Vision Lithium Inc.

Audited Consolidated Financial Statements

As at August 31, 2021 and 2020



# **Independent Auditor's Report**

Raymond Chabot Grant Thornton LLP 1000 Germain Street Val-d'Or, Quebec J9P 5T6

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To the Shareholders of Vision Lithium Inc.

### Opinion

We have audited the consolidated financial statements of Vision Lithium Inc. (hereafter "the Company"), which comprise the consolidated statements of financial position as at August 31, 2021 and 2020, the consolidated statements of net loss and comprehensive loss, the consolidated statements of changes in equity and the consolidated statements of cash flows for the years then ended, and notes to consolidated financial statements, including a summary of significant accounting policies.

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

### **Basis for opinion**

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the "Auditor's responsibilities for the audit of the consolidated financial statements" section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Material uncertainty related to going concern

We draw attention to Note 2 to the consolidated financial statements, which indicates the existence of a material uncertainty that may cast significant doubt about the the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

# Information other than the consolidated financial statements and the auditor's report thereon

Management is responsible for the other information. The other information comprises the information included in Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

# Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards (IFRS), and for such internal control as management determines is necessary to enable the preparation of consolidatedfinancial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

# Auditor's responsibilities for the audit of the consolidated financial statements

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

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

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

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation;
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Alain Lemaire.

Raymond Cholot Grant Thornton LLP

Val-d'Or December 14, 2021

1

<sup>&</sup>lt;sup>1</sup> CPA auditor, CA public accountancy permit no. A109964

# Vision Lithium Inc.

Consolidated Statements of Financial Position (in Canadian dollars)

(in Canadian dollars)			
	Notes	August 31, 2021	August 31, 2020
ASSETS	—	\$	\$
Current			
Cash and cash equivalents	6	1,235,956	453,474
Guaranteed investment certificates (0.10% - 0.49%; 0.55% in 2020),			
expiring between May and July 2022		2,577,287	51,844
Sales taxes receivable		101,840	2,268
Tax credits receivable		-	20,318
Prepaid expenses		18,034	7,050
Marketable securities in quoted mining exploration companies	_	971	715
		3,934,088	535,669
Non-current			
Property and equipment		18,658	18,116
Right-of-use assets	7	78,919	71,935
Advances on exploration and evaluation assets		50,000	-
Exploration and evaluation assets	8	15,152,947	13,167,739
	-	15,300,524	13,257,790
Total assets	=	19,234,612	13,793,459
LIABILITIES			
Current			
Trade and other payables		178,322	230,130
Liability related to flow-through shares		122,557	180,160
Current portion of lease obligations	10	36,057	26,340
		336,936	436,630
Non-current			
Lease obligations	10	40,599	47,042
Loan	11	40,000	30,000
		80,599	77,042
Total liabilities	-	417,535	513,672
EQUITY			
Share capital	12.1	53,521,536	48,003,635
Contributed surplus	-=	4,755,693	3,362,769
Deficit		(39,460,152)	(38,086,617)
Total equity	_	18,817,077	13,279,787
Total liabilities and equity		19,234,612	13,793,459
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The accompanying notes are an integral part of these consolidated financial statements.

These consolidated financial statements were approved and authorized for issue by the Board of Directors on December 14, 2021.

Approved on behalf of the Board of Directors

(signed) Yves Rougerie, Director

### (signed) Victor Cantore, Director

# **Vision Lithium Inc.**

# Consolidated Statements of Net Loss and Comprehensive Loss

For the years ended August 31 (in Canadian dollars)

(in Canadian dollars)			
	Notes	2021	2020
		\$	\$
Expenses			
Employee benefits expense	14.1	428,746	398,760
Insurance, taxes and permits		23,257	22,389
Consulting fees		64,495	-
Professional fees		91,161	74,493
Rent and maintenance		4,523	1,121
Business development		61,655	39,172
Advertising and sponsorship		7,369	-
Stationery and office expenses		18,763	11,235
Travel, board and lodging		3,878	2,455
Registration fees		23,196	21,247
Provision for compensation		-	(345,768)
Write-off of exploration and evaluation assets		37,198	147,119
Exploration costs of other properties <sup>(1)</sup>		36,991	14,447
Bank charges		3,786	3,525
Gain on disposal of a lease obligation	10	(47,834)	-
Loss on disposal of rights-of-use assets	7	43,902	-
Part III.14 tax		(47,050)	2,900
Amortization of property and equipment		2,172	1,814
Amortization of right-of-use assets		30,377	29,989
Operating loss		786,585	424,898
Other (income) expenses			
Finance income	16	(2,770)	(720)
Finance cost	16	2,455	2,663
Government assistance	11 - 13	(22,000)	(10,000)
Net change in fair value of marketable securities in quoted			
mining exploration companies		(256)	527
Other revenues		(7,852)	(7,800)
	_	(30,423)	(15,330)
Loss before income taxes		(756,162)	(409,568)
Deferred income tax		63,603	21,040
Net loss and total of comprehensive loss for the year	=	(692,559)	(388,528)
Loss per share			
Basic and diluted net loss per share	17	(0.00)	(0.00)

<sup>(1)</sup> An amount of \$48 was recorded for tax credits as a reduction of exploration costs of other properties (\$8,217 in 2020).

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

## **Vision Lithium Inc.** Consolidated Statements of Changes in Equity

For the years ended August 31

(in Canadian dollars)

Notes

		Share capital		Contributed		Total
		Number	Amount	surplus	Deficit	equity
	-		\$	\$	\$	\$
Balance as at September 1 <sup>st</sup> , 2019	=	81,194,986	47,201,835	3,276,520	(37,657,922)	12,820,433
Issuance of flow-through shares	12.1	10,060,000	301,800	-	-	301,800
Issuance of shares for the acquisition of	12.1					
mining rights		10,000,000	500,000	-	-	500,000
Shares issue costs	12.1	-	-	-	(40,167)	(40,167)
Share-based payments	14.2	-	-	86,249	-	86,249
	_	20,060,000	801,800	86,249	(40,167)	847,882
Net loss and total of comprehensive loss for						
the year		-	-	-	(388,528)	(388,528)
Balance as at August 31, 2020	-	101,254,986	48,003,635	3,362,769	(38,086,617)	13,279,787
Issuance of flow-through units and shares	12.1	15,497,499	2,958,013	377,437	-	3,335,450
Issuance of units	12.1	81,075,000	1,046,173	843,327	-	1,889,500
Issuance of shares for the acquisition of	12.1					
mining rights		4,000,000	1,040,000	-	-	1,040,000
Shares issue costs	12.1	-	-	218,375	(680,976)	(462,601)
Share-based payments	14.2	-	-	28,750	-	28,750
Warrants exercised	12.2	7,975,000	473,715	(74,965)	-	398,750
	-	108,547,499	5,517,901	1,392,924	(680,976)	6,229,849
Net loss and total of comprehensive loss for the year		-	-	-	(692,559)	(692,559)
Balance as at August 31, 2021	-	209,802,485	53,521,536	4,755,693	(39,460,152)	18,817,077

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

# Vision Lithium Inc.

# Consolidated Statements of Cash Flows

For the years ended August 31

(in Canadian dollars)

(in Canadian dollars)	Notes	2021	2020
		\$	\$
Operating activities			
Net loss		(692,559)	(388,528)
Adjustments			
Amortization of property and equipment		2,172	1,814
Amortization of property and equipment included in exploration costs of properties	other	272	183
Amortization of right-of-use assets		30,377	29,989
Interests on lease obligations		2,455	2,663
Net change in fair value of marketable securities in quoted mining explor	ation		
companies		(256)	527
Share-based payments		26,450	79,349
Gain on disposal of lease obligation		(47,834)	-
Loss on disposal of right-of-use assets		43,902	-
Provision of compensation		-	(345,768)
Write-off of exploration and evaluation assets		37,198	147,119
Tax credits <sup>(1)</sup>		-	(286)
Deferred income tax		(63,603)	(21,040)
Changes in working capital items	19	(274,331)	147,837
Cash flows used in operating activities		(935,757)	(346,141)
Investing activities			
Acquisition of guaranteed investment certificates		(2,577,287)	(51,844)
Disposal of a guaranteed investment certificate		51,844	51,165
Acquisition of property and equipment		(7,115)	(5,975)
Additions to advances on exploration and evaluation assets		(50,000)	-
Additions to exploration and evaluation assets	7	(860,211)	(123,596)
Tax credits received		20,366	140,428
Cash flows from (used in) investing activities		(3,422,403)	10,178
Financing activities			
Issuance of shares by private placements	12.1	5,230,950	503,000
Loan	11	10,000	30,000
Units and share issue costs	12.1	(462,601)	(40,167)
Warrants exercised	12.2	398,750	-
Payments on lease obligations	10	(36,457)	(32,566)
Cash flows from financing activities		5,140,642	460,267
Net change in cash and cash equivalents		782,482	124,304
Cash and cash equivalents, beginning of the year		453,474	329,170
Cash and cash equivalents, end of the year	<u> </u>	1,235,956	453,474
Additional information (N-4-10)			

### Additional information - Cash flows (Note 19)

<sup>(1)</sup> Tax credits recognized in net income as a reduction of exploration costs of other properties.

### Additional information

Interest received from operating activities

2,770

720

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

### **1. NATURE OF OPERATIONS**

Vision Lithium Inc. and its subsidiary Pioneer Resources Inc. (the "Company") are exploration companies with activities in Canada.

# 2. GOING CONCERN ASSUMPTION, GENERAL INFORMATION AND STATEMENT OF COMPLIANCE WITH IFRS

The consolidated financial statements have been prepared on the basis of the going concern assumption, meaning the Company will be able to realize its assets and discharge its liabilities in the normal course of operations.

Given that the Company has not yet determined whether its mineral properties contain mineral deposits that are economically recoverable, the Company has not yet generated income nor cash flows from its operations. As at August 31, 2021 the Company has a cumulated deficit of \$39,460,152 (\$38,086,617 as at August 31, 2020). These material uncertainties cast significant doubt regarding the Company's ability to continue as a going concern.

The Company's ability to continue as a going concern is dependent upon its ability to raise additional financing to further explore its mineral properties and continued support of suppliers and creditors. Even if the Company has been successful in the past in doing so, there is no assurance that it will manage to obtain additional financing in the future.

The carrying amounts of assets, liabilities, revenues and expenses presented in the consolidated financial statements and the classification used in the consolidated statement of financial position have not been adjusted as would be required if the going concern assumption was not appropriate.

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS).

Vision Lithium Inc. is incorporated under the *Canada Business Corporations Act*. The address of the Company's registered office and its principal place of business is 1019 boulevard des Pins, Val-d'Or, Quebec, Canada. Vision Lithium Inc.'s shares are listed on the TSX Venture Exchange under the symbol "VLI".

### **3. CHANGES IN ACCOUNTING POLICIES**

# 3.1 Standards, amendments and interpretations to existing standards that are not yet effective and have not been adopted early by the Company

At the date of authorization of these consolidated financial statements, certain new standards, amendments and interpretations to existing standards have been published but are not yet effective, and have not been adopted early by the Company.

Management anticipates that all of the pronouncements will be adopted in the Company's accounting policy for the first period beginning after the effective date of the pronouncement. Information on new standards, amendments and interpretations that are expected to be relevant to the Company's consolidated financial statements is provided below. Certain other new standards and interpretations have been issued but are not expected to have an impact on the Company's consolidated financial statements.

### 4. SUMMARY OF ACCOUNTING POLICIES

#### 4.1 Overall considerations

The significant accounting policies and measurement basis that have been applied in the preparation of these consolidated financial statements are summarized below.

### 4.2 Consolidation principles

The consolidated financial statements of the Company include the accounts of the parent company and its subsidiary Pioneer Resources Inc. The parent company controls a subsidiary if it is exposed, or is entitled, to variable returns due to its relationship with the subsidiary and if it has the ability to affect these returns because of its power over the subsidiary. The subsidiary of the Company is wholly owned by the parent company. The annual financial reporting date of the subsidiary is August 31.

All transactions and balances between group companies are eliminated upon consolidation, including unrealized gains and unrealized losses on transactions between group companies.

### 4.3 Functional and presentation currency

The consolidated financial statements are presented in Canadian currency, which is also the functional currency.

### 4.4 Financial instruments

#### Measurement and derecognition

Financials assets and financial liabilities are recognized when the Company becomes a part to the contractual provisions of the financial instrument. Financial assets and financial liabilities are measured initially at fair value adjusted for transaction costs, where appropriate.

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred.

A financial liability is derecognized when it is extinguished, discharged, cancelled or when it expires.

The classification of financial instruments under IFRS 9 is based on the entity's business model and the characteristics of the contractual cash flows of the financial asset or liability.

### Classification and initial measurement of financial assets

Financial assets of the Company are classified into the following categories:

- At amortized cost;
- At fair value through profit or loss (FVTPL).

All income and expenses relating to financial assets that are recognized in profit or loss are presented within finance cost or finance income.

(in Canadian dollars)

### 4.4 Financial instruments (continued)

### Subsequent measurement of financial assets

### Financial assets at amortized cost

Financial assets are measured at amortized cost if they meet the following conditions:

- they are held according to an economic model whose purpose is to hold financial assets in order to collect the contractual cash flows;

- the contractual terms of the financial assets give rise to cash flows that correspond solely to repayments of principal and interest payments on the principal outstanding.

After initial recognition, they are measured at amortized cost using the effective interest rate method. Discounting is omitted if effect is not significant. Cash and cash equivalents and guaranteed investment certificates are included in this category of financial instruments.

### Financial assets at fair value through profit or loss (FVTPL)

Financial assets that are held in a different economic model than "holding for the purpose of collection" or "holding for the purpose of collection and sale" are classified in the FVTPL category.

This category includes marketable securities in quoted mining exploration companies. The Company accounts for the investment at FVTPL and has not made an irrevocable election to account for its investment in the marketable securities in quoted mining exploration companies at fair value through profit or loss (FVTPL).

Assets in this category are measured at fair value and gains or losses are recognized in net income. The fair value of financial assets in this category is determined based on transactions in an active market or by applying a valuation technique when there is no active market.

### **Depreciation of financial assets**

The impairment provisions in IFRS 9 use forward-looking information, the expected credit loss model.

The recognition of credit losses is not dependent on the identification of credit loss event by the Company. Rather, it must take into account an expanded range of information for assessing credit risk and assessing expected credit losses, including: past events, current circumstances, reasonable and justifiable forecasts that affect expected recoverability of future cash flows of the financial instrument.

The estimate of expected credit losses is determined at each reporting date to reflect changes in credit risk since the initial recognition of the related financial asset.

(in Canadian dollars)

### 4.4 Financial instruments (continued)

### Classification and subsequent measurement of financial liabilities

The Company's financial liabilities include trade and other payables (except deductions at source, salaries and vacation payables) and the loan.

Financial liabilities are measured subsequently at amortized cost using the effective interest method.

All interest-related charges arc reported in profit or loss within finance costs, if applicable.

### 4.5 Basic and diluted loss per share

Basic loss per share is calculated by dividing the loss attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the year. Diluted earnings per share is calculated by adjusting loss attributable to ordinary equity holders of the Company, and the weighted average number of ordinary shares outstanding, for the effects of all dilutive potential ordinary shares which include options and warrants. Dilutive potential ordinary shares are deemed to have been converted into ordinary shares at the average market price at the beginning of the exercise or, if later, at the date of issue of the potential ordinary shares.

#### 4.6 Cash and cash equivalents

Cash and cash equivalents include cash and monetory funds which are readily convertible to a known amount of cash and which are exposed to negligible risk of change in value.

### 4.7 Tax credits receivable

The Company is entitled to a refundable tax credit on qualified exploration expenditures incurred and a refundable credit on duties for losses under the Mining Tax Act. These tax credits are recognized as a reduction of the exploration costs incurred based on estimates made by management. The Company records these tax credits when there is reasonable assurance with regards to collections and assessments as well that the Company will comply with the conditions associated to them.

### 4.8 Exploration and evaluation expenditures, and exploration and evaluation assets

Exploration and evaluation expenditures are costs incurred in the course of initial search of mineral resources before the technical feasibility and commercial viability of extracting a mineral resource are demonstrable. Costs incurred before the legal right to undertake exploration and evaluation activities are recognized in profit or loss when they are incurred.

Once the legal right to undertake exploration and evaluation activities has been obtained, all costs of acquiring mineral rights or options to acquire such rights (option agreement), expenses related to the exploration and evaluation of mining properties, less refundable tax credits related to these expenses, are recognized as exploration and evaluation assets. Expenses related to exploration and evaluation include topographical, geological, geochemical and geophysical studies, exploration drilling, trenching, sampling and other costs related to the evaluation of the technical feasibility and commercial viability of extracting a mineral resource. The various costs are capitalized on a property-by-property basis pending determination of the technical feasibility and commercial viability of extracting a mineral resource. These assets are recognized as intangible assets and are carried at cost less any accumulated impairment losses. No amortization expenses are recognized for these assets during the exploration and evaluation phase.

(in Canadian dollars)

### 4.8 Exploration and evaluation expenditures, and exploration and evaluation assets

Whenever a mining property is no longer considered viable, or is abandoned, the capitalized amounts are written down to their recoverable amounts (see Note 4.10); the difference is then immediately recognized in profit or loss.

When technical feasibility and commercial viability of extracting a mineral resource are demonstrable, exploration and evaluation assets related to the mining property are transferred to property and equipment in Mining assets under construction. Before the reclassification, exploration and evaluation assets are tested for impairment (see Note 4.10) and any impairment loss is recognized in profit or loss before reclassification.

To date, neither the technical feasibility nor commercial viability of extracting a mineral resource has been demonstrated.

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

### Disposal of interest in connection with option agreement

On the disposal of interest in connection with the option agreement, the Company does not recognize expenses related to the exploration and evaluation performed on the property by the acquirer. In addition, the cash and share consideration received directly from the acquirer is credited against the carrying amount of costs previously capitalized to the property, and the surplus is recognized as a gain on the disposal of exploration and evaluation assets in profit or loss.

### 4.9 Lease agreements

At inception of a contract, the Company assesses whether a contract is, or contains, a lease based on whether the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

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

The right-of-use assets are subsequently depreciated from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term using the straight-line method. The lease term includes consideration of an option to renew or to terminate if the Company is reasonably certain to exercise that option. Lease terms, range from 2 to 3 years for automotive equipment. In addition, the right-of-use asset is reduced by the cumulative loss of value, if any, and adjusted for certain remeasurements of the lease liability.

(in Canadian dollars)

### 4.9 Lease agreements (continued)

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising mainly from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, renewal or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-ofuse asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Rent payments relating to leases with a lease term of 12 months or less are recognized on a straight-line basis as an expense in profit or loss.

### 4.10 Impairment of exploration and evaluation assets and the right-of-use assets

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). As a result, some assets are tested individually for impairment and some are tested at a cash-generating unit level.

Whenever events or changes in circumstances indicate that the carrying amount not be recoverable, an asset or cash-generating unit is reviewed for impairment.

Impairment reviews for exploration and evaluation assets are carried out on a project-by-project basis, with each project representing a potential single cash generating unit. An impairment review is undertaken when indicators of impairment arise, but typically when one of the following circumstances apply:

- the right to explore the areas has expired or will expire in the near future with no expectation of renewal;
- no further exploration or evaluation expenditures in the area are planned or budgeted;

- no commercially viable deposits have been discovered, and the decision has been made to discontinue exploration in the area;

- sufficient work has been performed to indicate that the carrying amount of the expenditure carried as an asset will not be fully recovered.

(in Canadian dollars)

### 4.10 Impairment of exploration and evaluation assets and the right-of-use assets (continued)

Additionally, when technical feasibility and commercial viability of extracting a mineral resource are demonstrable, the exploration and evaluation assets of the related mining property are tested for impairment before these items are transferred to property and equipment.

An impairment loss is recognized in profit or loss for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount. The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less cost to sell and its value in use.

An impairment loss is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount.

### 4.11 Provisions and contingent liabilities

Provisions are recognized when present legal or constructive obligations as a result of a past event will probably lead to an outflow of economic resources from the Company and amounts can be estimated reliably. Timing or amount of the outflow August still be uncertain.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Provisions are discounted when the time value of money is significant.

The Company's operations are governed by government environment protection legislation. Environmental consequences are difficult to identify in terms of amounts, timetable and impact. As of the reporting date, management believes that the Company's operations are in compliance with current laws and regulations. Site restoration costs currently incurred are negligible. When the technical feasibility and commercial viability of extracting a mineral resource have been demonstrated, a restoration provision will be recognized in the cost of the mining property when there is constructive commitment that has resulted from past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be measured with sufficient reliability.

No liability is recognized if an outflow of economic resources as a result of present obligations is not probable. Such situations are disclosed as contingent liabilities unless the outflow of resources is remote.

All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

(in Canadian dollars)

### 4.12 Income taxes

Tax expense recognized in profit or loss comprises the sum of deferred tax and current tax not recognized directly in equity.

Current income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the consolidated financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

However, since the Company is in exploration phase and has no taxable income, tax expense recognized in profit or loss is currently comprised only of deferred tax.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit.

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realization, provided they are enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognized to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilized against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Deferred tax liabilities are always provided for in full.

Deferred tax assets and liabilities are offset only when the Company has a right and intention to set off current tax assets and liabilities from the same taxation authority.

Changes in deferred tax assets or liabilities are recognized as deferred income tax expense in profit or loss, except where they relate to items that are recognized directly in equity, in which case the related deferred tax is also recognized in equity.

### 4.13 Equity

### Share capital

Share capital represents the amount received on the issue of shares. If shares are issued when options and warrants are exercised, the share capital account also comprises the compensation costs previously recorded as contributed surplus. In addition, if shares were issued as consideration for the acquisition of a mineral property or some other form of non-monetary assets, they were measured at their fair value according to the quoted price on the day of the Company takes possession of the assets.

(in Canadian dollars)

### 4.13 Equity (continued)

### Unit placements

Proceeds from unit placements are allocated between shares and warrants issued using their relative fair value. Black-Scholes model is used to determine the fair value of the warrants and the market price at the time of issuance is use for shares.

### Flow-through placements

The issuance of flow-through shares or units represents in substance an issue of ordinary shares, warrants if applicable and the sale of the right to tax deductions to the investors. When the flow-through shares or units are issued, the sale of the right to tax deductions is deferred and presented as other liabilities in the consolidated statement of financial position. The proceeds received from flow-through units are allocated between share capital, warrants if applicable and other liabilities using the residual method. Proceeds are first allocated to shares based on the market price according to the quoted price of shares at the time of issuance then to warrants if applicable based on their fair value on the date of issue. The fair value of warrants is determined using the Black-Scholes valuation model and the residual proceeds are allocated to the other liabilities. When eligible expenses are incurred and the Company has waived its right to tax deductions, the amount recognized in other liabilities is reversed and recognized in profit or loss as a deduction from deferred tax expense and a deferred tax liability is recognized for the temporary taxable difference resulting from the fact that the book value of eligible expenditures recorded as assets in the consolidated statement of financial position differs from their tax base.

### Other elements of equity

Contributed surplus includes charges related to share options not exercised and expired and warrants not exercised.

Deficit includes all current and prior year retained profits or losses and share issue costs net of tax benefits related to these issue costs from current and prior year and the warrants expired.

### 4.14 Equity-settled share-based payments

The Company operates an equity-settled share-based payment plan for its eligible directors, employees and consultants who are eligible. The Company's plan does not feature any options for a cash settlement.

All goods and services received in exchange for the grant of any share-based payments are measured at their fair values, unless that fair value cannot be estimated reliably. If the Company cannot estimate reliably the fair value of the goods or services received, the Company shall measure their value indirectly by reference to the fair value of the equity instruments granted. For the transactions with employees and others providing similar services, the Company measured the fair value of the services received by reference to the fair value of the equity instruments granted.

Equity-settled share-based payments (except warrants to brokers) are ultimately recognized as an expense in the profit or loss or capitalized as an exploration and evaluation asset, depending on the nature of the payment with a corresponding credit to Contributed surplus, in equity. Equity-settled share-based payments to brokers, in respect of an equity financing are recognized as issuance cost of the equity instruments with a corresponding credit to Contributed surplus, in equity.

(in Canadian dollars)

### 4.14 Equity-settled share-based payments (continued)

If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. Estimates are subsequently revised if there is any indication that the number of share options expected to vest differs from previous estimates. Any cumulative adjustment prior to vesting is recognized in the current period. No adjustment is made to any expense recognized in prior period if the number of share options ultimately exercised is different from that estimated on vesting.

### 4.15 Segment reporting

The Company presents and discloses segmental information based on information that is regularly reviewed by the chief operating decision-maker i.e. the Chairman and the Board of Directors.

The Company has determined that there was only one operating segment being the sector of exploration and evaluation of mineral resources.

### 5. JUDGMENTS, ESTIMATES AND ASSUMPTIONS

When preparing the consolidated financial statements, management makes a number of judgments, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses.

### 5.1 Significant management judgment

The following are significant management judgments in applying the accounting policies of the Company that have the most significant effect on the consolidated financial statements.

### Recognition of deferred income tax assets and measurement of income tax expense

Management continually evaluates the likelihood that its deferred tax assets could be realized. This requires management to assess whether it is probable that sufficient taxable income will exist in the future to utilize these losses within the carry-forward period. By its nature, this assessment requires significant judgment. To date, management has not recognized any deferred tax assets in excess of existing taxable temporary differences expected to reverse within the carry-forward period (see Note 4.12).

### Going concern

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its ongoing operating expenditures, meets its liabilities for the ensuing year, and to fund planned and contractual exploration programs, involves significant judgment based on historical experience and other factors including expectation of future events that are believed to be reasonable under the circumstances. See Note 2 for more information.

### 5.2 Estimation uncertainty

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may be substantially different.

### Lease obligations

Accounting for leases obligations involves judgment and requires the establishment of a number of estimates and assumptions. Judgment is used to determine whether there is reasonable certainty that an option to extend or terminate the rental agreement will be exercised. In addition, management has made estimates to determine the term of the leases and the appropriate interest rate to value the lease obligation (see Note 10).

### Impairment of exploration and evaluation assets

Determining if there are any facts and circumstances indicating impairment loss or reversal of impairment losses is a subjective process involving judgment and a number of estimates and assumptions in many cases (see Note 4.10).

When an indication of impairment loss or a reversal of an impairment loss exists, the recoverable amount of the individual asset or cash-generating unit must be estimated.

In assessing impairment, the Company must make some estimates and assumptions regarding future circumstances, in particular, whether an economically viable extraction operation can be established, the probability that the expenses will be recovered from either future exploitation or sale when the activities have not reached a stage that permits a reasonable assessment of the existence of reserves, the Company's capacity to obtain financial resources necessary to complete the evaluation and development and to renew permits. Estimates and assumptions may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in profit or loss in the period when the new information becomes available.

See Note 8 for the exploration and evaluation assets impairment analysis.

The total impairment loss of the exploration and evaluation assets recognized in profit or loss amounts to \$37,198 for the year ended August 31, 2021 (\$147,119 for the year ended August 31, 2020). No reversal of impairment losses has been recognized for the reporting periods.

Other properties have not been tested for impairment as the Company has the ability to retain these properties as it has sufficient financial resources to meet its short-term obligations. In general, the rights to prospect for these properties will not expire in the near future or are expected to be renewed, work has been completed on these properties over the past three years and / or results promising results were obtained.

### Share-based payments

The estimation of share-based payment costs requires the selection of an appropriate valuation model and consideration as to the inputs necessary for the valuation model chosen. The Company has made estimates as to the volatility of its own shares, the probable life of share options and warrants granted and the time of exercise of those share options and warrants, if applicable. The model used by the Company is the Black-Scholes valuation model (see Note 14.2).

(in Canadian dollars)

### 5.2 Estimation uncertainty (continued)

### Provisions and contingent liabilities

Judgments are made as to whether a past event has led to a liability that should be recognized in the consolidated financial statements or disclosed as a contingent liability. Quantifying any such liability and provisions involves judgments and estimates. These judgments are based on a number of factors including the nature of the claims or dispute, the legal process and potential amount payable, legal advice received, previous experience and the probability of a loss being realized. Several of these factors are source of estimation uncertainty (see Note 9).

### Tax credits receivable

The calculation of the Company's refundable tax credit on qualified exploration expenditure incurred and refundable tax credit involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until notice of assessments and payments have been issued from the relevant taxation authority and a payment has been received. Difference arising between the actual results following final resolution of some of these items and the assumptions made could necessitate adjustments to the refundable tax credit, exploration and evaluation assets, and income tax expense in future periods (see Note 4.6 for more information).

### 6. CASH AND CASH EQUIVALENTS

Cash and cash equivalents include the following components:

	2021	2020
	\$	\$
Cash	233,404	453,474
Monetary funds	1,002,552	-
Cash and cash equivalents	1,235,956	453,474

# **Vision Lithium Inc.**

Notes to Consolidated Financial Statements

August 31, 2021 and 2020

(in Canadian dollars)

### 7. RIGHT-OF-USE ASSETS

	Automotive			
	Premises	equipment	Total	
	\$	\$	\$	
Gross carrying amount				
Balance as at September 1, 2020 and 2019	87,804	15,481	103,285	
Additions	-	85,110	85,110	
Disposal	(87,804)	-	(87,804)	
Balance as at August 31, 2021		100,591	100,591	
Accumulated amortization and disposal				
Balance as at September 1, 2019	-	-	-	
Amortization	(22,906)	(8,444)	(31,350)	
Balance as at August 31, 2020	(22,906)	(8,444)	(31,350)	
Amortization	(20,996)	(13,228)	(34,224)	
Disposal	43,902	-	43,902	
Balance as at August 31, 2021		(21,672)	(21,672)	
Carrying amount as at August 31, 2020	64,898	7,037	71,935	
Carrying amount as at August 31, 2021	-	78,919	78,919	

The Company rented its permises under a lease expiring in June 2021, the Company decided not to use its renewal option and therefore terminated the lease. The Company also leases automotive equipment under leases expiring in April 2023 and June 2024. The depreciation of right-of-use assets totals \$34,224 which \$30,377 is recognized as an expense and \$3,847 is recognized as exploration and evaluation assets (\$31,350 which \$29,989 is recognized as an expense and \$1,361 is recognized as exploration and evaluation assets as at August 31, 2020).

### 8. EXPLORATION AND EVALUATION ASSETS

The carrying amount can be detailed as follows:

### MINING RIGHTS

	Balance as at				Balance as at
	September 1,		Tax credits and		August 31,
	2020	Additions	credit on duties	Write-off	2021
	\$	\$	\$	\$	\$
Sirmac Lithium (Qc)	9,577,103	5,899	-	-	9,583,002
Dôme Lemieux (Qc)	2,327,668	4,689	-	-	2,332,357
Broadback North (Qc)	1,731	-	-	(1,731)	-
Wabouchi (Qc)	641	-	-	(641)	-
Red Brook (NB)	403,400	1,690	-	-	405,090
Benjamin (NB)	113,695	(690)	-	-	113,005
Godslith (MB)	-	1,105,271	-	-	1,105,271
Cadillac (Qc)	-	2,680	-	-	2,680
Epsilon (Qc)	-	6,275	-	(6,275)	-
St-Stephen (NB)	-	4,405	-	(4,405)	-
TOTAL	12,424,238	1,130,219		(13,052)	13,541,405

### EXPLORATION AND EVALUATION EXPENSES

	Balance as at September 1, 2020	Additions	Tax credits and credit on duties	Write-off	Balance as at August 31, 2021
	\$	\$	\$	\$	\$
Sirmac Lithium (Qc)	646,136	38,070	-	-	684,206
Dôme Lemieux (Qc)	77,501	454,622	-	-	532,123
Broadback North (Qc)	17,240	9,123	-	(26,363)	-
Wabouchi (Qc)	195	-	-	(195)	-
Red Brook (NB)	2,429	388,229	-	-	390,658
Godslith (MB)	-	3,643	-	-	3,643
Cadillac (Qc)	-	912	-	-	912
Epsilon (Qc)	-	6,863	-	(6,863)	-
St-Stephen (NB)	-	(9,275)	-	9,275	-
	743,501	892,187		(24,146)	1,611,542
TOTAL	13,167,739	2,022,406		(37,198)	15,152,947

### 8. EXPLORATION AND EVALUATION ASSETS (continued)

The carrying amount can be detailed as follows:

### MINING RIGHTS

	Balance as at				Balance as at
	September 1,		Tax credits and		August 31,
	2019	Additions	credit on duties	Write-off	2020
	\$	\$	\$	\$	\$
Sirmac Lithium (Qc)	9,595,633	1,470	-	(20,000)	9,577,103
Case Twp (On)	68,441	-	-	(68,441)	-
Dôme Lemieux (Qc)	2,325,948	1,720	-	-	2,327,668
La Corne (Qc)	10,141	-	-	(10,141)	-
Broadback and Broadback					
North (Qc)	3,397	-	-	(1,666)	1,731
Wabouchi (Qc)	641	-	-		641
Epsilon (Qc)	-	296	-	(296)	-
Red Brook (NB)	-	300,340	-	-	300,340
Epithermal (NB)	-	103,060	-	-	103,060
Benjamin (NB)	-	113,695	-	-	113,695
TOTAL	12,004,201	520,581		(100,544)	12,424,238

### EXPLORATION AND EVALUATION EXPENSES

	Balance as at September 1, 2019	Additions	Tax credits and credit on duties	Write-off	Balance as at August 31, 2020
	\$	\$	\$	\$	\$
Sirmac Lithium (Qc)	607,915	51,601	(11,380)	(2,000)	646,136
Case Twp (On)	29,113	-	-	(29,113)	-
Dôme Lemieux (Qc)	57,010	27,162	(6,671)	-	77,501
La Corne (Qc)	4,715	-	-	(4,715)	-
Broadback and Broadback					
North (Qc)	4,501	16,467	-	(3,728)	17,240
Wabouchi (Qc)	195	-	-	-	195
Epsilon (Qc)	-	7,019	-	(7,019)	-
Red Brook (NB)	-	2,429	-	-	2,429
	703,449	104,678	(18,051)	(46,575)	743,501
TOTAL	12,707,650	625,259	(18,051)	(147,119)	13,167,739

All write-off charges are presented in profit or loss under Write-off of Exploration and evaluation assets.

During the fiscal year ended August 31, 2021, the Company wrote off the mining rights and exploration expenses capitalized on the Broadback North, Wabouchi, Epsilon and St-Stephen properties for the following reasons: abandonment of claims and/or no exploration work planned (the Case Twp, La Corne, Broadback and part of Sirmac properties were written off during the year ended August 31, 2020).

### 8. EXPLORATION AND EVALUATION ASSETS (continued)

### Sirmac Lithium

The Company owns 100% of the Sirmac Lithium property which comprises 155 mineral claims covering a total area of approximately 1,108 hectares located approximately 180 kilometers northwest of Chibougamau, in the province of Quebec. The Company will pay a net smelter return royalty of 1% on some of the claims and can be redeemed at any time for \$1,000,000.

### Dôme Lemieux

This 100% owned property is located near the town of Ste-Anne-des-Monts in the province of Quebec and comprises 243 claims covering 12,881 hectares.

### **Broadback North**

The Broadback North property, 100% owned, is comprised of 4 claims covering 1,414 hectares and are located approximately 10 km west of the Sirmac property and 180 km NW of Chibougamau, Québec. The property was written off during the year 2021.

### Wabouchi

The Wabouchi property, 100% owned, consists of 10 contiguous claims covering 534 hectares located Southeast of the village of Nemaska in northern Québec. The recently staked claims are located in the general area of the Nemaska dyke swarm, approximately 5 km south of the Wabouchi lithium deposit of Nemaska Lithium which is in the development construction phase. The property was written off during the year 2021.

### **Red Brook**

On June 12, 2020, the Company acquired the Red Brook property, 100% owned, which is located approximately 60 km West of the mining center of Bathurst, in Northern New Brunswick. The Red Brook property consists of 235 claims covering an area of 3,018 hectares. This property is subject to 2% NSR royalties on all mineral production. The Company can buy back up to 50% of each of the NSR interests for \$1,000,000.

During the year, the Company combined the Red Brook and Epithermal properties. The balance of mining rights and exploration and evaluation expenses as at September 1, 2020, reflects this change.

### 8. EXPLORATION AND EVALUATION ASSETS (continued)

### Benjamin

On June 12, 2020, the Company acquired the Benjamin property, 100% owned, which is located approximately 60 km West of the mining center of Bathurst, in Northern New Brunswick. The Benjamin property consists of 33 claims covering 715 hectares. This property is subject to 2% NSR royalties on all mineral production. The Company can buy back up to 50% of each of the NSR interests for \$1,000,000.

In June 2020, 20 claims were redistributed from the Benjamin property to the Red Brook (formerly Epithermal) property.

### Godslith

On March 19, 2021, the Company acquired the Godslith property, 100% owned, which is located less than 1 km Northwest of Gods River, in Manitoba (MB). The Godslith property consists of one claim covering 5,560 hectares. This property is subject to 3% NSR royalties on all mineral production. The Company can buy back 1% of the NSR interests for \$1,000,000 and another 1% of the NSR interests for \$2,000,000.

### Cadillac

On August 30, 2021, the Company acquired by staking the 100%, owned Cadillac property, which is located approximately 25 km south of Rivière Héva along Chemin du Rapide-Deux. The Cadillac property comprises 40 claims covering an area of 2,301 hectares.

### Epsilon

This 100% owned property is located in the Otish Mountains region of Quebec. The Epsilon property consists of 38 claims covering 1,107 hectares. This property is subject to two NSR royalties of 2% on all mineral production. The Company can buy back up to 50% of each of the NSR interests for \$1,000,000 each. The property was written off during the year 2021.

### St-Stephen

This property is owned 50% by the Company and 50% by Indiana Inc. ("Indiana") and is located near the border town of St-Stephen in the southwest corner of the province of New Brunswick (NB), near the Canada-US border. The property was written off during the year 2021.

### 9. PROVISION FOR COMPENSATION

Provisions related to various taxation claims. The Company was not eligible for any reimbursement by third parties in this regard. During the year ended August 31, 2020, the Company paid no amount to investors and the provision was completely reversed for an amount of \$345,768.

### **10. LEASE OBLIGATIONS**

Lease obligations included in the consolidated statement of financial position:

	2021	2020	
	\$	\$	
Balance as at beginning of the year	73,382	103,285	
Addition of a lease obligation	85,110	-	
Gain on disposal of a lease obligation	(47,834)	-	
Interests on lease obligations	2,455	2,663	
Payments on lease obligations	(36,457)	(32,566)	
	76,656	73,382	
Current portion of lease obligations	(36,057)	(26,340)	
Lease obligations	40,599	47,042	
Maturity analysis – contractual undiscounted cash flows			
Less than one year	33,621	24,500	
One to five years	46,959	45,320	
Total undiscounted lease obligations	80,580	69,820	

The Company has chosen not to recognize lease obligations under short-term leases (leases with a term of 12 months or less). Payments made under these leases are recognized on a straight-line basis.

### 11. LOAN

The Company received an additional \$20,000 (\$40,000 in 2020) loan under the Canada Emergency Business Account program. If the Company repays an amount totaling \$40,000 of the loan by December 31, 2022, no other amount will be payable. Otherwise, the loan balance will bear interest at 5% and may either be repaid in 36 monthly instalments of capital and interest or repaid on maturity on December 31, 2025. Since \$10,000 (\$10,000 in 2020) of the government assistance is forgivable if the Company repays \$10,000 (\$30,000 in 2020) by December 31, 2022, the amount was recognized in profit or loss at the time the government assistance was granted.

### **12. EQUITY**

### 12.1 Share capital

The issued share capital of the Company consists only of fully paid common shares.

### Share capital authorized

Unlimited number of common shares without par value. Unlimited number of preferred shares class "A" and "B", without par value.

### 12.1 Share capital (continued)

### Share issuance

During the year ending August 31, 2021, 7,975,000 warrants were exercised. An amount of \$398,750 that was received and an amount of \$74,965 representing the fair value of the warrants at the time of issuance were recorded as an increase in share capital.

On April 20, 2021, the Company closed a non-brokered private placement for gross proceeds of \$3,622,950. The placement consisted of the issuance of: i) 15,097,499 flow-through units of the Company at a price of \$0.22 each of which an amount of \$2,944,013 has been allocated to share capital; and ii) 1,675,000 common units of the Company at a price of \$0.18 each of which an amount of \$204,533 has been allocated to share capital. Each flow-through unit consists of one common share of the Company and one-half warrant, each warrant entitling its holder to purchase one common share of the Company at a price of \$0.30 per share over a period of 2 years from the issuance date. Each common unit consists of one common share of the Company and one-half warrant, each warrant conferring on its holder the right to purchase one common share of the Company at a price of \$0.25 per share over a period of 2 years from the issuance date. An amount of \$474,404 related to warrants issued was recorded as an increase in contributed surplus.

In connection with this placement, the Company paid certain finders acting at arm's length to the Company: i) cash commissions totaling \$260,690, representing 8% of the proceeds collected from subscribers introduced to the Company by such finders; and (ii) a total of 1,186,774 non-transferable compensation warrants, representing 8% of the number of flow-through units and common units sold to such subscribers, each can be exercised to purchase one common share of the Company over a period of 2 years following the issuance date at the same exercise price of the warrants comprising the flow-through and common units for which the compensation warrants were issued. An amount of \$218,375 related to the warrants issued was recorded as an increase in contributed surplus. Under this placement, finder's fees totaling \$260,690 were paid. In addition, share issue expenses of \$285,244 were also applied against the deficit.

On March 22, 2021, the Company finalized the acquisition of the Godslith property for a consideration of 4,000,000 common shares at a price of \$0.26 each for a total of \$1,040,000.

On January 5, 2021, the Company closed the second and final tranche of its non-intermediary private placement. The second tranche consisted of 40,250,000 common units of the Company at a price of \$0.02 for aggregate gross proceeds of \$805,000. Each common unit consists of one common share of the company and one warrant. Each warrant entitles its holder to purchase one share at a price of \$0.05 per share for a period of 3 years following the closing of the first tranche. An amount of \$378,350 related to warrants issued was recorded as an increase in contributed surplus. Under the second tranche, finder's fees totaling \$32,775 were paid. In addition, share issue expenses of \$25,084 were also applied against the deficit.

On December 31, 2020, the Company closed a non-intermediary private placement. The placement consisted of 400,000 flowthrough shares of the Company at a price of \$0.05 for aggregate gross proceeds of \$20,000. Finder's fees totaling \$1,400 were paid. In addition, share issue expenses of \$713 were also applied against the deficit.

The Company renounced to the tax deduction related to flow-through shares, which reduced share capital by \$6,000, and the counterparty is presented as liability related to flow-through shares.

(in Canadian dollars)

### 12.1 Share capital (continued)

On December 23, 2020, the Company closed the first tranche of its non-intermediary private placement. The first tranche consisted of 39,150,000 common units of the Company at a price of \$0.02 per unit for aggregate gross proceeds of \$783,000. Each common unit consists of one common share of the company and one warrant. Each warrant entitles its holder to purchase one share at a price of \$0.05 per share for a period of 3 years following the closing of the first tranche. An amount of \$368,010 related to warrants issued was recorded as an increase in contributed surplus. Under the first tranche, finder's fees totaling \$51,932 were paid. In addition, share issue expenses of \$23,138 were also applied against the deficit.

On June 12, 2020, the Company acquired the Red Brook, Epithermal and Benjamin properties in consideration of 10,000,000 common shares at a price of \$0.05 per share for a total of \$500,000.

On December 31, 2019, the Company closed a private placement of 10,060,000 common shares of the Company that will qualify as flow-through shares, at a price of \$0.05 per share, for aggregate gross proceeds of \$503,000. In connection with the offering, finders' fees totaling \$30,380 were paid to third parties dealing at arm's length with the Company. Share issue expenses totaling \$9,787 were also applied against the deficit.

The Company renounced to the tax deduction related to flow-through shares, which reduced share capital by \$201,200, and the counterparty is presented as liability related to flow-through shares.

### **12.2 Warrants**

Outstanding warrants entitle their holders to subscribe to an equivalent number of common shares, as follows:

	August	August 31, 2021		t 31, 2020
	Number	Weighted average exercise price	Number	Weighted average exercise price
		\$		\$
Balance, beginning of the year		-	-	-
Granted	88,973,024	0.08	-	-
Exercised	(7,975,000)	0.05	-	-
Balance, end of the year	80,998,024	0.08	-	-

The weighted average fair value of \$0.04 (nil in 2020) for the warrants granted was estimated using the Black-Scholes option pricing model and based on the following weighted average assumptions:

2021

	2021
Average share price at date of grant	\$0.05
Expected dividends yield	0%
Expected volatility	203%
Risk-free interest rate	0.26%
Expected life	2.9 years
Average exercise price at date of grant	\$0.08

The underlying expected volatility was determined by reference to historical data of the Company's shares over the average expected life of the warrants.

### 12.2 Warrants (continued)

Outlined below are the outstanding warrants which could be exercised for an equivalent number of common shares:

	August 31, 2021	
Expiration date	Number	Exercise price
		\$
April 20, 2023	847,500	0.25
April 20, 2023	8,725,524	0.30
December 23, 2023	34,425,000	0.05
January 5, 2024	37,000,000	0.05
	80,998,024	

### **13. GOVERNMENT ASSISTANCE**

On May 18, 2021, the Company signed a contract with the province of New Brunswick to obtain a grant totaling \$30,000, 40% (\$12,000) of which has already been received and recorded in the consolidated statement of net loss and comprehensive loss and the other 60% (\$18,000) may be requested upon presentation of supporting documents for an amount of at least \$30,000 which must be spent on the Red Brook property before February 28, 2022.

### **14. EMPLOYEE REMUNERATION**

### 14.1 Employee benefits expense

Employee benefits expense recognized is analyzed below:

	2021	2020
—	\$	\$
Salaries and benefits	492,681	399,745
Share-based payments	28,750	86,249
	521,431	485,994
Less: salaries and share-based payments capitalized to exploration and evaluation assets	(74,586)	(67,028)
Less: salaries reclassified to exploration costs of other properties in profit or loss	(18,099)	(20,206)
Employee benefits expense	428,746	398,760

(in Canadian dollars)

### 14.2 Share-based payments

The Company has adopted a share-based payment plan under which members of the Board of Directors August award to directors, employees and consultants, options entitling its holder to purchase common shares of the Company. The maximum number of shares issuable under the plan is 10% of the outstanding shares (20,980,249 shares as at August 31, 2021 and 10,125,499 as at August 31, 2020).

The material terms of the plan are as follows:

- The maximum number of common shares that can be granted for a beneficiary, other than a consultant or investor relations services, is limited to 5% of issued and outstanding shares;
- The maximum number of common shares that can be granted for a consultant during any 12-month period is limited to 2% of issued and outstanding shares;
- The maximum number of common shares that can be granted for a supplier of investors' relation services during any 12month period is limited to 2% of issued and outstanding shares.
- The Board shall determine the manner in which an option shall vest and become exercisable to staff members. Options granted to consultants performing investor relations activities shall vest over a minimum of 12 months with no more than 25% of such options vesting in any 3-month period.

The exercise price per common share for an option shall not be less than the "Discounted Market Price", as calculated pursuant to the policies of the Exchange, or such other minimum price as may be required by the Exchange. Every option shall have a term not exceeding and shall therefore expire no later than eight years after the date of grant.

All share-based payments will be settled in equity. The Company has no legal or constructive obligation to repurchase or settle the options in cash.

The Company share options are as follows for the reporting periods presented:

	2021		2020	
		Weighted		Weighted
		average		average
	Number	exercise price	Number	exercise price
		\$		\$
Outstanding, beginning of the reporting period	7,050,000	0.26	4,587,500	0.34
Exercised	-	-	2,500,000	0.10
Expired	-	-	(37,500)	0.10
Outstanding, end of the reporting period	7,050,000	0.26	7,050,000	0.26
Exercisable, end of the reporting period	7,050,000	0.26	5,800,000	0.29

On June 5, 2020, the Company granted 2,500,000 options to directors, officers and employees at an exercise price of \$0.10 per share. The options have a contractual life of 5 years from the date of grant. 50% of the options are exercisable immediately and 50% are exercisable 6 months after the date of the grant.

# Vision Lithium Inc.

Notes to Consolidated Financial Statements

August 31, 2021 and 2020

(in Canadian dollars)

### 14.2 Share-based payments (continued)

The table below summarizes the information related to outstanding share options as at :

	20	021	20	020
		Weighted		Weighted
		average		average
		remaining		remaining
		contractual		contractual
Range of exercise price	Number	life (years)	Number	life (years)
\$0.10 to \$0.25	2,500,000	3.76	2,500,000	4.76
\$0.26 to \$0.41	2,650,000	0.74	2,650,000	1.74
\$0.42 to \$0.55	1,900,000	1.37	1,900,000	2.37
	7,050,000	1.98	7,050,000	2.98

The average fair value of options granted of \$0.05 per option in 2020 was estimated using the Black-Scholes option pricing model with the following weighted average assumptions:

	2020
Share price at the date of grant	\$0.05
Expected dividends yield	0%
Expected weighted volatility	182%
Risk-free interest rate	0.38%
Expected life	5 years
Exercise price at the date of grant	\$0.10

The underlying expected volatility was determined by reference to historical data of Company's shares over the expected average life of the options. No special features inherent to the options granted were incorporated into measurement of fair value.

The share-based payments amounted to \$28,750 (\$86,249 in 2020), all of which related to equity-settled share-based payment transactions (which \$2,300 (\$6,900 in 2020) was capitalized in exploration and evaluation assets, \$26,450 (\$79,349 in 2020) were included in employee benefits expenses and reported in profit or loss) and credited to contributed surplus.

### **15. FAIR VALUE MEASUREMENT**

### 15.1 Financial instruments measured at fair value

Financial assets and liabilities measured at fair value in the consolidated statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

- 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 or indirectly ; and
- Level 3: unobservable inputs for the assets or liabilities.

(in Canadian dollars)

### 15.1 Financial instruments measured at fair value (continued)

The fair value of the marketable securities in quoted mining exploration companies have been estimated by reference to their quoted prices at the reporting date.

Marketable securities in quoted mining exploration companies are measured at fair value in the consolidated statement of financial position as at August 31, 2021 and 2020 and are classified in Level 1.

The fair value of the loan is \$40,000 as at August 31, 2021 (\$30,000 as at August 31, 2020) and is determined using the estimated market rate that the Company would have obtained for similar financing and is classified in the level 2.

### **16. FINANCE INCOME AND FINANCE COST**

Finance income may be analyzed as follows for the reporting periods presented:

	2021	2020
	\$	\$
Interest income from cash and cash equivalents and guaranteed investment certificates	2,770	720
Finance cost may be analyzed as follows for the reporting periods presented:		
	2021	2020
	\$	\$
Interests on lease obligations	2,455	2,663

### **17. LOSS PER SHARE**

In calculating the diluted loss per share, dilutive potential common shares such as options and warrants have not been included as they would have the effect of decreasing the loss per share. Decreasing the loss per share would be antidilutive. Details of share options and warrants issued that could potentially dilute earnings per share in the future are given in Notes 12.2 and 14.2.

Both the basic and diluted loss per share have been calculated using the net loss as the numerator, i.e. no adjustment to the net loss was necessary for 2021 and 2020.

	2021	2020
Net loss	\$(692,559)	\$(388,528)
Weighted average number of shares	165,109,074	90,087,445
Basic and diluted loss per share	\$(0.00)	\$(0.00)

### **18. INCOME TAX**

### Relationship between expected tax expense and accounting profit or loss

The relationship between the expected tax expense based on the combined federal and provincial income tax rate in Canada and the reported tax expense in the consolidated statement of comprehensive loss can be reconciled as follows:

	2021	2020
	\$	\$
Expected tax recovery calculated using the combined federal and provincial income tax rate in Canada of $26.5\%$ (26.52% in 2020)	(200 282)	(109.650)
rate in Canada of 26.5% (26.53% in 2020)	(200,383)	(108,659)
Adjustments for the following items:		100
Difference between deferred and statutory tax rates	-	182
Tax effect of temporary differences not recognized	(315,571)	164,790
Exploration and evaluation assets	275,600	-
Adjustment of prior deferred taxes	-	7,348
Tax effect of issuing flow-through shares	231,905	16,336
Share-based payments	7,009	21,051
Reversal of flow-through share liability	(63,603)	(21,040)
Variation of non-taxable fair value	(34)	70
Other non-deductible expenses	1,474	(101,118)
Deferred income tax income	(63,603)	(21,040)
Major components of tax income		
The major components of tax income are outlined below:		
	2021	2020
	\$	\$
Deferred tax income		
Origination and reversal of temporary differences	83,700	(188,726)
Tax effect of issuing flow-through shares	231,905	16,336
Reversal of flow-through share liability	(63,603)	(21,040)
Difference between deferred and statutory tax rates	-	182
Adjustment of prior deferred taxes	-	7,348
Variation of temporary differences unrecognized	(315,571)	164,790
Variation of non-taxable fair value	(34)	70
Total deferred tax income	(63,603)	(21,040)

(in Canadian dollars)

### 18. INCOME TAX (continued)

As at August 31, 2021 and 2020, the following unrecognized timing differences for which the Company did not recognize deferred income tax are outlined below :

	August 31, 2021		August 31, 2021 August 31, 20		31, 2020
	Federal	Provincial	Federal	Provincial	
	\$	\$	\$	\$	
Unrecognized deductible temporary differences and					
unused tax losses					
Property and equipment	1,168,477	1,170,682	1,165,430	1,167,635	
Intangible asset	250,000	250,000	250,000	250,000	
Investments	71,100	71,100	71,573	71,573	
Issuance costs of shares and units	407,482	407,482	68,086	68,086	
Unused losses carry-forward	7,245,436	10,351,220	8,315,434	11,356,716	
Capital losses	31,099	31,099	31,099	31,099	
	9,173,594	12,281,583	9,901,622	12,945,109	

### Deferred tax assets and liabilities and variation of recognized amounts during the period

The following differences between the carrying amounts and tax bases from timing differences, unused tax losses and unused tax credits give rise to the following recognized deferred income tax assets and liabilities, and the following unrecognized timing differences, unused tax losses and unused tax credits:

	Balance as at August 31, 2020	Recognized in profit or loss	Balance as at August 31, 2021
Decognized deferred income tax assets and lightlitics	Φ	φ	<b>Þ</b>
Recognized deferred income tax assets and liabilities Exploration and evaluation assets	(442,568)	(487,817)	(930,385)
Unused tax credits			(930,305)
	(2,029)	2,029	-
Unused tax losses	444,597	485,788	930,385
Recognized deferred income tax assets and liabilities	-	-	-
Reversal of flow-through share liability		63,603	<u>.</u>
Deferred tax recovery		63,603	:
	Balance as at August 31, 2019 \$	Recognized in profit or loss \$	Balance as at August 31, 2020
			\$
Recognized deferred income tax assets and liabilities		Ŧ	Φ
0	(458,568)	16,000	ء (442,568)
Exploration and evaluation assets Unused tax credits	(458,568) (13,124)	16,000 11,095	\$ (442,568) (2,029)
Exploration and evaluation assets		,	
Exploration and evaluation assets Unused tax credits	(13,124)	11,095	(2,029)
Exploration and evaluation assets Unused tax credits Unused tax losses	(13,124)	11,095	(2,029)
Exploration and evaluation assets Unused tax credits Unused tax losses Recognized deferred income tax assets and liabilities	(13,124)	11,095 (27,095)	(2,029)

### 17. INCOME TAX (continued)

The Company has non-capital losses which are available to reduce income taxes in future years, for which no deferred tax asset has been recorded in the consolidated statement of financial position, that can be carried over the following years:

	Federal	Provincial
	\$	\$
2029	_	1,589,682
2030	328,646	1,468,309
2031	1,265,744	1,263,103
2032	992,873	989,343
2033	596,377	595,914
2034	480,403	479,827
2035	299,003	298,591
2036	234,764	423,002
2037	368,935	565,821
2038	744,977	744,375
2039	601,379	600,917
2040	541,175	541,176
2041	791,160	791,160
	7,245,436	10,351,220

As at August 31, 2021, capital losses for which no deferred tax asset were accounted represent \$62,197 (\$62,197 as at August 31, 2020). These losses may be carried forward indefinitely.

The Company has available investment tax credits of \$196,055 (\$196,055 as at August 31, 2020) that can be used to reduce future taxable income. Those investment tax credits have maturity dates between 2027 and 2034.

### **19. ADDITIONAL INFORMATION - CASH FLOWS**

The changes in the working capital items are detailed as follows:

	2021	2020
	\$	\$
Sales taxes receivable	(99,572)	1,487
Tax credits receivable <sup>(1)</sup>	(48)	(8,217)
Prepaid expenses	(10,984)	14,793
Trade and other payables	(163,727)	139,774
	(274,331)	147,837

<sup>(1)</sup> tax credit accounted in profit or loss in reduction of exploration costs of other properties.

### **19. ADDITIONAL INFORMATION - CASH FLOWS (continued)**

Non-cash consolidated financial position transactions are detailed as follows:

	2021	2020
	\$	\$
Warrants included in share and unit issue costs	218,375	-
Amortization of property and equipment included in exploration and evaluation assets	4,129	3,898
Amortization of right-of-use assets included in exploration and evaluation assets	3,847	1,361
Share-based payments included in exploration and evaluation assets	2,300	6,900
Lease obligations arising from lease agreements	85,110	-
Issuance of shares for the acquisition of mining rights	1,040,000	500,000
Trade and other payables included in exploration and evaluation assets	117,236	5,317
Tax credits receivable credited to exploration and evaluation assets	-	18,051

### 20. RELATED PARTY TRANSACTIONS

The Company's related parties include key management and a company with common director as describe below. Unless otherwise stated, none of the transactions incorporated special terms and conditions and no guarantees were given or received. Outstanding balance are usually settled in cash.

### 20.1 Transactions with key management personnel

Key management personnel of the Company are members of the Board of Directors and also the President and the CFO. Key management personnel remuneration includes the following expenses:

	2021	2020
	\$	\$
Short-term employee benefits	331,785	257,381
Share-based payments	26,450	68,999
Total remuneration	358,235	326,380

As at August 31, 2021 and 2020, no key management personnel exercised options.

No salary payable to key executives included in trade and other payables as at August 31, 2021 (as at August 31, 2020, salaries payable for two of the key executives are included in trade and other payables for an amount of \$136,094).

### 20.2 Transactions with other related parties

As at August 31, 2021, the Company paid an amount of \$60,000 (nil in 2020) to a company with a common director. This amount was recognized as consultants in the consolidated statements of net and comprehensive income.

### 21. CAPITAL MANAGEMENT POLICIES AND PROCEDURES

The Company's capital management objectives are to ensure the Company's ability to continue as a going concern, to increase the value of the assets of the business, and to provide an adequate return to shareholders of the Company.

These objectives will be achieved by identifying the right exploration projects, adding value to these projects and ultimately taking them through to production or sale and cash flow, either with partners or by the Company's own means.

The Company monitors capital on the basis of the carrying amount of equity.

The Company is not exposed to any externally imposed capital requirements except when the Company issues flow-through shares for which an amount should be used for exploration work, details provided in Notes 12 and 23.

The Company finances its exploration and evaluation activities principally by raising additional capital either through private placements or public offerings.

When financing conditions are not optimal, the Company may enter into option agreements or other solutions to continue its exploration and evaluation activities or may slow its activities until conditions improve.

### 22. FINANCIAL INSTRUMENT RISKS

The Company is exposed to various risks in relation to financial instruments. The main types of risks are credit risk and liquidity risk.

The Company focuses on actively securing short to medium-term cash flows by minimizing the exposure to financial markets. The Company does not actively engage in the trading of financial assets for speculative purposes.

The most significant financial risks to which the Company is exposed are described below.

### 22.1 Credit risk

Credit risk is the risk that another party to a financial instrument will cause a financial loss for the Company by failing to discharge an obligation.

The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets at the reporting date, as summarized below:

	2021	2020
	\$	\$
Cash and cash equivalents	1,235,956	453,474
Guaranteed investment certificates	2,577,287	51,844
	3,813,243	505,318

The Company's management considers that all the above financial assets that are not impaired or past due for each of the reporting dates under review are of good credit quality.

### 22.2 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Liquidity risk management serves to maintain a sufficient amount of cash and to ensure that the Company has financing sources such as private and public investments for a sufficient amount.

During the year ended August 31, 2021, the Company has financed its exploration and evaluation programs, its working capital requirements and acquisitions of mining properties by used of private placements, flow-through private placements and the receipt of tax credits.

The following table presents contractual maturities (including interest payments where applicable) of the Company's liabilities:

<b>\$</b> \$	
Less than 6 months:	
Trade and other payables 150,440 15,402	
From 1 to 5 years:	
Loan 30,000	
Total 190,440 45,402	

The Company considers the cash flows that it expects to derive from financial assets in its assessment and management of liquidity risk, in particular, cash and cash equivalents, guaranteed investment certificates and sales taxes receivable.

### 23. CONTENGENCIES AND COMMITMENTS

The Company is partially financed through the issuance of flow-through shares and, under the tax rules relating to this type of financing, the Company is committed to carrying out exploration and evaluation expenses.

These tax rules also set deadlines for carrying out exploration work no later than the first of the following dates:

- Two years following flow-through placements;
- One year after the Company waived tax deductions relating to exploration work, exceptionally for this year, with the federal budget, the Company is entitled to a two-year-delay.

However, there is no guarantee that these exploration expenses will qualify as exploration expenses in Canada, even if the Company is committed to taking all the necessary measures in this regard. Refusal of certain expenses by the tax authorities could have a negative tax impact for investors.

During the year ended August 31, 2021, the Company received an amount of \$3,341,450 from flow-through placements (\$503,000 as at August 31, 2020), for which the Company renounced to the tax deductions, for the benefit of investors, on December 31, 2021 and 2022. Management is required to fulfill its commitments within the stipulated period of one year from the renounciation date.

As at August 31, 2021, the balance of the unspent funding related to flow-through financing amount totals \$2,927,761 (\$441,446 as at August 31, 2020).

### 24. SUBSEQUENT EVENTS

- 1) Between September 15 and December 10, 2021, the Company issued 17,100,000 common shares at \$0.05 each, for a total of \$855,000, following the exercise of warrants.
- 2) On December 1, 2021, the Company acquired a 100% interest in the Cadillac lithium property, including a total of 215 contiguous mining claims in the province of Quebec, from four separate groups of sellers. The claims acquired from the sellers cover 12,331 hectars. The Company paid \$102,428 in cash and issued a total of 4,300,000 common shares at a price of \$0.22 each for a total of \$946,000 and will grant each group of sellers a 2% net smelter income royalty.