

# *GivePower Foundation*

*Consolidated Financial Statements  
December 31, 2024 and December 31, 2023*

The logo consists of a dark blue square with a white border. Inside the square, the letters "HRC" are written in a white, bold, sans-serif font.

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# GIVEPOWER FOUNDATION

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## INDEPENDENT AUDITOR'S REPORT

Board of Directors  
GivePower Foundation  
San Francisco, CA

### ***Opinion***

We have audited the accompanying consolidated financial statements of GivePower Foundation (a nonprofit organization) and subsidiaries, which comprise the consolidated statement of financial position as of December 31, 2024, and the related consolidated statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the consolidated financial statements.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of GivePower Foundation and subsidiaries as of December 31, 2024, and the changes in net assets and cash flows for the year then ended, in accordance with accounting principles generally accepted in the United States of America.

### ***Basis for Opinion***

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are required to be independent of GivePower Foundation and subsidiaries and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### ***Responsibilities of Management for the Consolidated Financial Statements***

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about GivePower Foundation and subsidiaries' ability to continue as a going concern within one year after the date that the consolidated financial statements are available to be issued.

### ***Auditor's Responsibility for the Audit of the Consolidated Financial Statements***

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. 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. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- 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 GivePower Foundation and subsidiaries' internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about GivePower Foundation and subsidiaries' ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

***Report on Summarized Comparative Information***

We have previously audited GivePower Foundation and subsidiaries' 2023 consolidated financial statements, and we expressed an unmodified opinion on those audited financial statements in our report dated August 22, 2024. In our opinion, the summarized comparative information presented herein as of and for the year ended December 31, 2023 is consistent, in all material respects, with the audited consolidated financial statements from which it was derived.

*Houldsworth, Russo & Company, P.C.*

Las Vegas, Nevada  
December 5, 2025

# GIVEPOWER FOUNDATION

## CONSOLIDATED STATEMENTS OF FINANCIAL POSITION DECEMBER 31, 2024 AND 2023

	<u>2024</u>	<u>2023</u>
<u>ASSETS</u>		
CURRENT ASSETS		
Cash and cash equivalents	\$ 3,441,032	\$ 3,188,975
Cash and cash equivalents, restricted	1,497,318	1,414,679
Accounts receivable	1,170	2,575
Unconditional promises to give	436,515	480,417
Deposits	30,901	17,341
Prepays and other assets	297,716	180,826
	<u>5,704,652</u>	<u>5,284,813</u>
OTHER ASSETS		
Cash and cash equivalents, restricted, long-term	1,047,573	1,240,766
Pledges receivable, long-term	202,439	119,612
Property and equipment, net	5,469,317	4,688,647
Work in progress and materials inventory	1,126,626	2,186,341
Operating lease, right-of-use (ROU) assets	189,294	193,544
	<u>13,739,901</u>	<u>13,713,723</u>
Total assets	<u>\$ 13,739,901</u>	<u>\$ 13,713,723</u>
<u>LIABILITIES AND NET ASSETS</u>		
CURRENT LIABILITIES		
Accounts payable	\$ 324,322	\$ 284,971
Accrued liabilities	700,748	464,166
Operating lease liabilities	17,749	11,893
	<u>1,042,819</u>	<u>761,030</u>
OTHER LIABILITIES		
Operating lease liabilities, long-term	182,582	189,038
	<u>182,582</u>	<u>189,038</u>
Total liabilities	1,225,401	950,068
NET ASSETS		
Without donor restrictions	9,330,655	9,508,181
With donor restrictions	3,183,845	3,255,474
	<u>12,514,500</u>	<u>12,763,655</u>
Total net assets	<u>12,514,500</u>	<u>12,763,655</u>
Total liabilities and net assets	<u>\$ 13,739,901</u>	<u>\$ 13,713,723</u>

See accompanying notes to consolidated financial statements.

# GIVEPOWER FOUNDATION

## CONSOLIDATED STATEMENTS OF ACTIVITIES YEARS ENDED DECEMBER 31, 2024 AND 2023

	2024	2023
CHANGES IN NET ASSETS WITHOUT DONOR RESTRICTIONS		
Revenue, gains, and other support:		
Contributions and grants	\$ 8,260,111	\$ 7,435,312
In-kind contributions	184,835	275,468
Program revenue	582,453	596,258
Interest income	227,929	90,996
Net assets released from restrictions	862,954	2,011,689
	<u>10,118,282</u>	<u>10,409,723</u>
Expenses and losses:		
Program services	7,428,048	6,285,117
Supporting services:		
Management and general	1,655,459	1,378,725
Fundraising	923,643	839,509
	<u>10,007,150</u>	<u>8,503,351</u>
Loss on sale of property and equipment	78,330	-
Foreign currency exchange loss	210,328	829,171
	<u>(177,526)</u>	<u>1,077,201</u>
Change in net assets without donor restrictions		
CHANGES IN NET ASSETS WITH DONOR RESTRICTIONS		
Contributions and grants	791,325	1,254,738
Net assets released from restrictions	(862,954)	(2,011,689)
	<u>(71,629)</u>	<u>(756,951)</u>
Change in net assets with donor restrictions		
CHANGE IN NET ASSETS	(249,155)	320,250
NET ASSETS AT BEGINNING OF YEAR	<u>12,763,655</u>	<u>12,443,405</u>
NET ASSETS AT END OF YEAR	<u>\$ 12,514,500</u>	<u>\$ 12,763,655</u>

See accompanying notes to consolidated financial statements.

# GIVEPOWER FOUNDATION

## CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES

DECEMBER 31, 2024

(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED DECEMBER 31, 2023)

	Program Services	Supporting Services		2024 Totals	2023 Totals
		Management and General	Fundraising		
Advertising	\$ 551	\$ -	\$ 43,844	\$ 44,395	\$ 10,460
Bank fees	-	10,650	-	10,650	29,452
Depreciation	309,136	-	-	309,136	247,002
Donations	6,317	315,660	-	321,977	-
Dues and subscriptions	18,004	52,118	5,190	75,312	46,783
Insurance	44,842	11,017	-	55,859	42,701
Interest	311	-	-	311	-
Professional fees	2,158,711	1,164,183	842,530	4,165,424	4,184,608
Project costs and materials	2,687,895	-	-	2,687,895	2,017,124
Office expenses and supplies	115,917	1,303	579	117,799	98,982
Repairs and maintenance	215,948	-	-	215,948	159,833
Rental and facilities	105,338	-	-	105,338	108,506
Salaries and related	1,058,871	30,112	14,066	1,103,049	791,796
Travel and entertainment	697,399	70,416	17,434	785,249	766,104
Vehicle	8,808	-	-	8,808	-
	<u>\$ 7,428,048</u>	<u>\$ 1,655,459</u>	<u>\$ 923,643</u>	<u>\$ 10,007,150</u>	<u>\$ 8,503,351</u>

See accompanying notes to consolidated financial statements.

# GIVEPOWER FOUNDATION

## CONSOLIDATED STATEMENTS OF CASH FLOWS DECEMBER 31, 2024 AND 2023

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ (249,155)	\$ 320,250
Adjustments to reconcile change in net assets to net cash (used in) provided by operating activities		
Depreciation	309,136	247,002
Amortization of operating lease, ROU assets	80,624	32,000
Donated work in progress and materials inventory	(151,352)	(215,468)
Contributions restricted for long-term purposes	(202,439)	(714,048)
Loss on disposal of property and equipment	78,330	-
Changes in operating assets:		
Accounts receivable	1,529	(1,282)
Unconditional promises to give	(38,925)	1,236,699
Deposits	(13,695)	(3,637)
Prepays and other assets	(134,107)	(97,962)
Work in progress and materials inventory	1,039,632	-
Changes in operating liabilities:		
Accounts payable	30,108	(54,987)
Accrued liabilities	230,478	354,913
Refundable advance	-	(526,670)
Operating lease liabilities	(77,536)	(28,077)
Net cash provided by (used in) operating activities	902,628	548,733
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of property and equipment	(945,741)	(2,129,026)
Net cash used in investing activities	(945,741)	(2,129,026)
CASH FLOWS FROM FINANCING ACTIVITIES		
Contributions restricted for long-term purposes	202,439	714,048
Net cash provided by financing activities	202,439	714,048
Effect of exchange rates on cash and cash equivalents	(17,823)	772,203
NET CHANGE IN CASH AND CASH EQUIVALENTS	141,503	(94,042)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	5,844,420	5,938,462
CASH AND CASH EQUIVALENTS AT END OF YEAR	\$ 5,985,923	\$ 5,844,420

See accompanying notes to consolidated financial statements.

# GIVEPOWER FOUNDATION

## CONSOLIDATED STATEMENTS OF CASH FLOWS (CONTINUED) DECEMBER 31, 2024 AND 2023

	<u>2024</u>	<u>2023</u>
Cash and cash equivalents	\$ 3,441,032	\$ 3,188,975
Cash and cash equivalents, restricted	1,497,318	1,414,679
Cash and cash equivalents, restricted, long-term	<u>1,047,573</u>	<u>1,240,766</u>
	<u>\$ 5,985,923</u>	<u>\$ 5,844,420</u>
 SUPPLEMENTAL DISCLOSURES:		
Operating lease ROU assets obtained for lease liabilities	<u>\$ 128,856</u>	<u>\$ -</u>

See accompanying notes to consolidated financial statements.

# GIVEPOWER FOUNDATION

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS DECEMBER 31, 2024 AND 2023

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### NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### *Nature of Activities*

GivePower Foundation was incorporated in the State of Delaware and began operations in November 2013. GivePower Foundation and its subsidiaries (collectively, the Foundation) use solar energy to power basic necessities for communities who need it most. The Foundation's volunteer trekkers install microgrids to power villages, schools, food production, clinics, and other healthcare facilities. The Foundation builds and deploys solar water farms, which are self-sustaining solar-powered desalination systems that provide low-cost purified drinking water to at risk communities. In working with governments, non-governmental organizations, and private donors the Foundation builds microgrids to protect vulnerable populations, promote conservation, and protect endangered species. The Foundation has provided relief to over 1.7 million people in 28 countries.

#### *Basis of Accounting*

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America, and, accordingly, reflect all significant receivables, payables, and other liabilities.

#### *Financial Statement Presentation*

Financial statement presentation follows the recommendations of the Financial Accounting Standards Board (FASB) in its Accounting Standards Codification (ASC). Under FASB ASC, the Foundation is required to report information regarding its financial position and activities according to two classes of net assets: without donor restrictions and with donor restrictions.

#### *Principles of Consolidation*

The consolidated financial statements include the financial information of the GivePower Foundation and its subsidiaries which include, Cannonball Community Solar Farm, LLC, a North Dakota Limited Liability Company; GiveWater Limited, a Kenya Private Limited Company; GivePower Kenya, is a company limited by guarantee; GivePower Colombia, a Colombia Private Limited Company, Dlo Pou Lavi, S.A., a Haiti Private Limited Company; GivePower Foundation (Tanzania), is an international NGO. The subsidiaries are consolidated under the principles of FASB ASC as GivePower Foundation is the sole member of these subsidiaries. All material inter-organizational transactions have been eliminated. The Foundation transferred the ownership interest for Cannonball Community Solar Farm, LLC during the year ended December 31, 2024, which is included at Note 10.

# GIVEPOWER FOUNDATION

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2024 AND 2023

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### NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### *Income Tax Status*

The Foundation is a not-for-profit organization as described in Section 501(c)(3) of the Internal Revenue Code and is generally exempt from income taxes on related income pursuant to the appropriate section of the Internal Revenue Code. The Foundation qualifies for the charitable contribution deduction under Section 170(b)(1)(A)(vi) and has been classified as an organization that is not a private foundation under Section 509(a)(2). The subsidiary, Cannonball Community Solar Farm, LLC, is a limited liability company and a disregarded entity for income tax purposes. Subsidiaries GiveWater Limited, GivePower Kenya, GivePower Colombia, Dlo Pou Lavi, S.A. and GivePower Foundation (Tanzania) are disregarded entities for tax purposes.

#### *Use of Estimates*

Timely preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures, some of which may need revision in future periods.

#### *Cash and Cash Equivalents*

The Foundation considers all unrestricted highly-liquid investments with an initial maturity of three months or less to be cash equivalents.

#### *Accounts Receivable*

Receivables are stated at unpaid balances. It is the Foundation's policy to charge off uncollectible receivables when management determines the receivable will not be collected. Management believes the entire receivables balances at December 31, 2024 and 2023 to be collectible.

#### *Unconditional Promises to Give*

Unconditional pledges are recognized as revenues in the period they are made. There is no allowance or discount as of December 31, 2024 or 2023, as the unconditional promises to give are determined to be fully collectible and due within one year. The unconditional promise to give that are presented as long-term on the consolidated statements of financial position are restricted for purchases of fixed assets.

#### *Property and Equipment*

The Foundation capitalizes all acquisitions of property and equipment in excess of \$25,000 with a useful life of over one year. Purchased property and equipment are carried at cost. Donated property and equipment are carried at the approximate fair value at the date of donation.

# GIVEPOWER FOUNDATION

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2024 AND 2023

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### NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### *Property and Equipment (continued)*

Depreciation is computed using the straight-line method over the estimated useful lives.

#### *Impairment of Long-Lived Assets*

The Foundation reviews long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to future net undiscounted cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount which the carrying amount of the assets exceeds the fair value of the assets.

#### *Revenue Recognition*

Contributions received are recorded as increases in net assets with or without restrictions, depending on the existence and/or nature of any donor restrictions. Support that is restricted by the donor is reported as an increase in net assets without donor restrictions if the restriction expires in the reporting period in which the support is recognized. All other donor-restricted support is reported as an increase in net assets with donor restrictions, depending on the nature of the restriction. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the consolidated statement of activities as net assets released from restrictions.

Program revenue is recognized when goods are provided and services are performed and are generally point-of-sales transactions whereby performance obligations are entered into and satisfied simultaneously.

#### *In-kind Contributions*

Donated services are recognized as contributions in accordance with FASB Codification, if the services (a) create or enhance nonfinancial assets or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by the Foundation. Volunteers also provided project services throughout the year that are not recognized as contributions in the financial statements since the criteria above are not met.

Donated goods and services are reported as in-kind contributions at their estimated fair value on the date of receipt and reported as expense when utilized or capitalized as assets if applicable. In-kind contributions are discussed in Note 8.

# GIVEPOWER FOUNDATION

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2024 AND 2023

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### NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### *Expense Allocation*

The costs of providing various programs and other activities have been summarized on a functional basis in the consolidated statement of activities. Accordingly, certain costs have been directly allocated among the programs and supporting services benefited.

#### *Comparative Financial Information*

The consolidated financial statements include certain prior year summarized comparative information in total. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the Foundation's consolidated financial statements for the year ended December 31, 2023, from which the summarized information was derived.

#### *Advertising*

The Foundation uses advertising to promote its programs. The production costs of advertising are expensed as incurred.

#### *Foreign Currency Translation*

Assets and liabilities denominated in foreign currencies are translated into U.S. dollars, the reporting currency, at exchange rates in effect at the consolidated statements of financial position date, and revenue and expenses are translated at approximate average rates in effect on transaction dates. Net transaction and translation gains and losses are included as foreign currency exchange gain/loss in the accompanying consolidated statements of activities.

# GIVEPOWER FOUNDATION

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2024 AND 2023

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### NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

The translation adjustment included in the Foundation's net assets was as follows:

	<u>2024</u>	<u>2023</u>
Beginning accumulated translation adjustment	\$ (1,383,913)	\$ (554,742)
Translation adjustment during the year	<u>(210,328)</u>	<u>(829,171)</u>
Ending accumulated translation adjustment included in net assets	<u>\$ (1,594,241)</u>	<u>\$ (1,383,913)</u>

#### *Reclassifications*

Certain reclassifications have been made to the 2023 consolidated financial statements to conform to the 2024 presentation.

#### *Operating Leases*

The Foundation leases land, warehouse space, and office space. Determination of whether an arrangement is a lease is made at inception. Operating leases are included in operating lease ROU assets and operating lease liabilities in the consolidated statements of financial position. At December 31, 2024 the Foundation had three operating leases (see Note 9).

ROU assets represent the Foundation's right to use an underlying asset for the lease term and lease liabilities represent the obligation to make lease payments arising from the lease. Operating lease ROU assets and liabilities are recognized at commencement date based on the present value of lease payments over the lease term. As the Foundation's leases do not provide an implicit rate, a risk-free rate is used based on the information available at the commencement date in determining the present value of lease payments. The operating lease ROU assets also include any lease payments made and exclude lease incentives. Lease terms may include options to extend or terminate the lease when it is reasonably certain that the Foundation will exercise that option. Lease expense for lease payments is recognized on a straight-line basis over the lease term. The Foundation's lease agreements do not contain material residual value guarantees or material restrictive covenants.

#### *Subsequent Events*

Management has evaluated subsequent events through December 5, 2025 the date at which the financial statements were available for issuance.

# GIVEPOWER FOUNDATION

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2024 AND 2023

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### NOTE 2. CONCENTRATIONS

The Foundation maintains its balance of cash in multiple financial institutions. Balances at certain financial institution are insured by the Federal Deposit Insurance Corporation or the Securities Investor Protection Corporation up to \$250,000. The Foundation sometimes maintains cash balances that exceed federally insured limits; however, the Foundation has incurred no losses on such accounts.

During the year ended December 31, 2024, the Foundation received 58% of its contributions from two donors. During the year ended December 31, 2023, the Foundation received 54% of its contributions from two donors.

During the year ended December 31, 2024, 57% of the pledges receivable balance was due from a single donor. During the year ended December 31, 2023, 44% of the pledges receivable balance was due from a single donor.

### NOTE 3. INFORMATION REGARDING LIQUIDITY AND AVAILABILITY

The Foundation receives contribution and program revenues, and considers contributions restricted for programs which are ongoing, major, and central to its operations to be available to meet cash needs for general expenditures. The Foundation manages its liquidity and reserves following three guiding principles: operating within a prudent range of financial soundness and stability, maintaining adequate liquid assets to fund near-term operating needs, and maintaining sufficient reserves to provide reasonable assurance that long-term obligations will be discharged.

The following table reflects the Foundation's financial assets as of December 31, reduced by amounts that are not available to meet general expenditures within one year of the statements of financial position dates:

	<u>2024</u>	<u>2023</u>
Cash and cash equivalents	\$ 5,985,923	\$ 5,844,420
Accounts receivable	1,170	2,575
Pledges receivable	<u>638,954</u>	<u>600,029</u>
Total financial assets	6,626,047	6,447,024
Less amounts unavailable for general expenditures within one year:		
Cash and cash equivalents, restricted, long-term	(1,047,573)	(1,240,766)
Pledges receivable, long-term	<u>(202,439)</u>	<u>(119,612)</u>
Total amounts unavailable for general expenditures within one year:	<u>(1,250,012)</u>	<u>(1,360,378)</u>
Total financial assets available for general expenditures within one year	<u>\$ 5,376,035</u>	<u>\$ 5,086,646</u>

# GIVEPOWER FOUNDATION

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2024 AND 2023

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### NOTE 4. PROPERTY AND EQUIPMENT

Property and equipment consist of the following at December 31:

	<u>2024</u>	<u>2023</u>
Land	\$ 355,215	\$ 299,785
Desalination plants and solar water farms	5,496,173	4,326,810
Solar system	-	330,762
Vehicles	<u>244,067</u>	<u>178,336</u>
	6,095,455	5,135,693
Less accumulated depreciation	<u>(626,138)</u>	<u>(447,045)</u>
	<u>\$ 5,469,317</u>	<u>\$ 4,688,648</u>

### NOTE 5. WORK IN PROGRESS AND MATERIALS INVENTORY

Work in progress and materials inventory consists of the following at December 31:

	<u>2024</u>	<u>2023</u>
Work in progress		
Water and energy systems	\$ 156,847	\$ 1,289,144
Logistics and other development	82,915	144,542
Civil construction	43	69,142
Bottling and distribution	<u>2,648</u>	<u>6,192</u>
Total work in progress	242,453	1,509,020
Materials inventory		
Water and energy systems materials	<u>884,173</u>	<u>677,321</u>
Total materials inventory	<u>884,173</u>	<u>677,321</u>
Total work in progress and materials inventory	<u>\$ 1,126,626</u>	<u>\$ 2,186,341</u>

Materials inventory consists of parts and other materials that will either be included in work-in-progress for future fixed assets or expensed for repairs and maintenance relating to existing assets.

### NOTE 6. RELATED PARTY TRANSACTIONS

During the years ended December 31, 2024 and 2023, the Foundation paid expenses totaling \$3,269,756 and \$3,137,066, respectively, to a company for which a board member is the founder.

The Foundation received contributions of \$4,637,272 and \$3,728,558 from board members and board member companies during the years ended December 31, 2024 and 2023, respectively. The Foundation received in-kind contributions of \$0 and \$60,000 from a board member company during the years ended December 31, 2024 and 2023, respectively.

# GIVEPOWER FOUNDATION

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2024 AND 2023

### NOTE 7. NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions are restricted for the following purposes at December 31:

	<u>2024</u>	<u>2023</u>
Desalination plants	\$ 1,047,573	\$ 1,240,766
Treks	970,920	1,040,652
Project materials and costs	423,323	374,027
Grants	103,075	-
Time restricted for desalination plants	202,439	119,612
Time restricted	<u>436,515</u>	<u>480,417</u>
	<u>\$ 3,183,845</u>	<u>\$ 3,255,474</u>

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purposes or by occurrence of passage of time or other events as follows for the years ended December 31:

	<u>2024</u>	<u>2023</u>
Project materials and costs	\$ -	\$ 174,960
Treks	69,732	-
Desalination plants	193,193	-
Passage of time and/or receipts on pledges receivable	<u>600,029</u>	<u>1,836,729</u>
	<u>\$ 862,954</u>	<u>\$ 2,011,689</u>

Net assets with donor restrictions consisted of the following assets at December 31:

	<u>2024</u>	<u>2023</u>
Cash and cash equivalents, restricted	\$ 1,497,318	\$ 1,414,679
Pledges receivable	436,515	480,417
Cash and cash equivalents, restricted, long-term	1,047,573	1,240,766
Pledges receivable, long-term	<u>202,439</u>	<u>119,612</u>
	<u>\$ 3,183,845</u>	<u>\$ 3,255,474</u>

# GIVEPOWER FOUNDATION

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2024 AND 2023

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### NOTE 8. IN-KIND CONTRIBUTIONS

Donated goods and services for the year ended December 31, are as follows:

<u>Category</u>	<u>Usage</u>	<u>2024</u>	<u>2023</u>
Solar modules	Inventory – Program	\$ 71,812	\$ 159,468
Tesla PowerWalls	Inventory – Program	79,540	-
Human resource and information technology	Professional fees-management and general	-	60,000
YouTube video	Advertising	33,083	-
Conference room table	Supplies - Program	<u>400</u>	<u>55,800</u>
		<u>\$ 184,835</u>	<u>\$ 275,468</u>

Professional fees, advertising, supplies, and inventory were valued at fair market value of similar services and items.

### NOTE 9. LESSEE OPERATING LEASES

The Foundation has a lease agreement for warehouse space which expired February 2023. The lease payment is \$5,408 per month, plus additional rent of \$2,100 to cover the proportional share of common area maintenance and other non-lease component costs. During the year ending December 31, 2024, the Foundation renegotiated the terms of the lease contracts by extending the expiration date as well as increasing the annual payment, however, the additional rent price remained the same through the amendments. The lease payment for the second amendment increased to \$5,569.73 per month and expired on February 2024. The third amendment to the lease increased the payment \$5,681.12 per month and will expire on February 2025.

The Foundation has a lease agreement for land expiring April 2032. The lease has a two five year renewal options the Foundation expects to exercise. The lease payment is \$297 per month and increases by 5% annually.

The Foundation has a lease agreement for land expiring July 2024. The lease is renewable for up to three five year terms. The lease payment is \$540 per month and increases by 3% annually. A new lease or extension has not been signed.

The Foundation has a lease agreement for office space expiring June 2024. The lease payment is \$1,000 per month. The lease automatically renews for an additional year unless twelve months written notice is given.

The weighted average risk-free interest rates for the leases is 2.67%. The weighted average remaining lease term for the leases is 14.85 years.

# GIVEPOWER FOUNDATION

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) DECEMBER 31, 2024 AND 2023

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### NOTE 9. LESSEE OPERATING LEASES (CONTINUED)

Future minimum rental payments required under the operating lease are as follows:

2025	\$	22,583
2026		11,639
2027		12,073
2028		12,524
Thereafter		<u>189,016</u>
Total minimum lease payments		247,835
Less imputed interest		<u>(47,504)</u>
Operating lease liabilities		200,331
Less current operating lease liabilities		<u>(17,749)</u>
	\$	<u>182,582</u>

Total rent expense under operating leases is \$90,167 and \$37,171 for the years ended December 31, 2024 and 2023, respectively, and is included in “rental and facilities” and “project costs and materials” in the consolidated statement of functional expenses.

### NOTE 10. TRANSFER OF OWNERSHIP

During the year ended December 31, 2024, the Foundation transferred all assets and liabilities of Cannonball Community Solar Farm, LLC to the Standing Rock Sioux Tribe as part of a transfer of ownership agreement. The transfer was nonreciprocal and resulted in a donation to the organization, which is reflected in the Statement of Functional Expenses as a donation during the year ended December 31, 2024. The transfer of ownership includes the transfer of the following:

	<u>Transferred</u>
Property and equipment, net	\$ 296,447
Accounts receivable	291
Prepaid expenses	3,554
Accounts payable	(38)
Net assets	<u>15,406</u>
Total	\$ <u>315,660</u>