

THREE SIXTY SOLAR LTD.

CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE THREE AND NINE MONTHS ENDED JUNE 30, 2022

(EXPRESSED IN CANADIAN DOLLARS)

NOTICE OF NO AUDITORS' REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3 (3) (a), if an auditor has not performed a review of the condensed interim consolidated financial statements, they must be accompanied by a notice indicating that an auditor has not reviewed the condensed interim consolidated financial statements.

The accompanying unaudited condensed interim consolidated financial statements of Three Sixty Solar Ltd. (the "Company") have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these condensed interim consolidated financial statements in accordance with standards established by the Chartered Professional Accountants of Canada ("CPA Canada") for a review of interim financial statements by an entity's auditor.

THREE SIXTY SOLAR LTD.

AUGUST 15, 2021

THREE SIXTY SOLAR LTD.
CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION
(Unaudited - Expressed in Canadian Dollars)

	Notes	June 30, 2022	September 30, 2021
Assets			
Current assets			
Cash		\$ 141,148	\$ 210,253
GST receivable		14,390	-
Payroll taxes receivable		6,552	-
Prepaid expenses		6,487	-
Total current assets		168,577	210,253
Equipment		793	976
Total assets		\$ 169,370	\$ 211,229
Liabilities and Shareholders' Equity			
Current liabilities			
Accounts payable and accrued liabilities	3,4	\$ 260,968	\$ 281,793
Due to related parties	4	-	45,145
Loans payable	4	12,700	12,700
Total current liabilities		273,668	339,638
Shareholder's Equity			
Share capital	5	451,722	164,302
Obligation to issue securities	5	623,124	142,207
Contributed capital	4	188,255	188,255
Reserves	5	205,000	-
Deficit		(1,572,399)	(623,173)
Total shareholder's equity		(104,298)	(128,409)
Total shareholder's equity and liabilities		\$ 169,370	\$ 211,229

Nature of operations and going concern (Note 1)
Subsequent event (Note 1)

Approved by the Board of Directors on August 15, 2022:

"Brian Roth"
Director

"Scott Mcleod"
Director

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

THREE SIXTY SOLAR LTD.
CONDENSED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Unaudited - Expressed in Canadian Dollars)

	Note	Three months ended June 30,		Nine months ended June 30,	
		2022	2021	2022	2021
Operating expenses					
Corporate		\$ 10,000	\$ 199	\$ 10,460	\$ 4,624
Depreciation		61	61	183	184
Marketing		15,136	3,794	73,143	20,105
Office		18,274	-	52,129	770
Professional fees		238,454	-	521,977	7,795
Research and development		51,278	271	66,638	572
Salaries and wages	4	65,678	22,011	206,399	47,481
Travel		2,410	-	18,469	-
Total operating expenses		(401,291)	(26,336)	(949,398)	(81,531)
Other					
Foreign exchange gain		(51)	-	172	-
Net loss and comprehensive loss		\$ (401,342)	\$ (26,336)	\$ (949,226)	\$ (81,531)
Weighted average number of shares – Basic and diluted		\$ 19,413,447	\$ 7,666,667	\$ 15,239,693	\$ 7,666,667
Loss per share – Basic and diluted		\$ (0.02)	\$ (0.00)	\$ (0.06)	\$ (0.01)

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

THREE SIXTY SOLAR LTD.
CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY
(Unaudited - Expressed in Canadian Dollars)

	<u>Share Capital</u>									
	Number of Shares	Amount	Contributed Capital	Reserves	Obligation to Issue Securities	Deficit	Total Shareholders' Deficiency			
Balance, September 30, 2020	7,666,667	\$ 164,302	\$ -	\$ -	\$ -	\$ (309,729)	\$ (145,427)			
Related party debt forgiveness	-	-	214,530	-	-	-	214,530			
Net loss	-	-	-	-	-	(81,531)	(81,531)			
Balance, June 30, 2021	7,666,667	\$ 164,302	\$ 214,530	\$ -	\$ -	\$ (391,260)	\$ (12,428)			
Balance, September 30, 2021	7,666,667	\$ 164,302	\$ 188,255	\$ -	\$ 142,207	\$ (623,173)	\$ (128,409)			
\$0.01 warrants private placement	-	-	-	205,000	(95,725)	-	109,275			
\$0.025 shares private placement	6,416,653	160,417	-	-	(46,482)	-	113,935			
\$0.025 units private placement	4,080,127	102,003	-	-	-	-	102,003			
\$0.02 shares private placement	1,250,000	25,000	-	-	-	-	25,000			
Subscriptions received in advance	-	-	-	-	623,124	-	623,124			
Net loss	-	-	-	-	-	(949,226)	(949,226)			
Balance, June 30, 2022	19,413,447	\$ 451,722	\$ 188,255	\$ 205,000	\$ 623,124	\$ (1,572,399)	\$ (104,298)			

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

THREE SIXTY SOLAR LTD.
CONDENSED INTERIM STATEMENTS OF CASH FLOWS
(Unaudited - Expressed in Canadian Dollars)

	Nine months ended June 30,	
	2022	2021
Cash flow from operating activities		
Net loss	\$ (949,226)	\$ (81,531)
Items not affecting cash:		
Depreciation	183	184
Non-cash working capital items:		
Accounts payable and accrued liabilities	331,321	-
GST receivable	(14,390)	-
Prepaid Expenses	(6,487)	-
Payroll taxes receivable	(6,552)	-
Due to related parties	(45,145)	-
Net cash used in operating activities	(690,296)	(81,347)
Cash flows from financing activities		
Proceeds from issuance of shares and warrants	350,213	-
Share subscriptions refunded	(352,146)	-
Due to related parties	-	(133,183)
Forgiveness of related party debt	-	214,530
Obligation to issue warrants	623,124	-
Net cash flows provided by financing activities	621,191	81,347
Net change in cash and cash equivalents	(69,105)	-
Cash, beginning of period	210,253	-
Cash, end of period	\$ 141,148	\$ -

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

THREE SIXTY SOLAR LTD.
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED MARCH 31, 2022
(Expressed in Canadian Dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Three Sixty Solar Ltd. (the Company) was incorporated on April 20, 2017 under the under the Business Corporations Act (British Columbia) laws of British Columbia as 1115746 BC Ltd. The Company changed its name to Platinum Power Contracting Limited on May 29, 2020. The name change to Three Sixty Solar Ltd. occurred on October 22, 2021. The Company is developing a high-density clean energy solution. The Company's registered and records office is located at 1055 West Georgia Street, 1500 Royal Centre, PO Box 11117, Vancouver, B.C. V6E 4N7.

On January 5, 2022, the Company completed a share reorganization (the "Share Reorganization") to exchange each Class B share for a Class A share and to re-designate the Class A shares as common shares of the Company. The Company also effected a forward split of its shares on the basis of 27,980.5 new shares for each one share outstanding (the "Forward Split"). Prior to the Share Reorganization and Forward Split, the Company had 120 Class A and 154 Class B common shares issued and outstanding. Immediately following the Share Reorganization and Forward Split, the Company had 7,666,667 common shares issued and outstanding. Except where otherwise indicated, all historical share numbers and per share amounts have been adjusted on a retroactive basis to reflect following the Share Reorganization and Forward Split.

These condensed interim financial statements have been prepared on the basis of accounting principles applicable to going concern, which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. For the nine months ended June 30, 2022, the Company has negative cash flow from operations and recurring operating losses and as at that date, has a negative working capital of \$105,091 and an accumulated deficit of \$1,572,399. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

The Company's ability to continue its operations and to realize assets at their carrying values is dependent upon its ability to raise financing and generate profits and positive cash flows from operations in order to cover its operating costs. The Company has been dependent on its ability to raise capital through debt and/or equity to provide financing cash flows to date. There can be no assurance that financing activities will continue, or if the Company will be able to arrange other sources of financing. On March 11, 2020, the outbreak of the novel strain of coronavirus specifically identified as "COVID-19" was declared a pandemic by the World Health Organization. The outbreak has resulted in governments worldwide enacting emergency measures to combat the spread of the virus which in turn have caused material disruption to business globally. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. Conditions surrounding COVID-19 continue to rapidly evolve and it is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company in future periods.

Reverse Takeover Transaction

On February 10, 2022, Liberty One Lithium Corp ("Liberty One"), 1345100 B.C. Ltd., a newly created subsidiary of Liberty One ("Newco"), and the Company entered into an amalgamation agreement (the "Amalgamation Agreement"). The Amalgamation Agreement was amended on May 6, 2022. Under the Amalgamation Agreement, Liberty One will consolidate all of its issued and outstanding common shares on a 2:1 basis and Newco will amalgamate with the Company. All of the outstanding common shares of the Company will be exchanged for common shares of Liberty One on a one for one basis (the "Transaction"). In addition, all of the outstanding convertible securities of the Company will be exchanged for securities of Liberty One on a one for one basis and on substantially the same economic terms and conditions. The Transaction was completed on August 4, 2022.

THREE SIXTY SOLAR LTD.
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED MARCH 31, 2022
(Expressed in Canadian Dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN (CONTINUED)

In connection with the transaction, the Company completed a private placement financing of 1,996,000 financing warrants (the "Financing Warrants") at a price of \$1.00 per warrant for gross proceeds of \$1,996,000 (the "Concurrent Financing"). Each Financing Warrant is exercisable into one share of the Company at the option of the holder at any time following the closing of the transaction. If not earlier exercised, the Financing Warrants automatically convert to one Unit six months following the closing date of the transaction of August 4, 2022. Each Unit consists of one share and one warrant (the "Additional Warrant"). Each Additional Warrant allows the holder to purchase one share at an exercise price of \$2.00 per share for 24 months following the date of issue. In connection with the Concurrent Financing, the Company incurred costs totaling \$214,662. The Company also issued 100,345 broker warrants entitling the purchase of up to 100,345 common shares of the Company at a price of \$2.00 per share until August 4, 2024.

As part of the Transaction, Liberty One issued 3,833,334 performance warrants. The performance warrants vest when the Company has achieved \$10,000,000 in cumulative gross revenue. Upon vesting, each warrant is exercisable for one common share at a price of \$0.05, expiring August 4, 2027.

In connection with the closing of the Transaction, Liberty One changed its name to Three Sixty Solar Ltd. (the "Resulting Issuer"), and the entity formed by the amalgamation of the Company and Newco was named Three Sixty Solar Operations Ltd.

Immediately after the completion of the transaction, the former holders of the Company's shares own 21,409,447 of the Resulting Issuer shares, representing 82% of the shares of the Resulting Issuer. The existing holders of Liberty One own 4,672,197 shares, representing 18% of the total Resulting Issuer shares. The shareholders of the Company acquired control of Liberty One, thereby constituting a reverse take over ("RTO") of Liberty One.

2. BASIS OF PRESENTATION

a) Statement of compliance

These unaudited condensed 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 financial statements should be read in conjunction with the Company's audited financial statements for the year ended September 30, 2021.

The Company's management makes judgments in its process of applying the Company's accounting policies in the preparation of its unaudited condensed interim 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 financial statements are consistent with those applied and disclosed in the Company's financial statements for the year ended September 30, 2021. In addition, other than noted below, the accounting policies applied in these unaudited condensed interim financial statements are consistent with those applied and disclosed in the Company's audited financial statements for the year ended September 30, 2021.

THREE SIXTY SOLAR LTD.
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED MARCH 31, 2022
(Expressed in Canadian Dollars)

2. BASIS OF PRESENTATION (CONTINUED)

a) Statement of compliance (continued)

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

These unaudited condensed interim financial statements were approved by the Board of Directors on August 15, 2022.

b) Basis of presentation

These condensed interim financial statements are presented in Canadian dollars which is the functional currency of the Company. These condensed interim financial statements have been prepared on a historical cost basis, except for certain financial instruments, which are stated at fair value. In addition, they have been prepared using the accrual basis of accounting, except for the cash flow information.

3. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

		June 30, 2022		September 30, 2021
Accounts payable	\$	181,228	\$	38,245
Accrued liabilities		71,767		217,763
Payroll liabilities		7,973		25,785
	\$	260,968	\$	281,793

4. RELATED PARTY TRANSACTIONS AND BALANCES

Related Party Transactions

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. Key management personnel comprise officers and directors of the Company.

The Company incurred the following salaries fees charged by directors and officers and companies that are significantly influenced by the directors and officers of the Company for the three and nine months ended June 30, 2022:

		Three months ended June 30, 2022		Nine months ended June 30, 2022	
		2022	2021	2022	2021
Salaries and benefits					
Chief Executive Officer ("CEO")	\$	35,891	\$ -	\$ 144,306	\$ -
Professional fees					
Chief Financial Officer ("CFO")		2,000	-	2,000	-
Companies controlled by directors		42,438	-	78,967	-
		80,329		225,273	

THREE SIXTY SOLAR LTD.
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED MARCH 31, 2022
(Expressed in Canadian Dollars)

4. RELATED PARTY TRANSACTIONS AND BALANCES (CONTINUED)

Related party balances

As at June 30, 2022, the due to related parties balance is \$nil. As at September 30, 2021, the due to related parties contained a balance of \$45,145 which was owed to a company controlled by a director of the Company for expense reimbursements.

As at June 30, 2022 included in accounts payable and accrued liabilities is \$6,923 (September 30, 2021 - \$45,592) due to the CEO.

As at June 30, 2022 included in loans payable is \$12,700 (September 30, 2021 - \$12,700) due to a director of the Company. The amount is non-interest bearing, unsecured and payable on demand.

During nine months ended June 30, 2021, a company controlled by a director agreed to forgive amounts owing of \$188,255.

5. SHARE CAPITAL

a) Authorized capital

The Company is authorised to issue unlimited number of common shares without par value.

b) Issued

On January 5, 2022, the Company closed a warrant financing of \$0.01 warrants for proceeds of \$205,000 and issued 20,500,000 warrants. Each warrant entitles the holder to purchase one common share at a price of \$0.25 for a period of three years following the date of the Company's public listing. \$95,725 of the proceeds had been received as of September 30, 2021. Upon issuance, the warrants were initially recorded at their estimated fair value which is based on the amount of cash subscriptions received.

On January 5, 2022, the Company closed a private placement at \$0.025 per share total proceeds of \$160,417 and issued 6,416,653 common shares. \$46,482 of the proceeds had been received as of September 30, 2021.

On January 5, 2022, the Company closed a private placement at \$0.025 per unit. Each unit consists of one common share and one warrant, with each warrant entitling the holder to purchase one additional common share at a price of \$0.10 per warrant until January 5, 2025. The Company received proceeds of \$102,003 and issued 4,080,127 units.

On January 5, 2022, the Company close a private placement for proceeds of \$25,000 and issued 1,250,000 common shares.

THREE SIXTY SOLAR LTD.
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED MARCH 31, 2022
(Expressed in Canadian Dollars)

5. SHARE CAPITAL (CONTINUED)

c) Warrants

	Number of warrants	Weighted average exercise price
Balance, September 30, 2021	-	\$ -
Issued	24,580,127	0.23
Balance, June 30, 2022	24,580,127	\$ 0.23

The following table discloses the number of warrants outstanding as at June 30, 2022

Number of warrants	Price	Expiry date
20,500,000	\$ 0.25	Three years following the date of public listing
4,080,127	0.1	January 25, 2025

d) Obligation to issue shares

As at June 30, 2022, the Company has received \$623,124 in subscriptions receipts for the Concurrent Financing which closed on August 4, 2022 (Note 1).

6. FINANCIAL INSTRUMENTS

The Company's risk exposures and the impact on the Company's financial instruments are summarized below.

Fair value

The carrying amounts for cash, and accounts payable and accrued liabilities on the statements of financial position approximate fair value because of the limited term of these instruments.

Interest rate risk

The Company has cash balances and no interest-bearing debt. Interest rate risk is considered to be low.

Credit risk

Credit risk is the risk that a client or vendor will be unable to pay or receive any amounts owed or owing by the Company. Management's assessment of the Company's risk is low as it is primarily attributable to funds held in banks.

Liquidity Risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. At June 30, 2022, the Company had cash of \$141,148 (September 30, 2021 \$210,253) to settle short term liabilities of \$273,668 (September 30, 2021 - \$339,638).

As at June 30, 2022, the carrying value of the Company's financial instruments approximate their fair value.