

Georgetown Solar Inc

INTERIM FINANCIAL STATEMENTS
For the six months ended May 31, 2021
(Unaudited, Expressed in Canadian Dollars)

GEORGETOWN SOLAR INC

Interim Statements of Financial Position
Unaudited, expressed in Canadian Dollars

	May 31, 2021	November 30, 2020
ASSETS		
Current		
Cash	\$ 320,033	\$ -
Accounts receivable	1,000	1,000
GST receivable	-	825
Non-current		
Right of use assets (Note 7)	28,690	32,994
TOTAL ASSETS	\$ 349,723	\$ 34,819

LIABILITIES AND SHAREHOLDERS' EQUITY

Liabilities

Current

Accounts payable and accrued liabilities (Note 3)	\$ 110,604	\$ 21,143
Related party loan (Note 5)	40,678	17,750
Lease liabilities (Note 8)	10,662	9,974
Convertible loan (Note 5)	355,677	-

Non-current

Lease liabilities (Note 8)	6,934	6,934
----------------------------	-------	-------

Total liabilities

524,555	55,801
---------	--------

Shareholders' equity

Share capital (Note 4)	1,000	1,000
Retained earnings	(175,832)	(21,982)

Total shareholders' equity

(174,832)	(20,982)
-----------	----------

TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY

\$ 349,723	\$ 34,819
------------	-----------

Nature and continuance of operations (Note 1)

Approved on behalf of the Board:

"Stefano Romanin"

Stefano Romanin, Director

"Margaret McKenna"

Margaret McKenna, Director

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

GEORGETOWN SOLAR INC

Interim Statements of Loss and Comprehensive Loss
Unaudited, expressed in Canadian Dollars

	For the three months ended, May 31, 2021	For the six months ended, May 31, 2021
Operating expenses		
Depreciation of right of use assets	\$ 2,152	\$ 4,304
Consultancy	78,150	92,459
Office and miscellaneous	2,183	2,183
Professional fees	48,179	48,179
Operating losses	<u>130,664</u>	<u>147,125</u>
Foreign exchange loss	360	360
Interest expense	6,020	6,365
Loss and comprehensive loss	<u>\$ 137,044</u>	<u>\$ 153,850</u>
Loss per share – basic and diluted	\$ 13.70	\$ 15.39
Weighted average number of common shares outstanding – basic and diluted	10,000	10,000

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

GEORGETOWN SOLAR INC

Statements of Changes in Shareholders' Equity
Unaudited, expressed in Canadian Dollars

	Share Capital		Retained Earnings	Total
	Number of Shares	Amount		
Balance at October 7, 2020	-	\$ -	\$ -	\$ -
Share Issuance	10,000	1,000	-	1,000
Net loss for the period	-	-	(21,982)	(21,982)
Balance at November 30, 2020	10,000	\$ 1,000	\$ (21,982)	\$ (20,982)
Net loss for the period	-	-	(153,850)	(153,850)
Balance at May 31, 2021	10,000	\$ 1,000	\$ (175,832)	\$ (174,832)

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

GEORGETOWN SOLAR INC

Statements of Cash Flows

Unaudited, expressed in Canadian Dollars

	For the six months ended, May 31, 2021	For the period ended November 30, 2020
Operating activities		
Net loss for the period	\$ (153,850)	\$ (21,982)
Add back: Depreciation	4,304	1,435
Add back: Interest expense	6,365	229
Changes in non-cash working capital items:		
GST receivable	825	(825)
Accounts payable and accrued liabilities	112,389	21,143
Cash flows provided by operating activities	(29,967)	-
Financing activities		
Proceeds from convertible loan	350,000	-
Cash flows provided by financing activities	350,000	-
Increase in cash	320,033	-
Cash, beginning	-	-
Cash, ending	\$ 320,033	\$ -
Supplemental disclosures with respect to cash flows:		
Lease payments made by related parties	\$ -	\$ (17,750)

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

GEORGETOWN SOLAR INC

Notes to the Interim Financial Statements

For the period ended May 31, 2021

Unaudited, expressed in Canadian Dollars

1. NATURE AND CONTINUANCE OF OPERATIONS

Georgetown Solar Inc (the “Company” or “Georgetown Solar”) was incorporated in the Province of Alberta on October 7, 2020, under the Business Corporations Act of Alberta. The Company’s registered office is located at Suite 1100, 225 – 6th Avenue S.W., Brookfield Place, Calgary, Alberta T2P 1N2. The Company is a development company specializing in the development and construction of solar photovoltaic plants.

On October 13, 2020 the Company entered into a land lease agreement for 710 acres of land on which it intends to construct a solar photovoltaic plant.

The Company entered into a definitive agreement dated March 4, 2021 for the proposed reverse takeover of Westbridge Energy Corporation. (“Westbridge”) (the “Transaction”). On June 17, 2021, the Transaction was closed.

These interim financial statements have been prepared on the basis of accounting principles applicable to a going concern which assumes the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. Following the completion of the Transaction with Westbridge, the directors, having made appropriate enquiries, consider that Company has sufficient resources to meet its debts as they fall due for the foreseeable future and as such preparation of the interim financial statements on the basis of accounting principles applicable to a going concern is appropriate.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PREPARATION

Basis of preparation

The interim financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”).

These interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, “Interim Financial Reporting” (“IAS 34”). Accordingly, these condensed interim financial statements follow the same accounting principles and methods of application as the annual financial statements for the period ended November 30, 2020 but may condense or omit certain disclosures that otherwise would be present in annual financial statements prepared in accordance with IFRS. These financial statements should therefore be read in conjunction with the November 30, 2020 financial statements. Results for the period ended May 31, 2021, are not necessarily indicative of future results.

The interim financial statements for the six months ended May 31, 2021 were authorized for issue by the Board of Directors on July 14, 2021.

GEORGETOWN SOLAR INC

Notes to the Interim Financial Statements

For the period ended May 31, 2021

Unaudited, expressed in Canadian Dollars

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PREPARATION (continued)

Basis of measurement

These interim financial statements are prepared on a historical cost basis except for financial instruments classified as fair value through profit or loss, which are stated at their fair value. In addition, these interim financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

Significant estimates and assumptions

The preparation of these interim financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities and contingent liabilities at the date of the interim financial statements and reported amounts of expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

The following are critical judgments that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the interim financial statements:

- the determination that the Company will continue as a going concern for the next year

The loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in the statements of loss and comprehensive loss, 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.

3. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	May 31, 2021	November 30, 2020
Accounts payable	\$ 85,152	\$ 21,143
Accrued liabilities	25,452	-
Total	\$ 110,604	\$ 21,143

GEORGETOWN SOLAR INC

Notes to the Interim Financial Statements

For the period ended May 31, 2021

Unaudited, expressed in Canadian Dollars

4. SHARE CAPITAL

Authorized

Unlimited number of common shares without par value.

Issued share capital during the period ended November 30, 2020

On October 7, 2020, 10,000 common shares were sold for \$1,000, which is included in accounts receivable as at May 31, 2021 and November 30, 2020.

5. RELATED PARTY TRANSACTIONS

Key management personnel consists of the directors of the Company. During the periods ended May 31, 2021 and November 30, 2020, the Company has paid \$nil to key management personnel.

As at May 31, 2021, the Company owes \$40,678 (2020 - \$nil) under a credit facility to Horus Asset Management Limited, a company with a common director. The Company can borrow up to \$250,000 under the credit facility. The amount is non-interest bearing, unsecured and is due on demand or on June 30, 2021. Subsequent to the period ended May 31, 2021, the credit facility was repaid in full.

As at May 31, 2021, the Company has a liability of \$nil (November 30, 2020: \$17,750) due to Horus Solar Alberta Limited, a related party due to common management. The amounts are non-interest bearing, unsecured and are repayable on demand.

On March 18, 2021 the Company issued \$350,000 of convertible debentures to parties who are also shareholders in the Company. The amounts incur interest at 8% per annum and convert into shares of the Resulting Issuer at the completion of the Transaction or are repayable on demand in the event the Transaction does not complete. As the convertible debenture is only convertible upon a contingent event that is outside the control of the Company, the convertible debentures are solely accounted for as a financial liability at amortized cost. During the period ended May 31, 2021, the Company recorded interest expense of \$5,677 (2020 - \$nil).

Stefano Romanin, CEO, was issued \$270,000 of the convertible debentures on March 18, 2021.

On June 17, 2021 the Transaction completed and the convertible debentures converted into shares and warrants in Westbridge as described. Interest of \$14,000 was paid to the debenture holders in cash, of which \$10,800 was paid to Stefano Romanin, CEO.

GEORGETOWN SOLAR INC

Notes to the Interim Financial Statements

For the period ended May 31, 2021

Unaudited, expressed in Canadian Dollars

6. FINANCIAL RISK MANAGEMENT

The Company is exposed in varying degrees to a variety of financial instrument related risks.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash. Cash is held with the same financial institution giving rise to a concentration of credit risk. This risk is managed by using a major Canadian bank that is a high credit quality financial institution.

Liquidity risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements. The Company's sole source of funding will be the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding.

Foreign exchange risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company does not hedge its exposure to fluctuations in foreign exchange rates.

Interest rate risk

Interest rate risk refers to the risk that fair values of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company is exposed to interest rate risk as cash earn interest income at variable rates. The fair value of cash is minimally affected by changes in short term interest rates.

GEORGETOWN SOLAR INC

Notes to the Interim Financial Statements

For the period ended May 31, 2021

Unaudited, expressed in Canadian Dollars

6. FINANCIAL RISK MANAGEMENT (continued)

Classification of financial instruments

The Company uses the following hierarchy for determining and disclosing fair value of financial instruments:

Level 1 — quoted prices in active markets for identical assets and liabilities.

Level 2 — observable inputs other than quoted prices in active markets for identical assets and liabilities.

Level 3 — unobservable inputs in which there is little or no market data available, which require the reporting entity to develop its own assumptions.

Accounts payable is carried at amortized cost.

Financial instruments measured at fair value on the statement of financial position are summarized in levels of fair value hierarchy as follows:

Assets	Level 1	Level 2	Level 3	Total
Cash	\$320,033	-	-	\$ 320,033

7. RIGHT OF USE ASSETS

	Right of Use
Cost:	
At May 31, 2021 and November 30, 2020	\$ 34,429
Depreciation:	
At November 30, 2020	1,435
Change for the year	4,304
At May 31, 2021	\$ 5,739
Net book value:	
At November 30, 2020	\$ 32,994
At May 31, 2021	\$ 28,690

GEORGETOWN SOLAR INC

Notes to the Interim Financial Statements

For the period ended May 31, 2021

Unaudited, expressed in Canadian Dollars

8. LEASE LIABILITIES

On October 13, 2020, the Company entered in to a four year land lease agreement for land on which it intends to construct a solar photovoltaic plant. The lease has a one year renewal option of \$3,550 for the year, a thirty year renewal options and two ten year renewal options with lease payments starting at \$568,000 for the year, increasing at 2.1% per annum. At this time the Company is not reasonably certain it will exercise the renewal options.

	May 31, 2021	November 30, 2020
Balance, opening	\$16,908	\$ -
Lease liability addition	-	34,429
Lease payments	-	(17,750)
Interest accretion	688	230
Balance, ending	17,596	16,908
Current portion	\$ 10,662	\$ 9,974
Long term	6,934	6,934
Balance, ending	\$ 17,596	\$ 16,908

Amounts payable under leases:

	May 31, 2021	November 30, 2020
	Present value	Present value
Within one year	\$ 10,662	\$ 9,974
Within two to five years	6,934	6,934
In over 5 years	-	-
Total	\$ 17,596	\$ 16,908