MPC CARIBBEAN CLEAN ENERGY LIMITED

Unaudited Financial Statements for the
Quarter ended September 30, 2022
and Compilation Report

MPC CARIBBEAN CLEAN ENERGY LIMITED

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MPC CARIBBEAN CLEAN ENERGY

Chairman's Report to the Shareholders

Third Quarter Ended September 30th, 2022

To the Shareholders of MPC Caribbean Clean Energy Limited,

On behalf of the board of directors, I am pleased to present the unaudited financial statements of MPC Caribbean Clean Energy Limited (**Company or MPCCEL**) for the period ended September 30th, 2022.

Summary of the quarter

The trend of adverse weather conditions continued throughout the third quarter of the year. The La Niña phenomenon is causing less wind and more rain as usual and continues to be affecting our energy production across the region. During the current hurricane season, apart from the restrictions in production, no damage to technical assets was recorded. Precautionary measures were taken and therefore had little or no impact on the assets.

In our wind farm in Costa Rica, Tilawind, technical works on the rotor blades were carried out to enhance its technical performance in the future.

The Company announced changes in its board of directors' composition. After four years of serving as independent and non-executive directors Mr. Mark Hart and Mr. Steven Marston are leaving the board effectively as of September 14th, 2022. The Chairman of the Company would like to thank both directors for their cooperation and continued support to develop the Company since its IPO in 2019.

Portfolio Highlights

KPI	Q3 2022	Q3 2021	YTD Q1-Q3 2022	YTD Q1-Q3 2021
EBITDA	USD 926,913.06	USD 644,594.18	USD 4,624,030.06	USD 3,625,309.19
Energy Output Variation[1]	-21.94 %	-11.10%	-13.08 %	-10.64 %
Weighted Average Availability[2]	99.16 %	97.58%	99.15%	98.33%

The table above shows all figures on a pro-rated basis reflecting the economic interest of the Company in the underlying asset portfolio. The asset performance for Q3 2022 was as follows:

[1] *Note: The Energy Output Variation is calculated as an accumulated difference of the actual generated energy (kWh) and the forecast (P50) energy output for the relevant period. P50 is essentially a statistical level of confidence and basis for our predicted energy generation.*

[2] *Note: Availability is defined as the percentage of time during a month that the wind turbine is operations-ready and available to produce power. This is independent of whether or not enough wind is available for the wind turbine to produce power. In regards to solar parks, it is the proportion of time that the is operations-ready and usable to produce power over a specified time period.*

Please note that the productive irradiation hours and wind speeds are depending on short (daily), mid (monthly) and long-term (annual and multi-year) weather patterns. Therefore, the high degree of variability of revenue and cost patterns are shown and revenue and costs are not equally distributed throughout the year. Subsequently, the KPI are most meaningful in an annual comparison or with previous years' quarter.

Paradise Park | Solar Park | Jamaica

Revenues were 13.66% (YTD: -6.59%) below the business plan for the past quarter. The reason for this was primarily the lower energy production of 14.29% (YTD: -8.28%). Operating expenditure (OPEX) was below the budget by 8.62% (YTD: +6.61%) and as a result, EBITDA was 14.96% lower than Q3 2022 forecast values (YTD: -9.86%).

The oil leaks on the MV transformers, reported in the last quarterly report, have been fixed, which will increase technical performance.

Tilawind | Wind Farm | Costa Rica

The power generation was significantly lower by 48.36% (YTD: -19.31%) due to poor wind conditions in the region as well as the execution of the rotor blade repairs causing additional down time of the wind turbines. Inevitably, this is also reflected in the lower actual revenue amount of 46.70% compared to the budget (YTD: -13.39%). OPEX amount was 2.09% (YTD: -11.80%), slightly higher than budgeted. EBITDA was drastically lower by 1,324% in the third quarter, however, considering the seasonality of the wind as well as the PPA tariffs, the overall economic impact on the annual results is limited. The EBITDA on a YTD basis is only 13.69% lower compared to the budget.

Blade repair activities proceeded but were delayed due to unfavorable weather conditions preventing the repairs from being completed by the end of Q3. Completion is expected at the beginning of Q4. Furthermore, cracks were identified during the annual inspection, some of which will be repaired this year as part of the O&M contract. With the O&M contractual partner, the focus was on the cracks with the highest categorization, so that no operational restrictions can be expected for the high-tariff phase. These activities are also expected to conclude over the next quarter.

San Isidro | Solar Park | El Salvador

The technical performance was below the forecast by 7.22% (YTD: -7.66%), negatively affecting electricity sales by 5.62% (YTD: -7.19%). OPEX was 71.87% above the forecast (YTD: -38.98%) due to the replacement of inverters which were not previously budgeted. The resulting EBITDA was 24.40% below the forecast (YTD: -30.81%). The project company reached an agreement with the EPC and O&M contractor which settles the replacement of currently installed inverters, which have recorded frequent failures. The equipment will be replaced during Q4 2022 and Q1 2023 and we expect a more stable and higher technical performance of the asset in 2023.

Monte Plata I | Solar Park | Dominican Republic

The recently acquired asset in the Dominican Republic, Monte Plata I, was also impacted by the adverse weather conditions in the region, resulting in lower electricity sales by 7.58% (YTD: -10.17%). OPEX amount was below the budget by 41.50% (YTD: +31.25%) due to some payments being made earlier than previously planned. The resulting EBITDA was positively higher by 8.57% than the forecast (YTD: -23.07%).
After acquisition, technical measures, in particular optimizations, are checked to increase asset performance. This evaluation will be completed by the end of the year so that the resulting measures can be tackled in the coming year.

Outlook

Until the end of this year, the Investment Advisor will continue to closely monitor the adverse weather conditions, and in the event of hurricane or tropical storm developments, preventive measures will be taken to secure the assets and employees.

In Costa Rica (Tilawind), we focus on the completion of remaining crack repairs in the rotor blades. The repairs are covered under the O&M agreement and related costs borne by the contractor. The wind turbines will be optimally prepared for the upcoming high wind season starting in January each year incl. higher PPA tariffs.

For our asset in Jamaica (Paradise Park), the formal achievement of project completion under the facility agreement with the financing lenders enabled an approval of further distribution for the period of Q3 2022 with the expected cash distribution in Q4 of USD 381,174 (YTD: USD 697,124).

The expansion (Monte Plata II) of our operational solar PV project in the Dominican Republic is in the final stages and financial close is expected to take place in Q4 2022. Subsequently, the commercial operation date of the expanded capacity forming Monte Plata II is moved to Q1 2024.



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Fernando Zuniga
Chairman of the Board of Directors

MPC CARIBBEAN CLEAN ENERGY

MPC CARIBBEAN CLEAN ENERGY LIMITED
TOP 10 SHAREHOLDINGS
As at September 30th, 2022

	Name	Joint Holder/ Connected interest	Volume	Percentage
1	TEACHERS CREDIT UNION CO-OPERATIVE SOCIETY	-	5,448,301	25.15%
2	SAGICOR POOLED EQUITY FUND	-	4,192,300	19.35%
3	SAGICOR BALANCED FUND	-	2,307,690	10.65%
4	JN FUND MANAGERS LIMITED FOR JN POOLED PENSION LOCAL EQUITY FUND	-	1,494,428	6.90%
5	DEVELOPMENT BANK OF JAMAICA	-	1,000,000	4.61%
6	MF&G TRUST & FINANCE LTD - A/C 57	-	822,000	3.79%
7	CARIBBEAN CLEAN ENERGY FEEDER LIMITED	-	691,821	3.19%
8	NCB INSURANCE CO. LTD. A/C WT157	-	429,000	1.98%
9	SAGICOR EQUITY FUND	-	384,610	1.77%
10	JAMAICA MONEY MARKET BROKERS LTD FM10	-	321,000	1.48%

MPC CARIBBEAN CLEAN ENERGY LIMITED
DIRECTOR SHAREHOLDINGS
As at September 30th, 2022

	Name	Joint Holder/ Connected interest	Volume	Percentage
	Fernando Zuniga	-	-	-
	Alastair Dent	-	-	-
	Guardian Nominees (Barbados) Limited	-	-	-

COMPILATION REPORT

To The Management of
MPC CARIBBEAN CLEAN ENERGY LIMITED
Suite 1, Ground Floor
Bishop's Court Hill
St. Michael
Barbados BB14004

We have compiled the accompanying statements of MPC Caribbean Clean Energy Limited based on information you have provided. These financial statements comprise the statement of financial position of MPC Caribbean Clean Energy Limited as at September 30, 2022, the statement of comprehensive loss, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

We performed this compilation engagement in accordance with International Standard on Related Services 4410 (Revised), *Compilation Engagements* .

We have applied our expertise in accounting and financial reporting to assist you in preparation and presentation of these financial statements in accordance with International Financial Reporting Standards ("IFRS"). We have compiled with relevant ethical requirements, including principles of integrity, objectivity, professional competence and due care.

These financial statements and the accuracy and completeness of the information used to compile them are your responsibility.

Since a compilation engagement is not an assurance engagement, we are not required to verify the accuracy or completeness of the information you provided to us to compile these financial statements. Accordingly, we do not express an audit opinion or a review conclusion on whether these financial statements are prepared in accordance with IFRS.

TRIDENT CORPORATE SERVICES (BARBADOS) LIMITED

November 9, 2022

MPC CARIBBEAN CLEAN ENERGY LIMITED

Statement of Financial Position

As at September 30, 2022

(Expressed in United States dollars)

	NOTES	Unaudited Nine months ended 30-Sep-22	Unaudited Nine months ended 30-Sep-21	Audited Year ended 31-Dec-21
Assets				
Investment - MPC Caribbean Clean Energy Fund LLC		30,573,972	29,226,718	30,573,972
Cash and cash equivalents		196,138	395,589	316,174
Prepayments		19,355	18,329	8,602
Total Assets		30,789,465	29,640,636	30,898,748
Liabilities				
Accruals		9,315	40,946	19,500
Accounts payable		69,223	64,035	45,591
Due to related party	5	21,654	21,654	21,654
Convertible promissory note payable	6	10,000,000	10,000,000	10,000,000
Liabilities (excluding Net Assets Attributable to Shareholders)		10,100,192	10,126,635	10,086,745
Net Assets Attributable to Shareholders		**20,689,273**	**19,514,001**	**20,812,003**
Represented by:				
Share capital		20,005,779	20,005,779	20,005,779
Retained Earnings/ (Accumulated Deficit)		683,494	(491,778)	806,224
		20,689,273	**19,514,001**	**20,812,003**
Total Liabilities and Equity				

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

Approved by the Board of Directors on 7th day November, 2022.

By: Guardian Nominees (Barbados) Limited
Director
Per:
Gayle Hutchinson/Shelly-Anne Smith
Title: Director

By: Jose Fernando Zuniga Gallindo

MPC CARIBBEAN CLEAN ENERGY LIMITED

Statement of Comprehensive Loss

For the period ended September 30, 2022

(Expressed in United States dollars)

	NOTES	Unaudited Three months ended 30-Sep-22	30-Sep-21	Unaudited Nine months ended 30-Sep-22	30-Sep-21	Audited Year ended 31-Dec-21
Investment Income						
Net change in unrealized gain on investment in MPC Caribbean Clean Energy Fund LLC		-	-	-	-	1,347,254
		-	-	-	-	1,347,254
Expenses						
Accountancy fees		2,000	2,000	6,600	6,600	8,600
Administrative compensation		-	1,500	12,030	36,364	37,709
Administrative fees		15,933	14,607	41,172	47,118	62,550
Advertising costs		4,711	5,542	22,127	12,260	14,310
Audit fee		875	875	875	5,875	23,375
Bank charges		905	552	2,851	2,059	2,816
Corporate fees		375	375	1,125	1,125	1,500
Directors' fees		4,625	4,625	13,875	13,875	18,500
Insurance expense		5,294	5,043	15,526	12,450	17,493
Legal & professional fees		5,492	-	6,174	17,972	17,972
Licence fees		125	125	375	375	500
Total Expenses		40,335	35,244	122,730	156,073	205,325
Comprehensive Income/ (Loss) before Taxation		(40,335)	(35,244)	(122,730)	(156,073)	1,141,929
Taxation		-	-	-	-	-
Net Comprehensive Income/ (Loss)		**(40,335)**	**(35,244)**	**(122,730)**	**(156,073)**	**1,141,929**
Basic earnings (loss) per share	**4**	**(0.00)**	**(0.00)**	**(0.01)**	**(0.01)**	**0.05**
Weighted average number of shares		21,666,542	21,666,542	21,666,542	21,666,542	21,666,542

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

MPC CARIBBEAN CLEAN ENERGY LIMITED

Statement of Changes in Net Assets Attributable to Shareholders
For the period ended September 30, 2022
(Expressed in United States dollars)

	Number of shares	Class A share capital	Class B share capital	Retained Earnings/ Accumulated deficit	Total
Balance at January 1, 2021	21,666,542	1	20,005,778	(335,705)	19,670,074
Comprehensive loss for the period	-	-	-	(156,073)	(156,073)
Balance as at September 30, 2021	21,666,542	1	20,005,778	(491,778)	19,514,001
Balance at January 1, 2021	21,666,542	1	20,005,778	(335,705)	19,670,074
Comprehensive income for the period				1,141,929	1,141,929
Balance as at December 31, 2021	**21,666,542**	**1**	**20,005,778**	**806,224**	**20,812,003**
Balance at January 1, 2022	21,666,542	1	20,005,778	806,224	20,812,003
Comprehensive loss for the period	-	-	-	(122,730)	(122,730)
Balance as at September 30, 2022	21,666,542	1	20,005,778	683,494	20,689,273

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

MPC CARIBBEAN CLEAN ENERGY LIMITED

Statement of Cash Flows
For the period ended September 30, 2022
(Expressed in United States dollars)

	Unaudited Nine months ended		Audited Year ended
	30-Sep-22	30-Sep-21	31-Dec-21
Cash flows from operating activities			
Net comprehensive income/(loss)	(122,730)	(156,073)	1,141,929
Investment purchases	-	(10,000,000)	(10,000,000)
Adjustments for non-cash income and expenses:			
Net change in unrealized gain on investment in MPC Caribbean Clean Energy Fund LLC	-	-	(1,347,254)
Changes in operating assets and liabilities:			
(Increase) in prepayments	(10,753)	(13,662)	(3,935)
Increase/(decrease) in accounts payable	23,632	60,318	41,874
Increase/(decrease) in accruals	(10,185)	9,165	(12,281)
Net cash used in operating activities	(120,036)	(10,100,252)	(10,179,667)
Net (decrease) increase in cash and cash equivalents	(120,036)	(10,100,252)	(10,179,667)
Cash and cash equivalents at the beginning of the period	316,174	10,495,841	10,495,841
Cash and cash equivalents at the end of the period	**196,138**	**395,589**	**316,174**

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

1. General Information

MPC Caribbean Clean Energy Limited (the "Company") was incorporated on November 8, 2017, under the laws of Barbados as an International Business Company as defined by the International Business Companies Act 1991 - 24. With effect from January 1, 2019, the International Business Companies Act 1991-24 was repealed. The Company continues as a Regular Business Company under the Companies Act Cap. 308. The Company principally engages in investment holding.

The Company's registered number is:- 42056

The Company's registered office address is:-

Suite 1, Ground Floor
The Financial Services Centre
Bishop's Court Hill
St. Michael, Barbados, BB 140004

The Company's shares were listed on the Main Market of the Jamaican Stock Exchange and Trinidad Stock Exchange in January 2019.

2. Summary of Significant Accounting Policies

The principal accounting policies applied in the preparation of these interim financial statements are as compared with the most recent annual audited financial statements.

3. Basis of Preparation

The unaudited interim financial statements have been prepared in accordance with International Accounting Standards 34 - Interim Financial Statements. The interim financial statements should be read in conjunction with the annual financial statements for the year ended December 31, 2021, which have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

The unaudited interim financial statements are prepared under the historical cost convention and are expressed in United States Dollars (USD) which is the functional currency of the Company.

4. Loss per share

Earnings per share is calculated by dividing the profit or loss for the period by the weighted average number of ordinary shares in issue over that period.

	Period ended 30-Sep-22	Period ended 30-Sep-21
Net loss attributable to ordinary shareholders	(122,730)	(156,073)
Weighted average number of shares	21,666,542	21,666,542
Loss per share	(0.01)	(0.01)

4. Loss per share (Continued)

On November 8, 2019, the company opened a Rights Issuance where existing shareholders were given the option to acquire two new shares for every share that they originally owned. All the non-exercised rights were made available to new investors to purchase.

The issuance period closed on January 10, 2020. All applications were satisfied in full and 10,242,382 new Class B shares were issued and allotted to applicants in both the markets of Jamaica and Trinidad and Tobago, increasing the total Class B shares issued to 21,666,542. On July 7, 2020, the corporate and AML requirements were completed and on July 13, 2020, the raised funds of USD 9,292,378.58, net of underwriting costs and administrative expenses, were invested into MPC Caribbean Clean Energy Fund LLC.

5. Related Party Balances and Transactions

The following transactions were carried out with related parties:

Due to related party

The loan from the related party is unsecured, interest free, has no stated terms of repayment and includes: (i) Payments of fees by MPC Capital GmbH on behalf of the Company during the period ended December 31, 2020 and the related balances payable by the Company to MPC Capital GmbH as at December 31, 2020, and (ii) Directors fees (per agreements with Directors).

The carrying value of the 'Due to related party' is as follows:

	Six months ended 30-Sep-22	Six months ended 30-Sep-21
At January 1	21,654	21,654
Related party payments of expenses	-	-
Reimbursement payments to related party	-	-
At September 30	21,654	21,654

6. Long-term convertible promissory note payable

On November 6, 2020, MPC Caribbean Clean Energy Limited issued a convertible promissory note to RBC Trust (Trinidad & Tobago) Limited, (the 'Holder'), in the amount of USD 10,000,000. This convertible promissory note is non-interest bearing but entitles the Holder to distributions of profits of the Company, from and including the issuance date. The Holder of the note will be entitled to receive distributions of profits when dividends are declared, as if it were the holder of one Class B share for every $1 of the principal sum of the note held but limited to a maximum return of eight percent (8%) per annum. All payments of distributions in respect of this note shall be payable in same day funds to the Holder on the dates and times upon which dividends are declared and payable in respect of the Class B shares of the Company by the Directors of the Company.

At maturity, March 31, 2023, if the principal sum of the note is unpaid in cash on that date or earlier, the note will be converted into Class B shares of the Company at the rate of one Class B share for every one United States dollar (USD1) of the principal sum of the note held by the Holder. Such conversion will be subject to approval by a majority of the shareholders of the Company at a general meeting of the shareholders.