POLARIS
RENEWABLE ENERGY

(formerly Polaris Infrastructure Inc.)

Condensed Consolidated Interim Financial Statements for the periods ended

September 30, 2023 and 2022

(*Unaudited)*

Polaris Renewable Energy Inc. *(formerly Polaris Infrastructure Inc.)*

Consolidated Balance Sheets

(expressed in thousands of United States dollars; unaudited)

	Note Ref	As at September 30, 2023	As at December 31, 2022
Assets			
Current assets			
Cash and cash equivalents		**$ 41,001**	$ 35,325
Accounts receivable	7	**12,359**	11,239
Prepaid expenses and other current assets		**3,592**	4,045
		56,952	50,609
Restricted cash		**4,640**	4,640
Other assets, net		**6,624**	7,021
Construction in progress	8	**1,107**	9,898
Property, plant and equipment, net	9	**383,026**	389,138
Intangible assets, net		**55,653**	57,527
Deferred tax asset		**5,450**	3,914
Goodwill		**12,355**	12,355
Total assets		**$ 525,807**	$ 535,102
Liabilities and Total Equity			
Current liabilities			
Accounts payable and accrued liabilities		**$ 16,225**	$ 14,931
Current portion of long-term debt, net	10	**15,381**	14,942
Current portion of lease liabilities		**431**	422
Other liabilities		**59**	303
		32,096	$ 30,598
Non-current liabilities			
Long-term debt, net	10	**160,495**	169,466
Lease liabilities		**2,326**	2,498
Deferred tax liability		**59,435**	62,328
Total liabilities		**254,352**	$ 264,890
Non-controlling interests		**671**	535
Equity attributable to the owners of the Company			
Share capital	11	**666,041**	666,041
Contributed surplus		**14,069**	13,836
Accumulated deficit		**(409,326)**	(410,200)
Total equity attributable to the owners of the Company		**270,784**	269,677
Total equity		**271,455**	$ 270,212
Total liabilities and total equity		**$ 525,807**	$ 535,102

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

Approved by the Board of Directors

(signed) Marc Murnaghan
Chief Executive Officer

(signed) Jaime Guillen
Director

Polaris Renewable Energy Inc. *(formerly Polaris Infrastructure Inc.)*

Consolidated Statements of Operations and Comprehensive Earnings

(expressed in thousands of United States dollars, except for shares and per share amounts; unaudited)

	Note Ref	Three Months Ended September 30, 2023	Three Months Ended September 30, 2022	Nine Months Ended September 30, 2023	Nine Months Ended September 30, 2022
Revenue					
Power revenue	4	**$ 18,842**	$ 14,075	**$ 59,774**	$ 44,847
Carbon emission reduction credits revenue	4	**-**	437	**-**	915
Direct costs					
Direct costs	5	**(3,427)**	(2,827)	**(9,962)**	(8,253)
Depreciation and amortization of plant assets	5	**(7,229)**	(6,564)	**(21,666)**	(18,880)
General and administrative expenses	5	**(1,955)**	(2,032)	**(6,020)**	(4,944)
Other operating costs		**(18)**	(476)	**(21)**	(800)
Operating income		**6,213**	2,613	**22,105**	12,885
Interest income		**603**	256	**1,264**	405
Finance costs	6	**(5,582)**	(5,586)	**(16,128)**	(16,871)
Other (losses) gains		**(119)**	2,356	**(793)**	1,894
Earnings and comprehensive earnings before income taxes		**1,115**	(361)	**6,448**	(1,687)
Current Income Tax (expense)		**(75)**	-	**(405)**	-
Deferred Income Tax (expense) recovery		**(29)**	(1,122)	**4,429**	1,205
Total earnings and comprehensive earnings		**$ 1,011**	$ (1,483)	**$ 10,472**	$ (482)
Total earnings and comprehensive earnings attributable to:					
Owners of the Company		**$ 1,018**	$ (1,491)	**$ 10,336**	$ (502)
Non-controlling interests		**$ (7)**	$ 8	**$ 136**	$ 20
Basic earnings per share	12	**$ 0.05**	$ (0.07)	**$ 0.49**	$ (0.03)
Diluted earnings per share	12	**$ 0.05**	$ (0.07)	**$ 0.49**	$ (0.03)

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

Polaris Renewable Energy Inc. *(formerly Polaris Infrastructure Inc.)*

Consolidated Statements of Changes in Shareholders' Equity

(expressed in thousands of United States dollars, except for share information; unaudited)

	Note Ref	Common Stock Shares	Amount	Contributed Surplus	Accumulated Deficit	Total Attributable to the Owners of the Company	Non-Controlling Interests	Total Equity
Balance at January 1, 2022		**19,525,376**	**$ 649,076**	**$ 14,270**	**$ (400,587)**	**$ 262,759**	**$ (1,935)**	**$ 260,824**
Dividends paid		-	-	-	(8,958)	(8,958)	-	(8,958)
Shares issued	11	1,497,599	16,933	(687)	-	16,246	-	16,246
Share-based compensation	11	2,800	32	209	-	241	-	241
Total earnings and comprehensive earnings		-	-		(502)	(502)	1,782	1,280
Balance at September 30, 2022		**21,025,775**	**666,041**	**13,792**	**(410,047)**	**269,786**	**(153)**	**269,634**
Dividends paid		-	-	-	(3,154)	(3,154)	-	(3,154)
Share-based compensation		-	-	43	-	43	-	43
Total earnings and comprehensive earnings		-	-	-	3,001	3,001	688	3,689
Balance, December 31, 2022		**21,025,775**	**666,041**	**13,836**	**(410,200)**	**269,677**	**535**	**270,212**
Dividends paid		-	-	-	(9,462)	(9,462)	-	(9,462)
Share-based compensation		-	-	233	-	233	-	233
Total earnings and comprehensive earnings		-	-	-	10,336	10,336	136	10,472
Balance at September 30, 2023		**21,025,775**	**666,041**	**14,069**	**(409,326)**	**270,784**	**671**	**271,455**

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

Polaris Renewable Energy Inc. *(formerly Polaris Infrastructure Inc.)*

Consolidated Statements of Cash Flows

(expressed in thousands of United States dollars; unaudited)

	Note Ref	Nine Months Ended September 30, 2023	September 30, 2022
Net inflow (outflow) of cash related to the following activities			
Operating			
Total earnings and comprehensive earnings attributable to owners of the Company		**$ 10,336**	$ (502)
Add/(Deduct) items not affecting cash:			
Non-controlling interests in net loss of subsidiary		**136**	19
Current and deferred income tax (recovery) expense		**(4,024)**	(1,205)
Finance costs recognized	6	**14,782**	12,373
Depreciation and amortization	9, 5b	**21,839**	19,538
Accretion of and change in decommissioning liability		**-**	(7)
Change in decommissioning liabilities		**-**	(38)
Loss (gain) on valuation of conversion option liability	11	**-**	(3,526)
Accretion on debt	10	**916**	2,705
Transaction cost and return enhancement		**-**	(3,018)
Share-based compensation		**243**	1,073
Unrealized foreign exchange (gain) loss		**-**	820
Changes in non-cash working capital:			
Accounts receivable	7	**(1,120)**	909
Prepaid expenses and other assets		**(200)**	(7,738)
Accounts payable and accrued liabilities		**2,866**	(4,259)
Cost of extinguishment of debt		**-**	6,159
Interest paid	6	**(12,858)**	(5,592)
Change in other assets		**877**	2,949
Net cash flow from operating activities		**33,793**	20,660
Investing			
Change in restricted cash		**-**	(584)
Additions to construction in progress	8	**(4,782)**	(19,888)
Additions to property, plant and equipment	9	**(2,803)**	12,348
Business acquisition, net of cash received		**-**	(49,181)
Net cash flow to investing activities		**(7,585)**	(57,305)
Financing			
Dividends paid		**(9,462)**	(8,958)
Proceeds from debt issuance	10	**-**	110,000
Debt issuance costs	10	**-**	(9,470)
Repayment of debt	10	**(10,705)**	(115,708)
Payments of the outstanding lease liability		**(376)**	(302)
Net cash flow to financing activities		**(20,543)**	(24,438)
Foreign exchange loss on cash held in foreign currency		**11**	1
Net increase (decrease) in cash		**5,676**	(61,082)
Cash, beginning of the year		**35,325**	97,930
Cash, end of the period		**$ 41,001**	$ 36,848

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

1. Organization

On July 13, 2022, Polaris Infrastructure Inc. completed the regulatory process and changed its legal name to Polaris Renewable Energy Inc. (the "Company"). The Company was incorporated under the British Columbia Business Corporations Act but completed the endorsement process to continue as an Ontario Corporation on July 5, 2022. The registered office of the Company is located at 7 St. Thomas Street, Suite 606, Toronto, Ontario M5S 2B7.

The Company is engaged in the acquisition, exploration, development, and operation of renewable energy projects in Latin America.

The Company, through its subsidiaries Polaris Energy Nicaragua, S.A. ("PENSA") and San Jacinto Power International Corporation ("SJPIC"), owns and operates a 72-megawatt ("MW") capacity geothermal facility (the "San Jacinto Project"), located in northwest Nicaragua, near the city of Leon. PENSA entered into the San Jacinto Exploitation Agreement with the Nicaraguan Ministry of Energy and Mines to develop and operate the San Jacinto Project.

Through its subsidiary Empresa de Generación Eléctrica Canchayllo SAC ("EGECSAC"), the Company owns and operates a run-of-river hydroelectric project with a rated capacity of approximately 5 MW located in the Canchayllo district of Peru. Also in Peru, through its subsidiary Generación Andina SAC ("GASAC"), the Company owns and operates two run-of-river hydroelectric projects, with capacity of approximately 8 MW and 20 MW.

On March 16, 2022, through its subsidiary Polaris Renewable Energy SA ("PRESA"), the Company completed the acquisition of 100% of two solar projects located in Vista Hermosa, in the Coclé Province in Panama. The two solar projects, named Vista Hermosa Solar Park I and II, have an expected capacity of approximately 10 MW and began operations in April 2023.

On June 28, 2022, the Company completed the acquisition of 100% of the common shares issued and outstanding of Emerald Solar Energy SRL ("Emerald"), the sole owner of Canoa 1, an operational solar plant with 25 MW capacity, located in the Barahona Province, Dominican Republic.

On September 7, 2022, the Company completed the acquisition of 83.16% of the shares issued and outstanding of Hidroeléctrica San Jose de Minas ("HSJM"), the sole owner of an operational hydroelectric plant with 6 MW capacity, located along the Cubi river in San Jose de Minas, Ecuador.

2. Basis of preparation and presentation

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB"). Accordingly, certain information and footnote disclosures normally included in the annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the IASB, have been omitted or condensed. Accordingly, the interim condensed consolidated financial statements should be read in conjunction with the consolidated financial statements for the year ended December 31, 2022.

The accounting policies applied in the preparation of these condensed consolidated interim financial statements are consistent with those applied and disclosed in the Company's consolidated financial statements for the year ended December 31, 2022. In particular, the Company's significant accounting policies were presented in Note 3: Significant Accounting Policies to the consolidated financial statements for the year ended December 31, 2022.

In preparing these condensed consolidated interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, revenue and expenses. Actual results may differ from these estimates. The critical judgements made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those applied and disclosed in Note 4: Critical Judgements and Estimation Uncertainties to the Company's consolidated financial statements for the year ended December 31, 2022. Sources of estimation uncertainty include estimates to determine the recoverable amount of property, plant and equipment, construction in progress, the valuation of other assets and liabilities including environmental rehabilitation provisions, and the determination of the accounting method for business combinations.

In these condensed consolidated interim financial statements, unless otherwise indicated, all dollar amounts are expressed in United States ("US") dollars, the Company's functional and reporting currency.

These condensed consolidated interim financial statements were approved and authorized for issuance by the Board of Directors of the Company (the "Board") on November 1, 2023.

3. Segment Information

The Company currently operates in five reportable operating segments:

- Nicaragua - Acquisition, exploration, development and operation of a geothermal project;
- Peru - Acquisition, development and operation of hydroelectric projects;
- Dominican Republic - Acquisition, development and operation of solar projects;
- Ecuador - Acquisition, development and operation of hydroelectric projects; and
- Panama - Acquisition, development and operation of solar projects.

The Company has designated its Chief Executive Officer as the chief operating decision maker, who evaluates the performance of the Company's reportable operating segments and makes recommendations to the Board to allocate available resources based on various criteria, including the availability of proven resources, costs of development, availability of financing, actual and expected financial performance, and existing debt covenants.

The reported segment earnings, including revenue and expenses, as well as assets and liabilities are presented below. Corporate represent expenses, assets and liabilities for Canada, not related to the Company's reportable operating segments. These represent corporate headquarters and other minor North America holdings, which are not considered individually as reportable operating segments, but are presented below for reconciliation purposes to the Company's total loss, revenue, expenses, assets and liabilities in these condensed consolidated interim financial statements.

(expressed in thousands of United States dollars unless otherwise noted. Unaudited)

For the Three Months Ended September 30,	Nicaragua 2023	Nicaragua 2022	Peru 2023	Peru 2022	Dominican Republic 2023	Dominican Republic 2022	Ecuador 2023	Ecuador 2022	Panama 2023	Panama 2022	Corporate 2023	Corporate 2022	Total 2023	Total 2022
Revenue														
Power revenue	**$14,398**	$11,003	**$ 1,390**	$ 1,024	**$1,892**	$1,857	**$ 539**	$191	**$ 623**	$ -	**$ -**	$ -	**$18,842**	$14,075
Carbon emission reduction credits revenue	-	-	-	-	-	-	-	-	-	-	-	437	-	437
Direct costs														
Direct costs	**(1,950)**	(1,764)	**(843)**	(843)	**(351)**	(270)	**(144)**	(32)	**(139)**	-	-	82	**(3,427)**	(2,827)
Depreciation and amortization of plant assets	**(5,685)**	(5,482)	**(716)**	(679)	**(410)**	(398)	**(181)**	(46)	**(77)**	-	**(160)**	41	**(7,229)**	(6,564)
General and administrative expenses	**(282)**	(379)	**(122)**	(117)	**(84)**	(93)	**(120)**	(30)	(65)	(8)	**(1,282)**	(1,405)	**(1,955)**	(2,032)
Other operating costs	-	-	-	-	-	(8)	-	-	-	-	**(18)**	(468)	**(18)**	(476)
Operating income	**6,481**	3,378	**(291)**	(615)	**1,047**	1,088	**94**	83	**342**	(8)	**(1,460)**	(1,313)	**6,213**	2,613
Interest income	**253**	47	**-**	-	**1**	1	**-**	-	**2**	-	**347**	208	**603**	256
Finance costs	**(3,607)**	(2,720)	**(1,144)**	(1,193)	**(686)**	(720)	**(132)**	(46)	**(28)**	(12)	**15**	(895)	**(5,582)**	(5,586)
Other (losses) gains	**(1)**	-	**(496)**	-	**(8)**	2	**(82)**	(12)	**51**	-	**417**	2,366	**(119)**	2,356
Earnings (loss) and comprehensive earnings (loss) before income taxes	**3,126**	705	**(1,931)**	(1,808)	**354**	371	**(120)**	25	**367**	(20)	**(681)**	366	**1,115**	(361)
Current Income Tax (expense)	**-**		**(39)**		**74**		**11**	-	**(118)**		**(3)**		**(75)**	-
Deferred Income Tax recovery/(expense)	**1,332**	220	**(1,140)**	(1,342)	**(244)**	-	**88**	-	**-**	-	**(65)**	-	**(29)**	(1,122)
Total earnings (loss) and comprehensive earnings (loss)	**$ 4,458**	$ 925	**$(3,110)**	$(3,150)	**$ 184**	$ 371	**$ (21)**	$ 25	**$ 249**	$ (20)	**$ (749)**	$ 366	**$ 1,011**	$ (1,483)

For the Nine Months Ended September 30,	Nicaragua 2023	Nicaragua 2022	Peru 2023	Peru 2022	Dominican Republic 2023	Dominican Republic 2022	Ecuador 2023	Ecuador 2022	Panama 2023	Panama 2022	Corporate 2023	Corporate 2022	Total 2023	Total 2022
Revenue														
Power revenue	**$ 43,028**	$ 36,240	**$ 7,796**	$ 6,559	**$ 5,604**	$1,857	**$2,213**	$191	**$1,133**	$ —	**$ —**	$ —	**$ 59,774**	$ 44,847
Carbon emission reduction credits revenue	-	-	-	-	-	-	-	-	**-**	-	-	**915**	**-**	915
Direct costs														
Direct costs	**(5,811)**	(5,353)	**(2,566)**	(2,680)	**(987)**	(270)	**(361)**	(32)	**(240)**	-	**3**	82	**(9,962)**	(8,253)
Depreciation and amortization of plant assets	**(17,096)**	(16,440)	**(2,135)**	(2,037)	**(1,231)**	(398)	**(546)**	(46)	**(182)**	-	**(476)**	41	**(21,666)**	(18,880)
General and administrative expenses	**(850)**	(1,159)	**(349)**	(346)	**(414)**	(93)	**(293)**	(30)	**(65)**	(49)	**(4,049)**	(3,267)	**(6,020)**	(4,944)
Other operating costs	**-**	-	**-**	-	**-**	(8)	**-**	-	**-**	-	**(21)**	(792)	**(21)**	(800)
Operating income	**19,271**	13,288	**2,746**	1,496	**2,972**	1,088	**1,013**	83	**646**	(49)	**(4,543)**	(3,021)	**22,105**	12,885
Interest income	**674**	59	**-**	-	**2**	1	**14**	-	**2**	-	**572**	345	**1,264**	405
Finance costs	**(10,572)**	(10,826)	**(3,044)**	(3,259)	**(2,055)**	(720)	**(384)**	(46)	**(28)**	(14)	**(45)**	(2,006)	**(16,128)**	(16,871)
Other (losses) gains	**(19)**	(1)	**(446)**	3	**(7)**	2	**(82)**	(12)	**49**	-	**(288)**	1,902	**(793)**	1,894
Earnings (loss) and comprehensive earnings (loss) before income taxes	**9,354**	2,520	**(744)**	(1,760)	**912**	371	**561**	25	**669**	(63)	**(4,304)**	(2,780)	**6,448**	(1,687)
Current Income Tax (expense)	**-**		**(207)**		**-**		**(35)**		**(160)**		**(3)**	-	**(405)**	-
Deferred Income Tax recovery/(expense)	**3,053**	(26)	**1,193**	1,231	**(244)**	-	**88**	-	**-**	-	**339**	-	**4,429**	1,205
Total earnings (loss) and comprehensive earnings (loss)	**$ 12,407**	$ 2,494	**$ 242**	$ (529)	**$ 668**	$ 371	**$ 614**	$ 25	**$ 509**	$ (63)	**$(3,968)**	$(2,780)	**$ 10,472**	$ (482)

(expressed in thousands of United States dollars unless otherwise noted. Unaudited)

Assets and liabilities		As at September 30, 2023		As at December 31, 2022
Corporate	**$**	**22,941**	$	17,705
Nicaragua		**305,115**		319,029
Peru		**101,155**		102,162
Dominican Republic		**58,970**		61,038
Ecuador		**27,038**		26,040
Panama		**10,588**		9,129
Total assets	**$**	**525,807**	$	535,102
Corporate	**$**	**3,985**	$	4,180
Nicaragua		**280,609**		295,429
Peru		**92,079**		91,917
Dominican Republic		**55,994**		58,903
Ecuador		**25,390**		24,713
Panama		**10,798**		9,352
Total non-current assets	**$**	**468,855**	$	484,493
Corporate	**$**	**1,439**	$	1,785
Nicaragua		**151,614**		163,429
Peru		**54,104**		50,541
Dominican Republic		**40,316**		41,358
Ecuador		**6,548**		7,209
Panama		**331**		569
Total liabilities	**$**	**254,352**	$	264,890

4. Revenue

Revenue by type is summarized in the following table:

Project	Three Months Ended				Nine Months Ended			
		September 30, 2023		September 30, 2022		September 30, 2023		September 30, 2022
Nicaragua *(i)*								
San Jacinto (Geothermal)	**$**	**14,398**	$	11,003	**$**	**43,028**	$	36,240
Peru *(ii)*								
Generación Andina (Hydroelectric)		**734**		695		**6,197**		5,527
Canchayllo (Hydroelectric)		**656**		329		**1,599**		1,032
Dominican Republic (iii)								
Canoa 1 (Solar)		**1,892**		1,857		**5,604**		1,857
Ecuador (iv)								
San Jose de Minas (Hydroelectric)		539		191		**2,213**		191
Panama (v)								
Vista Hermosa (Solar)		623		-		**1,133**		-
Total power revenue		**18,842**		**14,075**		**59,774**		**44,847**
Carbon emission reduction credits		-		**437**		-		915
	$	**18,842**	**$**	**14,512**	**$**	**59,774**	$	45,762

(i) *The Company's San Jacinto project sells energy to two Nicaraguan power distributors Distribuidora De Electricidad del Norte, S.A. ("Disnorte") and Distribuidora De Electricidad del Sur, S.A. ("Dissur"). Energy is billed 5 days after the delivery month and the receivable is collected 45 days after billing.*

(ii) *For Peru, under the terms of the PPAs, the Company bills at the spot rate for current energy generation. The difference between the spot rate and the PPA rate (plus an effective annual interest rate of 12%) is calculated annually each May for the previous 12 months and is paid evenly over the following 12 months. Energy is billed 10 business days after the delivery month and the receivable is collected 30 days after billing.*

(iii) *In the Dominican Republic, the Company bills energy 30 days after delivery and collects the receivable 30 days after billing.*

(iv) *For Ecuador, energy is billed 10 days after the delivery month and the receivable is collected 30 days after billing.*

(v) *For Panama, energy is sold at spot, billed 18 days after delivery month and the receivable is collected 15 days after billing.*

The Company has determined that it has one performance obligation which is the delivery of electricity to its customers. There is no revenue recognized from unfulfilled performance obligations. Note 7 to these condensed consolidated interim financial statements provides details on the Company's contract balances related to this revenue.

(expressed in thousands of United States dollars unless otherwise noted. Unaudited)

5. Direct Costs, General and Administrative and Other Expenses

(a) Direct costs related to the production of energy:

	Three Months Ended		Nine Months Ended	
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022
Depreciation and amortization	$ **7,229**	$ 6,564	$ **21,666**	$ 18,880
Employee costs	**1,339**	999	**3,778**	2,629
General liability insurance	**775**	742	**2,227**	1,881
Land, building and other Municipal and Federal Taxes	**609**	457	**1,888**	1,360
Maintenance	**489**	430	**1,454**	1,792
Other direct costs	**215**	199	**615**	591
	$ **10,656**	$ **9,391**	$ **31,628**	$ 27,133

(b) General and administrative expenses:

	Three Months Ended		Nine Months Ended	
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022
Salaries and benefits	$ **902**	$ **798**	$ **2,560**	$ 2,320
Share-based compensation	**79**	**231**	**244**	391
Facilities and support	**234**	**131**	**811**	469
Professional fees	**412**	**589**	**1,707**	1,178
Insurance	**45**	**45**	**135**	160
Minimum asset tax	**154**	**-**	**257**	-
Depreciation of other assets	**59**	**117**	**173**	286
Other general and administrative expenses	**70**	**121**	**133**	140
	$ **1,955**	$ 2,032	$ **6,020**	$ 4,944

6. Finance Costs

	Three Months Ended		Nine Months Ended	
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022
Interest on debt (i)	$ **4,999**	$ 5,106	$ **14,782**	$ 12,373
Extinguishment of debt/Accretion on debt (ii)	**302**	361	**916**	3,957
Banking fees and other finance costs	**281**	119	**761**	541
Borrowing costs capitalized to qualifying assets (i)	**-**	-	**(331)**	-
	$ **5,582**	$ 5,586	$ **16,128**	$ 16,871

(i) For the nine months ended September 30, 2023, interest on debt in the amount of $0.3 million was capitalized as part of borrowing costs incurred to fund the solar plant in Panama. Capitalization of borrowings costs began in the second quarter of 2022 and finalized in the first quarter of 2023.

(ii) A $3.2 million net loss on extinguishment of debt was recognized because of the Senior Debt Facility completed on February 11, 2022. The net loss is the result of $6.2 million costs incurred in the extinguishment of the old debt and a $3.0 million gain resulting from the reversal of unamortized return enhancement and deferred transaction costs.

(expressed in thousands of United States dollars unless otherwise noted. Unaudited)

7. Accounts Receivable

		September 30, 2023		December 31, 2022
Nicaragua *(i)*				
San Jacinto (Geothermal)	$	**10,440**	$	8,976
Peru *(ii)*				
Generación Andina (Hydroelectric)		**4**		200
Canchayllo (Hydroelectric)		**30**		5
Dominican Republic *(iii)*				
Canoa 1 (Solar)		**1,240**		1,811
Ecuador *(iv)*				
San Jose de Minas (Hydroelectric)		**188**		247
Panama (v)				
Vista Hermosa (Solar)		**457**		-
	$	**12,359**	$	11,239

(i) The balance is comprised of amounts due by Disnorte and Dissur, which have 45 days payment term from invoice date.
(ii) The average credit period granted to customers is 30 days from invoice date.
(iii) The balance is due by EDESUR and has a credit period of 30 days from the issuance of the invoice.
(iv) The balance has a credit period of 30 days from the issuance of the invoice.
(v) The balance has a credit period of 15 days from the issuance of the invoice.

The Company assessed the risk of credit losses for its accounts receivable and concluded it is immaterial, therefore it has not recorded a loss allowance (Note 13 (b) Credit Risk).

8. Construction in Progress

		December 31, 2022		2023 Activity		2023 Transfers to PP&E		September 30, 2023
San Jacinto improvements	$	38	$	4	$	-	$	42
Vista Hermosa Solar Park I and II (i)		9,298		1,366		(10,664)		-
HSJM - Perlabi project		46		817		-		863
Others		516		(314)		-		202
	$	9,898	$	1,873	$	(10,664)	$	1,107

(i) Vista Hermosa Solar Projects I and II are located in Panama. The cost of the project included $1.3 million in borrowing costs capitalized during construction. The project began operations in April 2023.

9. Property, Plant and Equipment, net

The following is a summary of the activity related to the Company's PP&E:

		December 31, 2022		2023 Activity		2023 Transfers from CIP		September 30, 2023
San Jacinto geothermal project (i)	$	550,765	$	1,687	$	-	$	552,452
Generación Andina hydroelectric projects (ii)		64,382		348		-		64,730
Canchayllo hydroelectric project (ii)		10,276		89		-		10,365
Canoa 1 solar project		37,119		-		-		37,119
Vista Hermosa Solar Park, I and II		-		550		10,664		11,214
Accumulated depreciation		(279,470)		(19,579)		-		(299,049)
Capital spares		6,066		129		-		6,195
	$	389,138	$	(16,776)	$	10,664	$	383,026

(i) Construction of the Binary Unit was completed on December 30, 2022. The cost of the project includes $2.1 million in borrowing costs capitalized during construction.
(ii) Improvements to the Generación Andina and Canchayllo plants were completed as planned in the original delivery schedule.

PP&E assets currently in operation are being depreciated on a straight-line basis over the remaining term of their estimated useful lives. Depreciation expense of $21.7 million and $18.9 million for the periods ended September 30, 2023 and 2022 respectively, including depreciation of intangible assets was recorded in the consolidated statements of operations and comprehensive loss.

(expressed in thousands of United States dollars unless otherwise noted. Unaudited)

10. Long-term Debt, net

	San Jacinto Debt	Generación Andina Debt	APG Debt	Canoa 1 Debt	San Jose de Minas Debt	Total
Loans and other borrowings – December 31, 2022	$ 103,167	$ 19,842	$ 22,655	$ 32,995	$ 5,749	**$ 184,408**
Accrued interest expense	-	1,257	-	-	-	**1,257**
Accretion of deferred transaction costs and debt discount	453	-	333	130	-	**916**
Repayments of debt	(7,500)	(1,020)	(100)	(1,279)	(806)	**(10,705)**
Loans and other borrowings – September 30, 2023	$ 96,120	$ 20,079	$ 22,888	$ 31,846	$ 4,943	**$ 175,876**
Current	$ 10,000	$ 2,061	$ 600	$ 1,572	$ 1,148	**$ 15,381**
Non-current	86,120	18,018	22,288	30,274	3,795	**160,495**
Unamortized debt discount	3,479	17,828	2,012	1,347	-	**24,666**
Principal balance	**$ 99,599**	**$ 37,907**	**$ 24,900**	**$ 33,193**	**$ 4,943**	**$ 200,542**
Fair value as of September 30, 2023 (i)	104,790	16,011	22,105	31,470	4,643	
Annual Interest rate	**12.52% (variable)**	**No interest**	**8.75% (fixed)**	**7.00% (fixed)**	**7.91% to 7.95% (fixed)**	
Maturity dates	**9/15/2036**	**6/15/2038**	**6/5/2028**	**9/30/2037**	**7/25/2028**	

(i) *Fair value is calculated based on discounted future cash flow of debt service using average rate, published by the Central bank on each country the debt is held, for similar loans.*

	Three Months Ended September 30, 2023	Three Months Ended September 30, 2022	Nine Months Ended September 30, 2023	Nine Months Ended September 30, 2022
PENSA Phase I Facility				
Interest recorded as financing cost	**$ -**	$ -	**$ -**	$ 309
Accretion recorded as financing cost	**-**	-	**-**	39
Accretion recorded as financing cost -extinguishment of debt	**-**	-	**-**	(567)
PENSA Phase II Facility				
Interest recorded as financing cost	**-**	-	**-**	783
Accretion recorded as financing cost	**-**	-	**-**	90
Accretion recorded as financing cost -extinguishment of debt	**-**	-	**-**	3,709
San Jacinto Debt Facility				
Interest recorded as financing cost	**3,249**	2,506	**9,544**	5,785
Accretion recorded as financing cost	**147**	156	**453**	388
Generación Andina Debt				
Interest recorded as financing cost	**413**	420	**1,256**	1,277
APG Debt				
Interest recorded as financing cost	**593**	559	**1,657**	1,525
Accretion recorded as financing cost	**112**	110	**333**	203
Debentures				
Interest recorded as financing cost	**-**	881	**-**	1,913
Canoa Debt				
Interest recorded as financing cost	**602**	627	**1,809**	627
Accretion recorded as financing cost	**43**	95	**130**	95
SJM Debt				
Interest recorded as financing cost	**127**	44	**367**	44
Other				
Interest recorded as financing cost	**15**	69	**(182)**	110
Total				
Interest recorded as financing cost	**$ 4,999**	**$ 5,106**	**$ 14,451**	**$ 12,373**
Accretion recorded as financing cost	**302**	**361**	**916**	**815**
Accretion recorded as financing cost -extinguishment of debt	**-**	**-**	**-**	**3,142**

(i) Summary of San Jacinto Credit Agreements

During the first part of 2023 the interest rate on the Refinanced Debt Facility was LIBOR plus 7%. As at September 30, 2023, in the absence of LIBOR, and following guidance provided by the agreement, the interest rate is 90-day SOFR plus 7% (base spread decreased to 6.75% after the acceptance of the Binary Unit in Q3 2023 plus SOFR index spread of 0.26161%) resulting in 12.42%, whereas the effective interest rate was estimated to be 8.11%. As of September 30, 2023, the Company is compliant with all the financial and operational covenants related to this Credit Agreement.

(ii) Summary of Generación Andina Credit Agreement

As at September 30, 2023, the Generación Andina ("GA") loans bear no interest. No interest will be charged during the life of the loan, except for default interest on any overdue amount. The termination date of the loan is June 15, 2038. The loan is payable in 36 semi-annual installments, ending June 15, 2038. As of September 30, 2023, the Company is compliant with all the covenants required under the APG Credit Agreement.

(iii) Summary of Andean Power Generation Ltd. (BVI) ("APG Ltd. (BVI)") Credit Agreement

The APG debt has a 8.75% fixed annual interest rate, payable semi-annually and a term of 8 years. Repayment of the principal occurs in installments with various amounts due throughout the term of the loan, and $20.2 million due on maturity. As of September 30, 2023, the Company is compliant with all the covenants required under the APG Credit Agreement.

(iv) Summary of Canoa 1 Credit Agreement

The Canoa 1 loan has a term of 17 years, a 7% fixed interest rate, and requires quarterly payments of principal and interest. As of September 30, 2023, the Company is compliant with all the covenants required under the Canoa 1 Credit Agreement.

(v) Summary of HSJM Credit Agreement

HSJM has two credit facilities which are due on May 7, 2026 and July 25, 2028. These loans have fixed interest rates of 7.95% and 7.91%, respectively and require monthly payments of principal and interest. There are no covenants from these credit facilities.

(vi) Summary of EDC Term Loan Credit Facility

On February 2, 2023, the Company entered into an agreement with Export Development Canada ("EDC"), for a $10.0 million credit facility, with a 24 months drawdown period, and a variable interest rate of US Prime plus 3.5% annual. The purpose of the facility is to finance early-stage development expenses for some identified projects in Dominican Republic, Panama, and Ecuador. The facility establishes multiple advances, with no more than 3 draws per eligible project, which are to be repaid in one installment on the 24th month following the advance or completion of the development period. As of September 30, 2023, the Company has not accessed any funds from this facility.

(expressed in thousands of United States dollars unless otherwise noted. Unaudited)

11. Share Capital

	Number of Shares Authorized	Number of Shares Issued and Fully Paid	Number of Shares Reserved for Issue Under Stock Options (Exercisable)	Number of Shares Reserved for Issue Under Restricted and Deferred Stock Agreements	Number of Shares Reserved for Issue Under UEG Acquisition
Balance at January 1, 2022	**19,525,376**	**19,525,376**	**195,500**	**-**	**100,000**
Shares issued in connection with UEG Acquisition	100,000	100,000	-	-	(100,000)
Shares issued on conversion of Debentures (i)	1,400,399	1,400,399	-	-	-
Stock options vested	-	-	40,000	-	-
Balance at September 30, 2022	**21,025,775**	**21,025,775**	**235,500**	**-**	**-**
Stock options vested	-	-	(87,500)	-	-
Balance at December 31, 2022	**21,025,775**	**21,025,775**	**148,000**	**-**	**-**
Stock options vested (ii)	-	-	40,000	-	-
Shares issued in connection with RSUs (iii)	-	-	-	43,703	-
Balance at September 30, 2023	**21,025,775**	**21,025,775**	**188,000**	**43,703**	**-**

(i) During the year ended December 31, 2022, a total of 21,006,000 senior unsecured convertible debentures were converted into 1,400,399 common shares.

(ii) On August 10, 2023 the Company issued 53,828 options with an exercise price of $14.77 (CAD). Options were valued using a Black-Scholes pricing model using an assumed life expectancy of 5 years.

(iii) On January 31, 2023, and Augusts 10, 2023 the Company granted 38,100 and 8,003 RSUs respectively, to certain employees and officers, with vesting period over three years. On July 5, 2023 a total of 2,400 RSUs were forfeited.

(i) Stock options

The Company's Omnibus Long-Term Incentive Plan (the "LTIP") adopted in June 2012 and most recently amended and approved in June 2021, provides that stock options may be granted to directors, senior officers, employees and consultants of the Company or any of its affiliates and employees of management companies engaged by the Company. Options granted under the LTIP are for a contractual term not to exceed five years from the date of their grant, and vesting is determined by the Company's Board.

The following table summarizes the information related to stock options outstanding and exercisable as at September 30, 2023:

	Outstanding Options			Exercisable Options	
Range $CDN	Number of Options Outstanding	Weighted Average Remaining Contractual Life (Years)	Weighted Average Exercise Price ($CDN)	Number of Options Outstanding	Weighted Average Exercise Price ($CDN)
0.00 - 99.99	291,828	2.66	$ 15.67	188,000	$ 15.22

For the periods ended September 30, 2023 and 2022, the Company recognized shared-based compensation expense associated with options, with a corresponding increase in contributed surplus, of $0.2.

(ii) Restricted Share Units ("RSUs)

On January 31, 2023 and in August 10, 2023 the Company issued 38,100 and 8,003 RSUs, respectively, to a group of employees and a consultant, with a three year vesting period. On July 5, 2023, of the above mentioned units, 2,400 were forfeited.

(expressed in thousands of United States dollars unless otherwise noted. Unaudited)

(iii) Deferred Share Units ("DSUs")

	Number of DSUs Awarded	Fair Value of DSU's end of period
Balance at January 1, 2022	**15,403**	**$ 190**
DSUs awarded	3,736	
Dividend equivalent DSUs issued	490	
Balance at September 30, 2022	**19,629**	**$ 232**
DSUs awarded	1,444	
Dividend equivalent DSUs issued	202	
DSU forfeited	(4,027)	
Balance at December 31, 2022	**17,248**	**$ 179**
DSUs awarded in lieu of Directors Fees (i)	2,002	
Dividend equivalent DSUs issued	737	
Balance at September 30, 2023	**19,987**	**$ 210**

12. Earnings per Share

The following table summarizes the common shares used in calculating net loss per common share. Basic and diluted weighted average number of shares outstanding includes RSUs and DSUs issued by the Company:

	Three Months Ended		Nine Months Ended	
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022
Total earnings attributable to owners of the Company	**$ 1,018**	$ (1,491)	**$ 10,336**	$ (502)
Basic weighted average number of shares outstanding	**21,043,630**	20,253,570	**21,043,371**	19,825,079
Basic earnings per share	**$ 0.05**	$ (0.07)	**$ 0.49**	$ (0.03)

	Three Months Ended		Nine Months Ended	
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022
Total earnings attributable to owners of the Company	**$ 1,018**	$ (1,491)	**$ 10,336**	$ (502)
Diluted weighted average number of shares outstanding	**21,161,897**	20,319,090	**21,155,875**	19,874,361
Diluted earnings per share	**$ 0.05**	$ (0.07)	**$ 0.49**	$ (0.03)

The following instruments are anti-dilutive and not included in the calculation of diluted earnings per share.

	Three Months Ended		Nine Months Ended	
	September 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022
Stock options - 8/10/2023 grant date	**53,828**		**53,828**	
Stock options - 6/28/2022 grant date	**-**	-	**15,000**	-
Stock options - 4/01/2022 grant date	**-**	-	**15,000**	-
Stock options - 3/23/2022 grant date	**-**	**-**	**10,000**	
Stock options - 8/9/2021 grant date		**-**	**120,000**	**120,000**
Total anti-dilutive instruments	**53,828**	-	**213,828**	120,000

13. Financial Instruments and Risk Management

(a) Fair value of financial assets and liabilities

IFRS requires disclosure about the inputs to fair value measurements, including their classification within a hierarchy that prioritizes the inputs to fair value measurement. The following are the three levels of the fair value hierarchy:

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

As at September 30, 2023, the carrying amounts of accounts receivable, restricted cash, accounts payable and accrued liabilities which are measured at their amortized cost are considered similar to their fair value or approximate fair value due to their short term maturity.

The fair value of the long-term debt is disclosed in note 10.

(b) Financial risk management

The Company is exposed to financial risks arising from its financial assets and liabilities. The financial risks include market risks relating to interest rates, foreign exchange rates and commodity prices.

Interest rate risk

PENSA Refinanced Debt Facility bears interest at 90-day SOFR plus 6.75%, after the switch from the 3-month LIBOR standard and the acceptance for the Binary Unit in Q3 2023, which reduced the spread from 7% to the current 6.75%. The total rate as at September 30, 2023 is 12.42%.

Currency risk

The Company operates internationally and is exposed to risks from changes in foreign currency rates. The functional currency of the Company is the US dollar and currently most of the Company's transactions are denominated in US dollars. Further, the Company translates significant amounts received in local currency to US dollars immediately. As at September 30, 2023 and December 31, 2022, the Company had cash and accounts payable of CDN$2,900,325 and CDN$4,482,660, respectively. The Company determined that a 10% change in the Canadian dollar against the US dollar would have impacted total earnings and comprehensive earnings by $0.2 million for the period ended September 30, 2023.

As at September 30, 2023, and December 31, 2022, the Company had current assets and accounts payable of PEN$(11,886,095) and PEN$2,085,193 respectively held in its Peruvian subsidiaries. The Company determined that a 10% change in the Peruvian Soles against the US dollar would have impacted total earnings and comprehensive earnings by $0.3 million for the period ended September 30, 2023.

As at September 30, 2023, and December 31, 2022, the Company had cash, current assets and accounts payable of DOP$717,516 and DOP$2,115,600 respectively held in its Dominican Republic subsidiaries. The Company determined that a 10% change in the Dominican Republic peso against the US dollar would have no impact in total earnings and comprehensive earnings for the period ended September 30, 2023.

The Company does not enter into any foreign exchange contracts to mitigate this risk.

Commodity prices

The Company's commodities consist of power produced and, to a lesser extent, carbon emission reduction credits ("CERs") earned. The Company is not exposed to commodity price risk with respect to the power it produces as virtually all (99%) power currently produced is sold under the terms of a PPA which establishes a fixed price and escalator.

The prices of CERs have fluctuated widely during recent years and are determined by economic and geopolitical factors. Any movement in CER prices could have an effect on the Company's condensed consolidated interim financial statements.

Credit risk

The Company is exposed to credit risk with respect to amounts receivable from its customers. Credit risk is the potential loss from the customer failing to perform payment of the amount receivable, defined in the invoice. The Company manages credit risk with policies and procedures for customer analysis, exposure measurement, and exposure monitoring and mitigation.

The Company considers that "default" occurs when the account receivable balance is 90 days past due, from the date of payment stated in the invoice.

(expressed in thousands of United States dollars unless otherwise noted. Unaudited)

Once a balance receivable has been identified as in default, the Company assesses the alternatives to recover such balances, with reasonable effort. If the Company concludes the balances cannot be recovered, the amounts are then written-off.

In estimating expected credit losses on trade receivables, the Company has estimated the probability of default is 0.1% based on the Company's historical default rates, as the Company does not expect these rates to significantly increase in the future. Historically, the Company has not suffered losses for balances identified as in default and does not expect to incur significant losses in the future due to the nature of its customers (distribution utilities). The Company applies the simplified approach to assess expected credit losses for trade receivables, whereby the loss allowance for the account receivable is measured at an amount equal to the lifetime expected credit losses. The Company shall recognize in the statements of earnings, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

From the credit risk assessment performed during the period, the Company has concluded that exposure to credit risk related to the amounts receivable from customers is not material, as of September 30, 2023.

The Company is also exposed to credit risk with respect to its amounts of cash and cash equivalents. The Company deposits its cash with reputable financial institutions, mostly based in North America, for which management believes the risk of loss to be remote.

Liquidity risk

Liquidity risk is the risk that the Company will be unable to meet its financial obligations as they become due. The Company manages liquidity risk by ensuring that it has sufficient cash, credit facilities and other financial resources available to meet its obligations. The Company forecasts cash flows for a period of 12 months to identify financial requirements. These requirements are met through a combination of cash flows from operations, credit facilities and accessing capital markets.

The following are maturities for the Company's financial liabilities as at September 30, 2023:

	Less than 1 Year	1-3 Years	4-5 Years	More than 5 Years	Total
Accounts payable and accrued liabilities	$ 16,225	$ -	$ -	$ -	$ 16,225
Debt, current and long-term	15,361	32,715	47,823	104,643	200,542
Interest obligations	18,004	29,163	22,762	35,185	105,114
Lease liabilities	50	1,086	806	815	2,757
	$ 49,640	**$ 62,964**	**$ 71,391**	**$ 140,643**	**$ 324,638**

The following are maturities for the Company's financial liabilities as at December 31, 2022

	Less than 1 Year	1-3 Years	4-5 Years	More than 5 Years	Total
Accounts payable and accrued liabilities	$ 14,931	$ -	$ -	$ -	$ 14,931
Debt, current and long-term	14,923	31,973	30,467	133,882	211,245
Interest obligations	18,447	30,497	24,411	41,158	114,513
Lease liabilities	89	1,104	516	1,211	2,920
	$ 48,390	**$ 63,574**	**$ 55,394**	**$ 176,251**	**$ 343,609**

As at September 30, 2023, the Company is in compliance with all of its covenants.

14. Capital Management

The Company's capital structure is comprised of net long-term debt, as further disclosed in Note 11, and shareholders' equity (consisting of issued capital and contributed surplus offset by accumulated deficit). The Company's objectives when managing its capital structure are to:

i) maintain financial flexibility to preserve the Company's access to capital markets and its ability to meet its financial obligations; and

ii) finance internally generated growth as well as potential acquisitions.

In order to facilitate the management of capital, the Company prepares annual expenditure budgets, which are updated as necessary and are reviewed by the Company's Board.

In preparing its budgets, the Company considers externally imposed capital requirements pursuant to the terms of the PENSA Debt Refinancing Agreements, the loan agreements for the Canchayllo and GA projects and the Canoa Debt agreement (Note 10). These externally imposed capital requirements will affect the Company's approach to capital management. The Company's externally imposed capital requirements include maintaining minimum debt service coverage and solvency ratios for PENSA, SJPIC, EGECSAC, GASAC and Emerald, and restrictions on the use of revenue from all the projects.

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