



Green Stream Holdings, Inc.

160 Imlay Street
Brooklyn, New York 11231

info@GreenStreamFinance.com



GREEN RAIN SOLAR LLC

Division of Green Stream Holdings INC.

Ticker: (OTC: GSFI)

Initial Corporate Profile

Page 1 of 9



Sector: Utilities

Industry: Renewable - Solar Panels

Website: www.GreenRainSolar.com

as of February 8, 2021

Key Statistics

Price 02/08/2021	0.29
52 Week High	2.49
52 Week Low	0.02
Avg. Vol (3month)	442,620
Market Cap (Interday)M	19.11
Price/Sales	NA
Common Shares Outstanding (M)	65.90
Float(M)	7.21
EPS(6M)	(0.01)
Beta (5y)	5.31

Source: OTC Markets & Yahoo Finance

Green Stream Holdings, Inc
Green Stream Finance, Inc..
Green Rain Solar, LLC

CEO and CFO: James C. Di Prima
VP and Director: James Ware

Email: Info@GreenStreamFinance.com

BACKGROUND

Green Stream Holdings Inc. (the “Company” or “Green Stream”), a Wyoming corporation with offices in New York City and Los Angeles, is a solar utility company providing innovative green technology solutions to emerging underserved renewable energy markets in the U.S., initially focusing on the Northeast region. The Company is poised to capitalize on recent favorable regulatory trends and economic incentives promoting community renewable energy programs across a growing number of states. Originally organized as a Nevada corporation in 2004, Green Stream operates as a holding company in the solar energy sector since February 2019, following a reverse merger transaction resulting in an acquisition of a wholly-owned Wyoming-based subsidiary Green Stream Finance Inc., which in turn owns all interests in a Nevada-registered Green Rain Solar LLC (www.GreenRainSolar.com).

Green Stream provides a platform enabling investment-free cost-efficient turn-key renewable energy access for local utility customers in urban markets with high electricity rates, such as the NYC metropolitan area. Through various partnerships, Green Stream integrates all facets of solar power project development, including financing, design, compliance and construction, as well as operation and maintenance. The Company’s photovoltaic (“PV”) systems are designed in a joint-venture collaboration with Renewable Energy Development LLC (“RED”), an NYC based company led by famed world-class architect Anthony Morali, a leading solar infrastructure planning and development expert. This strategic partnership allows Green Stream to offer aesthetic optimized power generation facilities incorporating advanced solar panels, batteries and other equipment, as well as next-generation solar panel greenhouses for urban farming projects, all of which successfully blend into metropolitan settings. The Company has several projects in New York and New Jersey, presently in permitting stages, which could start generating long-term contractual revenue streams in six months, subject to financing and commissioning. **Currently, Green Stream is conducting a \$10 million Regulation-A public offering for accredited investors of up to 125,000,000 registered shares of the Company’s common stock at \$0.08 per share, for gross proceeds of up to \$10 million**, of which \$481,500 has been received as of October 31, 2020. Further information is available at on www.GreenRainSolar.com.

The Company also owns and operates recently acquired Chuck’s Vintage Inc. (www.chucks-vintageoriginal.com), a denim-focused retail clothing store in Pacific Palisades, California. Established in 2004, this iconic brand renown among Los Angeles celebrity elite, influencers and fashion enthusiasts currently supplements monthly cash flow for Green Stream’s solar sector activities.

COMMUNITY SOLAR

Solar Energy Services. Green Stream facilitates the development and deployment of solar power generation infrastructure, which establishes long-term revenue-producing assets at minimal operating expenditure levels for the Company. Acting as a solar services provider, coupled with the role of an investor, potentially through a special-purpose-entity, Green Stream coordinates the projects, arranging the financing, design, permitting, construction and operation of the PV systems.





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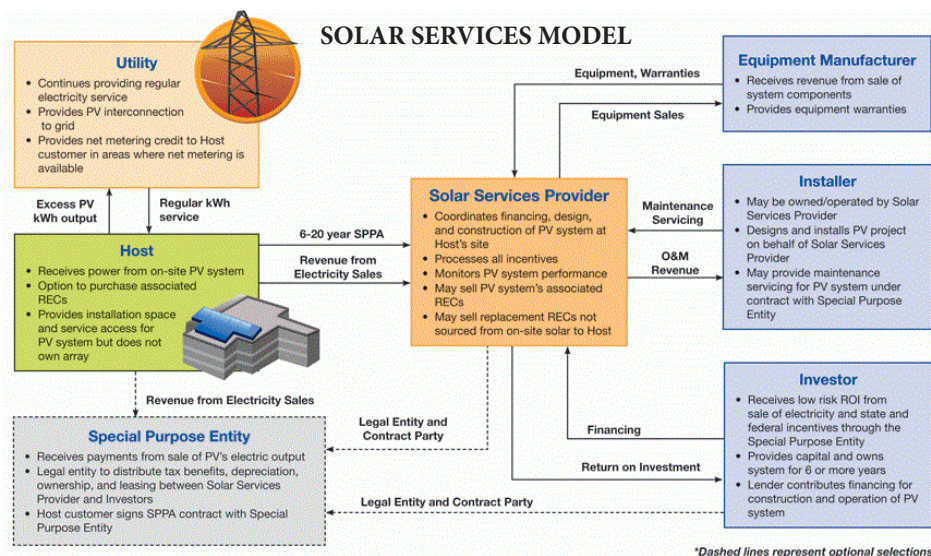
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HIGHLIGHTS

- Jan 28, 2021 - The Company announced its preparation for major 2021 growth with appointment of new CEO and Director, James C. DiPrima.
- Jan 14, 2021 - The Company announced plans for NE Solar projects with new production space, bringing its headquarters to 160 Imlay Street location.
- Jan 8, 2021 - The Company announced that it will be diversifying its asset base toward increased revenues with acquisition of iconic L.A. fashion brand Chuck's Vintage.
- Dec 21, 2020 - The Company announced an expedited path to completion of flagship solar utility sites in the North East. The Company also announced that restrictions on outside construction have been lifted in New York and surrounding areas. Permits are anticipated to be received in January 2021, at which point we may begin construction immediately on key solar utility projects
- Oct 20, 2020 - The Company announced that it is in varying stages of implementation of its Solar Utility Model in a number of key suburbs and targeted neighborhoods in New York. These initiatives include the signing of MOUs across the State along with the completion of design and engineering for one site related to its New York Community Solar project.

The Company targets commercial building and property owners with 20-100 thousand square feet of available rooftop or other appropriate space for installation of PV systems that secure electricity prices below the local utility's rates for the host customers. The Company's solution is provided through a solar power purchase agreement (PPA) or equipment leasing arrangements with the host customer, resulting in valuable financial benefits for the Company, including various federal or state tax credits, regulatory agency rebates and long-term revenue streams generated from the sale of electricity.



Source: Environmental Protection Agency

Since July 2020, the Company has entered into at least seven property leases with separate, unaffiliated multi-unit residential real estate and gas station owners in New York and New Jersey for hosting solar infrastructure systems yielding 100-250 thousand kWh (kilo Watt-hours) in annual output per site. Depending on the specifications of the facility and applicable tax credits, Green Stream expects to spend between approximately \$60,000 to \$2,000,000 for development, sourcing and construction of each system. Possibly the largest of the proposed projects in terms of PV system size, located at 160 Imlay Street, Brooklyn, NY, where the Company announced relocating its headquarters last month, is expected to reach a minimum of 300-450 kW of electric power, utilizing between 1000 and 1440 panels on approximately 22,000 square foot space. Solar designs and local building and electrical permitting for the projects is handled by RED, while Amergy Solar LLC, a New Jersey solar

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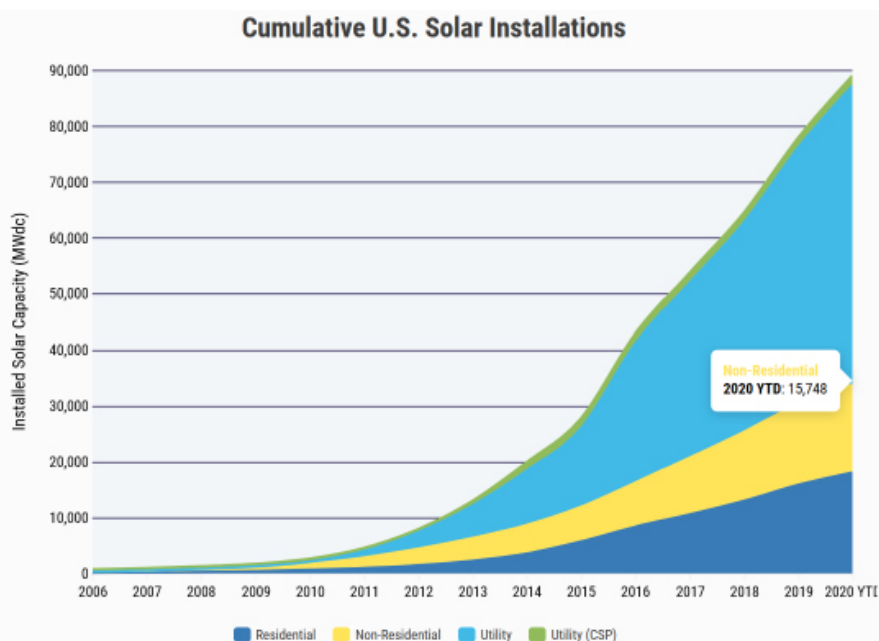
energy installer with established history since 2009, has been engaged to provide the engineering, procurement and construction work for the projects, including the New York State Energy Research and Development Authority ("NYSERDA") and utility interconnection applications. The Company expects to continue providing financing for these ongoing projects through investment of its own funds, or identify other attractive options, including public and private project-specific investment partnerships, special purpose entities, property improvement loans or equipment leases, if advantageous.

MARKET: Driven by environmental concerns and regulatory initiatives, electricity generation in the U.S. is shifting from fossil fuels to renewable sources. The accelerating adoption of solar technology over the last decade reduced costs associated with PV equipment installation by 70%, resulting in lower solar power prices for energy consumers and driving demand. **According to Solar Energy Industries Association ("SEIA"), the industry is growing at an average annual growth rate of 49% in installed solar energy capacity over the last decade, generating \$18.7 billion of nationwide investment in 2019 alone.** In its quarterly U.S. Solar Market Insight publication released in December 2020, SEIA reported that cumulative nationwide solar capacity at the end of last September reached 88.9 GW (gigawatts), with 3.8 GW, or 4.5% of the entire U.S. solar sector, installed during Q3 2020, representing a 9% consecutive-quarter increase. Solar accounted for 43% of all new electricity generating capacity added during that quarter, surpassing all other generation technologies in the same period and all annual solar share figures from the past years.

At the same time, community solar programs in different states accounted for 42% of all new non-residential production capacity, or slightly above 1.0 GW, with this share directly targeted by the Company increasing from 38% in 2020 and 29% in 2019.

GOVERNMENT INITIATIVES: Over the past two decades, the U.S. federal, state and local governments have established various policies and incentives that conserve natural resources and reduce harmful environmental effects of fossil fuels, especially by promoting accelerated adoption of renewable energy sources for on-grid electricity production. The market for solar power generation is heavily influenced by regulations concerning the electric utility industry, as well as policies promulgated by major utility companies themselves, all affecting private investment levels and structure, electricity pricing and technical interconnection of customer-owned PV systems. SEIA estimates there are currently at least 20 state jurisdictions concentrated mostly in the Northeast, including District of Columbia, which began actively encouraging community solar growth in just the last few years, with NYSERDA's Sun-NY as probably the most vibrant program. While the regulatory environment is constantly changing, most prevalent incentives include feed-in tariffs, or FITs, income and property tax exemptions and credits, rate rebates and other mechanisms, such as net metering.

On the national level, most analysts expect a very accommodative environment for green energy. Having immediately rejoined the Paris Climate Agreement, President Joe Biden plans to invest \$2 trillion in clean-energy initiatives over the next four years, with a loftier goal of reaching an emissions-free power sector by 2035 and making America a net-zero-emissions country by 2050. Meanwhile, based



Source: Solar Energy Industries Association



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on an extension of the Solar Investment Tax Credit in December 2015, the Internal Revenue Code still allows U.S. taxpayers to claim a tax credit of 22% of qualified expenditures for any solar energy project until the end of 2021, and 10% for commercial projects in 2022.

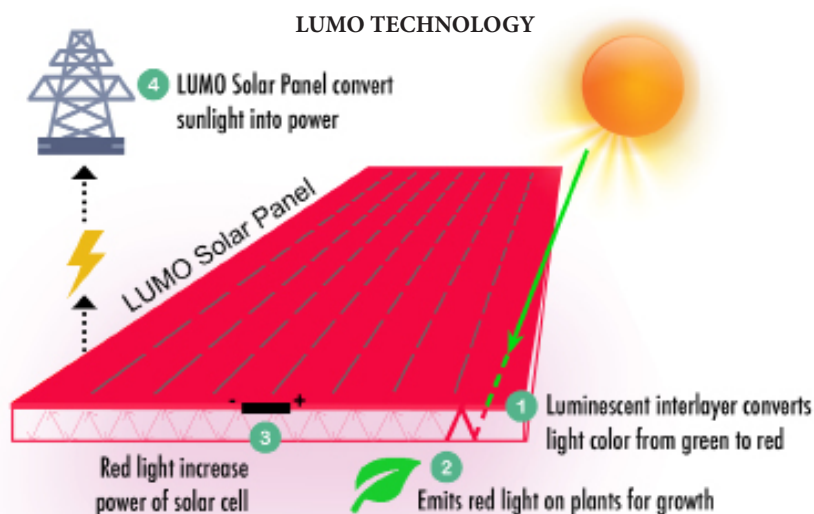
In the case of New York, quickly escalating state measures undertaken recently also strongly support reduction of dependency on fossil fuels. Effective since January 2020, the Climate Leadership and Community Protection Act ("CLCPA") mandates obtaining 70% of the state's electricity from renewable sources by 2030, replacing the previous Clean Energy Standard ("CES") target of 50% adopted in August 2016, and sets a goal of a completely carbon-free state electricity sector by 2040. The CLCPA also specifically dictates deployment of 6 GW of solar power generation by 2025 and 3 GW of energy storage by 2030, essentially doubling prior targets, as part of Governor Andrew Cuomo's Green New Deal announced in January 2019.

SOLAR GREENHOUSES

The Company also offers revolutionary PV-powered greenhouses targeting the budding and trendy urban farming industry. While the term "solar greenhouse" for decades has been commonly associated with passive solar heat preservation principles, like utilizing thermal mass objects, such as water tanks or concrete blocks, sinking the structure below ground level, and indoor composting, Green Stream's solar solution engages cutting-edge power generation technology and original conceptions developed by Anthony Morali of RED. The greenhouse structure is comprised entirely of solar panels simultaneously addressing climate change and crop yields. Based on wavelength-selective technology utilizing embedded silicon PV strips and luminescent magenta dye, the semi-transparent glass panels optimize incoming light to enhance both power and food production by harnessing the green and blue light spectrum ranges for electricity generation, while enhancing plant photosynthesis with the most beneficial and efficient red waves.

The breakthrough LUMO technology, which was initially developed by University of California Santa Cruz scientists and field-tested by their commercial venture, Soliculture, Inc., provides agricultural benefits in a variety of climate settings, promoting faster crop maturation, disease resistance and even lower water absorption by plants. At the same time, energy captured by integrated luminescent glass facades coupled with highest-efficiency standard-density seamless solar panels in non-production work areas used for packing, processing and storage, supplies electricity for all climate control functions, including heating and cooling, air circulation, watering and supplemental lighting. The Company's self-contained emissions-free urban food production systems can be harmoniously incorporated into the most dense architectural settings, operating completely off-grid, or interconnected with utility grids, even as part of community solar programs.

The emerging urban farming industry tackles problematic ecological and food sustainability issues facing populations in far-extending highly-congested



Source: Soliculture, Inc.

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metropolitan areas. Many regions of modern cities have practically become “food deserts” with severely limited access to affordable nutritious food, especially in context of fresh vegetables and fruits. Already in 2010, the U.S. Department of Agriculture reported that 23.5 million people live in “food deserts”, meaning more than one mile from a supermarket in urban or suburban areas and more than 10 miles in rural areas. This situation imposes significant negative social and economic impact on public health, intra-city transport logistics, vitality of local ecosystems and air quality, as well as quality of food itself. According to United Nations Department of Economic and Social Affairs data from 2018, 55% of the world’s population lives in urban areas, a proportion that is expected to increase to 68% by 2050, but more importantly, the most urbanized region is North America, with 82% of its population living in urban areas already. World Bank projects that a 50% food production increase will be needed by 2050 to keep up with growing populations. As a result, ResearchAndMarkets.com expects the Global Urban Farming market to grow to \$288.71 billion by 2026.

In New York City, which likely hosts the world’s largest rooftop farms, even the most advanced commercial greenhouse projects by Gotham Greens in partnership with Whole Foods Market utilize traditional glass greenhouses requiring substantial sectors of additional rooftop space for solar panels powering their operations, limiting the actual cultivation area. **Conversely, Green Stream greenhouses provide an instantaneous comprehensive solution that enables power production directly above plant growth.**

COMPETITION

The U.S. solar industry is extremely competitive and highly fragmented, with thousands of companies providing various products and services along the value chain. Access to solar power is provided by a variety of entities, including:

- The nation’s largest diversified energy companies like Duke Energy (NYSE: DUK), with Duke Energy Renewables unit and its subsidiary REC Solar;
- Solar-focused giants like First Solar (NASDAQ: FSLR), which concentrates on developing large utility-scale facilities;
- Dominant domestic residential and commercial segment players, including (i.) Tesla (NASDAQ: TSLA), which entered the market by acquiring SolarCity in 2016 and (ii.) Sunrun (NASDAQ: RUN), which expanded its leadership position after acquiring the strongest rival Vivint Solar just last year; and
- Multinational companies, such as Solaredge Technologies (NASDAQ: SEDG) and SunPower Corporation (NASDAQ: SPWR), making inroads into the U.S. marketplace.



Green Rain Solar - Panel Installation

Nevertheless, on its scale of commercial solar services targeting small businesses in underserved market segments, Green Stream’s primary competitors are local utility companies with their standard electric service offerings, such as Consolidated Edison in New York, and equally directly, other solar service providers, especially those participating in local community solar programs. **The Company is one of very few publicly traded micro-caps in the solar industry.**

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MANAGEMENT

James C. DiPrima, CEO, Interim CFO and Director, has over 40 years of finance and accounting, as well as executive experience in both the public and private sectors. Prior to joining the Company in January 2021, Mr. DiPrima has served as CEO of PAO Group, Inc. (OTC: PAOG), a medical cannabis treatment developer, and CFO for Solar Integrated Roofing, Inc. (OTC: SIRC), a residential solar energy solutions provider in Southern California, where he spent 5 years until January 2019. Mr. DiPrima has been working in various top executive positions with publicly traded companies since 1995. Additionally, over the years Mr. DiPrima guided private companies through the reverse merger process, raising capital and consulting on various mezzanine financings, and provided various financial services to publicly traded micro-cap companies on a contract basis. Mr. DiPrima began his career at Deloitte & Touche, was later comptroller of a manufacturing company, founded and operated an accounting and tax consulting firm focused on medical practice management, investment and tax planning, and subsequently served as CEO of MBD Midwest, a holding company for national pack and ship franchises in multiple states. Mr. DiPrima has a BS degree in Business Administration from Creighton University.

James Ware, Director and VP, has over 20 years of marketing, sales and executive experience. Prior to joining the Company in February 2019, Mr. Ware worked as an independent consultant for various project managers for the preceeding two years. From 2010 through 2015, Mr. Ware was the founder and the owner of the luxury car and limousine services company Majestic Luxury Services LLC. Since January 2013, Mr. Ware has also served as the CEO of Gravity Pro Holdings LLC, a developer of health and fitness equipment. From August 1997 to May 2003, Mr. Ware was the VP and COO of Bright Minds of the Future, Inc. and from 1999 to 2002 was the #1 Elite Dealer for Hughes Network/DirecTV in Midwest North America, and #1 in EchoStar/Dish network sales. Mr. Ware attended the University of St. Thomas in St. Paul, Minnesota on a four year football scholarship.

Anthony Morali, Consulting Advisor, has over 35 years of experience in architecture in NYC, accomplishing numerous acclaimed projects and receiving many awards, including New York Society of Architects Distinguished Service Award for commitment to Green Building zoning in 2012. Mr. Morali has founded and directed Morali Architects PLLC (formerly known as MStudioNY) since 2005, and has founded and served as CEO of R.E.D. Renewable Energy Development LLC since 2008. Widely recognized for integrating solar energy systems into his projects for more sustainable designs, Mr. Morali developed SolarRail, a building integrated photovoltaic application that incorporates the benefits of thin-film PVs with structural glazing to create balcony railings, terrace walls or guardrails that generate electricity. From 2007 to 2012, Mr. Morali has been the director of the United Nations International Renewable Energy Sector and New York Society of Architects. He continues to be on the Society of American Registered Architects since 1995. Mr. Morali has also been a member and volunteered with the Mayor's Advisory Zoning Council for Community Board 5 in Queens, from 1991 to 1993. He graduated from Pratt Institute in 1981.



Self Sustaining Greenhouse

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FINANCIALS

Green Stream has not yet commenced revenue generating operations, resulting in operating losses. For the period of three and six months ended on October 31, 2020, the Company incurred \$127,180 and \$678,600 in Total Operating Expenses, respectively. The Company reported a Net Loss of \$148,334 and \$754,794, or \$0.01 per share, respectively, for the most recent quarter and the half-year period. As of October 31, 2020, the Company had an accumulated deficit of \$1,124,036, net worth of \$336,678 and negative working capital of \$921,201. In its SEC filings, the Company has committed to utilize a portion of funds incoming from the Regulation A offering, for working capital and to retire in Q1 2021 significant levels of its outstanding Notes Payable balances, which as of October 31, 2020 amounted to \$740,678. Given the relationship between the offering share price and current market value of GSFI stock, the offering likely generated additional subscriptions since October 31, 2020, making this debt pay-down scenario plausible.

As announced in detail on its website www.GreenRainSolar.com, the Company's Offering Statement on Form 1-A, filed with the SEC to launch a Regulation A, Tier 1 public offering has been approved and is effective. The Company is offering up to 125,000,000 shares of common stock for \$0.08 per share on a "best efforts" basis, for gross proceeds of up to \$10,000,000, before the deduction of offering expenses, assuming all shares are sold. The minimum investment for each investor is \$10,000, unless it is waived by the Company in its sole discretion, which may be done on a case-by-case basis. This offering, if successful, will materially improve the Company's balance sheet enabling it to fund a significant portion of its projects.

As of September 18, 2020, the Company had 65,903,165 shares of Common Stock issued and outstanding, with 41.3% owned by Directors and Officers, as well as other Shareholders holding 5% or more. The Company also had:

- 1,000,000 authorized shares of Convertible Series A Preferred Shares. Convertible Series A Preferred Shares are convertible into the shares of Common Stock at a ratio of 1,000 shares of Convertible Series A Preferred Shares to 1 share of Common Stock. There are 53,000 shares issued and outstanding or 53 votes;
- 1,000,000 authorized shares of Convertible Series B Preferred Shares. Convertible Series B Preferred Shares are convertible into the shares of Common Stock at a ratio of 1,000,000 shares of Common Stock for each single Convertible Series B Preferred Share. There are 600,000 shares issued and outstanding or 600,000,000 votes;
- 10,000,000 authorized shares of Convertible Series C Preferred Shares. Convertible Series C Preferred Shares are convertible into Common Stock at a ratio of 1,000 shares of Convertible Series C Preferred Share for one share of Common Stock. There are 760,000 shares issued and outstanding or 760 votes.

The Series B Preferred Shares are non-dilutive and have the right to vote in the aggregate on all shareholder matters with votes in effect equal to 99% of the total shareholder vote. They will be entitled to this 99% voting right, no matter how many shares of Common Stock or other voting stock of the Company's stock are issued and outstanding in the future.



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OUTLOOK

Despite rather significant COVID-19 pandemic related disruptions caused by permitting bottlenecks and outside construction restrictions in NYC last year, Green Stream and its partners appear to be on track in their efforts to roll-out the current project pipeline in the first half of 2021, in order to start long-term generating revenue streams from energy sales. Based on information provided in the Company's latest SEC filings from earlier this year, the management expects to commence revenue generating operations from the current project load in Q2 2021, contributing approximately \$50,000 to \$60,000 per quarter, if at least four projects are commissioned, for 20-25 years into the future. The Regulation A offering, if completed, will also significantly improve the Company's financial standing.

At the same time, Green Stream will be focused on growing its footprint in the NYC metropolitan area by expanding online and offline sales and marketing activities to establish new solar hosting relationships. The Company plans to rely on industry and local business community referrals and to hire additional key personnel to extend the marketing campaign efforts. As Green Stream starts contributing solar energy to the grid through its first interconnection agreements with Consolidated Edison, the successful net-metering relationships themselves may yield potential host customers from among the utility's internal solar client prospects, a rather standard industry practice. Longer-term, the Company has indicated it will expand into other states with favorable community solar environments. Finally, Green Stream expects to start generating more interest and securing customers for its solar greenhouses, which represent a truly revolutionary approach to improving urban fresh food sustainability. Capitalizing on rapidly growing solar capacity installations, the Company's business model potentially offers a significant revenue generating opportunity given the anticipated 20-25 years cycle of ongoing revenue streams. Longer-term, the Company has indicated it will expand into other states with favorable community solar environments. Finally, Green Stream expects to start generating more interest and securing customers for its solar greenhouses, which represent a truly revolutionary approach to improving urban fresh food sustainability. Green Stream appears to be poised for long term growth.



All figures below are quoted in US Dollars and in Thousands

Income Statement				Balance Sheet				Cash Flow Statement			
	FY 4/30/19	FY 4/30/20	6M 10/31/20		FY 4/30/19	FY 4/30/20	as of 10/31/20		FY 4/30/19	FY 4/30/20	6M 10/31/20
Revenue	\$ -	-	-	Current Assets	\$ -	15	-	Operating Cash Flow	(67)	(193)	(720)
Oper Loss/income	\$ (113)	(251)	(679)	Total Assets	\$ 1,100	1,115	1,258	Investing Cash Flow	-	-	(172)
Net Loss/Income	\$ (113)	(256)	(755)	Total Liabilities	\$ 113	592	921	Financing Cash Flow	67	208	878
Loss Per Share	\$ -	(0.01)	(0.01)	Total Shareholder's Equity	\$ 988	524	337	Cash at end of period	-	15	-

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Market making:

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