

# **SOLSHARE ENERGY CORPORATION**



## **FINANCIAL STATEMENTS**

**For the year ended  
January 31, 2017**

## INDEPENDENT AUDITOR'S REPORT

### To the Shareholders of SolShare Energy Corporation

We have audited the accompanying financial statements of SolShare Energy Corporation, which comprise the statement of financial position as at January 31, 2017, and the statement of comprehensive income, statement of cash flows, and statement of changes in equity for the year ended January 31, 2017.

### Management's Responsibility for the Financial Statements

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

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of SolShare Energy Corporation as at January 31, 2017, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

### *Wolrige Mahon LLP*

CHARTERED PROFESSIONAL ACCOUNTANTS

December 20, 2017

Vancouver, B.C.

# SOLSHARE ENERGY CORPORATION

## STATEMENTS OF FINANCIAL POSITION

January 31, 2017

	2017	2016 (unaudited)
	\$	\$
<b>Assets</b>		
Current		
Cash	745	9,932
Accounts Receivable	122	819
GST Receivable	3,232	3,639
Due from shareholder	-	1,000
	<u>4,099</u>	15,390
Equipment (Note 4)	62,143	65,140
Deferred tax asset (Note 9)	981	892
	<u>67,223</u>	81,422
<b>Liabilities</b>		
Current Accounts payable		
Accounts payable and accruals	-	12,836
Shareholder loans (Note 6)	<u>-</u>	<u>5,000</u>
	<u>-</u>	<u>17,836</u>
<b>Equity</b>		
Share capital (Note 7)	69,277	62,877
Retained earnings (deficit)	<u>(2,054)</u>	<u>709</u>
	<u>67,223</u>	63,586
	<u>67,223</u>	81,422

Approved by the sole Director:

Robert Baxter

# SOLSHARE ENERGY CORPORATION

## STATEMENTS OF COMPREHENSIVE INCOME

For the years ended Jan 31,

	2017	2016
	\$	(unaudited) \$
<b>Income</b>		
Equipment lease (Note 8)	2,997	1,560
Grant funds used (Note 5)	-	4,776
Interest income	<u>2</u>	<u>4</u>
	<u>2,999</u>	<u>6,340</u>
<b>General expenses</b>		
Amortization (Note 4)	2,997	1,560
Accounting	258	-
Bank fees	215	26
Legal fees	67	476
Marketing	-	2,000
Management fees	-	1,700
Printing	<u>-</u>	<u>560</u>
	<u>3,537</u>	<u>6,322</u>
<b>Net income before taxes</b>	(538)	18
<b>Tax (expense) recovery (Note 9)</b>	89	691
<b>Net and comprehensive income for the period</b>	<u>449</u>	<u>709</u>
Basic and Diluted Income per Share (Note 10)	<u>\$1.03</u>	\$3.89
<b>Weighted Average Number of Shares Outstanding</b>	<u>435</u>	<u>182</u>

# SOLSHARE ENERGY CORPORATION

## STATEMENTS OF CASH FLOWS

For the years ended Jan 31,

	2017	2016
	\$	(unaudited) \$
<b>Cash flows related to operating activities</b>		
Net and comprehensive income for the period	(449)	709
Non-cash items		
Amortization	2,997	1,560
Tax expense (recovery)	(89)	(691)
Changes in non-cash working capital items		
Accounts and other receivables	1,104	(819)
Accounts and other payables	<u>(12,836)</u>	<u>9,197</u>
Cash (used in) provided by operating activities	<u>(9,273)</u>	<u>9,956</u>
<b>Cash flows related to investing activities</b>		
Capital asset purchases	-	(66,700)
(Advances to) repayments from shareholders	<u>1,000</u>	<u>-</u>
Cash (used in) provided by investing activities	<u>1,000</u>	<u>(66,700)</u>
<b>Cash flows related to financing activities</b>		
Shares issued for cash	6,500	67,500
Use of grant funds	-	(4,776)
Share issuance costs	(100)	(5,150)
Dividends	(2,314)	(184)
Advances from (repayments to) shareholders	<u>(5,000)</u>	<u>2,000</u>
Cash (used in) provided by financing activities	<u>(914)</u>	<u>59,390</u>
<b>Net increase (decrease) in cash</b>	<b>(9,187)</b>	<b>2,646</b>
Cash, beginning	<b>9,932</b>	<b>7,286</b>
<b>Cash, ending</b>	<b>745</b>	<b>9,932</b>

# SOLSHARE ENERGY CORPORATION

## STATEMENTS OF CHANGES IN EQUITY

For the years ended Jan 31,

	Share capital		(Income) Deficit	Total
	Number	Amount		
<b>Balance at January 31, 2015</b>	40	\$ 527	\$ 184	\$ 711
Issue of share for cash				
C2 Participating	750	37,500	-	37,500
C3 Participating	600	30,000	-	30,000
Share issue costs		(5,150)	-	(5,150)
Dividends – C1 Participating			(22)	(22)
Dividends – C2 Participating			(63)	(63)
Dividends – C3 Participating			(99)	(99)
Net and comprehensive income for the period	-	-	709	709
<b>Balance at January 31, 2016 (unaudited)</b>	<b>1,390</b>	<b>\$ 62,877</b>	<b>\$ 709</b>	<b>\$ 63,586</b>
Issue of share for cash				
C2 Participating	130	6,500	-	6,500
Share issue costs		(100)	-	(100)
Dividends – C1 Participating			(49)	(49)
Dividends – C2 Participating			(1,435)	(1,435)
Dividends – C3 Participating			(830)	(830)
Net and comprehensive income for the period	-	-	(449)	(449)
<b>Balance at January 31, 2017</b>	<b>1,520</b>	<b>\$ 69,277</b>	<b>\$ (2,054)</b>	<b>\$ 67,223</b>

The accompanying notes are an integral part of these financial statements

# SOLSHARE ENERGY CORPORATION

## Notes to the Financial Statements

January 31, 2017 and January 31, 2016 (unaudited)

(expressed in Canadian dollars)

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### 1 General information

Solshare Energy Corporation (the “Company” or “SolShare”) was incorporated under the Business Corporations Act of British Columbia on January 29, 2014. The Company’s registered and records office is located at 330 – 309 West Cordova Street, Vancouver, B.C., V6B 1E5.

The Company is a community-owned renewable energy project in British Columbia. The Company owns solar energy systems in which residents of B.C. can invest and receive dividends based on the energy produced. The directors are responsible for the management and operation of the business of the Company.

The financial statements were authorized for issue by the directors on December 20, 2017.

### 2 Basis of presentation

#### Statement of compliance

These financial statements comprise the results of the Company and have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”).

#### Basis of measurement

The financial statements have been prepared on a historical cost basis and are presented in Canadian dollars, which is also the Company’s functional currency. The financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

The preparation of financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company’s accounting policies. The areas involving a higher degree of judgment or complexity include the appropriateness of the going concern assumption and recognition of grant funds.

### 3 Summary of significant accounting policies

#### Cash

The Company’s cash represents cash in bank and on hand.

#### Equipment

Equipment is initially recorded at cost and subsequently carried at cost less any accumulated depreciation and accumulated impairment losses. Depreciation is provided, on a straight-line basis, using the rates intended to amortize the cost of assets over their estimated useful lives. Photovoltaic Systems are being amortized at 5% p.a.

An item of equipment is derecognized upon disposal, when held for sale or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal of the asset, determined as the difference between the net disposal proceeds and the carrying amount of the asset, is recognized in the consolidated statements of comprehensive income and loss.

#### Impairment of non-financial assets

At the end of each reporting period the carrying amounts of the Company's assets are reviewed to determine whether there is any indication the assets are impaired. The Company uses external factors, such as changes in expected future prices, costs and other market factors to assess for indication of impairment. If any such indication exists an estimate of the asset’s recoverable amount is calculated, being the higher of fair value less direct costs to sell and the asset’s value in use. If the carrying amount of the asset exceeds its recoverable amount, the asset is impaired and an impairment loss is charged to profit or loss so as to reduce the carrying amount in the statement of financial position to its recoverable amount. Fair value is determined as the amount that would be obtained from the sale of assets in an arm’s length transaction between knowledgeable and willing parties. These cash flows are discounted by a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset, to arrive at a net present value of the asset.

# SOLSHARE ENERGY CORPORATION

## Notes to the Financial Statements

January 31, 2017 and January 31, 2016 (unaudited)

(expressed in Canadian dollars)

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### 3 Summary of significant accounting policies (continued)

#### **Impairment of non-financial assets**

Value in use is determined as the present value of the estimated future cash flows expected to arise from the continued use of the asset in its present form and its eventual disposal. Value in use is determined by applying assumptions specific to the Company's continued use and cannot take into account future development. In testing for indications of impairment and performing impairment calculations, assets are considered as collective groups and referred as to cash generating units. Cash generating units are the smallest identifiable group of assets, liabilities, and associated goodwill that generate cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

#### **Restricted use funds and grant funds used**

Restricted use funds represent grants received from a third party for specific use purposes. Funds received from grants are deferred on the statement of financial position until the related expenditures, for which the grant was received, are incurred. Upon incurrence of the expenditures, the deferred amount is recognized in profit and loss to match the related expenditures.

#### **Shareholder loan**

Shareholder loans are recognized initially at fair value, net of transaction costs incurred. Shareholder loans are subsequently stated at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the income statement over the period of the borrowing using the effective interest method.

Shareholder loans are shown as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the statement of financial position date.

#### **Provisions**

Provisions are recognized for liabilities of uncertain timing or amounts that have arisen as a result of past transactions, including legal or constructive obligations. The provision is measured at the best estimate of the expenditure required to settle the obligation at the reporting date.

#### **Financial instruments**

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

Financial assets and liabilities are offset and the net amount is reported in the statement of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

At initial recognition the Company classifies its financial instruments in the following categories depending on the purpose for which the instruments were acquired:

*Financial assets and liabilities at fair value through profit or loss:* A financial asset or liability is classified in this category if acquired principally for the purpose of selling or repurchasing in the short-term. Financial instruments in this category are recognized at fair value and subsequently carried at fair value. Gains and losses arising from changes in fair value are recorded in net income (loss) in the period in which they arise. Financial assets and liabilities at fair value through profit or loss are classified as current except if they are expected to be realized beyond twelve months of the statement of financial position date, where they are classified as non-current. The Company classifies cash as financial assets at fair value through profit or loss.

# SOLSHARE ENERGY CORPORATION

## Notes to the Financial Statements

January 31, 2017 and January 31, 2016 (unaudited)

(expressed in Canadian dollars)

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### 3 Summary of significant accounting policies (continued)

*Held-to-maturity investments:* Held-to-maturity investments are non-derivative financial assets that have fixed maturities and fixed or determinable payments, and it is the Company's intention to hold these investments to maturity. They are subsequently measured at amortized cost. Held-to-maturity investments are included in noncurrent assets, except for those which are expected to mature within 12 months after the end of the reporting period. The Company does not hold any financial assets in this category.

*Loans and receivables:* Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortized cost using the effective interest rate method, less any impairment losses. The effective interest method is a method of calculating the amortized cost of a financial asset or a financial liability (or group of financial assets or financial liabilities) and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability. The Company does not hold any financial assets in this category.

*Available-for-sale investments:* Available-for-sale investments are non-derivatives that are either designated in this category or not classified in any of the other categories. Available-for-sale investments are recognized at fair value and are subsequently carried at fair value. Gains or losses arising from changes in fair value are recognized in other comprehensive income (loss). Available-for-sale investments are classified as current except if they are expected to be realized beyond twelve months of the statement of financial position date, where they are classified as non-current. The Company does not hold any financial assets in this category.

*Financial liabilities at amortized cost:* Financial liabilities are classified as other financial liabilities, based on the purpose for which the liability was incurred, and comprise bank indebtedness, accounts payable and accrued liabilities, amounts due to related party and line-of-credit arrangements. These liabilities are initially recognized on the trade date at fair value when the Company becomes a party to the contractual provisions of the instrument and are subsequently carried at amortized cost using the effective interest rate method. The liabilities are derecognized when the Company's contractual obligations are discharged or canceled or, they expire.

#### **Impairment of financial assets**

At each reporting date, the Company assesses whether there is any objective evidence that a financial asset or a group of financial assets, other than those carried at fair value through the profit or loss, is impaired. A financial asset or group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after initial recognition of the asset and that event has an impact on the estimated future cash flows of the financial asset or group of financial assets. The carrying amount of the financial asset shall be reduced either directly or through the use of an allowance account. The Company records the impairment of financial assets in its Statement of Comprehensive Income.

#### **Income taxes**

Income tax expense consists of current and deferred tax expense. Income tax expense is recognized in the statement of comprehensive income, except to the extent that it relates directly to equity.

Current tax expense is the expected tax payable on the taxable income for the year, using tax rates and laws enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax assets and liabilities are recognized for deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured on a non-discounted basis using the enacted or substantively enacted tax rates at the end of the period, and which are expected to apply when the asset is realized or the liability settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that enactment or substantive enactment occurs.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, the deferred tax asset is reduced.

# SOLSHARE ENERGY CORPORATION

## Notes to the Financial Statements

January 31, 2017 and January 31, 2016 (unaudited)

(expressed in Canadian dollars)

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### 3 Summary of significant accounting policies (continued)

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off tax assets against tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

#### Income (Loss) per share:

Basic income (loss) per share is computed by dividing the net income (loss) available to common shareholders by the weighted average number of shares outstanding during the reporting period. Diluted income (loss) per share is computed similar to basic income (loss) per share except that the weighted average shares outstanding are increased to include additional shares for the assumed exercise of stock options and warrants, if dilutive. The number of additional shares is calculated by assuming that outstanding stock options and warrants were exercised and that the proceeds from such exercises were used to acquire common stock at the average market price during the reporting periods.

#### Standards, amendments and interpretations not yet effective

Certain pronouncements were issued by the IASB or the IFRS Interpretations Committee that are mandatory for annual periods beginning on/after January 1, 2015.

The following new IFRSs that have not been early adopted in these financial statements. Management does not intend to adopt these standards prior to the effective date and has not yet assessed the effect on the Company's future results and financial position of adopting these standards:

- i) IFRS 9, *Financial Instruments* (New; to replace IAS 39, *Financial Instruments: Recognition and Measurement*, and IFRIC 9, *Reassessment of Embedded Derivatives*).

In July 2014, the IASB issued IFRS 9 which replaces the current multiple classification and measurement models for financial assets and liabilities with a single model that has only two classification categories: amortized cost and fair value. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset or liability. It also introduces additional changes relating to financial liabilities and aligns hedge accounting more closely with risk management. IFRS 9 is effective for annual periods beginning on or after 1 January 2018, with early adoption of the new standard permitted.

- ii) IFRS 15 – *Revenue from Contracts with Customers*

In May 2014, IFRS 15 was issued and replaces IAS 11 – Construction Contracts, IAS 18 – Revenue, IFRIC 13 – Customer Loyalty Programmes, IFRIC 15 – Agreements for the Construction of Real Estate, IFRIC 18 – Transfers of Assets from Customers and SIC-31 – Revenue – Barter Transactions Involving Advertising Services. IFRS 15 establishes a single five-step model framework for determining the nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with a customer. IFRS 15 is effective for annual periods beginning on or after 1 January 2018, with early adoption of the new standard permitted. The Company does not intend to early adopt IFRS 15. Management is currently reviewing the impact that this standard will have on the Company's Financial Statements.

- iii) IFRS 16, *Leases*

In January 2016, the IASB issued IFRS 16. The new standard brings most leases on-balance sheet for lessees under a single model, eliminating the distinction between operating and finance leases. Lessor accounting however remains largely unchanged and the distinction between operating and finance leases is retained. This standard is effective for annual reporting periods on or after 1 January 2019. Early adoption is permitted if IFRS 15 has also been adopted. Management is currently reviewing the impact that this standard will have on the Company's Financial Statements.

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable and/or are not expected to have a significant impact on the Company's financial statements.

# SOLSHARE ENERGY CORPORATION

## Notes to the Financial Statements

January 31, 2017 and January 31, 2016 (unaudited)

(expressed in Canadian dollars)

### 4 Equipment

		Photovoltaic Systems	Accumulated amortization	Net book value
<b>Balance, December 31, 2015</b>	\$	-	\$ -	\$ -
Additions		66,700	-	66,700
Amortization expense		-	(1,560)	(1,560)
<b>Balance, December 31, 2016</b>	\$	<b>66,700</b>	\$ <b>(1,560)</b>	\$ <b>65,140</b>
Amortization expense		-	(2,997)	(2,997)
<b>Balance, December 31, 2017</b>	\$	<b>66,700</b>	\$ <b>(4,557)</b>	\$ <b>62,143</b>

During fiscal 2016 the Company acquired the photovoltaic systems from a related party entity. The assets were recorded at the exchange amounts, which were the amounts agreed between the parties.

### 5 Restricted use funds

	New Renewable Project Funding \$
<b>Cost</b>	
Balance at January 31, 2015	4,776
Grant fund released during 2016	(4,776)
<b>Balance at January 31, 2016 and January 31, 2017</b>	<b>-</b>

The Company entered into a funding agreement on May 26, 2014 with Bullfrog Power Inc. to fund the creation of a 23 kW solar voltaic array on Vancouver Cohousing Cedar Cottage. The Company was permitted to use the funds granted only for the purposes of marketing, SEC materials, bridge financing for installation and capital for construction. All funds were to be expensed by SolShare for the permitted uses within a twelve (12) month period from the date of receiving such funds. Any excess funds remaining after the project has been completed were to be returned to Bullfrog Power Inc.

### 6 Shareholder loan arrangements

During fiscal 2016, the Company received \$60,000 in funding from Bullfrog Power Inc. in accordance with the terms of the Funding Agreement entered into on May 26, 2014. The funds were received in exchange for a debenture issued by the Company and were to be repaid in full no later than 12 months after receipt of the funds. The debenture accrued interest at 4% per annum and was secured on the solar equipment and other assets of the Company, with up to 50% of the debenture able to be settled through conversion to shares of the Company. Subsequent to receipt of the funds, 50% of the debenture, being \$30,000, was settled through issuance of 600 Class C3 participating shares of the Company (Note 7). In addition, \$25,000 of the remaining principal balance was repaid during fiscal 2016 resulting in a balance at January 31, 2016 of \$5,000. The amount was fully repaid during fiscal 2017.

# SOLSHARE ENERGY CORPORATION

## Notes to the Financial Statements

January 31, 2017 and January 31, 2016 (unaudited)

(expressed in Canadian dollars)

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### 7 Share capital

#### (a) Authorized share capital

The Company is authorized to issue the following shares, all without par value:

100 Class A common voting shares.

100,000 Class B common non-voting shares.

100,000 Class C1 participating shares.

100,000 Class C2 participating shares.

100,000 Class C3 participating shares.

100,000 Class C4 participating shares.

100,000 Class D preferred shares.

100,000 Class E preferred shares.

#### (b) Issued share capital

During the period ended January 31, 2016, the Company issued common shares as follows:

(i) 750 Class C2 participating shares at a price of \$50 per share for gross proceeds of \$37,500.

(ii) 600 Class C3 participating shares at a price of \$50 per share for gross proceeds of \$30,000.

During the period ended January 31, 2017, the Company issued common shares as follows:

(i) 130 Class C2 participating shares at a price of \$50 per share for gross proceeds of \$6,500.

### 8 Equipment lease revenue

On January 28, 2015, the Company entered into a solar panel lease agreement with Cedar Cottage Cohousing Corporation for a term of 5 years from the Commencement Date, as defined in the agreement. The rental amount is based on the amount of electricity generated in kilo-watts ("kW") per hour at a rate based on the BC Hydro Small General Service Rate, including rate rider, plus a \$0.017/kW h premium. Should BC Hydro change its kW per hour rate for commercial customers during the term of the agreement then the rate will increase by an amount no greater than 50% of the corresponding BC Hydro rate increase.

### 9 Income taxes

	2017	2016
Loss before income tax	\$ (538)	\$ 18
Income tax (recovery) expense at statutory rate of 13.5%	\$ (73)	\$ 2
Deferred tax benefits recognized	(908)	(894)
	\$ (981)	\$ (892)
Current tax expense	\$ -	\$ -
Deferred tax recovery	\$ 89	\$ 691

# SOLSHARE ENERGY CORPORATION

## Notes to the Financial Statements

January 31, 2017 and January 31, 2016 (unaudited)

(expressed in Canadian dollars)

### 9 Income taxes (continued)

	2017	2016
Deferred tax assets represent:		
Non-capital losses	\$ 563	\$ 216
Unamortized share issuance costs	417	676
	\$ 980	\$ 892

Share issuance costs of \$3,759 are available for reduction of future income until 2021. Non-capital losses of \$1,449 are utilizable against future income, as follows:

	2017	2016
Loss before income tax	\$ (538)	\$ 18
Income tax (recovery) expense at statutory rate of 13.5%	\$ (73)	\$ 2
Deferred tax benefits recognized	(908)	(894)
	\$ (981)	\$ (892)

### 10 Income (Loss) Per Share

Basic income (loss) per share is calculated by dividing the net income (loss) for the period by the weighted average number of common shares outstanding during the period.

Diluted income (loss) per share is calculated using the treasury share method whereby all “in the money” options, warrants and equivalents are assumed to have been exercised at the beginning of the period and the proceeds from the exercise are assumed to have been used to purchase common shares at the average market price during the period. Where dilutive potential ordinary shares have an anti-dilutive impact they are excluded from the calculation of diluted income (loss) per share.

For the period ended January 31, 2017 and 2016 there were no adjustments to the numerator (net income) or the denominator (weighted average number of shares outstanding), resulting in the basic and diluted income (loss) per share being \$1.03 (2016 - \$3.89).

### 11 Management of Capital

The Company manages its shareholder’s equity as capital. The Company’s objectives when managing capital are to safeguard the Company’s ability to continue as a going concern in order to pursue the development of its renewable energy projects. The Company does not have any externally imposed capital requirements to which it is subject.

The Company manages the 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 Company may attempt to issue new shares, issue debt, acquire or dispose of assets or adjust the amount of cash.

The Company will require capital resources to carry out its development plans and operations through its current operating period.

### 12 Financial Instruments

#### Fair Values

The fair values of shareholder loan, and restricted use funds approximate their carrying values as a result of their due on demand nature and short term to maturity.

# SOLSHARE ENERGY CORPORATION

## Notes to the Financial Statements

January 31, 2017 and January 31, 2016 (unaudited)

(expressed in Canadian dollars)

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### 12 *Financial Instruments (continued)*

#### **Credit Risk**

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash. The Company limits its exposure to credit loss by placing its cash with high credit quality financial institutions. The carrying amount of financial assets represents the maximum credit exposure. Management believes the Company is exposed to insignificant credit risk with respect to accounts receivable and due from shareholder.

#### **Foreign Exchange Rate Risk**

Foreign exchange rate risk is the risk that exists when a financial transaction is denominated in a currency other than the functional currency of the company. The Company is not exposed to significant foreign exchange rate risk.

#### **Interest Rate Risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to cash flow interest rate risk on its shareholder loans as the loans are non-interest bearing. Due to the short-term nature of the shareholder loans, their fair values are not materially affected by changes in market interest rates.

#### **Liquidity Risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company currently settles its financial obligations out of cash. The ability to achieve this relies on the Company raising debt or equity financing in a timely manner and by maintaining sufficient cash in excess of anticipated needs.

### 13 *Related party transactions*

Related parties include entities under common control, key management personnel of the Company and entities having significant influence over the Company.

During the year-ended January 31, 2017 the Company incurred total compensation of \$nil (2016 - \$1,700) to key management personnel, comprising management fees of \$nil (2016 - \$1,700).

At January 31, 2017 there are no amounts payable to related parties included in accounts payable and accruals (2016 - \$12,820).

At January 31, 2017 there are no amounts relivable from related parties (2016 - \$1,000) or amounts payable to related parties (2016 - \$5,000).

Other transactions with related parties are disclosed in note 4.