
DEVERON CORP.
CONDENSED INTERIM CONSOLIDATED
FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2023
(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED)

DEVERON CORP.

Condensed Interim Consolidated Statements of Financial Position (Expressed in Canadian Dollars) (Unaudited)

	As at March 31, 2023	As at December 31, 2022
ASSETS		
Current assets		
Cash and cash equivalents	\$ 3,050,398	\$ 5,824,811
Accounts receivable (note 4)	3,143,495	6,494,639
Prepays and other assets	1,056,358	1,552,159
Total current assets	7,250,251	13,871,609
Non-current assets		
Property, plant and equipment (note 5)	17,934,049	17,778,398
Right-of-use assets (note 6)	4,400,207	4,804,632
Goodwill (note 7)	54,011,048	54,016,601
Intangible assets (note 8)	25,019,182	25,650,484
Due from related parties	598,818	605,264
Investment in associates (note 9)	100	100
Total non-current assets	101,963,404	102,855,479
Total assets	\$ 109,213,655	\$ 116,727,088
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable	\$ 1,902,458	\$ 2,224,349
Accrued and other current liabilities	3,460,407	2,744,877
Current portion of loans payable (note 10)	251,910	251,910
Current portion of lease liabilities (note 11)	380,000	380,000
Current portion of borrowings under credit facility (note 14)	2,730,000	2,730,000
Current portion of deferred and contingent consideration (note 12)	1,165,256	1,968,841
Promissory notes (note 3)	4,926,600	4,926,600
Total current liabilities	14,816,631	15,226,577
Non-current liabilities		
Lease liabilities (note 11)	3,814,740	4,088,916
Loans payable (note 10)	463,236	562,100
Deferred and contingent consideration (note 12)	769,220	1,136,155
Deferred income taxes	5,760,176	5,760,176
Non-controlling interest ("NCI") put obligation (note 3 (b))	9,158,078	9,917,750
Convertible debentures (note 13)	8,869,851	8,525,067
Borrowings under credit facility (note 14)	27,039,664	27,508,189
Total non-current liabilities	55,874,965	57,498,353
Total liabilities	70,691,596	72,724,930
Shareholders' equity		
Share capital (note 15)	41,173,378	41,007,368
Reserves (notes 16, 17 and 18)	8,013,128	7,512,087
Equity component of convertible debenture (note 13)	1,740,090	1,740,090
Deficit	(24,219,992)	(18,487,544)
Accumulated other comprehensive income ("Accumulated OCI")	468,076	480,847
Equity Reserves (note 3 (b))	(12,966,726)	(12,966,726)
Shareholders' equity attributable to shareholders	14,207,954	19,286,122
Non-controlling interest (notes 3(b))	24,314,105	24,716,036
Total shareholders' equity	38,522,059	44,002,158
Total liabilities and shareholders' equity	\$ 109,213,655	\$ 116,727,088

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

Nature of operations and going concern (note 1)

Events after the reporting period (note 23)

DEVERON CORP.**Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)
(Unaudited)**

	Three Months Ended March 31, 2023	Three Months Ended March 31, 2022
Revenues		
Data collection	\$ 895,860	\$ 627,472
Data analytics	4,462,680	779,489
	5,358,540	1,406,961
Cost of services		
Cost of services (note 20)	(2,464,855)	(669,287)
Gross margins	2,893,685	737,674
Operating expenses (income)		
Salaries and benefits (note 21)	3,491,200	1,855,371
Office and general	2,419,278	1,246,550
Share-based payments (note 16)	563,786	447,306
Depreciation (notes 5 and 6)	902,022	310,725
Professional fees (note 21)	385,797	251,107
Amortization of intangible assets (note 8)	890,160	118,964
Interest expense (notes 11, 12 and 13)	1,138,884	46,485
Change in NCI put obligation (note 3 (b))	(759,672)	-
Foreign exchange (gain) loss	(9,540)	26,518
Interest income	(13,295)	(5,683)
Gain on disposition of property, plant and equipment (note 5)	(1,725)	(9,791)
Total operating expenses	9,006,895	4,287,552
Net loss before income taxes	(6,113,210)	(3,549,878)
Income tax expense	21,169	-
Net loss for the period	(6,134,379)	(3,549,878)
Other comprehensive loss:		
Foreign operations - loss on foreign currency translation	(12,771)	(133,162)
Comprehensive loss for the period	\$ (6,147,150)	\$ (3,683,040)
Net loss for the period attributable to:		
Shareholders of the Company	\$ (5,732,448)	\$ (3,550,919)
Non-controlling interest	(401,931)	1,041
Net loss for the period	\$ (6,134,379)	\$ (3,549,878)
Net comprehensive loss for the period attributable to:		
Shareholders of the Company	\$ (5,745,219)	\$ (3,684,081)
Non-controlling interest	(401,931)	1,041
Net loss for the period	\$ (6,147,150)	\$ (3,683,040)
Basic and diluted net loss per common share (note 19) - basic and diluted	\$ (0.04)	\$ (0.04)
Weighted average number of common shares outstanding - basic and diluted	136,482,817	95,768,400

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

DEVERON CORP.

Condensed Interim Consolidated Statements of Cash Flows (Expressed in Canadian Dollars) (Unaudited)

	Three Months Ended March 31, 2023	Three Months Ended March 31, 2022
Operating activities		
Net loss for the period	\$ (6,134,379)	\$ (3,549,878)
Depreciation (notes 5 and 6)	902,022	310,725
Amortization of intangibles assets (note 8)	890,160	118,964
Share-based payments (note 16)	563,786	447,306
Interest expense (notes 11 and 12)	1,138,884	46,485
Gain on disposition of property, plant and equipment (note 5)	(1,725)	(9,791)
Change in NCI put obligation	(759,672)	-
Foreign exchange and other	(547,317)	69,399
Changes in non-cash working capital items:		
Accounts receivable, prepaids and other receivables	3,846,945	1,112,610
Accounts payable, accrued and other current liabilities	217,103	(403,922)
Net cash provided by (used in) operating activities	115,807	(1,858,102)
Investing activities		
Cash payment for the acquisition of Agri-Labs (note 3(a))	-	(546,483)
Purchase of intangible assets	(263,044)	-
Cash payment for contingent consideration (note 12)	(528,884)	(823,575)
Purchase of property, plant and equipment	(653,734)	(93,222)
Proceeds from sale of property, plant and equipment	-	28,650
Net cash used in investing activities	(1,445,662)	(1,434,630)
Financing activities		
Non-current credit facility repayment	-	(10,574)
Proceeds from issue of common shares for public offering (note 15)	-	11,500,000
Proceeds from issue of common shares for private placements (note 15)	-	600,000
Share issue costs paid	-	(1,173,981)
Proceeds from exercise of warrants	-	94,750
Proceeds from exercise of options	-	144,000
Lease payments (note 11)	(309,135)	(161,138)
Interest paid	(1,135,423)	-
Net cash (used in) provided by financing activities	(1,444,558)	10,993,057
Net change in cash and cash equivalents	(2,774,413)	7,700,325
Cash and cash equivalents, beginning of period	5,824,811	6,867,130
Cash and cash equivalents, end of period	\$ 3,050,398	\$ 14,567,455

DEVERON CORP.**Condensed Interim Consolidated Statements of Changes in Equity****(Expressed in Canadian Dollars)****(Unaudited)**

	Share Capital	Warrants	Reserves Share-based Payments and shares to be issued	Equity Reserves	Deficit	Equity component of Convertible Debenture	Accumulated OCI	Non- Controlling Interest	Total
Balance, December 31, 2022	\$ 41,007,368	\$ 4,886,518	\$ 2,625,569	\$ (12,966,726)	\$ (18,487,544)	\$ 1,740,090	\$ 480,847	\$ 24,716,036	\$ 44,002,158
Transactions with shareholders:									
Common shares issued pursuant to earnout (note 18)	62,745	-	(62,745)	-	-	-	-	-	-
Shares issued for debt	103,265	-	-	-	-	-	-	-	103,265
Share-based payments (note 16)	-	-	563,786	-	-	-	-	-	563,786
Transactions with shareholders	\$ 166,010	\$ -	\$ 501,041	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 667,051
Non-controlling interest	-	-	-	-	401,931	-	-	(401,931)	-
Comprehensive loss for the period	-	-	-	-	(6,134,379)	-	(12,771)	-	(6,147,150)
Balance, March 31, 2023	\$ 41,173,378	\$ 4,886,518	\$ 3,126,610	\$ (12,966,726)	\$ (24,219,992)	\$ 1,740,090	\$ 468,076	\$ 24,314,105	\$ 38,522,059

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

DEVERON CORP.

Condensed Interim Consolidated Statements of Changes in Equity (Expressed in Canadian Dollars) (Unaudited)

	Share Capital	Warrants	Reserves Share-based Payments and shares to be issued	Equity Reserves	Deficit	Equity component of Convertible Debt	Accumulated OCI	Non- Controlling Interest	Total
Balance, December 31, 2021	\$ 18,249,101	\$ 3,493,540	\$ 2,601,139	\$ -	\$ (9,767,264)	\$ -	101,616	\$ 1,632,936	\$ 16,311,068
Transactions with shareholders:									
Issuance of shares in public offering (note 15(b)(i))	11,500,000	-	-	-	-	-	-	-	11,500,000
Issuance of shares in private placement (note 15(b)(ii))	600,000	-	-	-	-	-	-	-	600,000
Warrants issued (note 15(b)(i)(ii))	(2,121,266)	2,121,266	-	-	-	-	-	-	-
Common shares issued pursuant to acquisitions (note 3)	241,140	-	216,360	-	-	-	-	-	457,500
Share issue costs (note 15(b)(i))	(1,511,638)	337,657	-	-	-	-	-	-	(1,173,981)
Exercise of warrants (note 15(b)(i))	134,271	(39,521)	-	-	-	-	-	-	94,750
Exercise of options (note 15(b)(i))	226,713	-	(82,713)	-	-	-	-	-	144,000
Expiry of stock options	-	-	(12,605)	-	12,605	-	-	-	-
Share-based payments (note 16)	-	-	447,306	-	-	-	-	-	447,306
Other	-	-	-	-	36	-	-	-	36
Transactions with shareholders	\$ 9,069,220	\$ 2,419,402	\$ 568,348	\$ -	\$ 12,641	\$ -	\$ -	\$ -	\$ 12,069,611
Non-controlling interest	-	-	-	-	(1,041)	-	-	1,041	-
Comprehensive loss for the period	-	-	-	-	(3,549,878)	-	(133,162)	-	(3,683,040)
Balance, March 31, 2022	\$ 27,318,321	\$ 5,912,942	\$ 3,169,487	\$ -	\$ (13,305,542)	\$ -	(31,546)	\$ 1,633,977	\$ 24,697,639

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

DEVERON CORP.

Notes to Condensed Interim Consolidated Financial Statements For the Three Months Ended March 31, 2023 (Expressed in Canadian Dollars) (Unaudited)

1. Nature of operations and going concern

Deveron Corp. ("Deveron" or the "Company") was incorporated under the laws of the Province of Ontario on March 28, 2011. The primary office is located at The Canadian Venture Building, 82 Richmond Street East, Toronto, Ontario, M5C 1P1. On July 19, 2016, Deveron's common shares started trading on the Canadian Securities Exchange ("CSE") under the symbol "DVR".

On August 31, 2020, the Company changed its corporate name from Deveron UAS Corp. to Deveron Corp. The Company's stock symbol on the CSE "FARM" and commenced trading under the new name and ticker symbol on market opening on September 3, 2020.

On September 21, 2020, the Company was accepted for listing on the TSX Venture Exchange (the "TSXV") as a Tier 2 issuer, and its common shares commenced trading on September 21, 2020, on the TSXV under the symbol "FARM".

Deveron is an agriculture technology company focused on providing data acquisition services and data analytics to the farming sector in North America. Through its network of soil sampling technicians and drone pilots, the Company provides scalable data acquisition solutions in the imagery and soil space.

Going concern

These unaudited condensed interim consolidated financial statements have been prepared on a going concern basis which assumes the Company will continue its operations for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business. Accordingly, it does not give effect to adjustments, if any, that would be necessary should the Company be unable to continue as a going concern, and, therefore be required to realize its assets and liquidate its liabilities in other than the normal course of business and at amounts that may differ from those shown in these unaudited condensed interim consolidated financial statements.

As at March 31, 2023, the Company had an accumulated deficit of \$24,219,992 (December 31, 2022 - \$18,487,544). Net loss for the three months ended March 31, 2023 was \$6,147,150 (three months ended March 31, 2022 - \$3,683,040). In addition, as at March 31, 2023, the Company had a working capital deficit of \$7,566,380 (December 31, 2022 - \$1,354,968) and positive cash flow from operations of \$115,807 for the three months ended March 31, 2023 (three months ended March 31, 2022 - negative cash flow of \$1,858,102). These conditions raise material uncertainties which cast significant doubt as to whether the Company will be able to continue as a going concern should it not be able to obtain the financing necessary to fund its planned revenue growth and working capital requirements.

The Company has raised funds throughout the prior and current fiscal years and has utilized these funds for current asset investments and working capital requirements. The ability of the Company to arrange additional financing in the future will depend in part upon the prevailing capital market conditions as well as the business performance of the Company. There can be no assurance that the Company will be successful in its efforts to arrange additional financing on terms satisfactory to the Company, nor achieve desired sales growth. If additional financing is raised by the issuance of common shares from treasury of the Company, control of the Company may change and existing shareholders may have their ownership diluted. If adequate funding is not available, the Company may be required to relinquish rights to certain of its assets and/or terminate its operations.

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Notes to Condensed Interim Consolidated Financial Statements For the Three Months Ended March 31, 2023 (Expressed in Canadian Dollars) (Unaudited)

2. Significant accounting policies

(a) *Statement of compliance*

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34 - Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by the IASB. These unaudited condensed interim consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended December 31, 2022.

The policies applied in these unaudited condensed interim consolidated financial statements are based on IFRS issued and outstanding as of May 30, 2023, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed interim consolidated financial statements as compared with the most recent annual consolidated financial statements as at and for the year ended December 31, 2022. Any subsequent changes to IFRS that are given effect in the Company's annual consolidated financial statements for the year ending December 31, 2023 could result in restatement of these unaudited condensed interim consolidated financial statements.

(b) *Basis of presentation*

These unaudited condensed interim consolidated financial statements have been prepared on a historical cost basis, with the exception of financial instruments classified at fair value through profit or loss ("FVTPL").

(c) *Comparative figures*

Certain comparative figures have been reclassified in order to conform to the current period presentation.

3. Acquisitions

(a) Acquisition of Agri-Labs, Inc.

On March 10, 2022, the Company entered into a definitive agreement ("Definitive Agreement") to acquire the assets of Agri-Labs, Inc. ("Agri-Labs") a leading soil lab and agronomy company that services Indiana, Michigan, and Ohio (the "Acquisition").

The Acquisition was undertaken as it drives Deveron forward on its mission to vertically integrate the soil collection and analysis process.

The acquisition of Agri-Labs closed on March 10, 2022 and has been accounted for as a business combination under IFRS 3 - Business Combinations ("IFRS 3").

As consideration for the Acquisition, Deveron has agreed to:

- (i) Pay Agri-Labs an initial cash payment of USD \$420,000 upon signing of the Definitive Agreement, and USD \$210,000 on each of the first two anniversaries of the signing of the definitive agreement, and
- (ii) issue such number of common shares in the capital of the company equal to USD \$180,000 at a price of \$0.61 per common share upon receipt of the approval of the TSXV and an additional number of common shares equal to USD \$90,000 at a price of \$0.61 per common share on each of the first two anniversaries of the signing of the Definitive Agreement.

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Notes to Condensed Interim Consolidated Financial Statements
For the Three Months Ended March 31, 2023
(Expressed in Canadian Dollars)
(Unaudited)

3. Acquisitions (continued)

(a) Acquisition of Agri-Labs, Inc. (continued)

The allocation of the purchase price is as follows:

Purchase price allocation

Cash payment	\$	546,483
Issuance of 375,000 common shares upon closing (i)		228,750
Deferred cash consideration		536,674
Additional 375,000 common shares to be issued (ii)		228,750
Contingent consideration (earnout) (iii)		31,034
Total consideration	\$	1,571,691

Allocation of purchase price

Goodwill	\$	822,900
Property, plant and equipment (note 5)		274,260
Intangible assets (note 8)		474,531
Agri-Lab net assets acquired	\$	1,571,691

(i) For the purpose of determining the value of the purchase price consideration, the 375,000 common shares were valued at \$0.61 per share based on Deveron's closing price as of March 9, 2022.

(ii) For the purpose of determining the value of the purchase price consideration, the 375,000 common shares to be issued were valued at \$0.61 per share based on Deveron's closing price as of March 9, 2022 and was recorded as an addition to shares to be issued.

(iii) The earnout (cash-settled) has a fair value of \$31,034 as of the date of acquisition and was recorded as "deferred and contingent consideration". Refer to note 12 for accretion on cash-settled earnouts.

The excess of the purchase price over the net identifiable assets acquired and the liabilities assumed resulted in goodwill of \$822,900, which is largely attributable to the assembled workforce acquired and the synergies from combining operations. Goodwill will not be deductible for tax purposes.

(b) Acquisition of A&L Canada Laboratories East, Inc.

On May 20, 2022, the Company acquired a 67% equity interest in A&L Canada Laboratories East, Inc. ("A&L"), with an option to purchase the remaining 33% following the three-year anniversary of closing, and an obligation to purchase the remaining 33% after five years (the "Acquisition"). A&L is one of the largest soil and tissue laboratories in Canada.

This Acquisition is transformational for Deveron. Combining Deveron and A&L establishes one of the only fully vertically integrated agriculture data companies in the market. This also aligns with the vision of the Company to be North America's leader in lab and agronomist services,

The acquisition of A&L closed on May 20, 2022 and has been accounted for as a business combination under IFRS 3.

As consideration for the Acquisition, Deveron has:

- (i) Paid to the shareholders of A&L an initial cash payment of \$37,833,750 upon signing of the Definitive Agreement;
- (ii) Issued to the shareholders of A&L \$4,926,600 in promissory notes. The promissory notes bear an interest of 7% per annum. The principal and any accrued and unpaid interest owing are due in full on May 20, 2023;
- (iii) Issued such number of common shares in the capital of the company equal to \$5,338,391 at a price of \$0.39 per common share upon receipt of the approval of the TSXV.

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Notes to Condensed Interim Consolidated Financial Statements
For the Three Months Ended March 31, 2023
(Expressed in Canadian Dollars)
(Unaudited)

3. Acquisitions (continued)

(b) Acquisition of A&L Canada Laboratories East, Inc. (continued)

The allocation of the purchase price is as follows:

Purchase price allocation

Cash payment	\$ 37,833,750
Issuance of 13,688,182 common shares upon closing (i)	5,338,391
Deferred cash consideration	4,926,600
Total consideration	\$ 48,098,741

Allocation of purchase price

Cash	\$ 3,036,967
Accounts receivable	1,598,173
Prepaid and other current assets	500,857
Investment in significantly influenced entities	1,480,072
Property, plant and equipment (note 5)	11,561,647
Right-of-use assets (note 6)	1,092,352
Goodwill	44,796,104
Intangible assets (note 8)	20,828,000
Liabilities assumed (iii)	(6,453,550)
Deferred income taxes liability	(6,436,519)
Non-controlling interest	(23,905,362)
NCI put obligation	(12,966,726)
Equity reserves	12,966,726
A&L net assets acquired net of liabilities assumed (ii)	\$ 48,098,741

(i) For the purpose of determining the value of the purchase price consideration, the 13,688,182 common shares were valued at \$0.39 per share in accordance with the closing share price of May 20, 2022.

(ii) Per IFRS 3, the acquirer has up to one year from the acquisition date (the "Measurement Period") to finalize the accounting for business combinations. The initial accounting for this transaction is not yet complete and as such, provisional amounts have been recognized as of the period end. During the Measurement Period, provisional amounts will be retrospectively adjusted to reflect new information obtained about facts and circumstances that existed as of the acquisition date and, if known, would have affected the measurement of the amounts recognized as of that date.

(iii) Deveron repaid \$3,334,276 of long term debt held by A&L on the May 20, 2022 acquisition closing date. The excess of the purchase price over the net identifiable assets acquired and the liabilities assumed resulted in goodwill of \$44,796,104, which is largely attributable to the assembled workforce acquired and the synergies from combining operations. Goodwill will not be deductible for tax purposes.

The Company expensed \$1,050,506 of acquisition-related costs in 2022 related to this transaction. These costs have been classified as professional fees on the consolidated statements of loss and comprehensive loss.

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Notes to Condensed Interim Consolidated Financial Statements For the Three Months Ended March 31, 2023 (Expressed in Canadian Dollars) (Unaudited)

3. Acquisitions (continued)

(c) Acquisition of Frontier Labs Inc.

On October 27, 2022, the Company entered into a definitive agreement ("Definitive Agreement") to acquire the assets of Frontier Labs Inc. ("Frontier") a leading soil lab and agronomy company based in Iowa that services Iowa and Minnesota (the "Acquisition").

The Acquisition continues Deveron's strategy to vertically integrate the soil collection and analysis process within its ecosystem, while adding important local relationships in one of the United States largest agricultural regions.

The acquisition of Frontier closed on October 27, 2022 and has been accounted for as a business combination under IFRS 3.

As consideration for the Acquisition, Deveron has:

- (i) Paid Frontier an initial cash payment of USD \$825,000 upon closing of the Acquisition;
- (ii) Issued further payments in the aggregate of USD \$412,500 on each of the first two anniversaries on the closing date of the Acquisition (the "Closing Date");
- (iii) Issued 746,570 Common Shares in the capital of the Company upon receipt of the final approval of the Acquisition; and
- (iv) Issue 373,285 Common Shares at a price of \$0.50 per Common Share on each of the first two anniversaries following the signing of the Definitive Agreement.

The allocation of the purchase price is as follows:

Purchase price allocation

Cash payment	\$ 1,128,967
Issuance of 746,570 common shares upon closing (i)	373,375
Deferred cash consideration	1,128,967
Additional 746,570 common shares to be issued (i)	373,375
Contingent consideration (earnout) (ii)	482,333
Total consideration	\$ 3,487,017

Allocation of purchase price

Property, plant and equipment (note 5)	367,466
Goodwill	1,871,731
Intangible assets (note 8)	1,247,820
Frontier net assets acquired net of liabilities assumed (ii)	\$ 3,487,017

(i) For the purpose of determining the value of the purchase price consideration, the 746,570 common shares were valued at \$0.50 per share in accordance with the October 27, 2022 share purchase agreement.

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Notes to Condensed Interim Consolidated Financial Statements For the Three Months Ended March 31, 2023 (Expressed in Canadian Dollars) (Unaudited)

3. Acquisitions (continued)

(c) Acquisition of Frontier Labs Inc. (continued)

(ii) The earnout (cash-settled) has a fair value of \$482,333 as of the date of acquisition and was recorded as "deferred and contingent consideration". Refer to note 12 for accretion on cash-settled earnouts.

The excess of the purchase price over the net identifiable assets acquired and the liabilities assumed resulted in goodwill of \$1,871,731, which is largely attributable to the assembled workforce acquired and the synergies from combining operations. Goodwill will not be deductible for tax purposes.

4. Accounts receivable

	As at March 31, 2023	As at December 31, 2022
Accounts receivable	\$ 3,395,836	\$ 6,650,682
Allowance for expected credit losses	(252,341)	(156,043)
	\$ 3,143,495	\$ 6,494,639

The following is an aged analysis of the accounts receivable:

	As at March 31, 2023	As at December 31, 2022
1 to 60 days	\$ 2,738,938	\$ 6,230,415
60 to 90 days	39,709	57,080
Greater than 90 days	364,848	207,144
Total accounts receivable	\$ 3,143,495	\$ 6,494,639

5. Property, plant and equipment

COST	Equipment	Land and building	Drones	Vehicles	Total
Balance, December 31, 2022	\$ 8,459,877	\$ 9,602,570	\$ 482,223	\$ 1,788,529	\$ 20,333,199
Additions	233,015	420,720	-	-	653,735
Dispositions	-	-	-	-	-
Additions pursuant to the acquisition (note 3)	-	-	-	-	-
Foreign exchange	(2,878)	(1,482)	-	(824)	(5,184)
Balance, March 31, 2023	\$ 8,690,014	\$ 10,021,808	\$ 482,223	\$ 1,787,705	\$ 20,981,750

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Notes to Condensed Interim Consolidated Financial Statements
For the Three Months Ended March 31, 2023
(Expressed in Canadian Dollars)
(Unaudited)

5. Property, plant and equipment (Continued)

ACCUMULATED DEPRECIATION	Equipment	Land and building	Drones	Vehicles	Total
Balance, December 31, 2022	\$ 1,549,615	\$ 137,923	\$ 482,223	\$ 385,040	\$ 2,554,801
Disposition	-	-	-	-	-
Depreciation	296,981	61,767	-	141,343	500,091
Foreign exchange	(7,052)	(14)	-	(125)	(7,191)
Balance, March 31, 2023	\$ 1,839,544	\$ 199,676	\$ 482,223	\$ 526,258	\$ 3,047,701

CARRYING AMOUNT	Equipment	Land and building	Drones	Vehicles	Total
Balance, December 31, 2022	\$ 6,910,262	\$ 9,464,647	\$ -	\$ 1,403,489	\$ 17,778,398
Balance, March 31, 2023	\$ 6,850,470	\$ 9,822,132	\$ -	\$ 1,261,447	\$ 17,934,049

During the three months ended March 31, 2023, the Company sold vehicles and equipment for cash proceeds of \$1,725 which resulted in a gain on disposition of property, plant and equipment of \$1,725.

6. Right-of-use assets

COST	Vehicles	Equipment	Total
Balance, December 31, 2022	\$ 4,431,352	\$ 1,755,780	\$ 6,187,132
Foreign exchange and other	(2,947)	-	(2,947)
Balance, March 31, 2023	\$ 4,428,405	\$ 1,755,780	\$ 6,184,185

ACCUMULATED DEPRECIATION	Vehicles	Equipment	Total
Balance, December 31, 2022	\$ 1,125,484	\$ 257,016	\$ 1,382,500
Depreciation	289,869	112,062	401,931
Foreign exchange	(453)	-	(453)
Balance, March 31, 2023	\$ 1,414,900	\$ 369,078	\$ 1,783,978

CARRYING AMOUNT	Vehicles	Equipment	Total
Balance, December 31, 2022	\$ 3,305,868	\$ 1,498,764	\$ 4,804,632
Balance, March 31, 2023	\$ 3,013,505	\$ 1,386,702	\$ 4,400,207

Vehicles and equipment are depreciated over 24 to 48 months.

7. Goodwill

Balance, December 31, 2022	\$ 54,016,601
Foreign exchange	(5,553)
Balance, March 31, 2023	\$ 54,011,048

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7. Goodwill (continued)

Balance, December 31, 2021	\$ 6,221,210
Addition Agri-Lab (note 3)	822,900
Addition A&L (note 3)	44,796,104
Addition Frontier (note 3)	1,871,731
Foreign exchange	304,656
Balance, December 31, 2022	\$ 54,016,601

Impairment testing for CGUs containing goodwill

At acquisition, goodwill is allocated to the CGU or group of CGUs expected to benefit from the synergies of the business combinations in which the goodwill arises. The Company has determined that the group of CGUs that will benefit from the synergies of the business combinations are its data collections services sector and data analytics sector.

The annual impairment test is completed in Q4 of every fiscal year. During the three months ended March 31, 2023 and March 31, 2022, there were no indicators of impairment.

8. Intangible assets

COST	Software Technologies	Customer list	Other intangibles	Total
Balance, December 31, 2022	\$ 5,883,000	\$ 13,430,726	\$ 8,904,903	\$ 28,218,629
Additions	-	-	263,044	263,044
Foreign exchange	-	(3,519)	(1,238)	(4,757)
Balance, March 31, 2023	\$ 5,883,000	\$ 13,427,207	\$ 9,166,709	\$ 28,476,916

ACCUMULATED AMORTIZATION	Software Technologies	Customer list	Other intangibles	Total
Balance, December 31, 2022	\$ 490,250	\$ 1,047,623	\$ 1,030,272	\$ 2,568,145
Amortization	210,108	335,560	344,492	890,160
Foreign exchange	-	(300)	(271)	(571)
Balance, March 31, 2023	\$ 700,358	\$ 1,382,883	\$ 1,374,493	\$ 3,457,734

CARRYING AMOUNT	Software Technologies	Customer list	Other intangibles	Total
Balance, December 31, 2022	\$ 5,392,750	\$ 12,383,103	\$ 7,874,631	\$ 25,650,484
Balance, March 31, 2023	\$ 5,182,642	\$ 12,044,324	\$ 7,792,216	\$ 25,019,182

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9. Investment in associate

As at March 31, 2023, A&L, the Company's 67% owned subsidiary (note 3(b)) held a 50% interest in A&L Biological Inc. ("Biological"). Management determined that the Company has significant influence over A&L Biological Inc and accounts for its interest using the equity method.

On initial recognition, management determined that the fair value of its investment in Biological was \$Nil and, as such, there was no impact on the consolidated statement of financial position. Biological continued to experience losses in fiscal 2022 and 2023, with those losses being provided for by the Company. No additional liability was recognized as the Company does not have any legal or constructive obligations related to Biological, nor has it made any payments on its behalf. The carrying value of the equity-method at March 31, 2023 is therefore \$Nil (December 31, 2022 - \$Nil)

In addition, no dividends were received from Biological during the three months ended March 31, 2023. A&L Biological Inc is a private company; therefore, no quoted market prices are available for its shares. The Company has no additional commitments relating to A&L Biological Inc.

10. Loans payable

(i) During the year ended December 31, 2022, the Company applied for and received loan proceeds in the amount of \$784,900 from John Deere Financial, for the purchase of utility vehicles. During the three months ended March 31, 2023, the Company has repaid \$115,566 (year ended December 31, 2022 – \$77,883). The balance outstanding as of March 31, 2023 is \$655,330 (December 31, 2022 – \$770,986). The loan is non-interest bearing and has a term of four years.

(ii) During the three months ended March 31, 2023, the Company has repaid \$nil (December 31, 2022 - \$10,483) to CLE Capital, a lease financing specialist. The balance outstanding as of March 31, 2023 is \$39,816 (December 31, 2022 - \$51,197). The loan has an interest rate of 8.99% and a term of four years.

Current	\$	251,910
Long-term		463,236
Balance, March 31, 2023	\$	715,146

11. Lease liabilities

Balance, December 31, 2022	\$	4,468,916
Interest expense		34,959
Lease payments		(309,135)
Balance, March 31, 2023	\$	4,194,740

Allocated as:

Current	\$	380,000
Non-current		3,814,740
Balance, March 31, 2023	\$	4,194,740

Allocated as:

Current	\$	380,000
Long-term		4,088,916
Balance, December 31, 2022	\$	4,468,916

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12. Deferred and contingent consideration

COST	Contingent Consideration	Deferred Consideration	Total
Balance, December 31, 2022	\$ 1,355,703	\$ 1,749,294	\$ 3,104,997
Accretion interest expense	2,292	6,895	9,187
Contingent consideration - shares issued	(103,265)	-	(103,265)
Contingent consideration - cash payout	(244,209)	(286,295)	(530,504)
Contingent consideration - reversal (iii)	(547,317)	-	(547,317)
Foreign exchange and other	(70)	1,448	1,378
Balance, March 31, 2023	\$ 463,134	\$ 1,471,342	\$ 1,934,476
Allocated as:			
Current	\$ 252,604	\$ 912,652	\$ 1,165,256
Non-current	210,530	558,690	769,220
Balance, March 31, 2023	\$ 463,134	\$ 1,471,342	\$ 1,934,476

(i) On February 22, 2023, Farm Dog received \$62,745 in common shares on the two year anniversary.

(ii) On March 10, 2023, Agri-Labs received a \$286,295 (USD \$210,000) cash payment on the one year anniversary.

(iii) On March 24, 2023, Farm Dog received \$103,265 in common shares as consideration relating to a growth earnout. During the quarter it was determined that Farm Dog did not achieve the \$5 million revenue milestone as per the revenue-based earnout. As a result, \$547,317 of contingent consideration was reversed in the three-month period and included in operating expenses (income) within the statement of loss.

(iv) On March 30, 2023, the Company paid Frontier an earnout as additional consideration equal to 100% of the earnings before interest, taxes, depreciation and amortization "EBITDA" generated by the acquired business from October 27, 2022 to December 31, 2022. The actual amount of the EBITDA earnout paid was \$244,229 (USD \$178,259).

13. Convertible Debenture

A continuity of the convertible debenture as at March 31, 2023 is as follows:

Opening balance, December 31, 2022	\$ 8,525,067
Accretion	344,784
Carrying value, March 31, 2023	\$ 8,869,851

On May 18, 2022, the Company closed a \$10,015,000 private placement of convertible debentures (the "Debentures"), in the principal amount of \$10,015,000. The Company issued 10,015 Debentures, each with a principal amount \$1,000. The Debentures mature three years from the closing date and bears interest at a rate of 7% per annum, payable annually, in arrears in cash or common shares at the option of the holder. The principal amount of the Debentures may be convertible, only at the option of the holder, into common shares of the Company at a price of \$0.50 per common share. Interest is payable annually on the anniversary of the closing date of the private placement, commencing in May 2023, and may be paid, at the discretion of the holder, (i) in cash or (ii) the equivalent value in common shares of the Company based on a price per share equal to the greater of (A) the 20 trading day volume weighted average trading price of the shares on the TSXV ending five trading days proceeding the interest due date and (B) in the market price of the shares, at the time the interest becomes payable.

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13. Convertible Debenture (continued)

The liability component of the Debenture was valued using the discounted cash flow model, based on an estimated effective interest rate of 9%. The difference between the \$10,015,000 principal amount of the Debentures and the discounted fair value of the liability component was recognized as the embedded derivative portion of the Debenture on the date of grant. No fair value measurement is required as the liability component is measured at amortized cost after initial recognition. The fair value of the equity component as of March 31, 2023 is \$1,740,090. Accretion and interest on the debentures are included in interest expense in the consolidated statements of loss and comprehensive loss. No embedded derivative and no fair value has been recalculated as of March 31, 2023.

Pursuant to the convertible debenture, 818,012 broker warrants were issued with an exercise price of \$0.50 per warrant for a period of 24 months after closing, as well as finders fees of \$470,000 was paid. The 818,012 broker warrants were valued at \$488,506 using the Black-Scholes option pricing model. The following weighted average assumptions were used: share price - \$0.38; dividend yield - 0%; expected volatility (based on historical price data of the Company's common share) - 78.34%; risk-free interest rate - 2.76%; and an expected life - 2 years.

14. Borrowings under credit facility

On May 20, 2022, the Company obtained a \$32,300,000 credit facility provided by Toronto-Dominion Bank ("TD"), of which \$28,300,000 was drawn upon closing. The credit facility has a 3 year term and a 10 year amortization, with a quarterly principal repayment. Interest is the 7.7% for the current quarter. As at March 31, 2023, the Company owed \$29,769,664 (December 31, 2022 - \$30,238,189). These credit facilities have certain financial and non-financial covenants. The Company is in compliance with all covenants as of March 31, 2023 and December 31, 2022.

Balance, December 31, 2022	\$ 30,238,189
Additions	213,975
Principal repayments	(682,500)
Balance, March 31, 2023	\$ 29,769,664

Allocated as:

Current	\$ 2,730,000
Non-current	27,039,664
Balance, March 31, 2023	\$ 29,769,664

15. Share capital

a) Authorized share capital

The authorized share capital consisted of an unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.

b) Common shares issued

	Number of common shares	Amount
Balance, December 31, 2022	136,421,107	\$ 41,007,368
Shares issued related to prior year acquisitions (notes 12 and 18)	393,083	166,010
Balance, March 31, 2023	136,814,190	\$ 41,173,378

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15. Share capital (continued)

b) Common shares issued (continued)

	Number of common shares	Amount
Balance, December 31, 2021	89,006,602	\$ 18,249,101
Public Offering (i)	16,428,573	11,500,000
Private placements (ii)	857,143	600,000
Warrant valuation (i)(ii)	-	(2,121,266)
Broker warrant valuation (i)(ii)	-	(337,657)
Share issue costs (i)	-	(1,173,981)
Shares issued pursuant to the acquisition of Farm Dog, Tana Ag & Stealth Ag	360,384	241,140
Exercise of warrants (iii)	215,000	134,271
Exercise of options (iv)	480,000	226,713
Balance, March 31, 2022	107,347,702	\$ 27,318,321

(i) On February 25, 2022, the Company closed its previously announced overnight public offering including the exercise in full of the over-allotment option. In connection with the offering, the Company issued an aggregate of 16,428,573 units in the capacity of the company at a price of \$0.90 per unit for total gross proceeds of \$11,500,000. Each unit is comprised of one common share and one-half of one common share purchase warrant. Each warrant entitles the holder thereof to purchase one common share at an exercise price of \$0.90 per warrant for a period of 24 months after closing. The 8,214,287 warrants were valued at \$2,042,288 using the Black-Scholes option pricing model. The following weighted average assumptions were used: share price - \$0.66; dividend yield - 0%; expected volatility (based on historical price data of the Company's common share) - 85%; risk-free interest rate - 1.53%; and an expected life - 2 years.

As consideration for the services provided for the private placement, the agents received a cash commission equal to in the aggregate \$1,173,982 and an aggregate of 1,150,000 compensation warrants. Each compensation warrant entitles the holder thereof to purchase one common share at an exercise price of \$0.70 for a period of 24 months after the private placement. The 1,150,000 compensation warrants were valued at \$337,657 using the Black-Scholes option pricing model. The following weighted average assumptions were used: share price - \$0.66; dividend yield - 0%; expected volatility (based on historical price data of the Company's common share) - 85%; risk-free interest rate - 1.53%; and an expected life - 2 years.

(ii) On March 9, 2022, the Company closed a non-brokered private placement of units at a price of \$0.70 per unit for gross proceeds of \$600,000 and a total of 857,143 units issued. Each unit is comprised of one common share and one-half of one common share purchase warrant. Each warrant entitles the holder thereof to purchase one common share at an exercise price of \$0.90 per warrant for a period of 24 months after closing. The 428,572 warrants were valued at \$78,978 using the Black-Scholes option pricing model. The following weighted average assumptions were used: share price - \$0.56; dividend yield - 0%; expected volatility (based on historical price data of the Company's common share) - 84%; risk-free interest rate - 1.50%; and an expected life - 2 years.

(iii) During the three months ended March 31, 2022, 195,000 warrants were exercised at a price of \$0.45 per unit for gross proceeds of \$87,750 and 20,000 warrants were exercised at a price of \$0.35 per unit for gross proceeds of \$7,000.

(iv) During the three months ended March 31, 2022, 480,000 options were exercised at a price of \$0.30 per unit for gross proceeds of \$144,000.

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16. Stock options

The following table reflects the continuity of options for the periods ended March 31, 2023 and 2022:

	Number of options	Weighted average exercise price (\$)
Balance, December 31, 2021	5,705,000	0.33
Granted (i)(ii)	1,705,000	0.74
Forfeited	(25,000)	0.74
Exercised (note 15(b)(iv))	(480,000)	0.30
Balance, March 31, 2022	6,905,000	0.46
Balance, December 31, 2022	6,593,637	0.37
Granted (iii)	2,900,000	0.43
Balance, March 31, 2023	9,493,637	0.39

(i) On January 18, 2022, the Company granted 1,600,000 stock options to officers, directors and employees of the Company. The stock options, at a price of \$0.75 per share, will expire in six years from the issue date. A fair value of \$999,532 was determined using the Black-Scholes option pricing model. The following weighted average assumptions were used: share price - \$0.75; dividend yield - 0%; expected volatility (based on historical price data of the Company's common share) - 110%; risk-free interest rate - 1.72%; and an expected life - 6 year. The options vested one third immediately, one third on the second and third anniversary. During the three months ended March 31, 2023, \$68,461 (three months ended March 31, 2022 - \$387,946) was expensed to share-based payments.

(ii) On March 31, 2022, the Company granted 105,000 stock options to an officer of the Company. The stock options, at a price of \$0.63 per share, will expire in five years from the issue date. A fair value of \$51,703 was determined using the Black-Scholes option pricing model. The following weighted average assumptions were used: share price - \$0.65; dividend yield - 0%; expected volatility (based on historical price data of the Company's common share) - 100%; risk-free interest rate - 2.39%; and an expected life - 5 year. The options vested one third immediately, one third on the second and third anniversary. During the three months ended March 31, 2023, \$3,541 (three months ended March 31, 2022 - 17,234) was expensed to share-based payments.

(iii) In the first quarter of 2023, the Company granted 2,900,000 stock options to certain officers, directors and employees of the Company. The stock options, at a price of \$0.43 per share, will expire in five years from the issue date. A fair value of \$886,384 was determined using the Black-Scholes option pricing model. The following weighted average assumptions were used: share price - \$0.43; dividend yield - 0%; expected volatility (based on historical price data of the Company's common share) - 100%; risk-free interest rate - 3.25%; and an expected life - 5 year. The options vested one third immediately, one third on the second and third anniversary. During the three months ended March 31, 2023, \$361,569 (three months ended March 31, 2022 - \$nil) was expensed to share-based payments.

(iv) The portion of the estimated fair value of options granted in the prior years and vested during the three months ended March 31, 2023, amounted to \$202,217 (three months ended March 31, 2022 - \$447,306).

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16. Stock options (continued)

Details of the stock options outstanding as at March 31, 2023 are as follows:

Fair value (\$)	Weighted average remaining contractual life (years)	Exercisable options	Number of options	Weighted average exercise price (\$)	Expiry date
336,387	0.79	306,250	1,225,000	0.43	January 15, 2024
152,450	2.90	108,333	325,000	0.64	February 22, 2026
96,323	2.95	58,333	175,000	0.75	March 12, 2026
90,328	3.08	116,667	175,000	0.74	April 27, 2026
162,574	3.24	200,000	300,000	0.80	June 24, 2026
31,596	4.00	35,000	105,000	0.63	March 31, 2027
83,312	4.25	129,546	388,637	0.55	June 29, 2027
45,041	4.65	100,000	300,000	0.48	November 23, 2027
361,569	4.73	966,667	2,900,000	0.43	December 27, 2027
665,593	4.81	533,333	1,600,000	0.75	January 18, 2028
319,878	5.41	300,000	2,000,000	0.56	August 26, 2028
2,345,051	2.73	2,854,129	9,493,637	0.55	

17. Warrants

The following table reflects the continuity of warrants for the three months ended March 31, 2023 and 2022:

	Number of warrants	Weighted average exercise price (\$)
Balance, December 31, 2022 and March 31, 2023	17,918,011	0.84
Balance, December 31, 2021	15,801,665	0.57
Issued for public offering (note 15(b)(i))	9,364,287	0.90
Issued for private placement (note ii)	428,572	0.70
Exercised (note 15(b)(iii))	(215,000)	0.43
Balance, March 31, 2022	25,379,524	0.70

The following table reflects the warrants issued and outstanding as of March 31, 2023:

Number of warrants outstanding	Fair value (\$)	Exercise price (\$)	Expiry date
5,698,715	1,481,532	0.85	August 16, 2023
787,914	240,078	0.65	August 16, 2023
614,810	168,089	0.85	August 24, 2023
51,701	16,522	0.65	August 24, 2023
8,214,287	2,042,288	0.90	February 25, 2024
1,150,000	337,657	0.90	February 25, 2024
428,572	78,979	0.90	March 9, 2024
818,012	488,508	0.50	May 18, 2024
154,000	32,865	0.50	October 4, 2024
17,918,011	4,886,518		

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18. Shares to be issued

The allocation of the shares to be issued is as follows:

Balance, December 31, 2022	\$ 844,306
Shares issued - Farm Dog (i)	(62,745)
Balance, March 31, 2023	\$ 781,561

Balance, December 31, 2021	\$ 1,120,257
Shares issued - Farm Dog	(62,745)
Shares issued - Tana Ag	(45,375)
Shares issued - Stealth Ag	(226,875)
Shares issued - Agronomic	(356,791)
Acquisition - Agri-Labs (note 3(a))	499,960
Shares issued - Agri-Labs (note 3(a))	(457,500)
Acquisition - Frontier (note 3(a))	373,375
Balance, December 31, 2022	\$ 844,306

- i. On February 22, 2023, Farm Dog was issued 98,040 common shares at a price of \$0.64 on the 2 year anniversary of the acquisition, drawing down on the shares to be issued recognized as part of the acquisition.

19. Net loss per common share

	Year Ended March 31,	
	2023	2022
Loss available to common shareholders	(5,732,448)	(3,550,919)
Weighted average number of shares, basic and diluted	136,482,817	95,768,400
Basic and diluted loss per share	(0.04)	(0.04)

The calculation of basic and diluted loss per share for the three months ended March 31, 2023 was based on the loss attributable to common shareholders of \$5,732,448 (three months ended March 31, 2022 - net loss of \$3,550,919) and the weighted average number of common shares outstanding of 136,482,817 (three months ended March 31, 2022 - 95,768,400). Diluted loss per share for the three months ended March 31, 2023, presented did not include the effect of 17,918,011 warrants (three months ended March 31, 2022 - 25,379,524 warrants) and 9,493,637 stock options (three months ended March 31, 2022 - 6,905,000 stock options) as they are anti-dilutive.

20. Cost of services

	Three months ended March 31,	
	2023	2022
Agronomic services and laboratory fees	\$ 535,280	\$ 326,600
Salaries and benefits	1,275,637	224,071
Supplies, courier and shipping	588,083	27,505
Software and processing fees	48,178	66,017
Travel, training and other costs	17,677	25,094
Cost of services	\$ 2,464,855	\$ 669,287

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21. Major shareholder and related party transactions

Major shareholder

At March 31, 2023, 2736130 Ontario Inc. owned and/or exercised control over 13,688,182 common shares (December 31, 2022 - 13,688,182 common shares) of Deveron, representing approximately 10.0% (December 31, 2022 - 10.0%) of the issued and outstanding common shares of the Company. The remaining 90.0% (December 31, 2022 - 90.0%) of the shares are widely held, which includes various holdings owned by directors of Deveron. These holdings can change at any time at the discretion of the owner.

The Company's major shareholder does not have different voting rights than other holders of the Company's common shares.

The Company is not aware of any arrangements that may at a subsequent date result in a change in control of the Company. To the knowledge of the Company, other than 2736130 Ontario Inc., which owns or controls, directly or indirectly, approximately 10.0% (December 31, 2022 - 10.0%) of the issued and outstanding shares of the Company, the Company is not directly or indirectly owned or controlled by another corporation, by any government or by any natural or legal person severally or jointly.

Marrelli Group of Companies

During the three months ended March 31, 2023, the Company incurred professional fees of \$21,636 (three months ended March 31, 2022 - \$30,295) to a group of companies of which Carmelo Marrelli is Managing Director. Mr. Marrelli is the Chief Financial Officer of Deveron. All services were made on terms equivalent to those that prevail with arm's length transactions. As at March 31, 2023, the group of companies was owed \$15,419 (December 31, 2022 - \$5,217) and this amount is included in accounts payable and accrued and other liabilities.

Related party transactions

During the three months ended March 31, 2023, the Company also incurred legal fees of \$9,676 (three months ended March 31, 2022 - \$18,820) to Irwin Lowy LLP for legal services. Chris Irwin is the controlling party of Irwin Lowy LLP and a director of Deveron. Included in the March 31, 2023 accounts payable, accrued and other liabilities is \$54,700 due to Irwin Lowy LLP (December 31, 2022 - \$38,256).

During the three months ended March 31, 2023, the Company incurred share-based payment expenses to officers, directors and key management personnel of \$nil (three months ended March 31, 2022 - \$96,987).

22. Segmented information

As at March 31, 2023, the Company's operations comprise one reporting operating segment: data acquisition services and data analytics sector in Canada and in the USA. Segmented information on a geographic basis is as follows:

Geographical segment	USA	Canada	Total
As at March 31, 2023			
Current assets	\$ 1,481,344	\$ 5,768,907	\$ 7,250,251
Non-current assets	18,151,989	83,811,415	101,963,404
Three months ended March 31, 2023			
Revenues	2,022,329	3,336,211	5,358,540
Cost of services	1,151,388	1,313,467	2,464,855
Operating expenses	3,764,273	5,242,622	9,006,895

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22. Segmented information (continued)

Geographical segment	USA	Canada	Total
As at December 31, 2022			
Current assets	\$ 4,868,513	\$ 9,003,096	\$ 13,871,609
Non-current assets	18,519,816	84,335,663	102,855,479
Three months ended March 31, 2022			
Revenues	1,082,195	324,766	1,406,961
Cost of services	525,666	143,621	669,287
Operating expenses	2,349,726	1,937,826	4,287,552

23. Events after the reporting period

1. On April 14, 2023, the Company announced a non-brokered private placement of up to 4,838,710 common shares (each, a "Common Share") in the capital of the Company at a price of \$0.31 per Common Share for gross proceeds of \$1,500,000 (the "Offering"). \$1,000,000 of the proceeds are from insiders of the Company, including the newest board member, Tim Close, the former Chief Executive Officer of Ag Growth International. Gross proceeds of the Offering will be to fund Deveron's M&A strategy, consolidating the fragmented soil lab and crop consultant market in North America. The Company intends to enter into subscription agreements with each subscriber and have the distribution of the Common Shares qualified pursuant to a shelf prospectus supplement (a "Prospectus Supplement") to the Company's short form base shelf prospectus for each of the provinces of Canada, except Quebec, dated November 30, 2021 (the "Base Shelf Prospectus").
2. On April 25, 2023, the Company announced that further to its press release of April 14, 2023, the previously announced non-brokered private placement common shares (each, a "Common Share") in the capital of the Company at a price of \$0.31 per Common Share for has been increased to 16,774,194 Common Shares for aggregate gross proceeds of \$5,200,000 (the "Offering"). Gross proceeds of the Offering will be to fund Deveron's M&A strategy, consolidating the fragmented soil lab and crop consultant market in North America. The Company intends to enter into subscription agreements with each subscriber and have the distribution of the Common Shares will be qualified pursuant to a shelf prospectus supplement (a "Prospectus Supplement") to the Company's short form base shelf prospectus for each of the provinces of Canada, except Quebec, dated November 30, 2021 (the "Base Shelf Prospectus"). There is no agent or underwriter involved with the issuance of the Common Shares, however, the Company may pay certain eligible finders a commission or finder's fee in connection with the Offering. The completion of the Offering is expected to close on or about April 27, 2023, and remains subject to all regulatory and other approvals, including the approval of the TSX Venture Exchange. The prospectus was filed on SEDAR on April 26, 2023.
3. On May 5, 2023, the Company announced that further to its press releases of April 14, 2023 and April 25, 2023, the Company had completed the first tranche of the previously announced prospectus offering through the issuance of 16,224,194 common shares in the capital of the Company at a price of \$0.31 per Common Share, for gross proceeds of \$5,029,500. The distribution of the Common Shares is qualified by the Company's shelf prospectus supplement dated April 26, 2023, to the Company's short form base shelf prospectus for each of the provinces of Canada, except Quebec, dated November 30, 2021. In connection with the Offering, the Company paid certain eligible persons (each, a "Finder") an aggregate of \$144,577.

DEVERON CORP.

Notes to Condensed Interim Consolidated Financial Statements

For the Three Months Ended March 31, 2023

(Expressed in Canadian Dollars)

(Unaudited)

23. Events after the reporting period (continued)

4. On May 17, 2023, the Company announced that further to its press releases of April 14, 2023 and May 5, 2023, the Company had completed the second and final tranche of the previously announced prospectus offering through the issuance of 550,000 common shares in the capital of the Company at a price of \$0.31 per Common Share, for gross proceeds of \$170,500. The distribution of the Common Shares is qualified by the Company's shelf prospectus supplement dated April 26, 2023, to the Company's short form base shelf prospectus for each of the provinces of Canada, except Quebec, dated November 30, 2021.