FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

DECEMBER 31, 2021 AND 2020

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Rainforest Foundation, Inc.

Opinion

We have audited the accompanying financial statements of Rainforest Foundation, Inc. (a nonprofit organization), which comprise the statements of financial position as of December 31, 2021 and 2020, and the related statements of activities, functional expenses and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Rainforest Foundation, Inc. as of December 31, 2021 and 2020, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Rainforest Foundation, Inc. and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. 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 Financial Statements

Management is responsible for the preparation and fair presentation of the 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 financial statements that are free from material misstatement, whether due to fraud or error.

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



Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 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 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 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 Rainforest Foundation, Inc.'s 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 financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Rainforest Foundation, Inc.'s 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.

Luts + Can, XZP

New York, New York August 19, 2022

STATEMENTS OF FINANCIAL POSITION

DECEMBER 31, 2021 AND 2020

	2021	2020
Assets		
Cash (Note 9)	\$4,308,129	\$3,303,920
Investments (Notes 1c, 1d and 4)	59,105	64,849
Unconditional promises to give (Notes 1e and 5)		·
Without donor restrictions	861,444	311,628
With donor restrictions	678,074	376,800
Prepaid expenses and other assets	7,274	16,067
Digital assets (Note 1f)	11,099	-
Property and equipment, at cost, net of accumulated		
depreciation and amortization (Notes 1g and 6)	48,474	395
Security deposit	5,200	5,200
Total Assets	\$5,978,799	\$4,078,859
Liabilities and Net Assets		
Liabilities	Ф 70.000	ф. 400.000
Accounts payable and accrued expenses	\$ 79,806	\$ 128,609
Grants payable (Note 1h) Total Liabilities	<u>385,851</u> 465,657	747,310 875,919
Total Elabilities	405,037	675,919
Commitments and Contingency (Note 9)		
Net Assets		
Without donor restrictions	4,084,767	1,767,397
With donor restrictions (Note 3)	1,428,375	1,435,543
Total Net Assets	5,513,142	3,202,940
Total Liabilities and Net Assets	\$5,978,799	\$4,078,859

STATEMENTS OF ACTIVITIES

YEARS ENDED DECEMBER 31, 2021 AND 2020

	2021	2020
Changes in Net Assets Without Restrictions		
Revenue and Support		
Government grants (Note 7)	\$ 921,249	\$2,468,155
Contributions	4,670,033	3,428,025
Donated facilities	18,000	, , , -
Realized gain on sale of digital assets	32,244	-
Net investment income (loss) (Note 4)	(2,192)	1,084
Miscellaneous income	5,704	7,788
	5,645,038	5,905,052
Net assets released from restrictions	, ,	, ,
Satisfaction of time and program restrictions	1,499,305	690,889
		<u> </u>
Total Revenue and Support	7,144,343	6,595,941
Expenses		
Program Services	4,002,130	5,025,503
Supporting Services		
Management and general	362,227	340,042
Fundraising	462,616	313,701
Total Supporting Services	824,843	653,743
Total Expenses	4,826,973	5,679,246
Increase in Net Assets Without Donor Restrictions	2,317,370	916,695
Changes in Net Assets With Restrictions		
Government grants (Note 7)	149,028	409,634
Contributions	1,343,109	1,138,481
Net assets released from restrictions	(1,499,305)	(690,889)
Foreign currency exchange loss	(1,499,303)	(25,400)
1 oreign currency exchange loss		(23,400)
Increase (Decrease) in Net Assets With Donor Restrictions	(7,168)	831,826
Ingrang in not appete	2 240 202	4 740 504
Increase in net assets	2,310,202	1,748,521
Net assets, beginning of year	3,202,940	1,454,419
Net Access Ford of Year	ΦΕ Ε40 440	#0.000.040
Net Assets, End of Year	\$5,513,142	\$3,202,940

STATEMENTS OF FUNCTIONAL EXPENSES

YEARS ENDED DECEMBER 31, 2021 AND 2020

	2021		2020					
		Supporting	g Services			Supporting	g Services	
	Program	Management		Total	Program	Management		Total
	Services	and General	Fundraising	Expenses	Services	and General	Fundraising	Expenses
Salaries	\$ 719,303	\$ 132,999	\$ 269,589	\$1,121,891	\$ 585,124	\$ 149,824	\$ 132,254	\$ 867,202
Payroll taxes and employee benefits	199,752	72,146	40,129	312,027	144,133	36,906	32,578	213,617
Grants	1,676,756	-	-	1,676,756	3,538,941	-	-	3,538,941
Professional fees	115,007	92,256	30,907	238,170	45,513	89,707	93,432	228,652
Program expenses	712,923	-	-	712,923	335,311	-	-	335,311
Information technology	8,538	6,591	28,116	43,245	31,866	8,160	7,203	47,229
Printing and copying	14,718	34	14,704	29,456	4,026	3,000	11,000	18,026
Repairs and maintenance	997	272	789	2,058	-	-	-	-
Office expense	98,872	27,153	18,137	144,162	46,149	21,432	9,465	77,046
Supplies	58,421	2,367	862	61,650	89,460	2,000	2,000	93,460
Occupancy	48,215	11,894	34,473	94,582	51,537	13,196	11,649	76,382
Insurance	-	4,793	-	4,793	4,352	1,114	984	6,450
Advertising and communications	-	-	18,783	18,783	32,374	11,705	11,705	55,784
Film development expenses	10,984	-	-	10,984	-	-	-	-
Travel	334,361	5,876	981	341,218	109,983	-	-	109,983
Miscellaneous expenses	3,283	4,199	5,146	12,628	6,734	1,621	1,431	9,786
Total expenses before depreciation								
and amortization	4,002,130	360,580	462,616	4,825,326	5,025,503	338,665	313,701	5,677,869
Depreciation and amortization	<u> </u>	1,647	<u>-</u>	1,647	<u>-</u>	1,377	<u>-</u>	1,377
Total Expenses	\$4,002,130	\$ 362,227	\$ 462,616	\$4,826,973	\$5,025,503	\$ 340,042	\$ 313,701	\$5,679,246

STATEMENTS OF CASH FLOWS

YEARS ENDED DECEMBER 31, 2021 AND 2020

	2021	2020
Cash Flows From Operating Activities		
Increase in net assets	\$2,310,202	\$1,748,521
Adjustments to reconcile increase in net assets	. , ,	. , ,
to net cash provided by operating activities:		
Depreciation and amortization	1,647	1,377
Donated securities	(127,081)	(40,750)
Donated digital assets	(358,537)	-
Unrealized loss on investments	-	1,905
Realized (gain) loss on investments	2,253	(2,814)
Realized gain on sale of digital assets	(32,244)	-
(Increase) decrease in:	(- , ,	
Unconditional promises to give	(851,090)	(93,748)
Prepaid expenses and other assets	8,793	(4,797)
Security deposit	, -	8,300
Increase (decrease) in:		,
Accounts payable and accrued expenses	(48,803)	83,255
Grants payable	(361,459)	747,310
Net Cash Provided By Operating Activities	543,681	2,448,559
Cash Flows From Investing Activities		
Purchase of investments	_	(72,560)
Proceeds from sales of investments	130,572	82,580
Proceeds from sale of digital assets	379,682	-
Purchase of property and equipment	(49,726)	_
Net Cash Provided By Investing Activities	460,528	10,020
Not each i revided by investing / touvides	100,020	10,020
Net increase in cash	1,004,209	2,458,579
Cash, beginning of year	3,303,920	845,341
Cash, End of Year	\$4,308,129	\$3,303,920

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2021 AND 2020

Note 1 - Organization and Summary of Significant Accounting Policies

a - Organization

Rainforest Foundation, Inc. (the "Organization") was incorporated in 1988 in accordance with State of California Not-For-Profit Corporation Law. The mission of the Organization is to support indigenous people and traditional populations of the rainforest in their efforts to protect their environment and fulfill their rights.

The Organization assists them in securing and controlling the natural resources necessary for their long-term well-being and managing these resources in ways which do not harm their environment, violate their culture or compromise their future. The Organization also assists in developing the means to protect their individual and collective rights and obtain, shape and control basic services.

b - Financial Statement Presentation

The financial statements of the Organization have been prepared in accordance with accounting principles generally accepted in the United States of America ("US GAAP"), which require the Organization to report information regarding its financial position and activities according to the following net asset classifications:

Net Assets Without Donor Restrictions

Net assets that are not subject to donor-imposed restrictions and may be expended for any purpose in performing the primary objectives of the Organization. These net assets may be used at the discretion of the Organization's management and Board of Directors.

Net Assets With Donor Restrictions

Net assets that are subject to stipulations imposed by donors and grantors. Some donor restrictions are temporary in nature; those restrictions will be met by actions of the Organization or the passage of time. Other donor restrictions are perpetual in nature, whereby the donor has stipulated the funds be maintained in perpetuity.

c - Investments

The Organization reflects investments at fair value in the statement of financial position. Investment income, including unrealized gains and losses on investments, are reflected in the statement of activities as increases and decreases in net assets without donor restrictions unless their use is restricted by explicit donor stipulations or by law.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2021 AND 2020

Note 1 - Organization and Summary of Significant Accounting Policies (continued)

d - Fair Value Measurements

Generally accepted accounting principles establish a fair value measurement hierarchy that prioritizes the inputs to valuation techniques. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets, and Level 3 inputs consist of unobservable inputs and have the lowest priority. The Organization uses the higher priority valuation techniques based on available inputs to measure fair values. The fair value of the Organization's investments in exchange-traded closedend funds and common stock are measured using Level 1 inputs, quoted prices in active markets.

e - Unconditional Promises to Give and Contributions

Contributions are recognized when the donor makes a promise to give to the Organization, that is, in substance, unconditional. Contributions restricted by the donor are reported as increases in net assets without donor restrictions if the restrictions expire in the year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in net assets with donor restrictions depending on the nature of the restrictions. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions.

The Organization uses the allowance method to determine uncollectible promises to give. The allowance, if necessary, is based on management's analysis of specific promises made.

f - Digital Assets

The Organization's digital assets as of December 31, 2021 primarily consist of cryptocurrency and are accounted for as indefinite-lived intangible assets. Digital assets are reported on the Organization's statements of financial position at cost and are reviewed for impairment annually, or more frequently if impairment indicators are identified. Gains and losses from the sale of digital assets are recorded in the Organization's statements of activities during the period in which the sale takes place.

g - Property and Equipment

Purchased property and equipment are carried at cost and are depreciated using the straight-line method over the estimated useful life of the related asset.

h - Grants

Grants are accrued when authorized. Grants payable are due to be paid within one year.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2021 AND 2020

Note 1 - Organization and Summary of Significant Accounting Policies (continued)

i - Advertising

The Organization expenses the cost of advertising as incurred.

i - Estimates

The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

k - Tax Status

The Organization is a not-for-profit corporation, exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code and has been designated as an organization which is not a private foundation.

I - Functional Allocation of Expenses

The financial statements report certain categories of expenses that are attributable to more than one program or supporting function. Expenses are applied directly to programs where applicable or allocated on a reasonable and consistent basis. A substantial portion of the Organization's expenses are directly related to program activities. The expenses that are allocated include salaries, payroll taxes and employee benefits, insurance, general office expenses, and occupancy costs, which are allocated based on employee time and effort.

m - Reclassifications

Certain 2020 amounts have been reclassified to conform to the presentation used in 2021.

n - Subsequent Events

The Organization has evaluated subsequent events through August 19, 2022, the date that the financial statements are considered available to be issued.

Note 2 - Information Regarding Liquidity and Availability

The Organization operates with a balanced budget for each year based on the revenues expected to be available to fund anticipated expenses. A substantial portion of annual revenue is comprised of contribution revenue raised during the year. The Organization considers general expenditures to consist of all expenses related to its ongoing program activities, and the expenses related to management and general and fundraising activities undertaken to support those services. The Organization regularly monitors liquidity to meet its operating needs and other commitments and obligations.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2021 AND 2020

Note 2 - <u>Information Regarding Liquidity and Availability</u> (continued)

The Organization's financial assets as of December 31, and those available within one year to meet cash needs for general expenditures are summarized as follows:

	2021	2020
Financial Assets at Year End: Cash Investments Unconditional promises to give	\$4,308,129 59,105 1,539,518	\$3,303,920 64,849 688,428
Total Financial Assets	5,906,752	4,057,197
Less: Amounts not Available to be Used within One Year: Net assets with donor restrictions, subject to expenditure for specific purposes or passage of time	(1,428,375)	(1,435,543)
Plus: Net assets with donor restrictions expected to be met in less than one year	1,397,273	1,435,543
Financial Assets Available to Meet General Expenditures within One Year	<u>\$5,875,650</u>	<u>\$4,057,197</u>

Note 3 - Net Assets With Donor Restrictions

Net assets with donor restrictions are restricted for the following purposes or periods as of December 31:

	2021	2020
Subject to expenditure for specific purpose Subject to passage of time	\$1,428,375 -	\$1,068,743 <u>366,800</u>
Total Net Assets With Donor Restrictions	<u>\$1,428,375</u>	<u>\$1,435,543</u>

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2021 AND 2020

Note 4 - <u>Investments</u>

Investments are classified within Level 1 of the fair value hierarchy and consist of the following as of December 31:

	20:	2021		2021 2020		20
	Cost	Fair Value	Cost	Fair Value		
Cash equivalents Common stock	\$59,105 	\$59,105 	\$62,951 	\$62,951 		
	<u>\$59,105</u>	<u>\$59,105</u>	<u>\$64,810</u>	<u>\$64,849</u>		

Net investment income (loss) consists of the following for the years ended December 31:

	2021	2020
Interest and dividends Realized gain (loss) Unrealized loss	\$ 61 (2,253) —-	\$ 175 2,814 <u>(1,905</u>)
Net Investment Income (Loss)	<u>\$(2,192)</u>	<u>\$1,084</u>

Note 5 - <u>Unconditional Promises to Give</u>

At December 31, 2021 and 2020, unconditional promises to give are due within one year. Uncollectible promises to give are expected to be insignificant.

Amounts due from two donors represent 40% of unconditional promises to give as of December 31, 2021. Amounts due from one donor represent 44% of unconditional promises to give as of December 31, 2020.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2021 AND 2020

Note 6 - Property and Equipment

Property and equipment consist of the following as of December 31:

	<u>Life</u>	2021	2020
Computer equipment	5 years	\$40,216	\$27,268
Computer software	3 years	<u>46,999</u>	10,221
Lance Assumption of decree states and		87,215	37,489
Less: Accumulated depreciation and amortization		<u>(38,741</u>)	(37,094)
Total		<u>\$48,474</u>	<u>\$ 395</u>

Note 7 - Conditional Contributions and Grants

a - During 2016 and 2021, the Organization was awarded grants by an agency of the Norwegian government toward a project designed to protect the forests in Guyana. Annual disbursement of the funds provided under these grants is subject to Norwegian Parliamentary appropriations.

The 2016 grant awarded funds up to \$4.2 million over a five-year period, 2016 to 2020. The term of the grant was subsequently extended through March 2021. The Organization received disbursements of funds under this grant totaling \$706,798 during 2020. During 2021 and 2020, the Organization incurred costs related to the grant of \$14,276 and \$799,709, respectively.

The 2021 grant awarded funds up to \$2 million over a five-year period, 2021 to 2025. The Organization received \$609,088 under this grant in 2021. During 2021, the Organization incurred costs related to the grant of \$460,503.

The grants were awarded in Norwegian krone and are subject to fluctuations in currency exchange rates.

In connection with these grants, the Organization awarded \$363,261 and \$464,216 to subgrantees for 2021 and 2020, respectively. Based upon audited financial statements of the subgrantees, which were audited by other auditors, the total amount of grants disbursed by the Organization to the subgrantees as of December 31, 2021 exceeded related expenses incurred by \$135,095. These remaining grant funds will be expended by the subgrantees in 2022.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2021 AND 2020

Note 7 - Conditional Contributions and Grants (continued)

b - In October 2021, the Organization was awarded a grant by an agency of the United States federal government of approximately \$2 million over a three-year period towards a project aimed to expand and consolidate the regional structure of the Mesoamerican Alliance of Peoples and Forests ("AMPB") and to support its member organizations. Payments of grant funds to the Organization are conditional upon the Organization achieving specific milestones as specified in the grant agreement. As of December 31, 2021, the Organization has recognized \$214,286 in relation to this grant as contribution income.

In connection with this grant, the Organization entered into a subaward contract in December 2021 with AMPB allowing for subgrants totaling \$1,349,491 through September 30, 2024. Grant payments to AMPB will be made quarterly based on estimated costs to be incurred by AMBP to achieve certain milestones, as specified in the subaward contract. During 2021, there were no payments were made and no grant expense was recognized related to this subaward contract.

c - In March 2021, the Organization was awarded a grant by an agency of the United States federal government totaling \$266,000 towards a project aimed at mitigating the health, social and economic impacts of the COVID-19 pandemic on the vulnerable population of indigenous communities and peoples. Payments of grant funds to the Organization are conditional upon achieving milestones as specified in the grant agreement. During 2021, the Organization recognized \$99,754 in contribution revenue for milestones achieved under the grant.

Note 8 - Commitments and Contingency

a - The Organization occupied office space under a lease agreement which expired May 31, 2020 and was subsequently rented on a month-to-month basis through August 2020.

In August 2020, the Organization entered into lease agreements for office space and storage which expire December 31, 2023.

Minimum annual obligations under these lease agreements are as follows:

\$ 52,536
54,048

\$106,584

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2021 AND 2020

Note 8 - Commitments and Contingency (continued)

a - (continued)

Rent expense for the years ended December 31, 2021 and 2020 was \$69,036 and \$68,753, respectively.

b - Government supported programs are subject to audit by the applicable granting agency.

Note 9 - Concentration of Credit Risk

The Organization maintains its cash balances in a financial institution located in New York City. The cash balances, at times, may exceed federally insured limits.





INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION

To the Board of Directors of Rainforest Foundation, Inc.

We have audited the financial statements of Rainforest Foundation, Inc. as of and for the years ended December 31, 2021 and 2020, and our report thereon dated August 19, 2022, which expressed an unmodified opinion on those financial statements, appears on pages 1 and 2. Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The Schedule of Government Grant Income and Expenses – Protecting Forests Through Protecting Rights in Guyana (Grant Number GUY-16/000) and Schedule of Government Grant Income and Expenses - Protecting Forests, Protecting Rights (Grant Number GUY-21/003) for the year ended December 31, 2021 are presented for purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Lutz + Can, LLP

New York, New York August 19, 2022

SCHEDULE OF GOVERNMENT GRANT INCOME AND EXPENSES PROTECTING FORESTS THROUGH PROTECTING RIGHTS IN GUYANA (GRANT NUMBER GUY-16/000)

YEAR ENDED DECEMBER 31, 2021

Grantor: The Norwegian Agency for Development Cooperation

Grant Period: January 2016 to March 2021

Grant Income	<u>\$ -</u>
Expenses Professional fees Office expenses	\$14,200 76
Office expenses	\$14,276

Note: Based upon audited financial statements of the subgrantees, expenses related to the grants as of December 31, 2021 exceeded grants disbursed to the grantees by \$29,119.

SCHEDULE OF GOVERNMENT GRANT INCOME AND EXPENSES PROTECTING FORESTS, PROTECTING RIGHTS (GRANT NUMBER GUY-21/003)

YEAR ENDED DECEMBER 31, 2021

Grantor: The Norwegian Agency for Development Cooperation

Grant Period: January 2021 to December 2025

Grant Income		\$609,088
Expenses Subgrants Forest Peoples Programme Amerindian Peoples Association The South Central Peoples Development Association	\$ 73,918 202,562 86,781	
Total Subgrants		\$363,261
Salaries Payroll taxes and employee benefits Professional fees Equipment Travel Indirect costs		60,261 13,470 1,500 2,656 512 18,843
		\$460,503

Note: Based upon audited financial statements of the subgrantees, grants disbursed to the subgrantees as of December 31, 2021 exceeded related expenses incurred by \$135,095. These remaining grant funds will be expended by the subgrantees in 2022.