

# **Green Rise Capital Corporation**

Condensed Interim Financial Statements  
(Unaudited)

**September 30, 2017**

(expressed in Canadian dollars)

## **NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM FINANCIAL STATEMENTS**

Under National Instrument 51-102 – *Continuous Disclosure Obligations*, if an auditor has not performed a review of interim financial statements, they must be accompanied by a notice indicating that such financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim financial statements of Green Rise Capital Corporation (the “**Corporation**”) have been prepared by and are the responsibility of the Corporation’s management. The Corporation’s independent auditor has not performed a review of these condensed interim financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity’s auditor.

**Green Rise Capital Corporation**  
Condensed Interim Statement of Financial Position  
(Unaudited)  
As at September 30, 2017

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(expressed in Canadian dollars)

	\$
<b>Assets</b>	
<b>Current assets</b>	
Cash	<u>449,350</u>
<b>Liabilities</b>	
<b>Current liabilities</b>	
Accounts payable	<u>4,250</u>
<b>Shareholders' Equity</b>	
Share capital	455,000
Deficit	<u>(9,900)</u>
	<u>445,100</u>
	<u>449,350</u>

**General Information** (note 1)

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

# Green Rise Capital Corporation

## Condensed Interim Statement of Net Loss and Comprehensive Loss

(Unaudited)

(expressed in Canadian dollars)

	<b>Three-month period ended September 30, 2017 \$</b>	<b>Period from June 9 to September 30, 2017 \$</b>
<b>Revenue</b>	-	-
<b>Expenses</b>		
Professional fees	(9,900)	(9,900)
<b>Loss for the period</b>	(9,900)	(9,900)
<b>Provision for income taxes</b>	-	-
<b>Net loss and comprehensive loss for the period</b>	(9,900)	(9,900)
<b>Earnings per share - basic and diluted</b>	-	-
<b>Weighted average number of shares outstanding</b>	1,096,386	1,096,386

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

# Green Rise Capital Corporation

## Condensed Interim Statement of Changes in Shareholders' Equity

(Unaudited)

For the period from June 9, 2017 (date of incorporation) to September 30, 2017

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(expressed in Canadian dollars)

	Number of shares	Amount \$	Deficit \$	Total \$
<b>Balance - June 9, 2017</b>	-	-	-	-
Shares issued during the period	9,100,000	455,000	-	455,000
Net loss and comprehensive loss for the period	-	-	(9,900)	(9,900)
<b>Balance - September 30, 2017</b>	<b>9,100,000</b>	<b>455,000</b>	<b>(9,900)</b>	<b>445,100</b>

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

# Green Rise Capital Corporation

## Condensed Interim Statement of Cash Flows

(Unaudited)

For the period from June 9, 2017 (date of incorporation) to September 30, 2017

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(expressed in Canadian dollars)

	\$
<b>Cash provided by (used in)</b>	
<b>Operating activities</b>	
Net loss and comprehensive loss for the period	(9,900)
Changes in non-cash working capital items	
Accounts payable and accrued liabilities	<u>4,250</u>
	(5,650)
<b>Financing activities</b>	
Issuance of shares for cash consideration	<u>455,000</u>
<b>Increase in cash during the period</b>	449,350
<b>Cash - Beginning of period</b>	<u>-</u>
<b>Cash - End of period</b>	<u>449,350</u>

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

**Green Rise Capital Corporation**  
Notes to Condensed Interim Financial Statements  
(Unaudited)  
**September 30, 2017**

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(expressed in Canadian dollars)

**1 Organization and nature of operations**

Green Rise Capital Corporation (the Corporation or Green Rise) was incorporated on June 9, 2017 under the Business Corporations Act (Ontario) and is domiciled in Canada. The Corporation's head office is located at 199 Bay Street, Suite 400, Toronto, Ontario, Canada M5L 1A9.

The principal business of the Corporation is the identification and evaluation of assets or businesses for the purpose of completing a qualifying transaction.

**2 Basis of presentation**

These unaudited condensed interim financial statements of the Corporation have been prepared in accordance with International Financial Reporting Standards (IFRS), as applicable to the preparation of interim financial statements, including International Account Standards 34 (Interim Financial Reporting) as issued by the International Accounting Standards Board (IASB) and using accounting policies described herein. The financial statements were approved by the board of directors on December 11, 2017.

**3 Summary of significant accounting policies**

The significant accounting policies adopted by the Corporation in the preparation of its financial statements are set out below.

**Basis of measurement**

These financial statements have been prepared under the historical cost convention.

**Foreign currency translation**

These financial statements are presented in Canadian dollars, which is the Corporation's functional currency.

**Per share information**

Basic earnings per share is computed by dividing the net earnings or loss attributable to shareholders of the Corporation by the weighted average number of shares outstanding during the period. Diluted earnings per share, where applicable, is calculated by adjusting the weighted average number of common shares outstanding for dilutive instruments by applying the treasury stock method.

**Green Rise Capital Corporation**  
Notes to Condensed Interim Financial Statements  
(Unaudited)  
**September 30, 2017**

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(expressed in Canadian dollars)

**Accounting standards, interpretations and amendments to existing standards not yet effective**

The Corporation does not believe that any recently issued, but not yet effective, accounting standards if currently adopted would have a material effect on the accompanying financial statements.

**Cash and cash equivalents**

Cash includes cash held in trust by the Corporation's legal counsel.

**Trade and other payables**

These amounts represent liabilities for goods and services provided to the group prior to the end of financial period which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period end. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

**Income taxes**

The Corporation follows the asset and liability method of accounting for income taxes. Income tax is recognized in profit or loss except to the extent it relates to items recognized in equity, in which case the income tax is also recognized in equity. Current tax assets and liabilities are recognized at the amount expected to be paid or received from tax authorities using rates enacted or substantively enacted at the date of the statement of financial position. Deferred tax assets and liabilities are recognized at the tax rates enacted or substantively enacted at the date of the statement of financial position for the years that an asset is expected to be realized or a liability is expected to be settled. Deferred tax assets are recognized only to the extent that it is probable that future taxable profit will be generated and available for the asset to be utilized against. As at September 30, 2017, no deferred tax asset has been recognized, as it is not probable that future taxable profit will be generated.

**Critical accounting judgments, estimates and assumptions**

The preparation of these financial statements requires the Corporation to make judgments in applying its accounting policies and estimates and assumptions about the future. These judgments, estimates and assumptions affect the Corporation's reported amounts of assets, liabilities, revenues and other items in net earnings, and the related disclosure of contingent assets and liabilities, if any. The Corporation evaluates its estimates on an ongoing basis. Such estimates are based on historical experience and on various other assumptions that the Corporation believes are reasonable under the circumstances, and these estimates form the basis for making judgments about the carrying value of assets and liabilities and the reported amount of revenues and other items in net earnings that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions.

**Green Rise Capital Corporation**  
Notes to Condensed Interim Financial Statements  
(Unaudited)  
**September 30, 2017**

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(expressed in Canadian dollars)

#### **4 Share capital**

The Corporation is authorized to issue an unlimited number of shares of one class designated as common shares, without nominal or par value.

Issued and outstanding

	<b>Shares</b>	<b>Amount</b> <b>\$</b>
Common shares issued at \$0.05 per share	9,100,000	455,000

On June 9, 2017 and August 21, 2017, the Corporation issued 1 common share and 9,099,000 common shares respectively for total consideration of \$455,000, which is held in trust. The proceeds raised may only be used to identify and evaluate assets or business for future investment, with the exception that not more than the lessor of 30% of the gross proceeds realized or \$210,000 may be used to cover prescribed costs of issuing the common shares or administrative and general expenses of the Corporation. These restrictions may apply until completion of a qualifying transaction by the Corporation as defined under the policies of the TSX Venture Exchange.

#### **5 Financial instruments**

The Corporation's financial instruments consist of cash, which is classified as loans and receivables, and accounts payable and accrued liabilities. These amounts are recognized initially at fair value and subsequently measured at amortized cost. The fair value of these amounts approximates their carrying value.

##### **Credit risk**

Credit risk is the risk of loss associated with the counterparty's inability to fulfil its payment obligations. Financial instruments that potentially subject the Corporation to concentrations of credit risk consist of cash.

##### **Liquidity risk**

Liquidity risk is the risk the Corporation will not have the financial resources required to meet its financial obligations as they come due. The Corporation manages this risk by ensuring it has sufficient cash on hand to meet obligations as they come due by forecasting cash flows from operations, cash required for investing activities and cash from financing activities. As at September 30, 2017, the Corporation had cash of \$449,350, which pursuant to Policy 2.4 of the TSX Venture Exchange and subject to the exception described in note 4, is restricted to settle liabilities arising from its activities related to the identification and evaluation of assets or businesses for the purpose of completing a qualifying transaction. The Corporation is not subject to significant liquidity risk.

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Notes to Condensed Interim Financial Statements  
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(expressed in Canadian dollars)

**6 Capital management**

The Corporation's capital currently consists of common shares. The Corporation's capital management objectives are to safeguard its ability to continue as a going concern and to have sufficient capital to be able to identify, evaluate and then acquire an interest in assets or businesses. The Corporation does not have any externally imposed capital requirements to which it is subject except as described in note 4. The Corporation manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Corporation may attempt to issue new shares.

**7 Subsequent event**

On October 31, 2017, the Corporation filed a final prospectus offering to sell a minimum of 2,275,000 and a maximum of 3,000,000 common shares at \$0.10 per share by way of an initial public offering pursuant to the policies of the TSX Venture Exchange governing Capital Pool Companies.

On November 29, 2017, the Corporation completed its initial public offering and sold 2,275,000 common shares at a price of \$0.10 per share for gross proceeds of \$227,500. Haywood Securities Inc., acting as agent, received a commission equal to 8% of the gross proceeds of the sale of the common shares. Furthermore, the Corporation granted warrants to Haywood Securities Inc. to purchase up to 8% of the total number of common shares sold in connection with the offering, being 182,000 common shares at a price of \$0.10 per common share and exercisable for a period of twenty-four months from the closing date of the offering. The common shares of the Corporation were listed on the TSX Venture Exchange and commenced trading at the start of business on November 29, 2017 under the trading symbol "GRCC".

In connection with the offering, the Corporation granted, immediately prior to the closing of the offering, stock options to a director of the Corporation to purchase up to a total of 100,000 common shares at a price of \$0.10 per common share until five years from the date of the grant.

