fair value.

The Company generates sufficient cash from operating activities to fund its operations and fulfill its obligations as they become due. The Company has credit facilities available with Royal Bank of Canada totalling $3,090,000, including a revolving demand credit facility of $1,500,000 which it has not drawn down as at the date hereof, a foreign exchange facility of $1,500,000, and credit card facilities totalling $90,000.

There were no changes to the Company's exposure to liquidity risk, credit risk, or interest rate risk or to its approach to managing these risks during the year ended December 31, 2021.

11. Property and equipment

	Furniture and Fixtures	Equipment	Computer Equipment	Computer Software	Right-of-Use Asset *(see Note 15)*	Leasehold Improvements	Total
COST:							
December 31, 2019	$ 250,060	$ 220,078	$ 266,764	$ 371,065	$ 1,330,455	$ 680,511	$ 3,118,933
2020 Additions	4,879	-	8,739	-	-	-	13,618
December 31, 2020	$ 254,939	$ 220,078	$ 275,503	$ 371,065	$ 1,330,455	$ 680,511	$ 3,132,551
2021 Additions	-	-	57,316	27,394	-	-	84,710
December 31, 2021	**$ 254,939**	**$ 220,078**	**$ 332,819**	**$ 398,459**	**$ 1,330,455**	**$ 680,511**	**$ 3,217,261**
ACCUMULATED DEPRECIATION:							
December 31, 2019	$ (88,020)	$ (61,896)	$ (173,461)	$ (246,583)	$ (44,349)	$ (22,358)	$ (636,667)
Changes in 2020	(32,896)	(33,546)	(29,302)	(37,345)	(133,046)	(68,051)	(334,186)
December 31, 2020	$ (120,916)	$ (95,442)	$ (202,763)	$ (283,928)	$ (177,395)	$ (90,409)	$ (970,853)
Changes in 2021	(26,805)	(26,266)	(30,420)	(30,251)	(133,046)	(68,051)	(314,839)
December 31, 2021	**$ (147,721)**	**$ (121,708)**	**$ (233,183)**	**$ (314,179)**	**$ (310,441)**	**$ (158,460)**	**$ (1,285,692)**
CARRYING AMOUNT							
December 31, 2019	$ 162,040	$ 158,182	$ 93,303	$ 124,482	$ 1,286,106	$ 658,153	$ 2,482,266
December 31, 2020	$ 134,023	$ 124,636	$ 72,740	$ 87,137	$ 1,153,060	$ 590,102	$ 2,161,698
December 31, 2021	**$ 107,218**	**$ 98,370**	**$ 99,636**	**$ 84,280**	**$ 1,020,014**	**$ 522,051**	**$ 1,931,569**

12. Intangible Assets

	New Product Dossier and Filing Costs	Product Licenses and Rights	New Product Development	Trademarks and Patents	Trade Certifications	Total
COST:						
December 31, 2019	$ 1,502,207	$ 893,020	$ 71,950	$ 92,786	$ 3,936	$ 2,563,899
2020 Additions	29,851	60,000	60,549	10,280	-	160,680
December 31, 2020	$ 1,532,058	$ 953,020	$ 132,499	$ 103,066	$ 3,936	$ 2,724,579
2021 Additions	354	-	-	8,117	-	8,471
December 31, 2021	**$ 1,532,412**	**$ 953,020**	**$ 132,499**	**$ 111,183**	**$ 3,936**	**$ 2,733,050**
ACCUMULATED AMORTIZATION:						
December 31, 2019	$ (54,103)	$ (297,794)	$ -	$ (13,121)	$ (796)	$ (365,814)
Changes in 2020	(87,395)	(81,513)	(1,504)	(5,031)	(793)	(176,236)
December 31, 2020	$ (141,498)	$ (379,307)	$ (1,504)	$ (18,152)	$ (1,589)	$ (542,050)
Changes in 2021	(83,013)	(41,800)	(6,907)	(9,795)	(752)	(142,267)
December 31, 2021	**$ (224,511)**	**$ (421,107)**	**$ (8,411)**	**$ (27,947)**	**$ (2,341)**	**$ (684,317)**
ACCUMULATED IMPAIRMENT LOSSES:						
December 31, 2019	$ (713,341)	$ (461,366)	$ -	$ -	$ -	$ (1,174,707)
Changes in 2020	-	-	-	-	-	-
December 31, 2020	$ (713,341)	$ (461,366)	$ -	$ -	$ -	$ (1,174,707)
Changes in 2021	-	-	-	-	-	-
December 31, 2021	**$ (713,341)**	**$ (461,366)**	**$ -**	**$ -**	**$ -**	**$ (1,174,707)**
CARRYING AMOUNT						
December 31, 2019	$ 734,763	$ 133,860	$ 71,950	$ 79,665	$ 3,140	$ 1,023,378
December 31, 2020	$ 677,219	$ 112,347	$ 130,995	$ 84,914	$ 2,347	$ 1,007,822
December 31, 2021	**$ 594,560**	**$ 70,547**	**$ 124,088**	**$ 83,236**	**$ 1,595**	**$ 874,026**

New Product Dossier and Filing Costs

Cumulatively, the Company has incurred product dossier and filing costs of $1,532,412 (December 31, 2020 – $1,532,058) to date on several products. The filing costs incurred in respect of launched products are being amortized on a straight-line basis over their estimated finite useful lives based on marketability, ranging from 1 to 15 years.

In August 2012, BioSyent Pharma signed an exclusive Licensing and Distribution Agreement for the Aguettant System® of pre-filled syringes ("PFS") in Canada. The Aguettant Agreement ended on December 31, 2021 and BioSyent entered into a Transition Agreement with Laboratoire Aguettant that transferred all responsibilities for Aguettant System® products in Canada to Laboratoire Aguettant. BioSyent discontinued all commercialization efforts for Aguettant System® products in Canada effective January 1, 2022. The New Product Dossier and Filing Costs associated with these PFS products, launched in February 2015 and November 2016, respectively, have been fully amortized as of December 31, 2021.

On November 7, 2016, the Company entered into a License and Supply Agreement with a European partner to acquire the exclusive Canadian rights to use the product registration documentation of a women's health pharmaceutical product and a license to sell, market and distribute this product in Canada under the brand name Tibella®. On May 10, 2019, the Company received regulatory approval from Health Canada for the Tibella® product which was subsequently launched in Canada in July 2020. The Company has incurred $466,123 in development costs related to this product. Such costs are included in intangible assets as New Product Dossier and Filing Costs and are being amortized on a straight-line basis over the 8-year estimated useful life of the product. In addition to an initial EUR 20,000 license fee upon signing this agreement, the Company is committed to certain annual license fee payments to its European partner contingent upon the future sales of the product (see *Note 19*).

In November 2019, the Company entered into a License and Exclusive Supply Agreement with AFT Pharmaceuticals Ltd ("**AFT**") to acquire a license to market, sell and distribute a portfolio of pain management products in Canada. The Company launched the Combogesic® product in Canada in December 2020. The Company has directly incurred $202,367 in development costs related to these products. Such costs are included in intangible assets as New Product Dossier and Filing Costs and are being amortized over the 15-year estimated useful life of the Combogesic® product. During the 15-year term of the License and Exclusive Supply Agreement, the Company is committed to certain royalty payments based on the net sales of the products in Canada (see *Note 19*).

For the year ended December 31, 2021, $83,013 of amortization expense on New Product Dossier and Filing Costs (2020 - $87,395) has been included in selling, general and administration expenses in the Company's Consolidated Statements of Comprehensive Income in respect of these assets (*see Note 17*).

Product Licenses and Rights

Cumulatively, the Company has incurred costs related to the acquisition of product licenses and rights totalling $953,020 (December 31, 2020 – $953,020).

On August 18, 2015, the Company entered into a Distribution and Supply Agreement with Photocure ASA (the "Distribution and Supply Agreement") to acquire the exclusive rights to market, promote, distribute and sell the Cysview® product in Canada including an exclusive right to use the Cysview® trademark and a license to use the patents associated with the product in Canada. The Company incurred costs totalling $859,400 (December 31, 2020 - $859,400) related to the acquisition and commercialization of Cysview®, which was launched in the Canadian market in November 2015. BioSyent entered into a Termination and Transition Agreement with Photocure ASA, that ended the Distribution and Supply Agreement effective December 31, 2021. On January 1, 2022, BioSyent discontinued all commercialization efforts on Cysview® and returned the Canadian rights for Cysview® to Photocure ASA as of January 12, 2022. As part of the Termination and Transition Agreement, BioSyent received service fees totalling $125,000 during the year ended December 31, 2021. Such fees are included in return of rights service fees on the Consolidated Statements of Comprehensive Income. As of December 31, 2021, the Cysview® product license intangible asset has a carrying value of $nil.

On October 1, 2020, the Company entered into an exclusive License and Supply Agreement to acquire the exclusive rights to distribute a women's health product in Canada and a license of certain trademarks and technology related thereto. The product has not yet been launched by the Company and amortization of the asset has not yet commenced.

For the year ended December 31, 2021, $41,800 of amortization expense on product licenses and rights (2020 - $81,513) has been included in selling, general and administration expenses in the Company's Consolidated Statements of Comprehensive Income in respect of this asset (*see Note 17*).

New Product Development

The Company has incurred cumulative new product development costs consisting of labour, laboratory and professional fees to date totalling $132,499 (December 31, 2020 - $132,499) relating to the development of new products. The Company has commenced amortization of certain of these costs upon the completion of development. For the year ended December 31, 2021, $6,907 of amortization expense (2020 - $1,504) has been included in selling, general and administration expenses in the Company's Consolidated Statements of Comprehensive Income in respect of these development costs (*see Note 17*).

Trademarks and Patents

The Company has incurred cumulative trademark and patent application and filing costs of $111,183 (December 31, 2020 - $103,066) relating to product registration application costs in various jurisdictions. These assets have finite lives and are being amortized on a straight-line basis over the terms of the respective trademarks and patents (ranging from 10 to 15 years). For the year ended December 31 2021, $9,795 of amortization expense (2020 - $5,031) has been included in selling, general and administration expenses in the Company's Consolidated Statements of Comprehensive Income in respect of these assets (*see Note 17*).

Trade Certifications

The Company has incurred legal and other costs in obtaining certain international trade certifications and permits totalling $3,936 (December 31, 2020 - $3,936). This asset is being amortized over its 5-year estimated useful life. For the year ended December 31, 2021, $752 of amortization expense (2020 - $793) has been included in selling, general and administration expenses in the Company's Consolidated Statements of Comprehensive Income in respect of these development costs (*see Note 17*).

13. Loans Receivable

On December 8, 2016, the Board of Directors approved a Management Share Loan Program ("MSLP") under which the Company offered one-time, secured loans to certain management personnel employed by the Company (each a "Borrower") up to a maximum of fifty percent of each Borrower's base annual salary for the sole purpose of their purchase of the Company's issued and outstanding common shares at prevailing market prices through the facilities of the TSX Venture Exchange.

	Loans Receivable ($)
Balance, December 31, 2019	588,467
Accrued Interest	8,865
Balance, December 31, 2020	597,332
Accrued Interest	5,973
Balance, December 31, 2021	**603,305**
Current portion, December 31, 2021	**420,104**
Long-term portion, December 31, 2021	**183,201**
Current portion, December 31, 2020	-
Long-term portion, December 31, 2020	597,332

The Company advanced loan proceeds totalling $391,500 on May 26, 2017, and a further $175,000 on December 11, 2018, in accordance with the terms of the MSLP for the purchase of the Company's common shares by the Borrowers.

Each MSLP participant's loan (collectively, the "MSLP Participant Loans") bears interest at a rate of 1% - 2% per annum and is secured by a pledge of the common shares purchased under the MSLP by the Borrowers. Interest receivable of $5,973 was accrued on the loans for the year ended December 31, 2021 (2020 - $8,865 and has been included in finance income on the Company's Consolidated Statements of Comprehensive Income.

The MSLP Participant Loans are repayable by the Borrowers upon any sale of pledged shares by the Borrower in proportion to the then outstanding loan principal balance plus accrued interest. The remaining MSLP Participant Loan principal plus accrued interest must be fully repaid by the Borrowers within five years from the date the loan proceeds were advanced (the "Maturity Date"), specifically, May 26, 2022 for loans advanced on May 26, 2017 and December 11, 2023 for loans advanced on December 11, 2018.

If a Borrower ceases to be employed by the Company prior to the end of the five-year Maturity Date, all outstanding loan obligations shall become due and payable on the 30th day following the date of termination. In addition, in the event of a default by the Borrower of the terms of the loan, the loan obligations will become due and payable immediately.

As the loans are full recourse loans, they have not been accounted for as stock-based compensation, but as financial instruments within the scope of IFRS 9, *Financial Instruments.*

14. Contract Liability

The Company recognizes a contract liability based on its estimate of the amount of consideration it expects to refund to its customers, including consideration payable resulting from coupons and volume rebates. This contract liability is updated at the end of each period for any changes in circumstances.

The table below summarizes changes in the contract liability for the years ended December 31, 2021 and December 31, 2020:

	Contract Liability ($)
Balance, December 31, 2019	99,141
Estimated variable consideration	680,797
Settlement of variable consideration	(533,814)
Balance, December 31, 2020	**246,124**
Estimated variable consideration	221,266
Settlement of variable consideration	(241,367)
Balance, December 31, 2021	**226,023**

15. Lease Liability

The Company leases its head office space in Mississauga, Ontario, Canada. The Company's current office lease commenced on September 1, 2019 and extends to August 31, 2029. The Company has an option to extend this lease beyond the 10-year non-cancellable term for a further term of 5 years. As per IFRS 16 *Leases*, the Company has recognized a right-of-use asset in respect of this office lease based on a 10-year lease term (*see Note 11*).

The Company has also recognized a lease liability for this office lease based on a weighted average incremental borrowing rate of 5.20%. The carrying amount of the Company's lease liability for this office lease is summarized in the table below:

	Lease Liability ($)
Balance, December 31, 2019	1,853,114
Interest expense	92,942
Payments	(237,195)
Balance, December 31, 2020	**1,708,861**
Interest expense	85,246
Payments	(237,195)
Balance, December 31, 2021	**1,556,912**
Current portion, December 31, 2021	**161,809**
Long-term portion, December 31, 2021	**1,395,103**
Current portion, December 31, 2020	**151,949**
Long-term portion, December 31, 2020	**1,556,912**

The Company's future undiscounted lease payments under this lease agreement are as follows:

Fiscal Year	Lease Payments
2022	$ 238,952
2023	$ 242,466
2024	$ 242,466
2025	$ 245,980
2026	$ 253,008
Beyond next 5 fiscal years	$ 674,688
Total	$ 1,897,560

Not included in the lease liability, the Company incurred occupancy costs, net of recoveries, related to its office leases of $120,108 for the year ended December 31, 2021 (2020 – $123,504) which have been included in selling, general and administration expenses in the Company's Consolidated Statements of Comprehensive Income.

16. Share Capital

a. Authorized

The authorized share capital of the Company consists of 100,000,000 common shares without par value and 25,000,000 preferred shares without par value. The holders of the preferred shares as a class shall not be entitled to receive notice of, to attend or to vote at any meeting of the shareholders of the Company.

b. Issued and outstanding common shares

	Number of Issued Common Shares	Number of Treasury Shares	Number of Outstanding Common Shares	Amount
Balance, December 31, 2019	**13,560,445**	**(30,000)**	**13,530,445**	**$ 7,179,617**
Cancellation of shares held in treasury	(30,000)	30,000		
Options exercised	1,196	-	1,196	14,718
Shares repurchased under NCIB and cancelled (d)	(594,275)	-	(594,275)	(308,089)
Shares purchased for RSU Plan Trust and held in Treasury (e)	-	(132,200)	(132,200)	(493,818)
Balance, December 31, 2020	**12,937,366**	**(132,200)**	**12,805,166**	**$ 6,392,428**
Options exercised (c)	1,542	-	1,542	20,516
Shares repurchased under NCIB (d)	(180,650)	(300)	(180,950)	(88,901)
Shares purchased for RSU Plan Trust and held in Treasury (e)	-	(69,300)	(69,300)	(527,179)
Balance, December 31, 2021	**12,758,258**	**(201,800)**	**12,556,458**	**$ 5,796,864**

c. Options exercised

During the year ended December, 2021, 1,542 common shares were issued against options exercised (2020 – 1,196 common shares) for total proceeds of $10,322 (2020 - $7,415) and $10,194 in fair value was transferred from contributed surplus to share capital (2020 - $7,303).

d. Normal Course Issuer Bid (NCIB)

Pursuant to the policies of the TSX Venture Exchange, the Company may be permitted from time to time to repurchase its own common shares for cancellation under a NCIB. The policies of the TSX Venture Exchange permit an issuer, upon the approval of the TSX Venture Exchange, to purchase by normal market purchases up to 2% of a class of its own shares in a given 30-day period up to a maximum, in a 12-month period, of the greater of 5% of the outstanding shares or 10% of the Public Float, as such term is defined in the policies of the TSX Venture Exchange.

On December 11, 2019, the Company announced that the TSX Venture Exchange had accepted its renewal of the NCIB, pursuant to which the Company would be permitted to purchase up to 800,000 of its own common shares for cancellation over a further 12-month period commencing on December 17, 2019 and ending on December 16, 2020. Purchases of shares by the Company under the NCIB were made through the facilities of the TSX Venture Exchange or alternative Canadian trading systems at the market price of the shares at the time of acquisition.

During the year ended December 31, 2020, the Company repurchased 594,275 of its common shares for an aggregate price of $2,503,810 and incurred costs of $8,444 related to the repurchase of these shares. The Company's retained earnings were reduced by $2,204,165 upon the repurchase of these shares, representing the excess of the aggregate repurchase price over the reduction in share capital of $308,089.

On December 11, 2020, the Company announced that the TSX Venture Exchange had accepted its renewal of the NCIB, pursuant to which the Company would be permitted to purchase up to 950,000 of its own common shares for cancellation over a further 12-month period commencing on December 17, 2020 and ending on December 16, 2021. Purchases of shares by the Company under the NCIB are made through the facilities of the TSX Venture Exchange or alternative Canadian trading systems at the market price of the shares at the time of acquisition.

During the year ended December 31, 2021, the Company repurchased 180,950 of its common shares for an aggregate price of $1,317,284 and incurred costs of $4,310 related to the repurchase of these shares. The Company's retained earnings were reduced by $1,232,693 upon the repurchase of these shares, representing the excess of the aggregate repurchase price over the reduction in share capital of $88,901.

On December 13, 2021, the Company announced that the TSX Venture Exchange had accepted its renewal of the NCIB, pursuant to which the Company would be permitted to purchase up to 740,000 of its own common shares for cancellation over a further 12-month period commencing on December 17, 2021 and ending on December 16, 2022. Purchases of shares by the Company under the NCIB are made through the facilities of the TSX Venture Exchange or alternative Canadian trading systems at the market price of the shares at the time of acquisition.

e. During the year ended December 31, 2020, the Company purchased 132,200 of its common shares pursuant to its Restricted Share Unit ("RSU") Plan (see *Note 16(g)*) for an aggregate purchase price of $493,818.

During the year ended December 31, 2021, the Company purchased 69,300 of its common shares pursuant to its Restricted Share Unit ("RSU") Plan (see *Note 16(g)*) for an aggregate purchase price of $527,179.

201,500 treasury shares are held in trust as of December 31, 2021 (December 31, 2020 - 132,200 treasury shares) for future settlement of vested RSUs granted to employees, senior management, and directors of the Company.

f. There are nil preferred shares outstanding as of December 31, 2021 (December 31, 2020 – nil).

g. Share-Based Payments

Restricted Share Unit ("RSU") Plan

The Board adopted a Restricted Share Unit Plan on March 4, 2020, which was approved by shareholders on May 27, 2020 and subsequently approved by the TSX Venture Exchange. The RSU Plan was established as a vehicle by which equity-based incentives may be granted to eligible employees, consultants, directors and officers of the Company to recognize and reward their contributions to the long-term success of the Company including aligning their interests more closely with the interests of the Company's shareholders. The RSU Plan is a fixed plan which reserves for issuance a maximum of 800,000 common shares of the Company.

On March 31, 2020, a total of 129,125 RSUs were granted to certain employees, senior management, and directors of the Company with a fair value of $3.61 per unit, being the grant date closing (TSX Venture Exchange) market price per share. Certain of these units shall vest fully in three years' time on March 31, 2023 and certain of these units shall vest quarterly in three years' time on March 31, 2023, June 30, 2023, September 30, 2023, and December 31, 2023.

On March 19, 2021, a total of 67,252 RSUs were granted to certain employees, senior management, and directors of the Company with a fair value of $7.30 per unit, being the grant date closing (TSX Venture Exchange) market price per share. Certain of these units shall vest fully in three years' time on March 19, 2024 and certain of these units shall vest quarterly on March 31, 2024, June 30, 2024, September 30, 2024, and December 31, 2024.

During the year ended December 31, 2021, the Company recorded net share-based payment expense of $261,725 (2020 - $111,786) relating to RSUs granted to employees, directors, officers and advisors under the RSU Plan, which is included in selling, general and administration expenses in the Consolidated Statements of Comprehensive Income.

As at December 31, 2021, there were 192,597 RSUs outstanding (December 31, 2020 – 129,125), as shown below:

	December 31, 2021		December 31, 2020	
	Number of RSUs	Weighted average grant price	Number of RSUs	Weighted average grant price
Outstanding, beginning of year	129,125	$3.61	-	-
Granted	67,252	$7.30	129,125	$3.61
Forfeited	(3,780)	$4.96	-	-
Outstanding, end of year	192,597	$4.87	129,125	$3.61

The weighted-average remaining contractual life of the 192,597 RSUs outstanding at December 31, 2021 is 1.89 years (December 31, 2020 – 2.68 years).

Incentive Stock Option Plan

On March 11, 2014, the Board approved an incentive stock option plan (the "**SOP**") which was adopted by the shareholders of the Company on June 13, 2014. The Board approved an amended SOP on March 4, 2020 which was approved by shareholders on May 27, 2020 and re-approved on May 26, 2021. The purpose of the SOP is to assist the Company in attracting, retaining and motivating directors, officers, employees and other persons who provide ongoing services to the Company and its affiliates and to closely align the personal interests of such participants with those of the Company's shareholders, by providing them with the opportunity to acquire common shares of the Company, and thereby a proprietary interest in the Company and its subsidiaries, through the exercise of share purchase options.

No options were granted by the Company during the year ended December 31, 2020.

No options were granted by the Company during the year ended December 31, 2021.

During the year ended December, 2021, the Company recorded net share-based payment expense of $72,685 (2020 - $154,387) relating to previous option grants to employees, directors, officers and advisors under the SOP, which is included in selling, general and administration expenses in the Consolidated Statements of Comprehensive Income.

As at December 31, 2021, there were 170,504 options outstanding (December 31, 2020 – 173,839), as shown below:

	December 31, 2021		December 31, 2020	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Outstanding, beginning of year	173,839	$8.32	177,512	$8.30
Granted	-	-	-	-
Expired or forfeited	(1,793)	$10.02	(2,477)	$7.78
Exercised	(1,542)	$6.69	(1,196)	$6.20
Outstanding, end of year	170,504	$8.32	173,839	$8.32

Of the total number of options outstanding as of December 31, 2021, options totalling 144,805 have vested and are exercisable by the option holders (December 31, 2020 – 124,120). These exercisable options have a weighted average exercise price of $8.25 (December 31, 2020 - $8.21).

The weighted-average remaining contractual life of the 170,504 (December 31, 2020 – 173,839) options outstanding is 5.30 years (December 31, 2020 – 6.26 years) and the range of exercise prices for these options is $6.20 - $10.97 (December 31, 2020 - $6.20 - $10.97).

1,542 options were exercised during the year ended December 31, 2021 (2020 – 1,196 options). The weighted average share price on the date of exercise of options exercised during the year ended December 31, 2021 was $7.73 (2020 – $7.22).

Employee Share Purchase Plan

On January 1, 2017, the Company introduced an Employee Share Purchase Plan ("ESPP"). Under the ESPP, eligible BioSyent employees, including certain key management personnel, are permitted to contribute up to a maximum of 10 per cent of their gross base salary to purchase the Company's common shares in the open market through the facilities of the TSX Venture Exchange. The contributions are matched by the Company up to a maximum of 2.5 percent of the applicable employee's gross base salary.

During the year ended December 31, 2021, the Company recorded share-based payment expense of $69,720 (2020 - $19,908) relating to the Company's contributions to the ESPP for the purchase of common shares on behalf of participating employees. Such share-based payment expense related to the Company's ESPP contributions has been included in selling, general and administrative expenses in the Consolidated Statements of Comprehensive Income. Company and employee contributions to the ESPP were temporarily suspended between April 1, 2020 and March 31, 2021.

17. Expenses by Nature

The expenses on the Consolidated Statements of Comprehensive Income have been grouped by function to focus reader attention on the macro movements in cost from period to period while giving the reader an option to see the detail of expenses according to their nature, which are included below:

	Year ended December 31,	
	2021	2020
Cost of goods sold	$ 5,980,356	$ 4,908,321
Selling and marketing	$ 9,076,212	$ 7,423,311
Advertising, Promotion and Selling Costs	5,335,384	4,077,082
Employee Costs	2,985,370	2,759,299
Logistics, Quality Control & Regulatory	702,794	571,802
Share-based Payments *(Note 16)*	52,664	15,128
General and administration	$ 5,262,582	$ 4,905,190
Employee Costs	2,919,028	2,842,532
Corporate Expenses	600,878	501,070
Professional Fees	362,958	165,883
Share-based Payments *(Note 16)*	351,466	270,954
Depreciation - Property and Equipment *(Note 11)*	314,839	334,186
Information Technology	214,385	154,570
Research and Development	160,675	222,361
Amortization - Intangible Assets *(Note 12)*	142,267	176,236
Insurance	131,657	104,635
Net Foreign Exchange Losses	64,429	95,589
Expected credit losses	-	37,174
New business development costs	$ 115,867	$ 65,322
Finance costs	$ 85,246	$ 92,942
Interest expense - lease liability *(Note 15)*	85,246	92,942
Finance income	$ (155,466)	$ (299,897)
Interest Income	(137,047)	(263,137)
Foreign Exchange Gains - Investing	(18,419)	(36,760)
Return of rights service fees *(Note 12)*	$ (125,000)	$ -

18. Earnings per Share

The following table reconciles the numerator and denominator for the calculation of basic and diluted earnings per share:

	Year ended December 31,	
	2021	2020
Numerator		
Net income attributable to common shareholders	$ 6,281,566	$ 3,795,335
Denominator		
Basic		
Weighted average number of shares outstanding	12,689,163	12,997,456
Effect of dilutive securities	182,118	96,844
Diluted		
Weighted average number of shares outstanding	12,871,281	13,094,300
Basic earnings per share	$ 0.495	$ 0.292
Diluted earnings per share	$ 0.488	$ 0.290

19. Contingencies

Litigations

From time to time, the Company may be exposed to claims and legal actions in the normal course of business. As at December 31, 2021, the Company was not aware of any litigation or threatened claims either outstanding or pending.

Cysview® Distribution and Supply Agreement

Under the terms of the August 18, 2015 Distribution and Supply Agreement between the Company and Photocure ASA in respect of the Cysview® product, aggregate milestone payments of $639,182 (USD 504,166) were potentially required to be made by the Company to Photocure ASA between December 31, 2020 and December 31, 2022 dependent upon the achievement of certain events. Such milestone payments are no longer required under the terms of the Termination and Transition Agreement between the Company and Photocure ASA which ended the Distribution and Supply Agreement effective December 31, 2021.

Women's Health Product License and Supply Agreement

Under the terms of the November 7, 2016 License and Supply Agreement between the Company and its European partner in respect of the Tibella® women's health pharmaceutical product (*see Note 12*), the Company will make annual license fee payments to its European partner in each of the first four years of the Agreement equal to 1% of the Company's net sales of the product in Canada. For the year ended December 31, 2021, such fees for the period have been expensed and included in the Company's Consolidated Statements of Comprehensive Income.

Pain Management Products License and Exclusive Supply Agreement

Under the terms of the November 25, 2019 License and Exclusive Supply Agreement, the Company is required to make royalty payments to AFT Pharmaceuticals based on net sales of the pain management products in Canada and contingent on the market share of competing products in Canada over the 15-year term of the agreement. The royalty rates range from 0% to 6.5% on net sales of one product formulation and from 0% to 12.5% on net sales of another product formulation. For the year ended December 31, 2021, such fees for the period have been expensed and included in the Company's Consolidated Statements of Comprehensive Income.

20. Commitments

Office Lease

The Company's current office lease agreement commenced on September 1, 2019 and extends to August 31, 2029 (*see Note 15*).

The Company's undiscounted minimum future rental payments and estimated occupancy costs (including certain operating costs and realty taxes) for the next five fiscal years under this lease agreement are approximately as follows:

Fiscal Year	Annual Rent and Occupancy Costs
2022	$ 368,197
2023	$ 371,711
2024	$ 371,711
2025	$ 375,225
2026	$ 382,253
Beyond Next 5 Fiscal Years	$ 1,019,342
Total	$ 2,888,439

Purchase Commitments

In the normal course of business, the Company has minimum purchase commitments with certain suppliers.

21. Related Party Transactions

Key Management Personnel Compensation

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company and/or its subsidiaries, directly or indirectly.

The table below summarizes compensation for key management personnel of the Company for the years ended December 31, 2021 and December 31, 2020:

	Year ended December 31,	
	2021	2020
Number of Key Management Personnel	6	6
Salary, Benefits, and Bonus	$1,689,577	$1,635,408
Share-Based Payments	$220,513	$207,785

During the year ended December 31, 2021, the Company recorded share-based payment expense of $220,513 (2020 – $207,785) related to the amortization of RSUs granted to key management under the Company's RSU Plan, the vesting of options granted prior to 2020 under the Company's SOP, as well as the Company's contributions to the ESPP for the purchase of common shares on behalf of participating key management personnel.

As at December 31, 2021, there were loans receivable under the MSLP from key management personnel of $551,798 (December 31, 2020 – $546,335). Interest accrued on these MSLP loans during the year totalled $5,463 (2020 – $8,108).

Transactions with Directors

During the year ended December 31, 2021, the Company paid cash fees to its directors in the amount of $109,312 (2020 – $54,376) and recorded share-based payments expense for accounting purposes of $38,116 (2020 – $22,022) related to the amortization of RSUs under the Company's RSU Plan and the vesting of options granted to directors prior to 2020 under the SOP.

22. Capital Disclosures

For capital management purposes, the Company defines capital as its shareholders' equity that includes share capital, contributed surplus, cumulative translation adjustment and retained earnings.

The amounts included in the Company's capital for the relevant years are as follows:

December 31, 2021	$31,554,926
December 31, 2020	$26,795,956

The Company's principal objectives in managing capital are:

- to ensure that it will continue to operate as a going concern;

- to be flexible in order to take advantage of contract and growth opportunities that are expected to provide satisfactory returns to its shareholders;
- to maintain a strong capital base in order to maintain customers, investors, creditors and market confidence; and
- to provide an adequate rate of return to its shareholders.

The Company manages and adjusts its capital structure in light of changes in economic conditions.

In order to maintain or adjust its capital structure, the Company may issue debt or new shares. Financing decisions are generally made on a specific transaction basis and depend on such things as the Company's needs, capital markets and economic conditions at the time of the transaction. Management reviews its capital management approach on an ongoing basis and believes that this approach is reasonable, given the size of the Company.

The Company does not have any externally imposed capital compliance requirements at December 31, 2021. There were no changes in the Company's approach to capital management during the year.

23. Credit Facilities

The Company has credit facilities available with Royal Bank of Canada totalling $3,090,000, including a revolving demand credit facility of $1,500,000, which has not been utilized as of December 31, 2021, a foreign exchange facility of $1,500,000, and credit card facilities totalling $90,000. The revolving demand credit facility bears interest at a variable rate of Royal Bank prime plus 0.75% and has been secured with a General Security Agreement constituting a first ranking security interest of the Bank in the Company's property. The Company is subject to maintaining certain financial covenants if the demand credit facility is drawn upon.

24. Taxes

The Company computes an income tax provision in each of the jurisdictions in which it operates. Actual amounts of income tax expense only become final upon filing and acceptance of the tax return by the relevant authorities, which occur subsequent to the issuance of the financial statements.

Additionally, estimation of income taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the ability to use the underlying future tax deductions before they expire against future taxable income.

The assessment is based upon existing tax laws and estimates of future taxable income. To the extent estimates differ from the final tax return, earnings would be affected in a subsequent period. The operations are subject to income tax rates of 26.5% (2020 – 26.5%) in the Canadian jurisdiction, 24.0% (2020 – 21.0%) in the U.S. jurisdiction, and 3.0% - 5.5 % (2020 – 2.5%) in the Barbados jurisdiction.

The reconciliation of the combined Canadian federal and provincial statutory tax rate of 26.5% (2020 – 26.5%) to the effective tax rate is as follows:

	2021	2020
Net Income Before Taxes	8,378,421	5,236,979
Combined statutory income tax rate	26.50%	26.50%
Expected income tax expense at current rate	2,220,282	1,387,799
Foreign tax differential	(172,998)	21,719
Non-deductible expenses	27,723	47,708
Non-taxable portion of capital gains	(2,441)	(4,871)
Prior year tax income tax recovery	(1,180)	42,866
Investment tax credits	-	(53,577)
Tax rate changes and other adjustments	25,469	-
Provision for tax	2,096,855	1,441,644
Current income tax expense	2,165,101	1,469,260
Deferred tax expense (recovery)	(68,246)	(27,616)
	2,096,855	1,441,644
Current income tax payable	(98,691)	(250,195)

Deferred tax:

Deferred tax assets have been offset where thy relate to income taxes levied by the same taxation authority and the Company has the legal right and intent to offset.

Movement in net deferred tax assets (liabilities):

	2021	2020
Balance at the beginning of the year	(49,191)	(76,807)
Recognized in profit/loss	68,246	27,616
Balance at the end of the year	19,055	(49,191)

Deferred tax balances:

	2021	2020
Net operating losses carried forward	-	20,040
Contract liability	39,484	47,704
RSU shares in trust	98,980	29,623
Lease liability	412,581	452,847
Deferred tax assets	551,045	550,214
Equipment and intangibles	(261,686)	(293,844)
Right of Use Asset	(270,304)	(305,561)
Deferred tax liabilities	(531,990)	(599,405)

25. Segment Reporting

A segment is a component of the Company:

i. that engages in business activities from which it may earn revenue and incur expenses;

ii. whose operating results are reviewed by the board of directors; and

iii. for which discrete financial information available.

Though the Company has a legacy business in biologically and health friendly insecticides, management of the Company is primarily focused on growing the pharmaceutical business and does not account for administrative overhead separately for the insecticide business. Consequently, the Company recognizes one business segment for all of its operations.

The revenue breakdown by business is provided below:

a. for both the pharmaceutical and insecticide business; and

b. for both Canadian and international jurisdictions

	Year ended December 31,	
	2021	2020
Canada		
Pharmaceutical Business	$25,780,275	$21,237,461
Insecticide Business	1,030,228	644,668
Total Canada	$26,810,503	$21,882,129
International Jurisdictions		
Pharmaceutical Business - Middle East	$1,623,723	$225,139
Insecticide Business - United States	183,992	224,900
Total International Jurisdictions	$1,807,715	$450,039
Total Revenue	$28,618,218	$22,332,168

For the year ended December 31, 2021, in the Canadian Pharmaceutical Business, revenue from transactions with four major customers individually amounted to 10% or more the Company's total revenues. The amount of revenues from each of these four customers totalled $11,692,948, $4,947,204, $3,964,638, and $2,958,631, respectively, during 2021 (2020 – three customers with revenues of $7,460,344, $5,691,433, and $3,936,461, respectively).

Non-Current Assets consist of equipment, intangible assets, loans receivable, and deferred tax asset. As indicated in the table below, Non-Current Assets are located in Canada and international jurisdictions.

	December 31, 2021	December 31, 2020
Canada	$3,011,776	$3,703,260
United States	-	20,040
Barbados	76,236	74,033
Total Non-current Assets	$3,088,012	$3,797,333

Corporate Information

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Trading symbol: RX
Mississauga, Ontario