HAMILTON RENEWABLE POWER INC.
(the “Corporation”)

RESOLUTION OF THE SOLE SHAREHOLDER OF THE CORPORATION

WHEREAS the City of Hamilton is the sole shareholder of the Corporation (“Shareholder”)

AND WHEREAS by Section 203 (1) of the *Municipal Act, 2001*, S.O. 2001, c. 25, as amended, the City of Hamilton is authorized to hold the shares in the Corporation and to exercise the rights attributed thereto;

AND WHEREAS the Council of the City of Hamilton are sitting as representatives of the Shareholder (City of Hamilton) for the Corporation;

NOW THEREFORE the Council of the City of Hamilton, acting in its capacity as representative of the Shareholder (City of Hamilton) of the Corporation, RESOLVES AS FOLLOWS:

1. Receipt of the Consolidated Financial Statements of the Corporation for the year ended December 31, 2021

BE IT RESOLVED THAT the audited Consolidated Financial Statements of the Corporation for the year ended December 31, 2021, a copy of which is attached hereto as Schedule “A”, as approved by the Board of Directors of the Corporation, is received by the Shareholder.

2. Receipt of the 2022 Budget of the Corporation

BE IT RESOLVED THAT the 2022 budget of the Corporation, a copy of which is attached hereto as Schedule “B”, as approved by the Board of Directors of the Corporation, is received by the Shareholder.

3. June 7, 2022 and August 30, 2022 Board of Directors’ Resolutions

BE IT RESOLVED THAT the June 7, 2022 Board of Director’s Resolution, a copy of which is attached hereto as Schedule “C”, is received by the Shareholder; and

BE IT RESOLVED THAT the August 30, 2022 Board of Director’s Resolution, a copy of which is attached hereto as Schedule “D”, is approved by the Shareholder.

4. Removal and Appointment of Non-Voting Directors

BE IT RESOLVED THAT Dan McKinnon is hereby removed as Non-Voting Director of the Corporation; and

BE IT RESOLVED THAT Carlyle Khan, having consented to act as Non-Voting Director of the Corporation, is hereby appointed as Non-Voting Director of the Corporation commencing on September 28, 2022 and continuing thereafter until their successor is duly appointed.

5. Appointment of the Auditors

Appointment of KPMG as auditors of the Corporation:

- Auditor continues until appointed or changed; and
- Board of Directors satisfied with service provided by KPMG as auditors.

BE IT RESOLVED THAT KPMG LLP, Chartered Accountants, are appointed auditors of the Corporation for the fiscal year 2022 at a remuneration to be settled by the President of the Corporation.

6. Ratification

BE IT RESOLVED THAT all by-laws, resolutions, contracts, acts, and proceedings of the Board of Directors, Shareholder and Officers of the Corporation enacted, passed, made, done or taken since the last meeting of the Shareholder as the same are set forth or referred to in the minutes of the Corporation or in the financial statements submitted to the Shareholder are hereby approved, ratified, sanctioned and confirmed.

THE FOREGOING RESOLUTIONS are hereby consented to by the Shareholder of the Corporation pursuant to the provisions of the *Business Corporation Act* (Ontario).

DATED the 13th day of September 2022.

CITY OF HAMILTON

____

F. Eisenberger
Mayor

____

A. Holland
City Clerk

Financial Statements of

HAMILTON RENEWABLE POWER INCORPORATED

Year ended December 31, 2021

INDEPENDENT AUDITORS' REPORT

To the Shareholder of Hamilton Renewable Power Incorporated

Opinion

We have audited the accompanying financial statements of Hamilton Renewable Power Incorporated (the "Entity"), which comprise:

- the statement of financial position as at December 31, 2021
- the statement of loss and comprehensive loss for the year then ended
- the statement of changes in equity for the year then ended
- the statement of cash flows for the year then ended
- and notes to the financial statements, including a summary of significant accounting policies

(Hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Entity as at December 31, 2021, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS).

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the "*Auditors' Responsibilities for the Audit of the Financial Statements*" section of our auditors' report.

We are independent of the Entity in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada and we have fulfilled our other responsibilities in accordance with these requirements.

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRS), 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.

In preparing the financial statements, management is responsible for assessing the Entity’s ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Entity’s financial reporting process.

Auditors’ Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors’ report that includes our opinion.

Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.

  The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit 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.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion is based on the audit evidence obtained up to the date of our auditors report. However, future events or conditions may cause the Entity to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

KPMG LLP

Chartered Professional Accountants, Licensed Public Accountants

Hamilton, Ontario
June 7, 2022

HAMILTON RENEWABLE POWER INCORPORATED

Table of Contents

HAMILTON RENEWABLE POWER INCORPORATED

Statement of Financial Position

December 31, 2021, with comparative information for 2020

	2021	2020
Assets		
Current assets:		
Cash	$ 1,156,418	$ 886,206
Accounts receivable	147,122	241,582
Due from related party (note 7)	66,159	93,053
HST receivable	20,479	20,645
Payment in lieu of taxes receivable	111,433	83,395
Prepaid expenses	1,708	210
	1,503,319	1,325,091
Deposit (note 3)	32,000	32,000
Property, plant and equipment (note 4)	4,541,516	5,089,471
	$ 6,076,835	$ 6,446,562
Liabilities and Shareholder's Equity		
Current liabilities:		
Accounts payable and accrued liabilities	$ 90,328	$ 120,323
Due to related party (note 7)	512,402	521,596
	602,730	641,919
Non-current liabilities:		
Deferred payment in lieu of taxes (note 6)	177,931	243,942
Total liabilities	780,661	885,861
Shareholder's equity:		
Common shares (note 5)	6,000,010	6,000,010
Deficit	(703,836)	(439,309)
	5,296,174	5,560,701
Economic dependence (note 8)		
COVID-19 (note 11)		
	$ 6,076,835	$ 6,446,562

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

On behalf of the Board:

____________________ Director ____________________ Director

HAMILTON RENEWABLE POWER INCORPORATED

Statement of Loss and Comprehensive Loss

Year ended December 31, 2021, with comparative information for 2020

	2021	2020
Revenue:		
Electricity distribution service charges	$ 2,187,000	$ 2,616,748
Thermal energy (note 7)	241,101	274,177
	2,428,101	2,890,925
Cost of goods sold:		
Methane purchases (note 7)	734,435	793,959
Gross profit	1,693,666	2,096,966
Expenses:		
Repairs and maintenance	1,132,925	1,213,512
Depreciation	547,955	576,965
Professional fees	266,476	300,412
Communication charges	44,027	44,850
Insurance	46,843	40,758
Bank charges and interest	679	501
Miscellaneous	19,751	19,732
	2,058,656	2,196,730
Loss from operating activities	(364,990)	(99,764)
Finance income	6,558	8,589
Loss before payment in lieu of taxes	(358,432)	(91,175)
Payment (recovery) in lieu of taxes (note 6):		
Current	(27,894)	43,495
Deferred	(66,011)	(68,339)
	(93,905)	(24,844)
Net loss and comprehensive loss	$ (264,527)	$ (66,331)

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

HAMILTON RENEWABLE POWER INCORPORATED

Statement of Changes in Equity

Year ended December 31, 2021, with comparative information for 2020

	Common shares	Deficit	Total
Balance at January 1, 2020	$ 6,000,010	$ (230,861)	$ 5,769,149
Net loss and comprehensive loss	-	(66,331)	(66,331)
Dividends	-	(142,117)	(142,117)
Balance at December 31, 2020	$ 6,000,010	$ (439,309)	$ 5,560,701
Balance at January 1, 2021	$ 6,000,010	$ (439,309)	$ 5,560,701
Net loss and comprehensive loss	-	(264,527)	(264,527)
Dividends	-	-	-
Balance at December 31, 2021	$ 6,000,010	$ (703,836)	$ 5,296,174

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

HAMILTON RENEWABLE POWER INCORPORATED

Statement of Cash Flows

Year ended December 31, 2021, with comparative information for 2020

	2021	2020
Operating activities:		
Net loss and comprehensive loss	$ (264,527)	$ (66,331)
Adjustments for:		
Depreciation	547,955	576,965
Payments in lieu of income taxes expense	(27,894)	43,495
Finance income	(6,558)	(8,589)
Deferred payment in lieu of income taxes expense	(66,011)	(68,339)
Accounts receivable	94,460	26,505
HST receivable	166	(37,420)
Prepaid expenses	(1,498)	-
Accounts payable and accrued liabilities	(29,995)	(24,031)
Cash provided by operating activities	246,098	442,255
Finance charges received	6,558	8,589
Payments in lieu of income taxes paid	(144)	(161,439)
Net cash provided by operating activities	252,512	289,405
Financing activities:		
Advances from the City of Hamilton	17,700	13,615
Dividends paid	-	(142,117)
Net cash provided by (used in) financing activities	17,700	(128,502)
Investing activities:		
Property plant and equipment	-	(64,362)
Net cash used in investing	-	(64,362)
Increase in cash	270,212	96,541
Cash, beginning of year	886,206	789,665
Cash, end of year	$ 1,156,418	$ 886,206

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

1. Purpose of the organization:

Hamilton Renewable Power Inc. ("the Entity") owns and operates two renewable power generation facilities in Hamilton, Ontario. The Woodward Plant is a 1.6 Megawatt ("MW") cogeneration facility, which is fueled by methane gas provided from the City of Hamilton's wastewater treatment facility. The Glanbrook Plant, is comprised of two 1.6 MW generators (3.2 MW in total) and is fueled by methane gas provided by a landfill gas collection system in the Glanbrook Landfill. Electricity produced by both plants is sold to the Independent Electricity System Operator. Thermal energy produced at Woodward is used by the wastewater treatment facility processes and for space heating.

The address of the Entity’s registered office is 71 Main Street West, Hamilton, Ontario, Canada.

2. Significant accounting policies:

a) Basis of presentation:

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

These financial statements were authorized by the Board of Directors on June 7, 2022.

b) Functional and presentation currency:

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

c) Revenue recognition:

Electricity distribution and thermal energy service charges

These charges comprise charges to customers for use of the Entity's electricity and thermal distribution systems. The performance obligations are recognized over time using an output method to measure the satisfaction of the performance obligation. The value of the electricity and thermal services transferred to the customer is determined on the basis of cyclical meter readings plus estimated customer usage since the last meter reading date to the end of the year and represents the amount that the Entity has the right to bill.

2. Significant accounting policies (continued):

d) Expenses:

Expenses are reported on the accrual basis of accounting which recognizes expenses as they are incurred and measurable as a result of a receipt of goods or services and the creation of a legal obligation to pay.

e) Property, plant and equipment and depreciation:

Property, plant and equipment and depreciation are initially recorded at acquisition cost or manufacturing cost, including any costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the Entity's management. All property, plant and equipment are subsequently measured using the cost model, cost less accumulated depreciation and impairment losses.

Depreciation is calculated on a straight-line basis over the estimated service life of property, plant and equipment, less its residual value as follows:

Asset	Service life
Building	20 years
Generating equipment	45,000-180,000 hours
Interconnect to Grid	20 years
Pipeline	20 years

Material residual value estimates and estimates of useful life are updated as required, but are reviewed at least annually.

Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognized in profit or loss.

f) Impairment:

(i) Financial assets measured at amortized cost:

A loss allowance for expected credit losses on financial assets measured at amortized cost is recognized at the reporting date. The loss allowance is measured at an amount equal to the lifetime expected credit losses for the asset.

2. Significant accounting policies (continued):

f) Impairment (continued):

(ii) Non-financial assets:

The carrying amounts of the Entity's non-financial assets, other than materials and supplies and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the “cash-generating unit” or “CGU”). The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss.

g) Payments in Lieu of Taxes (“PILs”):

The Entity is currently exempt from taxes under the Income Tax Act of Canada (“ITA”) and the Ontario Corporations Tax Act (“OCTA”). Pursuant to the Electricity Act, 1998 (Ontario) (“EA”), the Entity is required to compute taxes under the ITA and OCTA and remit such amounts to the Ontario Electricity Financial Corporation (“OEFC”).

2. Significant accounting policies (continued):

g) Payments in Lieu of Taxes (“PILs”) (continued):

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year using rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable with respect to previous years.

Deferred tax assets and liabilities is recognized in respect of temporary differences between the tax basis of assets and liabilities and their respective carrying amounts for accounting purposes. A deferred tax asset is recognized to the extent that it is probable that future taxable income will be available against which the temporary difference can be utilized. Deferred tax assets and liabilities are measured using enacted or substantively enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the date of enactment or substantive enactment.

h) Equity and dividend payments:

Share capital represents the nominal value of shares that have been issued. Retained earnings include all current and prior period retained profits. Dividend distributions payable to the shareholder are included in liabilities when the dividends have been approved in a general meeting prior to the reporting date.

All transactions with the shareholder are recorded separately within equity.

i) Financial instruments:

All financial instruments are recognized on the balance sheet when the Entity becomes a party to the contractual provision of the financial instrument and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss which are measured initially at fair value. Subsequent measurement of all financial assets and liabilities, except those held-for-trading and available for sale, are measured at amortized cost determined using the effective interest rate method.

All financial assets and financial liabilities are classified as amortized cost. These financial instruments are recognized initially at fair value plus any directly attributable transaction costs. Subsequently, they are measured at amortized cost using the effective interest method less any impairment for the financial assets as described in note 1 (f). The Entity does not enter into derivative instruments.

2. Significant accounting policies (continued):

j) Capital disclosures:

The Entity is not subject to externally imposed capital requirements and there has been no change with respect to the overall capital risk management strategy during the year.

k) Provisions:

A provision is recognized if, as a result of a past event, the Entity has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic resources will be required to settle the obligation.

l) Finance income and finance charges:

Finance income is recognized as it accrues in net income and comprises interest earned on cash and cash equivalents.

Finance charges comprise expenses on the capital loan. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognized in profit or loss using the effective interest method.

m) New standards and interpretation not yet adopted:

The following amended standards and interpretations are effective on or after January 1, 2022. The Entity is still assessing the impact of adopting these amendments on its future consolidated financial statements:

(i) Presentation of Financial Statements (Amendments to IAS 1)

The amendments to IAS 1 provide a more general approach to the classification of liabilities based on the contractual arrangements in place at the reporting date and clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period. The amendments are to be applied retrospectively and are effective for annual reporting periods beginning on or after January 1, 2023.

(ii) Changes in Accounting Estimates and Errors (Amendments to IAS 8)

The amendments to IAS 8 provide guidance to assist entities in distinguishing between accounting policies and accounting estimates. The amendments replace the definition of a change in accounting estimates with the definition of accounting estimates. Under the new definition, accounting estimates are monetary amounts in financial statements that are subject to measurement uncertainty. The amendments also clarify that a change in accounting estimate that results from new information or new developments is not the correction of an error. The amendments are effective for annual periods beginning on or after January 1, 2023 and are to be applied prospectively

2. Significant accounting policies (continued):

(iii) Income Taxes (Amendments to IAS 12)

The amendments to IAS 12 provide clarifications in accounting for deferred tax on certain transactions such as leases and decommissioning obligations. The amendments clarify that the initial recognition exemption does not apply to transactions such as leases and decommissioning obligations. The amendments are effective for annual periods beginning on or after January 1, 2023 and are to be applied to transactions that occur on or after the beginning of the earliest comparative period presented.

n) Estimation uncertainty:

The preparation of financial statements requires that the Entity’s management make assumptions and estimates of effects of uncertain future events on the carrying amounts of the Entity’s assets and liabilities at the end of each reporting period. Actual results may differ from those estimates as the estimation process is inherently uncertain. Actual future outcomes could differ from present estimates and assumptions potentially having a material future effect on the Entity’s historical experience and other facts and circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Entity’s assets and liabilities are accounted for prospectively.

Areas requiring the use of assumptions and that have a risk of resulting in adjustments to the carrying amounts of the Entity’s assets and liabilities are as follows:

Useful lives of depreciable assets
Management reviews its estimate of useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical obsolescence that may change the utility of the asset.

Impairment of property, plant and equipment
Management reviews property, plant and equipment for possible impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable.

3. Deposit:

The balance is made up of a security deposit of $32,000 (2020 - $32,000) paid to the Ontario Electricity Financial Corporation (“OEFC”). On December 23, 2004, Hamilton Renewable Power Inc. (then called Hamilton Hydro Energy Inc.) signed a Renewable Power Energy Supply contract with the OEFC, which was subsequently transferred by the OEFC to the Independent Electricity System Operator (“IESO”), for the supply of 1.6 MW of electricity. During 2007, the IESO determined the security required under this contract to be $32,000.

4. Property, plant and equipment:

	Building	Generating equipment	Interconnect to grid	Pipeline	Total
Cost or deemed cost					
Balance at January 1, 2020	$ 498,509	$ 8,214,549	$ 2,659,720	$ 1,528,917	$ 12,901,695
Additions	-	64,362	-	-	64,362
Transfers	-	-	-	-	-
Disposals	-	-	-	-	-
Balance at December 31, 2020	$ 498,509	$ 8,278,911	$ 2,659,720	$ 1,528,917	$ 12,966,057
Balance at January 1, 2021	$ 498,509	$ 8,278,911	$ 2,659,720	$ 1,528,917	$ 12,966,057
Additions	-	-	-	-	-
Transfers	-	-	-	-	-
Disposals	-	-	-	-	-
Balance at December 31, 2021	$ 498,509	$ 8,278,911	$ 2,659,720	$ 1,528,917	$ 12,966,057
Accumulated Depreciation					
Balance at January 1, 2020	$ 316,492	$ 4,556,590	$ 1,514,717	$ 911,822	$ 7,299,621
Additions	24,925	342,608	132,986	76,446	576,965
Transfers	-	-	-	-	-
Disposals	-	-	-	-	-
Balance at December 31, 2020	$ 341,417	$ 4,899,198	$ 1,647,703	$ 988,268	$ 7,876,586
Balance at January 1, 2021	$ 341,417	$ 4,899,198	$ 1,647,703	$ 988,268	$ 7,876,586
Additions	24,925	313,598	132,986	76,446	547,955
Transfers	-	-	-	-	-
Disposals	-	-	-	-	-
Balance at December 31, 2021	$ 366,342	$ 5,212,796	$ 1,780,689	$ 1,064,714	$ 8,424,541
Carrying amount					
December 31, 2020	$ 157,092	$ 3,379,713	$ 1,012,017	$ 540,649	$ 5,089,471
December 31, 2021	$ 132,167	$ 3,066,115	$ 879,031	$ 464,203	$ 4,541,516

5. Common shares:

The Entity is authorized to issue an unlimited number of common shares. Any invitation to the public to subscribe for shares of the Entity is prohibited.

	2021	2020
Issued:		
600,001 Common shares	$ 6,000,010	$ 6,000,010

The Entity did not pay any dividends in the year on common shares (2020 - $142,117).

6. Payments in lieu of income taxes:

The provision for payments in lieu of income taxes (“PILs”) recognized in income is as follows:

		2021		2020
Current PILs:				
Current year (recovery) expense	$	(27,894)	$	43,495
Deferred PILs:				
Origination and reversal of temporary differences		(66,011)		(68,339)
	$	(93,905)	$	(24,844)

Reconciliation of effective tax rate

The provision for PILs is computed by applying the Entity’s combined statutory income tax rate of 26.5% (2020 – 26.5%) to income before payment in lieu of taxes.

Deferred payments in lieu of income tax

Significant component of the Entity’s deferred PILs is as follows:

		2021		2020
Deferred PILs liability:				
Property, plant and equipment	$	177,931	$	243,942

7. Related party transactions:

The Entity sold $241,101 (2020 - $274,177) of thermal energy to the sole shareholder, the City of Hamilton, and incurred methane purchase costs of $734,435 (2020 - $793,959) from the City of Hamilton, which are included in cost of goods sold. These transactions are recorded at fair value.

The Entity paid $228,804 (2020 - $274,840) to the City of Hamilton for administrative support.

The Entity paid $155,999 (2020 - $156,756) to a corporation under common control for operation charges related to the Woodward co-generation facility.

These transactions are in the normal course of operations and are measured at the exchange amount as agreed upon by the related parties.

Amounts due to and from related party included in current assets $66,159 (2020 - $93,053) and current liabilities $512,402 (2020 - $521,596) were due to/from the City of Hamilton. These balances have payment terms of net 30, with interest accruing at prime plus 2%.

8. Economic dependence:

The Entity earns thermal energy revenue from the City of Hamilton and electricity generated revenue from the Independent Electricity System Operator based on the terms of two supply contracts that expire in July 2026 and November 2028.

9. Financial instruments:

Fair value

The carrying value of the Entity's financial instruments as at December 31, 2021 approximate fair value.

Financial risk management

The types of financial risk exposure and the way in which such exposure is managed by the Entity are as follows:

Credit risk

The Entity's exposure to credit risk is influenced mainly by the individual characteristics of each customer. 100% of the Entity's revenue is attributable to sales transactions with three customers. The carrying amounts of the Entity’s accounts receivable is reduced through the use of an allowance for impairment and the amount of the related impairment loss is recognized in net income. The balance of the allowance for impairment as at December 31, 2021 is $nil (2020 - $nil). The Entity's exposure to credit risk and management of this risk has not changed from the previous year. Management believes that the exposure is minimal as all amounts receivable are not past due.

9. Financial instruments (continued):

Liquidity risk

Liquidity risk is the risk that the Entity will be unable to meet its financial obligations as they become due. The Entity manages liquidity risk by ensuring that it has sufficient cash available to meet its obligations. The Entity forecasts cash flows for a period of 12 months to identify financial requirements. These requirements are met through cash flows from operations. Management believes that the Entity's exposure to liquidity risk and management of this risk has not changed from the previous year.

At December 31, 2021, the Entity's current liabilities consisted of accounts payable and accrued liabilities and due to related party. The Entity's cash and cash equivalents together with projected cash flows over the next 12 months is sufficient to pay these current liabilities.

10. Comparative information:

Certain prior year figures have been reclassified to conform with the current year's presentation.

11. COVID-19:

During the year ended December 31, 2020, the COVID-19 outbreak was declared a pandemic by the World Health Organization. This has resulted in governments worldwide, including the Canadian and Ontario governments, enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally and in Ontario resulting in an economic slowdown. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic condition however the success of these interventions is currently not determinable. The current challenging economic climate may lead to adverse changes in cash flows, working capital levels and/or debt balances, which may also have a direct impact on the Entity's operating results and financial position in the future. The Entity has not been significantly impacted to date.

HAMILTON RENEWABLE POWER INC
2022 DRAFT BUDGET

February 21, 2022

FISCAL PERIOD: JANUARY 1 TO DECEMBER 31, 2022

	2021			2022		
	Approved Budget	**Actuals**	**Variance**	**Draft Budget**	**$ Change**	**% Change**
Revenue						
Electricity Generation	$ 2,557,120	$ 2,187,000	$ (370,120)	$ 2,202,450	$ (354,670)	-13.9%
Thermal Energy Sales	$ 218,790	$ 241,101	$ 22,311	$ 241,090	$ 22,300	10.2%
Interest Earned	$ 8,590	$ 6,558	$ (2,032)	$ 6,560	$ (2,030)	-23.6%
Total Revenue	$ 2,784,500	$ 2,434,659	$ (349,841)	$ 2,450,100	$ (334,400)	-12.0%
Cost of Goods Sold						
Methane Gas	$ 760,960	$ 734,435	$ 26,525	$ 712,410	$ (48,550)	-6.4%
Gross Profit	$ 2,023,540	$ 1,700,224	$ (323,316)	$ 1,737,690	$ (285,850)	-14.1%
Expenses						
Operations Charge	$ 394,320	$ 417,499	$ (23,179)	$ 396,750	$ 2,430	0.6%
Maintenance Contracts	$ 727,890	$ 707,179	$ 20,711	$ 699,220	$ (28,670)	-3.9%
Unscheduled Maintenance	$ 22,990	$ 8,247	$ 14,743	$ 20,040	$ (2,950)	-12.8%
Communications	$ 44,680	$ 44,027	$ 653	$ 39,840	$ (4,840)	-10.8%
Dues and Subscriptions	$ -	$ 901	$ (901)	$ 1,500	$ 1,500	0.0%
Software/Hardware Expense	$ 109	$ 1,820	$ (1,710)	$ 670	$ 561	0.0%
Utilities (Electric)	$ 9,960	$ 13,077	$ (3,117)	$ 13,370	$ 3,410	34.2%
Ground Maintenance	$ 1,760	$ 2,165	$ (405)	$ 2,170	$ 410	23.3%
Portable Toilet Rental	$ 2,730	$ 1,760	$ 970	$ 1,760	$ (970)	-35.5%
Insurance	$ 46,840	$ 46,843	$ (3)	$ 62,210	$ 15,370	32.8%
Professional Fees						
Consulting	$ 6,771	$ 34,233	$ (27,462)	$ 4,400	$ (2,371)	-35.0%
Legal	$ 55,860	$ 55,860	$ -	$ 55,860	$ -	0.0%
Audit	$ 3,440	$ 3,440	$ -	$ 3,440	$ -	0.0%
City Staff	$ 214,380	$ 172,944	$ 41,436	$ 202,280	$ (12,100)	-5.6%
Financial Charges						
Bank Service	$ 500	$ 679	$ (179)	$ 680	$ 180	36.0%
Late Payment	$ -	$ 29	$ (29)	$ -	$ -	0.0%
RITC	$ -	$ -	$ -	$ -	$ -	0.0%
Non Operating Expenses						
Depreciation	$ 546,310	$ 547,955	$ (1,645)	$ 541,300	$ (5,010)	-0.9%
Loan Interest	$ -	$ -	$ -	$ -	$ -	0.0%
Total Expenses	$ 2,078,540	$ 2,058,657	$ 19,884	$ 2,045,490	$ (33,050)	-1.6%
Net Income Before Taxes	$ (55,000)	$ (358,433)	$ (303,432)	$ (307,800)	$ (252,800)	459.6%
Current and Deferred PIL Taxes	$ (24,330)	$ (93,905)	$ 69,575	$ (81,560)	$ (57,230)	235.2%
Net Income After Taxes	$ (30,670)	$ (264,528)	$ (233,858)	$ (226,240)	$ (195,570)	637.7%
Cash Flow						
Net Income After Tax	$ (30,670)	$ (264,528)	$ (233,858)	$ (226,240)	$ (195,570)	637.7%
Add: Non-Cash Expenses	$ 546,310	$ 547,955	$ (1,645)	$ 541,300	$ (5,010)	-0.9%
Less: Loan Principle Payments	$ -	$ -	$ -	$ -	$ -	NA
Net Cash Inflow	$ 515,640	$ 283,427	$ (235,503)	$ 315,060	$ (200,580)	-38.9%

Summary of Benefits of HRPI Operations to City of Hamilton

	2021			2022		
	Approved Budget	**Actuals**	**Variance**	**Draft Budget**	**$ Change**	**% Change**
Dividend	* $ -	$ -	$ -	** $ -	$ -	NA
Methane Gas Purchased	$ 760,960	$ 734,435	$ (26,525)	$ 712,410	$ (48,550)	-6.4%
Professional Fees - City staff	$ 270,240	$ 228,804	$ (41,436)	$ 258,140	$ (12,100)	-4.5%
Total Net Benefit to City	$ 1,031,200	$ 963,239	$ (67,961)	$ 970,550	$ (60,650)	-5.9%

Dividend Calculation:

* 2021 budgeted dividend equal $0 due to reported net loss in 2020

** 2022 budgeted dividend equal $0 due to reported net loss in 2021

HAMILTON RENEWABLE POWER INC.
(the "Corporation")

RESOLUTION OF THE BOARD OF DIRECTORS OF THE CORPORATION

1. 2021 AUDITED FINANCIAL STATEMENTS

BE IT RESOLVED that the audited financial statements for the 2021 fiscal year (attached hereto as Schedule 1) be approved.

2. 2022 BUDGET

BE IT RESOLVED that the 2022 budget (attached hereto as Schedule 2) be approved and adopted.

3. RESIGNATION AND APPOINTMENT OF OFFICERS

BE IT RESOLVED that the resignation of Richard Male as Treasurer of the Corporation (attached hereto as Schedule 3) is hereby received.

BE IT RESOLVED that Shelley Hesmer, having consented to act as Treasurer of the Corporation (attached hereto as Schedule 4), is hereby appointed as Treasurer of the Corporation commencing on June 7, 2022 and continuing thereafter until her successor is duly appointed.

4. CONFIRMATORY ACTIONS

BE IT RESOLVED that the officers of the Corporation are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolutions.

BE IT FURTHER RESOLVED that any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of the Corporation.

THE FOREGOING RESOLUTIONS are hereby consented to by all of the directors of the Corporation pursuant to the *Business Corporations Act* (Ontario), R.S.O. 1990, c. B.16, as evidenced by such directors' signatures hereto.

DATED the 7th day of June, 2022.

____
Brenda Johnson

____
John Paul Danko

Financial Statements of

HAMILTON RENEWABLE POWER INCORPORATED

Year ended December 31, 2021

INDEPENDENT AUDITORS' REPORT

To the Shareholder of Hamilton Renewable Power Incorporated

Opinion

We have audited the accompanying financial statements of Hamilton Renewable Power Incorporated (the “Entity”), which comprise:

- the statement of financial position as at December 31, 2021
- the statement of loss and comprehensive loss for the year then ended
- the statement of changes in equity for the year then ended
- the statement of cash flows for the year then ended
- and notes to the financial statements, including a summary of significant accounting policies

(Hereinafter referred to as the “financial statements”).

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Entity as at December 31, 2021, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS).

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the “*Auditors’ Responsibilities for the Audit of the Financial Statements*” section of our auditors’ report.

We are independent of the Entity in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada and we have fulfilled our other responsibilities in accordance with these requirements.

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRS), 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.

In preparing the financial statements, management is responsible for assessing the Entity’s ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Entity’s financial reporting process.

Auditors’ Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors’ report that includes our opinion.

Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.

  The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit 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.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion is based on the audit evidence obtained up to the date of our auditors report. However, future events or conditions may cause the Entity to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

KPMG LLP

Chartered Professional Accountants, Licensed Public Accountants

Hamilton, Ontario
June 7, 2022

HAMILTON RENEWABLE POWER INCORPORATED

Table of Contents

HAMILTON RENEWABLE POWER INCORPORATED

Statement of Financial Position

December 31, 2021, with comparative information for 2020

	2021	2020
Assets		
Current assets:		
Cash	$ 1,156,418	$ 886,206
Accounts receivable	147,122	241,582
Due from related party (note 7)	66,159	93,053
HST receivable	20,479	20,645
Payment in lieu of taxes receivable	111,433	83,395
Prepaid expenses	1,708	210
	1,503,319	1,325,091
Deposit (note 3)	32,000	32,000
Property, plant and equipment (note 4)	4,541,516	5,089,471
	$ 6,076,835	$ 6,446,562
Liabilities and Shareholder's Equity		
Current liabilities:		
Accounts payable and accrued liabilities	$ 90,328	$ 120,323
Due to related party (note 7)	512,402	521,596
	602,730	641,919
Non-current liabilities:		
Deferred payment in lieu of taxes (note 6)	177,931	243,942
Total liabilities	780,661	885,861
Shareholder's equity:		
Common shares (note 5)	6,000,010	6,000,010
Deficit	(703,836)	(439,309)
	5,296,174	5,560,701
Economic dependence (note 8)		
COVID-19 (note 11)		
	$ 6,076,835	$ 6,446,562

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

On behalf of the Board:

____________________ Director   ____________________ Director

HAMILTON RENEWABLE POWER INCORPORATED

Statement of Loss and Comprehensive Loss

Year ended December 31, 2021, with comparative information for 2020

	2021	2020
Revenue:		
Electricity distribution service charges	$ 2,187,000	$ 2,616,748
Thermal energy (note 7)	241,101	274,177
	2,428,101	2,890,925
Cost of goods sold:		
Methane purchases (note 7)	734,435	793,959
Gross profit	1,693,666	2,096,966
Expenses:		
Repairs and maintenance	1,132,925	1,213,512
Depreciation	547,955	576,965
Professional fees	266,476	300,412
Communication charges	44,027	44,850
Insurance	46,843	40,758
Bank charges and interest	679	501
Miscellaneous	19,751	19,732
	2,058,656	2,196,730
Loss from operating activities	(364,990)	(99,764)
Finance income	6,558	8,589
Loss before payment in lieu of taxes	(358,432)	(91,175)
Payment (recovery) in lieu of taxes (note 6):		
Current	(27,894)	43,495
Deferred	(66,011)	(68,339)
	(93,905)	(24,844)
Net loss and comprehensive loss	$ (264,527)	$ (66,331)

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

HAMILTON RENEWABLE POWER INCORPORATED

Statement of Changes in Equity

Year ended December 31, 2021, with comparative information for 2020

	Common shares	Deficit	Total
Balance at January 1, 2020	$ 6,000,010	$ (230,861)	$ 5,769,149
Net loss and comprehensive loss	-	(66,331)	(66,331)
Dividends	-	(142,117)	(142,117)
Balance at December 31, 2020	$ 6,000,010	$ (439,309)	$ 5,560,701
Balance at January 1, 2021	$ 6,000,010	$ (439,309)	$ 5,560,701
Net loss and comprehensive loss	-	(264,527)	(264,527)
Dividends	-	-	-
Balance at December 31, 2021	$ 6,000,010	$ (703,836)	$ 5,296,174

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

HAMILTON RENEWABLE POWER INCORPORATED

Statement of Cash Flows

Year ended December 31, 2021, with comparative information for 2020

	2021	2020
Operating activities:		
Net loss and comprehensive loss	$ (264,527)	$ (66,331)
Adjustments for:		
Depreciation	547,955	576,965
Payments in lieu of income taxes expense	(27,894)	43,495
Finance income	(6,558)	(8,589)
Deferred payment in lieu of income taxes expense	(66,011)	(68,339)
Accounts receivable	94,460	26,505
HST receivable	166	(37,420)
Prepaid expenses	(1,498)	-
Accounts payable and accrued liabilities	(29,995)	(24,031)
Cash provided by operating activities	246,098	442,255
Finance charges received	6,558	8,589
Payments in lieu of income taxes paid	(144)	(161,439)
Net cash provided by operating activities	252,512	289,405
Financing activities:		
Advances from the City of Hamilton	17,700	13,615
Dividends paid	-	(142,117)
Net cash provided by (used in) financing activities	17,700	(128,502)
Investing activities:		
Property plant and equipment	-	(64,362)
Net cash used in investing	-	(64,362)
Increase in cash	270,212	96,541
Cash, beginning of year	886,206	789,665
Cash, end of year	$ 1,156,418	$ 886,206

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

1. Purpose of the organization:

Hamilton Renewable Power Inc. ("the Entity") owns and operates two renewable power generation facilities in Hamilton, Ontario. The Woodward Plant is a 1.6 Megawatt ("MW") cogeneration facility, which is fueled by methane gas provided from the City of Hamilton's wastewater treatment facility. The Glanbrook Plant, is comprised of two 1.6 MW generators (3.2 MW in total) and is fueled by methane gas provided by a landfill gas collection system in the Glanbrook Landfill. Electricity produced by both plants is sold to the Independent Electricity System Operator. Thermal energy produced at Woodward is used by the wastewater treatment facility processes and for space heating.

The address of the Entity’s registered office is 71 Main Street West, Hamilton, Ontario, Canada.

2. Significant accounting policies:

a) Basis of presentation:

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

These financial statements were authorized by the Board of Directors on June 7, 2022.

b) Functional and presentation currency:

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

c) Revenue recognition:

Electricity distribution and thermal energy service charges

These charges comprise charges to customers for use of the Entity's electricity and thermal distribution systems. The performance obligations are recognized over time using an output method to measure the satisfaction of the performance obligation. The value of the electricity and thermal services transferred to the customer is determined on the basis of cyclical meter readings plus estimated customer usage since the last meter reading date to the end of the year and represents the amount that the Entity has the right to bill.

2. Significant accounting policies (continued):

d) Expenses:

Expenses are reported on the accrual basis of accounting which recognizes expenses as they are incurred and measurable as a result of a receipt of goods or services and the creation of a legal obligation to pay.

e) Property, plant and equipment and depreciation:

Property, plant and equipment and depreciation are initially recorded at acquisition cost or manufacturing cost, including any costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the Entity's management. All property, plant and equipment are subsequently measured using the cost model, cost less accumulated depreciation and impairment losses.

Depreciation is calculated on a straight-line basis over the estimated service life of property, plant and equipment, less its residual value as follows:

Asset	Service life
Building	20 years
Generating equipment	45,000-180,000 hours
Interconnect to Grid	20 years
Pipeline	20 years

Material residual value estimates and estimates of useful life are updated as required, but are reviewed at least annually.

Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognized in profit or loss.

f) Impairment:

(i) Financial assets measured at amortized cost:

A loss allowance for expected credit losses on financial assets measured at amortized cost is recognized at the reporting date. The loss allowance is measured at an amount equal to the lifetime expected credit losses for the asset.

2. Significant accounting policies (continued):

f) Impairment (continued):

(ii) Non-financial assets:

The carrying amounts of the Entity's non-financial assets, other than materials and supplies and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit" or "CGU"). The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss.

g) Payments in Lieu of Taxes ("PILs"):

The Entity is currently exempt from taxes under the Income Tax Act of Canada ("ITA") and the Ontario Corporations Tax Act ("OCTA"). Pursuant to the Electricity Act, 1998 (Ontario) ("EA"), the Entity is required to compute taxes under the ITA and OCTA and remit such amounts to the Ontario Electricity Financial Corporation ("OEFC").

2. Significant accounting policies (continued):

g) Payments in Lieu of Taxes (“PILs”) (continued):

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year using rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable with respect to previous years.

Deferred tax assets and liabilities is recognized in respect of temporary differences between the tax basis of assets and liabilities and their respective carrying amounts for accounting purposes. A deferred tax asset is recognized to the extent that it is probable that future taxable income will be available against which the temporary difference can be utilized. Deferred tax assets and liabilities are measured using enacted or substantively enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the date of enactment or substantive enactment.

h) Equity and dividend payments:

Share capital represents the nominal value of shares that have been issued. Retained earnings include all current and prior period retained profits. Dividend distributions payable to the shareholder are included in liabilities when the dividends have been approved in a general meeting prior to the reporting date.

All transactions with the shareholder are recorded separately within equity.

i) Financial instruments:

All financial instruments are recognized on the balance sheet when the Entity becomes a party to the contractual provision of the financial instrument and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss which are measured initially at fair value. Subsequent measurement of all financial assets and liabilities, except those held-for-trading and available for sale, are measured at amortized cost determined using the effective interest rate method.

All financial assets and financial liabilities are classified as amortized cost. These financial instruments are recognized initially at fair value plus any directly attributable transaction costs. Subsequently, they are measured at amortized cost using the effective interest method less any impairment for the financial assets as described in note 1 (f). The Entity does not enter into derivative instruments.

2. Significant accounting policies (continued):

j) Capital disclosures:

The Entity is not subject to externally imposed capital requirements and there has been no change with respect to the overall capital risk management strategy during the year.

k) Provisions:

A provision is recognized if, as a result of a past event, the Entity has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic resources will be required to settle the obligation.

l) Finance income and finance charges:

Finance income is recognized as it accrues in net income and comprises interest earned on cash and cash equivalents.

Finance charges comprise expenses on the capital loan. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognized in profit or loss using the effective interest method.

m) New standards and interpretation not yet adopted:

The following amended standards and interpretations are effective on or after January 1, 2022. The Entity is still assessing the impact of adopting these amendments on its future consolidated financial statements:

(i) Presentation of Financial Statements (Amendments to IAS 1)

The amendments to IAS 1 provide a more general approach to the classification of liabilities based on the contractual arrangements in place at the reporting date and clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period. The amendments are to be applied retrospectively and are effective for annual reporting periods beginning on or after January 1, 2023.

(ii) Changes in Accounting Estimates and Errors (Amendments to IAS 8)

The amendments to IAS 8 provide guidance to assist entities in distinguishing between accounting policies and accounting estimates. The amendments replace the definition of a change in accounting estimates with the definition of accounting estimates. Under the new definition, accounting estimates are monetary amounts in financial statements that are subject to measurement uncertainty. The amendments also clarify that a change in accounting estimate that results from new information or new developments is not the correction of an error. The amendments are effective for annual periods beginning on or after January 1, 2023 and are to be applied prospectively

2. Significant accounting policies (continued):

(iii) Income Taxes (Amendments to IAS 12)

The amendments to IAS 12 provide clarifications in accounting for deferred tax on certain transactions such as leases and decommissioning obligations. The amendments clarify that the initial recognition exemption does not apply to transactions such as leases and decommissioning obligations. The amendments are effective for annual periods beginning on or after January 1, 2023 and are to be applied to transactions that occur on or after the beginning of the earliest comparative period presented.

n) Estimation uncertainty:

The preparation of financial statements requires that the Entity's management make assumptions and estimates of effects of uncertain future events on the carrying amounts of the Entity's assets and liabilities at the end of each reporting period. Actual results may differ from those estimates as the estimation process is inherently uncertain. Actual future outcomes could differ from present estimates and assumptions potentially having a material future effect on the Entity's historical experience and other facts and circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Entity's assets and liabilities are accounted for prospectively.

Areas requiring the use of assumptions and that have a risk of resulting in adjustments to the carrying amounts of the Entity's assets and liabilities are as follows:

Useful lives of depreciable assets
Management reviews its estimate of useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical obsolescence that may change the utility of the asset.

Impairment of property, plant and equipment
Management reviews property, plant and equipment for possible impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable.

3. Deposit:

The balance is made up of a security deposit of $32,000 (2020 - $32,000) paid to the Ontario Electricity Financial Corporation ("OEFC"). On December 23, 2004, Hamilton Renewable Power Inc. (then called Hamilton Hydro Energy Inc.) signed a Renewable Power Energy Supply contract with the OEFC, which was subsequently transferred by the OEFC to the Independent Electricity System Operator ("IESO"), for the supply of 1.6 MW of electricity. During 2007, the IESO determined the security required under this contract to be $32,000.

4. Property, plant and equipment:

	Building	Generating equipment	Interconnect to grid	Pipeline	Total
Cost or deemed cost					
Balance at January 1, 2020	$ 498,509	$ 8,214,549	$ 2,659,720	$ 1,528,917	$ 12,901,695
Additions	-	64,362	-	-	64,362
Transfers	-	-	-	-	-
Disposals	-	-	-	-	-
Balance at December 31, 2020	$ 498,509	$ 8,278,911	$ 2,659,720	$ 1,528,917	$ 12,966,057
Balance at January 1, 2021	$ 498,509	$ 8,278,911	$ 2,659,720	$ 1,528,917	$ 12,966,057
Additions	-	-	-	-	-
Transfers	-	-	-	-	-
Disposals	-	-	-	-	-
Balance at December 31, 2021	$ 498,509	$ 8,278,911	$ 2,659,720	$ 1,528,917	$ 12,966,057
Accumulated Depreciation					
Balance at January 1, 2020	$ 316,492	$ 4,556,590	$ 1,514,717	$ 911,822	$ 7,299,621
Additions	24,925	342,608	132,986	76,446	576,965
Transfers	-	-	-	-	-
Disposals	-	-	-	-	-
Balance at December 31, 2020	$ 341,417	$ 4,899,198	$ 1,647,703	$ 988,268	$ 7,876,586
Balance at January 1, 2021	$ 341,417	$ 4,899,198	$ 1,647,703	$ 988,268	$ 7,876,586
Additions	24,925	313,598	132,986	76,446	547,955
Transfers	-	-	-	-	-
Disposals	-	-	-	-	-
Balance at December 31, 2021	$ 366,342	$ 5,212,796	$ 1,780,689	$ 1,064,714	$ 8,424,541
Carrying amount					
December 31, 2020	$ 157,092	$ 3,379,713	$ 1,012,017	$ 540,649	$ 5,089,471
December 31, 2021	$ 132,167	$ 3,066,115	$ 879,031	$ 464,203	$ 4,541,516

5. Common shares:

The Entity is authorized to issue an unlimited number of common shares. Any invitation to the public to subscribe for shares of the Entity is prohibited.

	2021	2020
Issued:		
600,001 Common shares	$ 6,000,010	$ 6,000,010

The Entity did not pay any dividends in the year on common shares (2020 - $142,117).

6. Payments in lieu of income taxes:

The provision for payments in lieu of income taxes ("PILs") recognized in income is as follows:

	2021	2020
Current PILs:		
Current year (recovery) expense	$ (27,894)	$ 43,495
Deferred PILs:		
Origination and reversal of temporary differences	(66,011)	(68,339)
	$ (93,905)	$ (24,844)

Reconciliation of effective tax rate

The provision for PILs is computed by applying the Entity's combined statutory income tax rate of 26.5% (2020 – 26.5%) to income before payment in lieu of taxes.

Deferred payments in lieu of income tax

Significant component of the Entity's deferred PILs is as follows:

	2021	2020
Deferred PILs liability:		
Property, plant and equipment	$ 177,931	$ 243,942

7. Related party transactions:

The Entity sold $241,101 (2020 - $274,177) of thermal energy to the sole shareholder, the City of Hamilton, and incurred methane purchase costs of $734,435 (2020 - $793,959) from the City of Hamilton, which are included in cost of goods sold. These transactions are recorded at fair value.

The Entity paid $228,804 (2020 - $274,840) to the City of Hamilton for administrative support.

The Entity paid $155,999 (2020 - $156,756) to a corporation under common control for operation charges related to the Woodward co-generation facility.

These transactions are in the normal course of operations and are measured at the exchange amount as agreed upon by the related parties.

Amounts due to and from related party included in current assets $66,159 (2020 - $93,053) and current liabilities $512,402 (2020 - $521,596) were due to/from the City of Hamilton. These balances have payment terms of net 30, with interest accruing at prime plus 2%.

8. Economic dependence:

The Entity earns thermal energy revenue from the City of Hamilton and electricity generated revenue from the Independent Electricity System Operator based on the terms of two supply contracts that expire in July 2026 and November 2028.

9. Financial instruments:

Fair value

The carrying value of the Entity's financial instruments as at December 31, 2021 approximate fair value.

Financial risk management

The types of financial risk exposure and the way in which such exposure is managed by the Entity are as follows:

Credit risk

The Entity's exposure to credit risk is influenced mainly by the individual characteristics of each customer. 100% of the Entity's revenue is attributable to sales transactions with three customers. The carrying amounts of the Entity’s accounts receivable is reduced through the use of an allowance for impairment and the amount of the related impairment loss is recognized in net income. The balance of the allowance for impairment as at December 31, 2021 is $nil (2020 - $nil). The Entity's exposure to credit risk and management of this risk has not changed from the previous year. Management believes that the exposure is minimal as all amounts receivable are not past due.

9. Financial instruments (continued):

Liquidity risk

Liquidity risk is the risk that the Entity will be unable to meet its financial obligations as they become due. The Entity manages liquidity risk by ensuring that it has sufficient cash available to meet its obligations. The Entity forecasts cash flows for a period of 12 months to identify financial requirements. These requirements are met through cash flows from operations. Management believes that the Entity's exposure to liquidity risk and management of this risk has not changed from the previous year.

At December 31, 2021, the Entity's current liabilities consisted of accounts payable and accrued liabilities and due to related party. The Entity's cash and cash equivalents together with projected cash flows over the next 12 months is sufficient to pay these current liabilities.

10. Comparative information:

Certain prior year figures have been reclassified to conform with the current year's presentation.

11. COVID-19:

During the year ended December 31, 2020, the COVID-19 outbreak was declared a pandemic by the World Health Organization. This has resulted in governments worldwide, including the Canadian and Ontario governments, enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally and in Ontario resulting in an economic slowdown. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic condition however the success of these interventions is currently not determinable. The current challenging economic climate may lead to adverse changes in cash flows, working capital levels and/or debt balances, which may also have a direct impact on the Entity's operating results and financial position in the future. The Entity has not been significantly impacted to date.

HAMILTON RENEWABLE POWER INC
2022 DRAFT BUDGET

February 21, 2022

FISCAL PERIOD: JANUARY 1 TO DECEMBER 31, 2022

	2021			2022		
	Approved Budget	Actuals	Variance	Draft Budget	$ Change	% Change
Revenue						
Electricity Generation	$ 2,557,120	$ 2,187,000	$ (370,120)	$ 2,202,450	$ (354,670)	-13.9%
Thermal Energy Sales	$ 218,790	$ 241,101	$ 22,311	$ 241,090	$ 22,300	10.2%
Interest Earned	$ 8,590	$ 6,558	$ (2,032)	$ 6,560	$ (2,030)	-23.6%
Total Revenue	$ 2,784,500	$ 2,434,659	$ (349,841)	$ 2,450,100	$ (334,400)	-12.0%
Cost of Goods Sold						
Methane Gas	$ 760,960	$ 734,435	$ 26,525	$ 712,410	$ (48,550)	-6.4%
Gross Profit	$ 2,023,540	$ 1,700,224	$ (323,316)	$ 1,737,690	$ (285,850)	-14.1%
Expenses						
Operations Charge	$ 394,320	$ 417,499	$ (23,179)	$ 396,750	$ 2,430	0.6%
Maintenance Contracts	$ 727,890	$ 707,179	$ 20,711	$ 699,220	$ (28,670)	-3.9%
Unscheduled Maintenance	$ 22,990	$ 8,247	$ 14,743	$ 20,040	$ (2,950)	-12.8%
Communications	$ 44,680	$ 44,027	$ 653	$ 39,840	$ (4,840)	-10.8%
Dues and Subscriptions	$ -	$ 901	$ (901)	$ 1,500	$ 1,500	0.0%
Software/Hardware Expense	$ 109	$ 1,820	$ (1,710)	$ 670	$ 561	0.0%
Utilities (Electric)	$ 9,960	$ 13,077	$ (3,117)	$ 13,370	$ 3,410	34.2%
Ground Maintenance	$ 1,760	$ 2,165	$ (405)	$ 2,170	$ 410	23.3%
Portable Toilet Rental	$ 2,730	$ 1,760	$ 970	$ 1,760	$ (970)	-35.5%
Insurance	$ 46,840	$ 46,843	$ (3)	$ 62,210	$ 15,370	32.8%
Professional Fees						
Consulting	$ 6,771	$ 34,233	$ (27,462)	$ 4,400	$ (2,371)	-35.0%
Legal	$ 55,860	$ 55,860	$ -	$ 55,860	$ -	0.0%
Audit	$ 3,440	$ 3,440	$ -	$ 3,440	$ -	0.0%
City Staff	$ 214,380	$ 172,944	$ 41,436	$ 202,280	$ (12,100)	-5.6%
Financial Charges						
Bank Service	$ 500	$ 679	$ (179)	$ 680	$ 180	36.0%
Late Payment	$ -	$ 29	$ (29)	$ -	$ -	0.0%
RITC	$ -	$ -	$ -	$ -	$ -	0.0%
Non Operating Expenses						
Depreciation	$ 546,310	$ 547,955	$ (1,645)	$ 541,300	$ (5,010)	-0.9%
Loan Interest	$ -	$ -	$ -	$ -	$ -	0.0%
Total Expenses	$ 2,078,540	$ 2,058,657	$ 19,884	$ 2,045,490	$ (33,050)	-1.6%
Net Income Before Taxes	$ (55,000)	$ (358,433)	$ (303,432)	$ (307,800)	$ (252,800)	459.6%
Current and Deferred PIL Taxes	$ (24,330)	$ (93,905)	$ 69,575	$ (81,560)	$ (57,230)	235.2%
Net Income After Taxes	$ (30,670)	$ (264,528)	$ (233,858)	$ (226,240)	$ (195,570)	637.7%
Cash Flow						
Net Income After Tax	$ (30,670)	$ (264,528)	$ (233,858)	$ (226,240)	$ (195,570)	637.7%
Add: Non-Cash Expenses	$ 546,310	$ 547,955	$ (1,645)	$ 541,300	$ (5,010)	-0.9%
Less: Loan Principle Payments	$ -	$ -	$ -	$ -	$ -	NA
Net Cash Inflow	$ 515,640	$ 283,427	$ (235,503)	$ 315,060	$ (200,580)	-38.9%

Summary of Benefits of HRPI Operations to City of Hamilton

	2021			2022		
	Approved Budget	Actuals	Variance	Draft Budget	$ Change	% Change
Dividend	* $ -	$ -	$ -	** $ -	$ -	NA
Methane Gas Purchased	$ 760,960	$ 734,435	$ (26,525)	$ 712,410	$ (48,550)	-6.4%
Professional Fees - City staff	$ 270,240	$ 228,804	$ (41,436)	$ 258,140	$ (12,100)	-4.5%
Total Net Benefit to City	$ 1,031,200	$ 963,239	$ (67,961)	$ 970,550	$ (60,650)	-5.9%

Dividend Calculation:

* 2021 budgeted dividend equal $0 due to reported net loss in 2020
** 2022 budgeted dividend equal $0 due to reported net loss in 2021

HAMILTON RENEWAL POWER INC.
(the "Corporation")

RESIGNATION

I, Rick Male, do hereby resign as Treasurer of the Corporation effective April 29, 2022.

Richard Male

Ali Pouladi (Witness)

Ali Pouladi

HAMILTON RENEWABLE POWER INC.
(the "Corporation")

RESOLUTIONS OF THE BOARD OF DIRECTORS OF THE CORPORATION

1. CHANGE TO THE ACRONYM FOR HAMILTON RENEWABLE POWER INC.

WHEREAS, an acronym is an informal construction, and does not impact on the legal name of Hamilton Renewable Power Inc.

THEREFORE, BE IT RESOLVED:

That the acronym for the Hamilton Renewable Power Inc. be changed to HRP Inc.

2. REPORT HRP202201

BE IT RESOLVED that the Corporation recommendation report no. HRP202201 related to 'Hamilton Renewable Power Inc. Renewable Natural Gas Development' (attached as Appendix "A" to Schedule "D" of the HRP Inc. Shareholder Report 22-001), *as amended*, be approved.

3. CONFIRMATORY ACTIONS

BE IT RESOLVED that the officers of the Corporation are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolutions.

BE IT FURTHER RESOLVED that any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of the Corporation.

THE FOREGOING RESOLUTIONS are hereby consented to by all of the directors of the Corporation pursuant to the *Business Corporations Act* (Ontario), R.S.O. 1990, c. B.16, as evidenced by such directors' signatures hereto.

DATED the 30th day of August, 2022.

____
Brenda Johnson

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John Paul Danko