NOTICE

RE: CONDENSED CONSOLIDATED INTERIM FINANCIALS STATEMENTS FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2021 AND 2020

The second quarter financial statements for the three and six months ended June 30, 2021 and 2020 have not been reviewed by the auditors of Greenbriar Capital Corp.

GREENBRIAR CAPITAL CORP.
"Anthony Balic"
Anthony Balic
Chief Financial Officer

Greenbriar Capital Corp.

Condensed Consolidated Interim Financial Statements
For Three and Six Months Ended June 30, 2021 and 2020
(amounts expressed in Canadian dollars, except where indicated)

Greenbriar Capital Corp.

Condensed Consolidated Interim Statements of Financial Position

As at June 30, 2021 and December 31, 2020

(amounts expressed in Canadian dollars, except where indicated)

	Note	As at June 30, 2021	As at December 31, 2020
Assets			
Current assets			
Cash		$ 28,518	$ 47,672
Deposits and prepaid expenses – short term		48,337	49,655
Other receivables		13,117	2,274
Loan receivable	9	-	1,301,013
Advance on private placement	5	1,971,000	-
Marketable securities	5	1,816,875	2,992,500
		3,877,847	4,393,114
Non-current assets			
Deposits and prepaid expenses – long term		55,810	-
Sage Ranch	4	832,075	701,983
Power project acquisition and development costs	6	5,738,176	5,669,836
Total assets		$ 10,503,908	$ 10,794,933
Liabilities			
Current liabilities			
Accounts payable and accrued liabilities	8	1,651,853	1,975,542
Loans payable	9	970,936	846,214
Convertible debentures (current portion)	10	181,145	171,146
		2,803,934	2,992,902
Shareholders' equity			
Share capital		18,154,083	15,425,528
Reserves		4,929,765	4,703,760
Accumulated other comprehensive income		255,309	426,907
Deficit		(15,639,183)	(12,754,164)
Total shareholders' equity		7,699,974	7,802,031
Total liabilities and shareholders' equity		10,503,908	$ 10,794,933

Nature of operations and going concern (note 1)
Commitments and contingencies (note 16)
Subsequent events (note 17)

Approved by the Board of Directors

___________"Jeff Ciachurski"_____________ Director _________"Cliff Webb"__________ Director

Greenbriar Capital Corp.

Consolidated Statements of (Loss) Income and Comprehensive (Loss) Income

For the three and six months ended June 30, 2021 and 2020
(amounts expressed in Canadian dollars, except where indicated)

	Notes	Three Months Ended June 30,		Six Months Ended June 30,	
		2021	2020	2021	2020
General and administration expenses					
Consulting fees		$ (202,818)	$ (189,797)	$ (373,507)	$ (274,051)
General and administrative		(92,542)	(35,072)	(142,111)	(104,690)
Marketing		(233,385)	(9,551)	(245,303)	(10,325)
Finance cost		(20,845)	(44,391)	(47,219)	(103,138)
Share-based payment expense	11	(144,379)	(81,891)	(745,977)	(140,026)
Professional fees		(97,113)	(42,294)	(146,111)	(109,570)
		(791,082)	(402,996)	(1,700,228)	(741,800)
Other (expenses) income, net					
Foreign exchange (loss) gain		5,889	53,357	11,669	(67,465)
Unrealized (loss) gain on marketable securities	5	(908,438)	3,362,392	(1,175,625)	2,617,311
Gain (loss) on settlement of accounts payable and accrued liabilities		(20,835)	-	(20,835)	6,810
Smart glass distribution agreement amortization		-	(240,994)	-	(481,989)
(Loss) income		(1,714,466)	2,771,759	(2,885,019)	1,332,867
Other comprehensive (loss) gain ("OCI")					
Cumulative translation adjustment		(94,402)	(195,042)	(171,598)	208,937
Total comprehensive (loss) gain		(1,808,868)	2,576,717	(3,056,617)	1,541,804
(Loss) income per share–basic and diluted		$ (0.06)	$ 0.12	$ (0.11)	$ 0.06
Weighted average shares outstanding–basic and diluted*		26,976,797	22,211,120	26,680,014	21,156,381
Total shares issued and outstanding		27,280,433	23,645,052	27,280,433	23,645,052

*Potentially dilutive securities excluded in the diluted earnings per share calculation for the six months ended June 30, 2020 were 1,575,000 out-of-the-money options, 2,827,946 out-of-the-money warrants and $412,426 out of the money convertible debentures.

Greenbriar Capital Corp.

Condensed Consolidated Interim Statements of Changes in Shareholders' Equity

For the three and six months ended June 30, 2021 and 2020
(amounts expressed in Canadian dollars, except where indicated)

	Notes	Shares	Share capital	Share-based payment reserves	Warrants reserves	Share subscriptions received in advance	Convertible debenture reserves	Accumulated other comprehensive income	Deficit	Total Shareholders' Equity
Balance at December 31, 2020		25,908,233	$ 15,425,528	$ 3,168,709	$ 1,493,221	$ -	$ 41,830	$ 426,907	(12,754,164)	$ 7,802,031
Loss for the period		-	-	-	-	-	-	-	(2,885,019)	(2,885,019)
Private placement	11	250,000	294,239	-	205,761	-	-	-	-	500,000
Share issuance cost		-	(7,495)	-	-	-	-	-	-	(7,495)
Options exercised	11	212,000	489,770	(187,771)	-	-	-	-	-	301,999
Warrants exercised	11	704,039	1,599,666		(539,252)	-	-	-	-	1,060,414
Finder's shares	11	50,000	105,000	-	-	-	-	-	-	105,000
Shares issued for debt settlement	11	144,239	230,782	-	-	-	-	-	-	230,782
Convertible debenture interest converted	10	11,922	16,593	-	1,290	-	-	-	-	17,883
Cumulative translation adjustment		-	-	-	-	-	-	(171,598)	-	(171,598)
Share-based payment expense	11	-	-	745,977	-	-	-	-	-	745,977
Balance at June 30, 2021		27,280,433	$ 18,154,083	$ 3,726,915	$ 1,161,020	$ -	$ 41,830	$ 255,309	$ (15,639,183)	$ 7,699,974

	Notes	Shares	Share capital	Share-based payment reserves	Warrants reserves	Share subscriptions received in advance	Convertible debenture reserves	Accumulated other comprehensive income	Deficit	Total Shareholders' Equity
Balance at December 31, 2019		19,605,993	$ 10,343,063	$ 2,431,568	1,671,026	$ 100,000	$ 58,425	$ 617,920	$ (9,609,025)	$ 5,612,977
income for the period		-	-	-	-		-	-	1,332,867	1,332,867
Private placement	11	2,629,593	795,196	-	667,327	(100,000)	-	-	-	1,362,523
Conversion of convertible debt	10	101,811	56,061	-	30,206	-	(6,638)	-	-	79,629
Options exercised	11	25,000	27,250	(12,250)	-	-	-	-	-	15,000
Warrants exercised	11	1,282,655	1,831,585	-	(671,703)	-	-	-	-	1,159,882
Share issuance cost		-	(37,121)	-	-	-	-	-	-	(37,121)
Share-based payment expense	11	-	-	140,026	-	-	-	-	-	140,026
Cumulative translation adjustment		-	-	-	-	-	-	208,937	-	208,937
Share subscriptions proceeds received		-	-	-	-	15,000	-	-	-	15,000
Balance at June 30, 2020		23,645,052	$ 13,016,034	$ 2,559,344	$ 1,696,856	$ 15,000	$ 51,787	$ 826,857	$ (8,276,158)	$ 9,889,720

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

Greenbriar Capital Corp.

Consolidated Statements of Cash Flows

For the three and six months ended June 30, 2021 and 2020
(amounts expressed in Canadian dollars, except where indicated)

	Note	Three Months Ended June 30,		Six Months Ended June 30,	
		2021	2020	2021	2020
Cash used from operating activities					
Income (loss) for the period		$ (1,714,466)	$ 2,771,759	$ (2,885,019)	$ 1,332,867
Items not affecting cash					
Unrealized foreign exchange gain		(57,068)	(53,357)	(11,669)	67,465
Gain on settlement of accounts payable and accrued liabilities		20,835	-	20,835	(6,810)
Share-based payment expense	11	144,379	81,891	745,977	140,026
Unrealized loss (gain) on marketable securities	5	908,438	(3,362,392)	1,175,625	(2,617,311)
Smart glass distribution agreement amortization	7	-	240,995	-	481,989
Accretion on convertible debt	10	4,578	2,649	9,999	6,389
		(693,304)	(318,455)	(944,252)	(595,385)
Change in non-cash operating working capital					
Decrease (increase) in receivables and prepaid expenses		11,310	(27,828)	(65,335)	(38,704)
Increase (decrease) in accounts payable and accrued liabilities		130,712	(97,763)	(159,527)	(258,855)
		(551,282)	(444,046)	(1,169,114)	(892,944)
Cash flows used in investing activities					
Sage Ranch	4	(73,278)	(37,500)	(148,728)	(37,500)
Power project development and construction costs		(58,043)	(102,354)	(99,864)	(102,354)
Advance on private placement		-	-	(1,971,000)	-
Purchase of marketable securities		-	-	-	(73,784)
Proceeds from sales marketable securities		-	38,523	-	72,658
		(131,321)	(101,331)	(2,219,592)	(140,980)
Cash flows used in financing activities					
Cash paid on executive loans		38,272	(684,608)	(91,654)	(937,181)
Private placement proceeds, net of issuance costs	11	-	597,038	500,000	1,277,038
Warrants exercised	11	757,375	859,882	1,060,414	859,882
Options exercises	11	74,000	15,000	301,999	15,000
Related company loan		(185,780)	(39,100)	1,598,793	-
Subscription received in advance		-	15,000	-	15,000
		683,867	763,212	3,369,552	1,229,739
Increase in cash		$ 1,264	$ 217,835	$ (19,154)	$ 195,815
Cash – beginning of period		27,254	3,845	47,672	25,865
Cash – end of period		$ 28,518	$ 221,680	$ 28,518	$ 221,680

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

1 Nature of operations and going concern

Greenbriar Capital Corp. ("Greenbriar" or the "Company") is a leading developer of entry-level housing, renewable energy, green technology and sustainable investment projects. Greenbriar was incorporated under British Columbia Business Corporations Act on April 2, 2009 and is a real estate issuer on the TSX Venture Exchange. The Company registered records office is located at Suite 1120 – 625 Howe Street, Vancouver, BC, V6C 2T6. The Company is listed as a Tier 2 real estate issuer. The Company's shares trade on the exchange under the symbol "GRB".

These consolidated financial statements have been prepared on the basis that the Company is a going concern, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. The nature of the Company's primary business is the acquisition, management, development, and possible sale of real estate and renewable energy projects. The Company had a loss of $2,885,019 (2020 – income of $1,332,867) for the six months ended June 30, 2021, an accumulated deficit of $15,639,183 (December 31, 2020 - $12,754,164) and as at June 30, 2021, the Company has a working capital of $1,073,913 (December 31, 2020 - $1,400,212). To date, the Company has no history of earning revenues. If the Company is unable to raise any additional funds to undertake planned development, it could have a material adverse effect on its financial condition and cause significant doubt about the Company's ability to continue as a going concern. If the going concern basis were not appropriate for these consolidated financial statements, then significant adjustments would be necessary in the carrying value of assets and liabilities, the reported expenses, and the classifications used in the statement of financial position.

In March 2020 the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company's business or results of operations at this time.

2 Basis of presentation

These unaudited condensed consolidated interim financial statements have been prepared in accordance with IAS 34 – Interim Financial Reporting as issued by the International Accounting Standards Board ("IASB"). Accordingly, certain disclosures included in annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the IASB have been condensed or omitted and these unaudited condensed interim consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended December 31, 2020.

The Company's management makes judgments in its process of applying the Company's accounting policies in the preparation of its unaudited interim condensed consolidated financial statements. In addition, the preparation of the financial data requires that the Company's management make assumptions and estimates of the effects of uncertain future events on the carrying amounts of the Company's assets and liabilities at the end of the reporting period and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates as the estimation process is inherently uncertain. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered to be relevant under the circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Company's assets and liabilities are accounted for prospectively. The critical judgments and estimates applied in the preparation of the Company's unaudited condensed interim consolidated financial statements are consistent with those applied and disclosed in the Company's consolidated financial statements for the year ended December 31, 2020. In addition, other than noted below, the accounting policies applied in these unaudited condensed interim consolidated financial statements are consistent with those applied and disclosed in the Company's audited financial statements for the year ended December 31, 2020. The Company's interim results are not necessarily indicative of its results for a full year.

The Company's interim results are not necessarily indicative of its results for a full year.

These unaudited condensed consolidated interim financial statements were approved by the Board of Directors on August 26, 2021.

(amounts expressed in Canadian dollars, except where indicated)

3 Significant accounting estimates and judgment

The preparation of these consolidated financial statements in conformity with IFRS requires management to make judgments and estimates and form assumptions that affect the reporting amounts of assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period.

On an ongoing basis, management evaluates its judgments and estimates in relation to assets, liabilities, revenue, and expenses. Management uses historical experience and various other factors it believes to be reasonable under the given circumstances as the basis for its judgments and estimates. Actual outcomes may differ from these estimates under different assumptions and conditions. Revisions to estimates and the resulting effects on the carrying amounts of the Company's assets and liabilities are accounted for prospectively.

Areas that often require significant management estimates and judgment are as follows:

Share-based payments

Amounts recorded for share-based payments are subject to the inputs used in the Black-Scholes option pricing model, including estimates such as volatility, forfeiture, dividend yield and expected option life.

Tax

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of future taxable income. Deferred tax assets are recognized for all unused tax losses to the extent that it is probable that taxable earnings will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable earnings together with future tax planning strategies.

Functional currency

The functional currency for the Company and its subsidiaries is the currency of the primary economic environment in which each operates. The Company's functional and local currency is the Canadian dollar. The functional currency of the Company's subsidiaries is the US dollar. The determination of functional currency may require certain judgments to determent the primary economic environment. The Company reconsiders the functional currency used when there is a change in events and conditions which determined the primary economic environment.

Assets' carrying values and impairment charges

In determining carrying values and impairment charges the Company looks at recoverable amounts, defined as the higher of value in use or fair value less cost to sell in the case of assets, and at objective evidence that identifies significant or prolonged decline of fair value on financial assets indicating impairment. These determinations and their individual assumptions require that management make a decision based on the best available information at each reporting period.

4 Sage Ranch

	June 30, 2021	December 31, 2020
Opening balance	$ 701,983	$ 816,820
Property taxes, net of Captiva repayment	-	(134,300)
Land appraisal & related fees	148,728	35,564
Unrealized foreign exchange	(18,637)	(16,101)
	$ 832,075	$ 701,983

On October 6, 2018, the Company entered into an agreement to sell a 50% undivided interest in the Sage Ranch project to Captiva Verde Land Corp. ("Captiva"), which represents a non-arm's length transaction as the Chief Executive Officer of the Company, Jeffrey Ciachurski, is also the Chief Executive Officer of Captiva. The Company received 10,687,500 common shares of the Captiva which had a fair value of $1,068,750 and $112,500 in cash for total consideration of $1,181,250 ("Sale Agreement").

(amounts expressed in Canadian dollars, except where indicated)

On August 10, 2020, the Company entered into an option and joint venture agreement (the "Option and Joint Venture Agreement") with Captiva amending the terms of the original agreement.

Pursuant to the terms of the Option and Joint Venture Agreement, Captiva's 50% interest in the Sage Ranch Project was converted into an option to earn (the "Option") a 50% net profits interest in the Tehachapi Property by:

1. Captiva paying the Company a cash payment of $112,500 (the "Cash Payment") (Captiva satisfied this payment in 2018 under the terms of the Sale Agreement);

2. Captiva issuing the Company common shares (the "Share Payment") (Captiva satisfied this payment in 2018 through the issuance of 10,687,500 common shares under the terms of the Sale Agreement); and

3. Captiva funding the applicable permitting and development costs for the Sage Ranch Project (Captiva is current on such funding obligations).

Captiva has until the earlier of: (i) August 20, 2025 and (ii) the date the Company receives final approval from the City of Tehachapi (and other required regulatory approval) to build houses on the Tehachapi Property, to exercise the Option.

If Captiva makes the payments summarized above by the required time, Captiva will exercise the Option and will automatically acquire a 50% net profits interest in and to the Sage Ranch Project. If Captiva exercises the Option, then Captiva and the Company will immediately enter into a joint venture (the "Joint Venture") pursuant to the terms of the Option and Joint Venture Agreement. Pursuant to the terms of the Joint Venture, the Company and the Captiva are required to evenly split all net profits derived from the Sage Ranch Project.

5 Marketable securities

	December 31, 2020 Fair value	Acquired	Disposed	Gain/(Loss)	June 30, 2021 Fair value
Captiva	$ 2,992,500	$ -	$ -	$ (1,175,625)	$ 1,816,875

	December 31, 2019 Fair value	Acquired	Disposed	Gain/(Loss)	December 31, 2020 Fair value
Captiva	$ 3,152,813	$ -	$ -	$ (160,313)	$ 2,992,500
Organic Garage Ltd	-	24,759	(19,693)	(5,066)	-
QMX Gold Corp	-	49,025	(52,965)	3,940	-
Total	**$ 3,152,813**	**$ 73,784**	**$ (72,658)**	**$ (161,439)**	**$ 2,992,500**

February 8, 2021, the Company advanced Captiva $1,971,000 a non-brokered private placement at a price of $0.27 per unit. Each unit is comprised of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one additional common share in the capital of Captiva at a price of $0.75 per warrant until February 8, 2023. The Company is awaiting TSX-V approval regarding the investment before the shares are issued.

As at June 30, 2021, the Company owned 10,687,500 (2020 – 10,687,500) shares of Captiva.

(amounts expressed in Canadian dollars, except where indicated)

6 Power project acquisition and development costs

	Development Costs	Acquisition Costs	Total
December 31, 2019	3,109,881	1,623,500	4,733,381
Additions	1,116,602	-	1,300,745
Unrealized foreign exchange	(118,147)	(32,000)	(302,290)
December 31, 2020	$ 4,108,336	$ 1,591,500	$ 5,699,836
Additions	189,656	-	189.656
Unrealized foreign exchange	(109,066)	(42,250)	(151,316)
June 30, 2021	4,188,926	$ 1,549,250	5,738,176

Montalva Project

In April 2013, the Company entered into a 50/50 arrangement to create AG Solar with Alterra Power Corp ("Alterra") (the "Arrangement"). The Arrangement was created to develop 100 Megawatts ("MW's") of solar generation capacity in Puerto Rico under a Master Renewable Power Purchasing and Operating Agreement ("PPOA"), dated December 20, 2011, and amended on March 16, 2012 (the "Master Agreement"), with Puerto Rico Electric Power Authority ("PREPA") which the partnership through its wholly owned subsidiary, PBJL Energy Corporation, currently has rights to.

On July 12, 2013, the Company signed a Membership Interest Purchase and Sale Agreement ("MIPSA") with Magma Energy (U.S.) Corp. ("Magma"), a subsidiary of Alterra, and amended on October 11, 2013 whereby the Company will purchase from Alterra its 50% interest in and to the shares of AG Solar. The consideration was US $1.25 Million. The Company completed the MIPSA on September 12, 2014 (the "Acquisition Date"), the Company now owns 100% of AG .

Under the terms of the Master Agreement, the Company filed its 100 MW AC Montalva Solar Project with PREPA on September 5, 2013, requesting an interconnection evaluation and issuance of a project specific PPOA for Montalva. After numerous delays by PREPA and failed attempts by the Company through emails and correspondence to PREPA requesting the interconnection evaluation and issuance of a project specific PPOA for Montalva, the Company filed a Notice of Default under the Master Agreement with PREPA on September 24, 2014. PREPA responded to the Notice of Default on November 3, 2014, taking the position that it had other PPOAs issued that would exceed its system renewable capacity and could not accept any additional renewable projects and further had met its obligations under the Master Agreement.

On May 15, 2015, the Company, filed a legal action against PREPA in the courts of Puerto Rico in order to protect and enforce its rights under the Master Agreement. On September 9, 2016, the Superior Court of Puerto Rico denied an application by PREPA to have the case for contractual enforcement and damages dismissed. The Company may now proceed to have the court enforce the agreement, or in lieu of enforcement, direct PREPA to pay US $210 Million in monetary damages, or both. In May of 2018 the Company filed a US Federal RICO lawsuit seeking US $951 Million in damages from PREPA.

On February 6, 2019, the Company announced that PREPA wanted to re-open negotiations to move forward the Montalva Project. The Company has met with PREPA representatives in 2019 and the negotiations are ongoing.

On May 19, 2020, the Company announced that it has reached agreement with the PREPA on a 25-year PPOA for the development, construction, and operation of the Montalva solar project. On May 28, 2020, the Governing Board of PREPA approved the contract.

On August 7, 2020, the Company received unanimous approval from the Puerto Rico Energy Bureau and the Montalva PPOA moved on to final approval by the Puerto Puerto Rico Financial Oversight and Management Board (FOMB). On February 26, 2021, the FOMB approved two projects and excluded the approval of the Montalva project. The Company is in the process of seeking avenues to have the FOMB decision overturned or to have the FOMB approve the projects approved by PREPA.

In addition, the Company has submitted an application in the new Request for Proposal the FOMB asked the non-selected projects to apply to in case the above actions are unsuccessful.

(amounts expressed in Canadian dollars, except where indicated)

Land Lease Agreements

The below Montalva and Lajas Farm Option Agreements provide for a land lease with a term of twenty-five years and may be extended for up to four additional consecutive periods of five years each, at the Company's option, for the purposes of the Company developing the Montalva project.

The Company entered into an option agreement dated September 9, 2013, which gives the Company the exclusive right and option to lease land in Puerto Rico (the "Montalva Option Agreement").

On various dates since execution of the land purchase option agreement, the parties have executed six separate amendments to extend the expiration date. On December 7, 2020, the Company entered into a further extension to December 31, 2021 to make option payments: US $20,000 within 30 days of signing of the agreement, additional US $20,000 within 30 days, but in no event prior to June 1, 2021, of signing by PPOA with PREPA.

The Lajas Farm option agreement is comprised of three separate lease agreements. On December 1, 2013, the Company entered into an option agreement with renewal options which gives the Company the exclusive right and option to lease an additional site in Puerto Rico for the Montalva Project ("Original Lajas Farm Option").

On January 1, 2014, the Company entered into two additional option agreements for five years each (the "Secondary Lajas Farm Option"), which gives the Company the exclusive right and option to lease additional land in Lajas, Puerto Rico to further expand the Montalva Project.

During the quarter ending June 30, 2021, the Company entered into additional extension agreements extending the option term on all agreements to December 31, 2021, and agreeing to make payments totalling US$47,500.

Included in the power project development and construction costs balance for AG Solar are costs related to environmental assessments and land lease option payments.

7 Smart glass distribution agreement

On September 25, 2017, the Company completed the acquisition of an Ontario based private company which holds the exclusive Canadian sales, distribution and marketing rights for the entire suite of Smart Glass energy products, developed and built by Gauzy of Tel-Aviv, Israel.

In addition, the Company will be entitled to sell the entire suite of products into any other country of the world if the sales are being made to a subsidiary of an entity which has its principal place of business or head office located within Canada.

	Carrying amount
Balance, December 31, 2018	$ 1,676,367
Amortization	(966,626)
Balance, December 31, 2019	709,741
Amortization	(709,741)
Balance, December 31, 2020	$ -

The distribution agreement was being amortized over 3 years from the original contract life.

(amounts expressed in Canadian dollars, except where indicated)

8 Accounts payable and accrued liabilities

	June 30, 2021	December 31, 2020
Project related accounts payables (1)	$ 163,320	$ 167,591
Other accounts payable (2)	718,457	793,021
Accrued liabilities (2)	770,076	1,014,930
Total accounts payable and accrued liabilities	$ 1,651,853	$ 1,975,542

1) Total project related accounts payable include costs for the AG Solar project.
2) Other accounts payable and accrued liabilities include costs related to the Company and not to the AG Solar project.

During the year ended December 31, 2020, the Company reversed $10,401 in accounts payable related to payables that were no longer payable.

9 Loans payable

Shareholder loans	June 30, 2021	December 31, 2020
Principal opening balance	$ 127,320	$ 129,880
Unrealized foreign exchange	(3,380)	(2,560)
Principal ending balance	123,940	$ 127,320

In September 2014, the Company received two loans totaling $131,170 (US $100,000) from an independent shareholder. Both loans bear interest of 10% per annum, compounded monthly and were repayable on February 25, 2015. As the loan is past the repayment date it is now due on demand. As at June 30, 2021, total accrued interest was $125,300 (December 31, 2020 - $115,816) and was included in account payables and accrued liabilities.

Director loans	June 30, 2021	December 31, 2020
Principal opening balance	$ 345,004	$ 350,735
Unrealized foreign exchange	(7,567)	(5,731)
Principal ending balance	$ 337,437	$ 345,004

The loans bear interest of between 10% and 12% per annum and are repayable at varying terms from on demand to January 2017. Any loan past repayment date is now due on demand. As at June 30, 2021, total interest accrued was $385,489 (December 31, 2020 - $360,166) and was included in account payables and accrued liabilities.

Executive loans	June 30, 2021	December 31, 2020
Principal opening balance	$ 152,640	$ 534,974
Addition loan	43,080	378,999
Net repayments	(91,655)	(648,600)
Unrealized foreign exchange	-	(112,733)
Principal ending balance	$ 104,065	$ 152,640

As at June 30, 2021, the Company had outstanding loans from the CEO and the CEO's spouse of $104,065 (December 31, 2020- $152,640). The loans bear interest of between 10% and 12% per annum and were repayable at varying terms from on-demand to

(amounts expressed in Canadian dollars, except where indicated)

November 2016. Any loan past repayment date is now due on demand. As at June 30, 2021, total interest accrued was $134,154 (December 31, 2020 - $238,834) and was included in account payables and accrued liabilities.

Promissory note	June 30, 2021	December 31, 2020
Principal opening balance	$ 221,250	$ -
Promissory note related to expired convertible (note 10)	-	165,000
Additional loan	-	56,250
Promissory settled by shares	(131,250)	-
Principal ending balance	$ 90,000	$ 221,250

During the year ended, December 31, 2020, an unexercised convertible debt instrument was re-classified as a loan payable. During the year ended December 31, 2020 an additional 56,250 was loaned to the Company. As at June 30, 2021, the total accrued interest related to the debenture was $10,987 (December 31, 2020 - $76,270) and was included in account payables and accrued liabilities. On April 22, 2021, the Company settled $131,250 of the promissory note in a shares for debt transaction. The total amount settled including interest was $165,497 in exchange for the issuance of 133,465 common shares and $15,000 was paid on April 22, 2021.

Related company loan	June 30, 2021	December 31, 2020
Opening balance	$ (1,301,013)	$ 168,701
Funds received	1,598,793	185,562
Repayment	-	(1,655,276)
Unrealized foreign exchange	17,714	-
Ending payable balance	315,494	-
Ending receivable balance	-	$ (1,301,013)

As at June 30, 2021, the Company had a loan payable of $315,494 (December 31, 2020- loan receivable of $1,301,013) to Captiva which represents a non-arm's length transaction as the Chief Executive Officer of the Company, Jeffrey Ciachurski, is also the Chief Executive Officer of Captiva. The loans are non-interest bearing, unsecured, and are repayable upon demand. During current period ended June 30, 2021, Captiva repaid the loan and the Company has advanced the funds back to Captiva in anticipation of participating in the pending Captiva private placement (Note 5).

10 Convertible debenture

January 2017 Convertible Debt

On January 13, 2017, the Company issued convertible debentures in the aggregate amount of $125,000. The debenture has a maturity term of 3 years from the date of issuance and bears interest at a rate of 8% per annum compounded semi-annually. The debenture holder can convert the outstanding principal amount into units of the Company at a price of $1.00 per unit. Each unit shall be comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to January 13, 2020.

The Company negotiated with holders of convertible debentures issued in January 2017 an extension of the maturity date of the debentures from January 13, 2020 to July 13, 2020. The expiry date of any warrants acquired by a holder upon conversion of the debenture will be extended from January 13, 2020 to January 13, 2022. The amended terms provide that the debentures may be converted into units of the Company at a conversion price of $1.00 per unit until July 13, 2020, each unit comprised of one common share and one half of one share purchase warrant. Each whole warrant will be exercisable into one common share at a price of $1.50 per share until January 13, 2022. All other terms of the convertible debentures remain unchanged.

(amounts expressed in Canadian dollars, except where indicated)

On June 11, 2020, principal amount of $50,000 of convertible debentures issued on January 13, 2017 converted into 50,000 shares at a price of $1.00 per unit. Each unit comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to January 13, 2022.

On July 13, 2020, principal amount of $75,000 of convertible debentures issued on January 13, 2017 were converted into 75,000 shares at a price of $1.00 per unit. Each unit comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to January 13, 2022.

Based on the discount factor of 13.5% over the Debenture's term of three years, the equity portion was valued at $16,595. Accretion for the debenture for the six months ended June 30, 2021 was $nil (2020 – $6,300). Interest for the debenture for the six months ended June 30, 2021 was $nil (December 31, 2020 – $9,371).

As at June 30, 2021, total interest accrued was $15,340 (December 31, 2020 - $15,340) and was included in account payables and accrued liabilities.

	June 30, 2021	December 31, 2020
Opening balance	$ -	$ 118,700
Accretion	-	6,300
Converted	-	(125,000)
Ending balance	$ -	$ -

December 2018 Convertible Debt

During the year ended December 31, 2018, the Company agreed to convert $322,534 of loans outstanding from a director into a convertible debenture which grants to the lender certain rights to convert the loan and interest into units of the Company at the conversion price of $1.25 per unit. Each unit is comprised of one share and one half of one share purchase warrant. One whole warrant entitles the holder to purchase one additional share of the Company at a price of $1.50 on or prior to June 15, 2021.

On June 12, 2019, $156,250 of the $322,534 convertible debentures issued on June 15, 2018 was converted into 125,000 shares of the Company at a deemed price of $1.25 per share. Each unit is comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to August 21, 2021.

On April 9, 2020, $36,268 interest of the $322,534 convertible debentures issued on June 15, 2018 was converted into 51,811 shares of the Company at fair value of $0.70 per share. Each unit is comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to August 21, 2021.

On June 8, 2021, $17,645 interest of the $322,534 convertible debentures issued on June 15, 2018 was converted into 11,922 shares of the Company at fair value of $1.48 per share.

Based on the discount factor of 13.5% over the Debenture's term of three years, the equity portion was valued at $42,818. Accretion for the debenture for the six months ended June 30, 2021 was $9,999 (2020 - $5,300). Interest for the debenture for the six months ended June 30, 2021 was $6,493 (2020 - $9,570).

As at June 30, 2021, total interest accrued was $1,568 (December 31, 2020 - $12,719) and was included in account payables and accrued liabilities.

	June 30, 2021	December 31, 2020
Opening balance	$ 171,146	$ 160,487
Accretion	9,999	10,659
Ending balance	$ 181,145	$ 171,146

11 Share capital and reserves

a) Authorized and outstanding

As at June 30, 2021, the Company had unlimited authorized common shares without par value and 27,280,433 common issued and outstanding (December 31, 2020 – 25,908,233).

b) Share issuances

Fiscal 2021

- On January 27, 2021, the Company closed a non-brokered private placement and issued 250,000 units at a price of $2.00 per unit for gross proceeds of $500,000. Each unit is comprised of one common share and one share purchase warrant. Each warrant entitles the holder to acquire one additional share at a price of $2.50 until January 27, 2023.

  The fair value of these warrants at the date of grant was estimated at $205,761 using the proportionate allocation method. The warrants for this method were valued using the Black-Scholes option pricing model with the following assumptions: a 2 year expected life; 105.96% volatility; risk-free interest rate of 0.16%; and a dividend yield of 0%.

- On February 24, 2021, the Company issued 50,000 common shares share to Genevieve Enterprise Corp. pursuant to a finder's fee agreement. The $105,000 was recorded in consulting fees in the statement of loss and comprehensive loss.
- April 22, 2021, the Company settled debt in the total amount of $178,856.60 with two of its creditors, by the issuance of 144,239 common shares at a price of $1.24 per share.
- On June 8, 2021, $17,645 accrued interest of the $322,534 convertible debentures issued on June 15, 2018 was converted into 11,922 units of the Company at a fair value of $1.48 per unit. Each unit is comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to August 21, 2021.

  The fair value of these warrants at the date of grant was estimated at $1,392 using the proportionate allocation method. The warrants for this method were valued using the Black-Scholes option pricing model with the following assumptions: a 0.2 years expected average life; 87.09% volatility; risk-free interest rate of 0.32%; and a dividend yield of 0%.
- During the period ended June 30, 2021, 212,000 stock options were exercised for gross proceeds of $301,999.
- During current period ended, 2,704,039 shares was issued from warrants exercised for gross proceeds of $1,060,414.

Fiscal 2020

- On January 27, 2020, the Company closed a non-brokered private placement and issued 611,000 units at a price of $0.50 per unit for gross proceeds of $300,000 and a reduction of $5,500 in accounts payable. Each unit is comprised of one common share and one share purchase warrant. Each warrant entitles the holder to acquire one additional share at a price of $0.55 until April 21, 2024. The Company incurred $8,500 in share issuance costs related to the financing.

  The fair value of these warrants at the date of grant was estimated at $143,370 using the proportionate allocation method. The warrants for this method were valued using the Black-Scholes option pricing model with the following assumptions: a 4 year expected life; 107.83% volatility; risk-free interest rate of 1.32%; and a dividend yield of 0%.

- On March 25, 2020, the Company closed a non-brokered private placement and issued 1,000,000 units at a price of $0.50 per unit for gross proceeds of $480,000 and a reduction of $20,000 in accounts payable. Each unit is comprised of one common share and one full common share purchase warrant. Each warrant entitles the holder to acquire one additional common share in the capital of Greenbriar at a price of $0.55 per common share until April 21, 2024. The Company incurred $11,000 in share issuance costs related to the financing.

  The fair value of these warrants at the date of grant was estimated at $259,489 using the proportionate allocation method. The warrants for this method were valued using the Black-Scholes option pricing model with the following assumptions: a 4 year average life; 109.91% volatility; risk-free interest rate of 0.78%; and a dividend yield of 0%.
- On April 9, 2020, $36,268 accrued interest of the $322,534 convertible debentures issued on June 15, 2018 was converted into 51,811 units of the Company at a fair value of $0.70 per unit. Each unit is comprised of one common share of the Company and one half of

one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to August 21, 2021.

The fair value of these warrants at the date of grant was estimated at $4,760 using the proportionate allocation method. The warrants for this method were valued using the Black-Scholes option pricing model with the following assumptions: a 1.37-years expected average life; 97.8% volatility; risk-free interest rate of 0.39%; and a dividend yield of 0%.

- On May 1, 2020, the Company closed the non-brokered private placement, issued 1,018,593 units at a price of $0.645 per unit for gross proceeds of $597,008 and a reduction in accounts payable of $59,985. Each unit is comprised of one common share and one half of one share purchase warrant. Each whole warrant entitles the holder to acquire one additional share in the capital of Greenbriar at a price of $1.00 until April 21, 2024. The Company incurred $19,928 in share issuance costs related to the financing.

  The fair value of these warrants at the date of grant was estimated at $264,468 using the proportionate allocation method. The warrants for this method were valued using the Black-Scholes option pricing model with the following assumptions: a 4 year expected average life; 108.77% volatility; risk-free interest rate of 0.34%; and a dividend yield of 0%.

- On June 1, 2020, 25,000 stock option were exercised for gross proceeds of $15,000.

- On June 11, 2020, principal amount of $50,000 of convertible debentures issued on January 13, 2017 in the aggregate amount of $125,000 converted into 50,000 units at a price of $1.00 per unit. Each unit comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to January 13, 2022.

  The fair value of these warrants at the date of grant was estimated at $25,446 using the proportionate allocation method. The warrants for this method were valued using the Black-Scholes option pricing model with the following assumptions: a 1.59-years expected average life; 107.65% volatility; risk-free interest rate of 0.27%; and a dividend yield of 0%.

- On July 2, 2020, 25,000 stock option were exercised for gross proceeds of $15,000.

- On July 13, 2020, principal amount of $75,000 of convertible debentures issued on January 13, 2017 in the aggregate amount of $75,000 were converted into 75,000 units at a price of $1.00 per unit. Each unit comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to January 13, 2022.

  The fair value of these warrants at the date of grant was estimated at $35,431 using the proportionate allocation method. The warrants for this method were valued using the Black-Scholes option pricing model with the following assumptions: a 1.5-years expected average life; 105.82% volatility; risk-free interest rate of 0.28%; and a dividend yield of 0%.

- On July 13, 2020, the Company issued 25,000 units at a fair value of $25,000 as units for services. Each unit comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to January 13, 2022.

  The fair value of these warrants at the date of grant was estimated at $11,810 using the proportionate allocation method. The warrants for this method were valued using the Black-Scholes option pricing model with the following assumptions: a 1.5-years expected average life; 105.82% volatility; risk-free interest rate of 0.28%; and a dividend yield of 0%.

- On November 2, 2020, the Company closed the non-brokered private placement, issued 500,000 units at a price of $1.50 per unit for gross proceeds of $735,750 and a reduction of accounts payable of $14,250. Each unit is comprised of one common share and one share purchase warrant. Each share purchase warrant entitles the holder to acquire one additional common share in the capital of the Company at a price of $1.75 per until November 2, 2022.

  The fair value of these warrants at the date of grant was estimated at $229,756 using the proportionate allocation method. The warrants for this method were valued using the Black-Scholes option pricing model with the following assumptions: a 2-year expected average life; 101.09% volatility; risk-free interest rate of 0.26%; and a dividend yield of 0%.

- On September 22, 2020, 100,000 stock option were exercised for gross proceeds of $85,000.

- During year ended December 31, 2020, 2,820,836 shares was issued from warrants exercised for gross proceeds of $2,185,787 and a reduction of accounts payable of $153,750, 150,000 shares was issued from options exercised for gross proceed of $115,000.

c) Stock options

The Board of Directors may grant options to purchase shares from time to time, subject to the aggregate number of common shares of the Company issuable under all outstanding stock options of the Company not exceeding 10% of the issued and outstanding common shares of the Company at the time of the grant. The options are exercisable over a period established at the time of issuance to buy shares of the Company for a period not exceeding ten years, at a price not less than the minimum price permitted by the exchange. The vesting schedule for an option, if any, shall be determined by the Board of Directors at the time of issuance.

- On May 25, 2021, the Company issued 30,000 incentive stock option to a consultant of the Company exercisable at $1.50 per share for a period of 2 years. The fair value of the share options was estimated at $23,820 on the date of grant using the Black-Scholes option pricing model, with the following assumptions: expected option life of 2 years, expected stock price volatility 105.28%, dividend payment during life of option was nil, risk free interest rate 0.30%, weighted average exercise price $1.50, weighted average fair value per option $0.79, share price $1.47.

- On January 20, 2021, the Company issued 350,000 incentive stock option to a consultant of the Company exercisable at $2.00 per share for a period of 3 years. The fair value of the share options was estimated at $599,397 on the date of grant using the Black-Scholes option pricing model, with the following assumptions: expected option life of 3 years, expected stock price volatility 115.92%, dividend payment during life of option was nil, risk free interest rate 0.20%, weighted average exercise price $2.00, weighted average fair value per option $1.71, share price $2.40.

- On January 15, 2020, the Company issued 100,000 incentive stock option to a consultant of the Company exercisable at $0.60 per share for a period of 5 years with an 18-month vesting provision. The fair value of the share options was estimated at $39,709 on the date of grant using the Black-Scholes option pricing model, with the following assumptions: expected option life of 5 years with an 18-month vesting provision, expected stock price volatility 107%, dividend payment during life of option was nil, risk free interest rate 1.54%, weighted average exercise price $0.60, weighted average fair value per option $0.40, weighted average share price $0.52.

- On May 21, 2020, the Company granted 200,000 stock options to a consultant of the Company exercisable at $1.38 for a period of 2 years. The fair value of the share options was estimated at $143,524 on the date of grant using the Black-Scholes option pricing model, with the following assumptions: expected option life of 2 years, expected stock price volatility 99.56%, dividend payment during life of option was nil, risk free interest rate 0.30%, weighted average exercise price $1.38, weighted average fair value per option $0.72, weighted average share price $1.38.

- On October 13, 2020, the Company granted 50,000 incentive stock options to Company consultant exercisable at $1.50 per share for a period of 2 years. The fair value of the share options was estimated at $42,514 on the date of grant using the Black-Scholes option pricing model, with the following assumptions: expected option life of 2 years, expected stock price volatility 100.95%, dividend payment during life of option was nil, risk free interest rate 0.25%, weighted average exercise price $1.50, weighted average fair value per option $0.85, weighted average share price $1.58.

- On December 3, 2020, the Company issued 550,000 incentive stock option to two consultants of the Company exercisable at $1.50 per share for a period of 3 years. The fair value of the share options was estimated at $509,812 on the date of grant using the Black-Scholes option pricing model, with the following assumptions: expected option life of 3 years, expected stock price volatility 106.52%, dividend payment during life of option was nil, risk free interest rate 0.3%, weighted average exercise price $1.50, weighted average fair value per option $0.93, weighted average share price $1.45.

Total share options granted during the six months ended June 30, 2021 were 380,000 (December 31, 2020 – 900,000). Total share-based payment expense recognized for the fair value of share options granted and vested during the six months ended June 30, 2021 was $745,977 (2020 - $140,026).

(amounts expressed in Canadian dollars, except where indicated)

A summary of stock option information as at June 30, 2021 and December 31, 2020 is as follows:

	June 30, 2021		December 31, 2020	
	Number of shares	**Weighted average exercise price**	**Number of shares**	**Weighted average exercise price**
Outstanding – beginning of year	2,050,000	$ 1.20	1,300,000	$ 1.03
Granted	380,000	1.96	900,000	1.37
Exercised	(212,000)	1.42	(150,000)	0.77
Outstanding – end of period	2,218,000	$ 1.31	2,050,000	$ 1.20

The following table discloses the number of options and vested options outstanding as at June 30, 2021:

Number of options outstanding	Weighted average exercise price	Weighted average remaining contractual life (years)	Number of options Outstanding and exercisable	Weighted average exercise price	Weighted average remaining contractual life (years)
175,000	$0.85	0.46	175,000	$0.85	0.46
275,000	1.10	1.79	275,000	1.10	1.79
250,000	1.20	1.14	250,000	1.20	1.14
500,000	1.00	2.90	500,000	1.00	2.90
25,000	0.60	3.57	-	0.60	3.57
100,000	1.38	0.89	100,000	1.38	0.89
30,000	1.50	1.90	-	1.50	1.90
550,000	1.50	2.42	550,000	1.50	2.42
313,000	2.00	2.56	313,000	2.00	2.56
2,218,000	**$1.31**	**2.11**	**2,163,000**	**$1.31**	**2.09**

The following table discloses the number of warrants outstanding as at:

	June 30, 2021		December 31, 2020	
	Number of shares	**Weighted average exercise price**	**Number of shares**	**Weighted average exercise price**
Outstanding – beginning of year	$ 1,624,293	$ 1.18	2,456,415	$ 1.23
Granted	255,961	2.48	2,737,664	1.49
Exercised	(704,037)	1.51	(2,820,836)	0.83
Expired	(201,350)	1.50	(748,950)	1.60
Outstanding – end of period	974,867	$ 1.22	1,624,293	$ 1.18

(amounts expressed in Canadian dollars, except where indicated)

Outstanding warrants	Expiry Date	Exercise price
62,500	August 21, 2021	$1.50
11,000	April 24, 2024	$0.55
520,000	April 24, 2024	$0.55
25,906	August 21, 2021	$1.50
37,500	January 13, 2022	$1.50
12,500	January 13, 2022	$1.50
49,500	November 2, 2022	$1.75
250,000	January 27, 2023	$2.50
5,961	August 21, 2021	$1.50
974,867		

During the period ended June 30, 2021, total 704,039 shares was issued from warrants exercised for gross proceeds of $1,060,414.

12 Financial instruments

The Company examines the various financial instrument risks to which it is exposed and assesses the impact and likelihood of those risks.

Categories of financial instrument

	June 30, 2021		December 31, 2020	
	Carrying value $	Fair value $	Carrying value $	Fair value $
Financial assets				
Fair value through profit and loss ("FVTPL")				
Cash	28,518	28,518	47,672	47,672
Advance on private placement	1,971,000	1,971,000	-	-
Marketable securities	1,816,875	1,816,875	2,992,500	2,992,500
Amortized cost				
Other receivables	13,117	13,117	2,274	2,274
Related Company loan receivable	-	-	1,301,013	1,301,013
Financial liabilities				
Other financial liabilities				
Accounts payable and accrued liabilities	1,651,853	1,651,853	1,975,542	1,975,542
Convertible debenture	181,145	181,145	171,146	1,71,146
Loan payable	970,936	970,936	846,214	846,214

Fair value

Financial instruments measured at fair value are grouped into Level 1 to 3 based on the degree to which fair value is observable:

Level 1 – quoted prices in active markets for identical securities

Level 2 – significant observable inputs other than quoted prices included in Level 1

Level 3 – significant unobservable inputs

The Company did not move any instruments between levels of the fair value hierarchy during the period ended June 30, 2021 and December 31, 2020.

The fair values of all financial instruments are considered to approximate their carrying values due to their short-term nature.

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 exposed to interest rates through the interest earned on cash balances, deposits, and loans; however, management does not believe this exposure is significant.

Credit risk

The Company is exposed to credit risk through its cash, which is held in large Canadian financial institutions with high credit rating, and other receivables. The Company believes the credit risk is insignificant. The Company's exposure is limited to amounts reported within the statement of financial position.

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 manages liquidity risk through the management of its capital structure. In order to meet its financial obligations, the Company will need to generate cash flow from the sale or otherwise disposition of property or raise additional funds. The following table summarizes the remaining contractual maturities of the Company's financial liabilities and operating commitments:

	Less than 1 year	Over 1 year	Total
Accounts payable and accrued liabilities	$ 1,651,853	$ -	$ 1,651,853
Loan payables	970,936	-	970,936
Convertible debt	181,145	-	181,145
Total	$ 2,803,934	$ -	$ 2,803,934

Foreign exchange risk

The Company operates in Canada and the United States and is exposed to foreign exchange risk arising from transactions denominated in foreign currencies.

The operating results and the financial position of the Company are reported in Canadian dollars. Fluctuations of the operating currencies in relation to the Canadian dollar will have an impact upon the reported results of the Company and may also affect the value of the Company's assets and liabilities.

The Company's financial assets and liabilities as at June 30, 2021 are denominated in Canadian Dollars and United States Dollars and are set out in the following table:

	Canadian Dollars	US Dollars	Total
Financial assets			
Cash	$ 26,898	$ 1,620	$ 28,518
Other receivables	13,117	-	13,117
Advance on private placement	1,971,000	-	-
Marketable securities	1,816,875	-	1,816,875
	3,827,890	1,620	3,829,510
Financial liabilities			
Accounts payable and accrued liabilities	$ (550,995)	$ (1,100,858)	$ (1,651,853)
Convertible debentures	(181,145)	-	(181,145)
Loan payable	(970,936)	-	(970,936)
Net financial liabilities	$ 2,124,814	$ (1,099,238)	$ 1,025,576

The Company's financial assets and liabilities as at December 31, 2020 are denominated in Canadian Dollars and United States Dollars and are set out in the following table:

	Canadian Dollars	US Dollars	Total
Financial assets			
Cash	$ 47,802	$ (130)	$ 47,672
Other receivables	2,274	-	2,274
Loan receivable	842,600	458,413	1,301,013
Marketable securities	2,992,500	-	2,992,500
	3,885,176	458,283	4,343,459
Financial liabilities			
Accounts payable and accrued liabilities	(1,060,455)	(915,087)	(1,975,542)
Convertible debentures	(171,146)	-	(171,146)
Loan payable	(433,889)	(412,325)	(846,214)
Net financial liabilities	$ 2,219,686	$ (869,129)	$ 1,350,557

The Company's reported results will be affected by changes in the US dollar to Canadian dollar exchange rate. As of June 30, 2021, a 10% appreciation of the Canadian dollar relative to the US dollar would have decreased net financial liabilities by approximately $109,924 (December 31, 2020 - $86,913). A 10% depreciation of the US Dollar relative to the Canadian dollar would have had the equal but opposite effect. The Company has not entered into any agreements or purchased any instruments to hedge possible currency risk.

(amounts expressed in Canadian dollars, except where indicated)

13 Capital management

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern such that it can continue to provide returns for shareholders and benefits for other stakeholders. The primary use of capital will be used for the development of its properties and acquisitions.

The Company considers the items included in short-term loans and shareholders' equity as capital. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions, business opportunity and the risk characteristics of the underlying assets. In order to maintain or adjust its capital structure, the Company may issue new shares or return capital to its shareholders. The Company is not exposed to externally imposed capital requirements.

Management reviews its capital management approach on an ongoing basis. During the period ended June 30, 2021, there has been no change in the Company's management of capital policies.

14 Segment disclosures

The Company is primarily involved in the acquisition and development of wind and solar energy farms in the United States and renewable energy projects in Canada and has determined that its reportable operating segment is based on the fact that the Company's projects have the same economic characteristics and represent the manner in which the Company's chief decision maker views and evaluates the Company's business.

The Company currently has two geographic segments: Canada and the United States of America ("USA"). The head office operates in Canada and the Company's long-term assets are in the USA.

The Company has one reportable operating segment.

	Canada	USA	Total
As at June 30, 2021			
Total assets	$ 3,933,788	$ 6,570,120	$ 10,503,908
Non-current assets	55,810	6,570,251	6,626,061
As at December 31, 2020			
Total assets	$ 4,393,114	$ 6,401,819	$ 10,794,933
Non-current assets	-	6,401,819	6,401,819

	Canada	USA	Total
Period ended June 30, 2021			
Six months operating income (loss)	$ (2,881,320)	$ (3,699)	$ (2,885,019)
Six income (loss) for the period	(2,881,320)	(3,699)	(2,885,019)
Three months operating income (loss)	(1,714,148)	(318)	(1,714,466)
Three months income (loss) for the period	(1,714,148)	(318)	(1,714,466)
Period ended June 30, 2020			
Six months operating income (loss)	$ 1,405,089	$ (72,222)	$ 1,332.867
Six months income (loss) for the period	1,405,089	(72,222)	$ 1,332.867
Three months operating income (loss)	2,815,510	(43,751)	2,771,759
Three months income (loss) for the period	2,815,510	(43,751)	2,771,759

(amounts expressed in Canadian dollars, except where indicated)

15 Related party transactions

The Company's related parties include its subsidiaries, associates over which it exercises significant influence, and key management personnel. Key management personnel are those persons having the authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management personnel include officers, directors or companies with common directors of the Company.

The Company incurred the following expenses with related parties during the three months ended June 30:

	2021	2020
Management fees	$ 78,270	$ 100,802
Share-based payments	-	140,026
Total	$ 78,270	$ 240,828

On July 1, 2014, the Company entered into a consulting contract with the President of the Company. The agreement provides for an annual fee of US $120,000 in which the President will lead all the wind and solar development in obtaining permitting, environmental compliance and raising of capital to construct the renewable energy facilities ("Annual Fee"). In addition, the Company agrees to reimburse all reasonable expense incurred related to office expenses, daily travel per diem, mileage expense and health and life insurance premium expense. Further, upon the Company closing certain development milestones allowing for an equity raise of at least US $2 Million or the sale of any Company assets or project rights including the Tehachapi land whichever comes first, the agreement provides for a one-time payment of US $250,000 in recognition of the President's unpaid work in support of the Company's projects since March 2013. Lastly, the President will be paid a US$3 Million development completion bonus at the time the Montalva Solar Project completes all key milestones necessary for the Company to obtain project financing for the Montalva Solar Project.

On October 15, 2016, the President entered into an amended compensation agreement with the Company. Under this new agreement, the President agreed to settle all unpaid fees and late penalties with a US$168,750 loan at interest of 8% per annum compounded semi-annually. His base fee will be reduced to US$5,000 per month until such time as a PPOA for a project has been executed with PREPA or other such milestone has occurred as determined by the board. The fee will then be reverted back to US$10,000 per month. Further the development completion award for the Montalva solar project will be reduced to US$1.95 million from the initial US$3 million.

On August 13, 2018, the Company renegotiated the terms of an outstanding loan comprising certain debt due to Clifford M. Webb, the Company's President, for services rendered to the Company. Mr. Webb has agreed to extend the term of the loan until June 15, 2021. In recognition of Mr. Webb's efforts to move the Company's Montalva project in Puerto Rico forward to date and as a further inducement to ensure Mr. Webb's continued contribution to the advancement of the Montalva Project, the Company has agreed to grant a bonus of $65,000 to Mr. Webb. During the year ended December 31, 2018, the Company agreed to convert $322,534 of the loans outstanding into a convertible debenture granted to the lender the ability to convert the loan and interest into units of the Company at the conversion price of $1.25 per unit. Each unit is comprised of one share and one half of one share purchase warrant. One whole warrant entitles the holder to purchase one additional share of the Company at a price of $1.50 on or prior to June 15, 2021. (Note 10 and 11)

On June 12, 2019, $156,250 of the $322,534 convertible debentures issued on June 15, 2018 was converted into 125,000 units of the Company at a price of $1.25 per unit. Each unit is comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to June 15, 2021.

On April 9, 2020, $36,268 of the $322,534 convertible debentures issued on June 15, 2018 interest was converted into 51,811 shares of the Company at a fair value of $0.70 per share. Each unit is comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to August 21, 2021.

On June 8, 2021, $17,645 accrued interest of the $322,534 convertible debentures issued on June 15, 2018 was converted into 11,922 units of the Company at a fair value of $1.48 per unit. Each unit is comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to August 21, 2021.

Subsequent period ended, on July 15, 2021, $166,284 of the $322,534 convertible debentures issued on June 15, 2018 was converted into 133,027 units of the Company at a price of $1.25 per unit. Each unit is comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to June 15, 2021.

Subsequent period ended, on July 15, 2021, $1,567 accrued interest of the $322,534 convertible debentures issued on June 15, 2018 was converted into 1,080 units of the Company at a fair value of $1.45 per unit. Each unit is comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to August 21, 2021.

(amounts expressed in Canadian dollars, except where indicated)

During the six months ended June 30, 2021, the President charged the Company $38,270 (December 31, 2020 - $118,819) under the contract. As at June 30, 2021, included in accounts payable are fees and expenses due to the President of the Company of $200,866 (December 31, 2020 – $167,444).

During the six months ended June 30, 2021, a Company controlled by the CFO charged the Company $40,000 (2020 - $40,000) related to services.

During the six months ended June 30, 2021, related party loan interest of US $28,271 (December 31, 2020 – US $52,991) was capitalized to power project acquisition and development costs. (Note 6).

As at June 30, 2021, the Company had a loan of $315,494 (December 31, 2020- receivable of $1,310,013) payable to Captiva. The loan is non-interest bearing and is repayable upon demand. The loan represents a non-arm's length transaction as the Chief Executive Officer of the Company, Jeffrey Ciachurski, is also the Chief Executive Officer of Captiva. During the current period, Captiva repaid the loan receivable and the Company has advanced Captiva $1,971,000 to participate in the Captiva non-brokered private placement at a price of $0.27 per unit, in addition to additional funds. Each unit is comprised of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one additional common share in the capital of Captiva at a price of $0.75 per warrant until February 8, 2023. The Company is awaiting TSX-V approval regarding the investment before the shares are issued.

As at June 30, 2021, the Company had $211,567 (December 31, 2020 - $183,387) in accounts payable to related parties.

16 Commitments and contingencies

As at March 31, 2021, the Company had the following commitments and contingencies outstanding:

	Within 1 year	Over 1 year	Total
PBJL Share transfer (ii)	619,700	-	619,700
Total	$ 619,700	-	$ 619,700

i) The Company entered into four separate land options agreements with Jose Arturo Acosta, leasing a total of 1,590 acres of land in the Municipality of Lajas and Guanica of Puerto Rico. The Company made initial payments on the execution date of each options agreement and will thereafter pay advances for each successive four-month period during the option terms. The annual rent will be revised once the land area needed for the energy facility is determined and will have an initial term of twenty-five years with an extension of four consecutive periods of five years each.

ii) On April 23, 2013, 330 common shares, approximately 33% interest, of PBJL were transferred between the spouse of an officer to AG Solar and the Company. The Company may be required to pay approximately US $500,000 for these shares on terms yet to be negotiated. Any future payments will be subject to available funds and the completion of a significant financing of the Company in the future.

iii) The Company executed a USD $195 Million project financing mandate with Voya Investment Management, LLC ("Voya") for the Company's Monalva Project. As compensation for entering into this letter, the Company hereby agrees to issue to Voya, on the date on which a trigger event occurs, warrants to purchase 3,500,000 common shares of the Company at a strike price of $1.00, exercisable at any time within five years from the date hereof. For the purposes of this letter, a "Trigger Event" means the earliest of: (a) issuance of notice to proceed to start construction of the Project, (b) closing of the Loans referred to in the attached Term Sheet, (c) closing of financing equal to more than 50% of the cost of the Project, (d) transfer of ownership of over 50% of the Project, measured from the date hereof, (e) sale or transfer of over $25 million in Company shares, (f) Company shares trading at or above $3.00, (g) change of control of the Company, whereby more than 50% of the shares are owned or under the control of one investor, or over 50% of the board of directors have been appointed by one investor, or (h) PREPA or its successor is rated investment grade by at least one nationally recognized rating agency ("NRSRO"), or (i) PREPA's Power Purchase and Operating Agreement with the Project, or Project-related obligations, are guaranteed by an entity rated investment grade by a NRSRO. This agreement has been extended to February 15, 2022.

17 Subsequent events

i) On July 7, 2021, the Company issued 350,000 incentive stock option to a consultants of the Company exercisable at $1.35 per share for a period of 3 years.

ii) On July 15, 2021, $166,284 of the $322,534 convertible debentures issued on June 15, 2018 was converted into 133,027 units of the Company at a price of $1.25 per unit. Each unit is comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to June 15, 2021.

iii) On July 15, 2021, $1,567 accrued interest of the $322,534 convertible debentures issued on June 15, 2018 was converted into 1,080 units of the Company at a fair value of $1.45 per unit. Each unit is comprised of one common share of the Company and one half of one common share purchase warrant entitling the holder to acquire an additional common share at the price of $1.50 on or prior to August 21, 2021.

iv) On August 4, 2021, the Company declared USD $2,490,000 in bonus awards to executives and directors of the Company in recognition of receiving full entitlement approval by local authorities for the Sage Ranch project. The awards were made in recognition of the many years of perseverance and effort involved in getting the project approved, reducing materially management salaries and director fees, and maintaining efforts to conserve cash. The bonuses are not considered paid or payable until accepted by the awardee or payee.

v) On August 20, 2021, 161,419 warrants were exercised for proceeds of $242,128.