

AD ASTRA ROCKET COMPANY and SUBSIDIARIES

**CONSOLIDATED FINANCIAL STATEMENTS
for the quarterly period ended September 30, 2022**

ASTRA ROCKET COMPANY AND SUBSIDIARIES

I. TABLE OF CONTENTS

I. TABLE OF CONTENTS	1
II. CONSOLIDATED BALANCE SHEETS	3
III. CONSOLIDATED STATEMENTS OF OPERATIONS	4
IV. CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY	5
V. CONSOLIDATED STATEMENTS OF CASH FLOWS	6
VI. NOTES TO CONSOLIDATED FINANCIAL STATEMENTS	7
1. Organization and Nature of Operations	7
2. Summary of Significant Accounting Policies	7
2.1 Basis of Accounting	7
2.2 Use of Estimates	7
2.3 Basis of Consolidation	7
2.4 Cash and Cash Equivalents	7
2.5 Accounts Receivable and Allowance for Doubtful Accounts	7
2.6 Property and Equipment	7
2.6 Property and Equipment, continued	8
2.7 Impairment of Long-Lived Assets	8
2.8 Income Taxes	8
2.9 Stock-Based Compensation	8
2.10 Revenue and Cost Recognition	9
2.11 Fair Value of Financial Instruments	9
2.12 Concentrations of Credit Risk	9
2.13 Income / Loss Per Share	10
2.14 Recently Issued Accounting Pronouncements	10
2.15 Leases	10
2.15 Leases, continued	11
3. Impact of Coronavirus Disease 2019 ("COVID-19") on Company Operations	11
4. Going Concern	11
5. Accounts Receivable	12
6. Other Assets	12
7. Property and Equipment	12
8. Notes Payable and Long-Term Debt	13
8. Notes Payable and Long-Term Debt continued,	14
9. Accrued Liabilities	14
10. Stock Incentive Plan	14
10. Stock Incentive Plan continued,	15
11. Research, Design and Development Income	15
11.1 Research, Design and Development Income continued,	16

ASTRA ROCKET COMPANY AND SUBSIDIARIES

12. Related Party Transactions	16
13. Income Taxes	16
13. Income Taxes continued,	17
14. Stockholders Equity	17
14.1 Common Stock	17
14.2 Series A Preferred Stock	17
14.3 Series C Preferred Stock	18
14.4 Series D Preferred Stock	18
14.5 Series E Preferred Stock	18
15. Leases	19
15.1 Operating Leases	19
16. Contingencies	20
17. Joint Venture	20
18. Subsequent Events	20

ASTRA ROCKET COMPANY AND SUBSIDIARIES

II. CONSOLIDATED BALANCE SHEETS

FOR THE PERIODS ENDED SEPTEMBER 30, 2022 AND DECEMBER 31, 2021

<u>ASSETS</u>	<u>Sep 30, 2022</u>	<u>Dec 31, 2021</u>
Current assets:		
Cash and cash equivalents	\$ 12,630	\$ 104,759
Accounts receivable	1,659	100,000
Prepaid expenses	<u>18,388</u>	<u>23,673</u>
Total current assets	\$ 32,677	\$ 228,432
Property and equipment, net	1,506,103	1,397,113
Right of use asset, operating lease	779,072	924,871
Other assets	<u>12,977</u>	<u>12,978</u>
Total assets	\$ <u>2,330,829</u>	\$ <u>2,563,394</u>
 <u>LIABILITIES AND STOCKHOLDERS' DEFICIT</u>		
Current liabilities:		
Accounts payable	\$ 1,467,596	\$ 834,169
Accrued liabilities	236,367	208,299
Interest payable	236,169	221,040
Lease liability, current portion	178,576	178,576
Notes payable, current portion	479,873	634,819
Notes payable, related party	<u>1,333,275</u>	<u>707,275</u>
Total current liabilities	3,931,856	2,784,178
Lease liability, net of current portion	658,314	791,947
Notes payable, net of current portion	<u>900,464</u>	<u>799,313</u>
Total liabilities	5,490,634	4,375,438
Commitments and contingencies		
Stockholders' deficit:		
Preferred stock:		
Series A, \$0.01 par value, 2,200 shares authorized.		
369 shares issued and outstanding	4	4
Series C, \$0.01 par value, 1,000 shares authorized.		
26 shares issued and outstanding	-	-
Series D, \$0.01 par value, 4,000 shares authorized.		
3,736 shares issued and outstanding	37	37
Series E, \$0.01 par value, 5250 shares authorized.		
3,979 shares issued and outstanding	41	38
Common stock, \$0.01 par value, 75,010,000 shares authorized.		
21,021,963 shares issued and outstanding	210,221	210,221
Additional paid-in capital	40,910,694	40,677,497
Accumulated deficit	<u>(44,280,802)</u>	<u>(42,699,841)</u>
Total stockholders' Equity / (deficit)	<u>(3,159,805)</u>	<u>(1,812,044)</u>
Total liabilities and stockholders' Equity	\$ <u>2,330,829</u>	\$ <u>2,563,394</u>

ASTRA ROCKET COMPANY AND SUBSIDIARIES

III. CONSOLIDATED STATEMENTS OF OPERATIONS FOR THE PERIODS ENDED SEPTEMBER 30, 2022 AND SEPTEMBER 30, 2021

	<u>Sep 30, 2022</u>	<u>Sep 30, 2021</u>
Research and development income	\$ 74,576	\$ 405,850
Other Revenue	<u>22,691</u>	<u>21,704</u>
Total Revenue	<u>\$ 97,267</u>	<u>\$ 427,554</u>
Expenses:		
Personnel expense	\$ (849,982)	(875,937)
Professional fees	(397,362)	(236,991)
*G&A expenses	(351,940)	(328,423)
Lab / H2 Plant	(96,780)	(291,791)
Operating Expense	<u>(138,893)</u>	<u>(165,220)</u>
Total expenses	(1,834,957)	(1,898,362)
Gross Operating Profit/Loss	(1,737,690)	(1,470,808)
Other Income / Expense):		
Other income	53,761	1,229,903
Asset Contribution	184,108	-
Other expense	(130)	
Non-cash expense	(81,010)	(70,937)
Compensation Value Stock Op	<u>-</u>	<u>(423,750)</u>
Total other income (expense), net	156,729	735,216
Net loss before provision for income taxes	(1,580,961)	(735,592)
Provision for income taxes	<u>-</u>	<u>-</u>
Net loss	<u>\$ (1,580,961)</u>	<u>\$ (735,592)</u>
Basic and diluted loss per share	<u>\$ (0.08)</u>	<u>\$ (0.03)</u>
Basic and diluted weighted-average common shares outstanding	<u>21,021,963</u>	<u>21,021,963</u>

* G&A : facility + travel + Computer

ASTRA ROCKET COMPANY AND SUBSIDIARIES

IV. CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

FOR THE PERIODS ENDED SEP 30, 2022 AND DEC 31, 2021

	Preferred Stock								Common Stock				Additional Paid-in Capital	Accumulated Deficit During Development	Total Stockholders Equity(Deficit)
	Series A		Series C		Series D		Series E		Class A		Class B				
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount			
Balance as of Dec 31, 2020	369	4	26	0	3,736	37	1,124	11	0	0	21,021,963	210,221	38,091,570	(41,549,996)	(3,248,153)
Preferred Stock Issued for Cash							2,626	27					2,100,773		2,100,800
Compensatory Element of Stock Option Grant													485,154		485,154
Net Gain(Loss)														(1,149,845)	(1,149,845)
Balance as of Dec. 31, 2021	369	4	26	0	3,736	37	3,750	38	0	0	21,021,963	210,221	40,677,497	(42,699,841)	(1,812,044)
Preferred Stock Issued for Cash							479	5					383,195		383,200
Adjustment for 2021 Stock Issued							(250)	(2)					(199,998)		(200,000)
Compensatory Element of Stock Option Grant															
SAFE Equity													50,000		50,000
Net Gain(Loss)														(1,580,961)	(1,580,961)
Balance as of Sep 30, 2022	369	4	26	0	3,736	37	3,979	41	0	0	21,021,963	210,221	40,910,694	(44,280,802)	(3,159,805)

The accompanying notes are an integral part of consolidated financial statements

ASTRA ROCKET COMPANY AND SUBSIDIARIES

V. CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE PERIODS ENDED SEPTEMBER 30, 2022 AND SEPTEMBER 30, 2021

	<u>Sep 30, 2022</u>	<u>Sep 30, 2021</u>
Cash flows from operating activities:		
Net loss	\$ (1,580,961)	\$ (735,592)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization expense	81,010	70,937
Compensatory element of stock option grants	-	423,750
Right of use asset amortization – operating lease	(140,999)	-
Gain on contribution of Equipment	(190,000)	-
Changes in operating assets and liabilities:		
Accounts receivable	98,341	42,874
Prepaid expenses	5,285	(13,990)
Other assets	-	3,305
Accounts payable and accrued liabilities	661,495	(857,009)
Interest payable	<u>15,129</u>	<u>9,918</u>
Net cash used in operating activities	<u>(1,050,700)</u>	<u>(1,055,807)</u>
Cash flows from investing activities:		
Leasehold Improvement	<u>-</u>	<u>(23,656)</u>
Net cash used in investing activities	<u>-</u>	<u>(23,656)</u>
Cash flows from financing activities:		
Proceeds from notes payable	22,167	-
Payments on notes payable	(68,596)	(140,205)
Proceeds from notes payable, related party	626,000	-
Payments on notes payable, related party	-	(18,143)
Payments on lease obligation	145,800	-
Proceeds from SAFE Equity	50,000	-
Proceeds from issuance of preferred stock	383,200	1,200,000
Adjustments to issuance of preferred stock	<u>(200,000)</u>	<u>-</u>
Net cash provided by financing activities	<u>958,571</u>	<u>1,077,938</u>
Increase / decrease in cash and cash equivalents	(92,129)	(1,525)
Cash and cash equivalents, beginning of year	<u>104,759</u>	<u>89,034</u>
Cash and cash equivalents, end of period	<u>\$ 12,630</u>	<u>\$ 87,509</u>
Supplemental disclosure of cash flow information:		
Year-to-date Cash paid for interest	<u>\$ 53,713</u>	<u>\$ 70,972</u>
Non-cash investing and financing activities:		
Right of use asset and lease liabilities acquired	<u>\$ 779,072</u>	<u>\$ -</u>

ASTRA ROCKET COMPANY AND SUBSIDIARIES

VI. NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Organization and Nature of Operations

Ad Astra Rocket Company and Subsidiaries (the "Company" or "AARC") was incorporated on January 14, 2005, and officially organized on July 15, 2005, in Houston, Texas. The Company engages in research and development of technology and manufactures prototypes and turn-key products and technological solutions for its customers based on its research and development, including work on advanced plasma technology, the Variable Specific Impulse Magnetoplasma Rocket ("VASIMR®") and green hydrogen storage systems, primarily for ground transportation applications.

2. Summary of Significant Accounting Policies

2.1 Basis of Accounting

The Company's financial statements are prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") under the accrual basis of accounting.

2.2 Use of Estimates

Management uses estimates and assumptions in preparing the consolidated financial statements. These estimates and assumptions affect the reported amounts of certain assets and liabilities. These estimates also impact disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the related reported revenues and expenses during the reporting period. Actual results could differ from these estimates. Management believes its estimates are reasonable.

2.3 Basis of Consolidation

The consolidated financial statements include the accounts of the Company's direct, wholly-owned subsidiaries: Ad Astra Rocket Company (Costa Rica) S.R.L. incorporated in Costa Rica, and Ad Astra Servicios Energéticos Y Ambientales, Inc. a Delaware corporation. The consolidated financial statements also include the accounts of the Company's indirect, wholly-owned subsidiary Ad Astra Servicios Energéticos y Ambientales AASEA, S.R.L., a Costa Rican corporation which is a direct, wholly-owned subsidiary of Ad Astra Servicios Energéticos Y Ambientales, Inc. All significant intercompany accounts and transactions have been eliminated upon consolidation.

The financial position, results of operations and cash flows of the Company's foreign subsidiaries are determined using the United States Dollar as the functional currency.

2.4 Cash and Cash Equivalents

For purposes of reporting cash flows, the Company considers all short-term investments with an original maturity of three months or less to be cash equivalents.

2.5 Accounts Receivable and Allowance for Doubtful Accounts

The Company provides services to entities located primarily in the United States and Costa Rica. The Company grants credit only after an evaluation of the borrower's financial condition. The allowance for doubtful accounts reflects management's best estimate of probable losses inherent in the accounts receivable balance. The Company determines the allowance based on known troubled accounts, historical experience, and other currently available evidence. At September 30, 2022 and December 31, 2021, there were no allowances as management believes all receivables are collectible.

2.6 Property and Equipment

Property and equipment are stated at cost. Depreciation of property and equipment is provided using the straight-line method for financial reporting purposes based on the estimated useful lives of the assets (assuming zero \$ residual value) as follows:

ASTRA ROCKET COMPANY AND SUBSIDIARIES

2.6 Property and Equipment, continued

	<u>Years</u>
Computers and software	3
Laboratory equipment	5
Machinery / equipment	5
Renewable Energy equipment	10
Building	15

Leasehold improvements are amortized on a straight-line basis over the shorter of the corresponding lease term or estimated useful life. Expenditures for major renewals and improvements that extend the useful lives of the property and equipment are capitalized. Expenditures for maintenance and repairs are charged to expense as incurred. The cost and accumulated depreciation of assets sold or otherwise disposed of, are removed from the accounts and any resulting gain or loss is reflected in the Company's Statement of Operations for the relevant reporting period.

2.7 Impairment of Long-Lived Assets

If facts and circumstances indicate that the carrying value of a long-lived asset, including intangible assets, may be impaired, an evaluation of recoverability is performed by comparing the estimated future undiscounted cash flows associated with the asset or the asset's estimated fair value to the asset's carrying amount to determine if a write-down of the carrying value of the asset to market value or discounted cash flow is required. During the quarterly periods ended September 30, 2022 and September 30, 2021, the Company did not record any impairment expense related to long-lived assets.

2.8 Income Taxes

The Company uses the liability method of accounting for income taxes. Under this method, deferred income taxes are recorded to reflect the tax consequences on future years of temporary differences between the tax basis of assets and liabilities and their financial reporting amounts at the end of the reporting period. The Company provides a valuation allowance to reduce deferred tax assets to their net realizable value.

The Company uses Accounting Standards Codification ("ASC") Topic 740-10, *"Accounting for Uncertainty in Income Taxes,"* which creates a single model to address uncertain income tax positions and prescribes the minimum recognition threshold a tax position is required to meet for recognition in the financial statements.

The Company did not recognize any interest or penalties related to any unrecognized tax position during the periods ended September 30, 2022 and September 30, 2021.

The Company files a consolidated federal income tax return in the United States and state tax returns in the jurisdictions in which it operates.

2.9 Stock-Based Compensation

The Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 718-10, *"Accounting for Stock-Based Compensation,"* requires companies to estimate the fair value of stock-based payment awards on the date of grant using an option-pricing model. The value of the portion of the award that is expected to vest is recognized as expense over the requisite service periods in the Company's consolidated statement of operations.

Stock-based compensation expense recognized under ASC Topic 718-10 was \$0 and \$423,750 for the periods ended September 30, 2022 and September 30, 2021, respectively, which consists of stock-based compensation expense related to employee and director stock option issuances.

ASTRA ROCKET COMPANY AND SUBSIDIARIES

2.10 Revenue and Cost Recognition

2.10.1 Research, Design and Development Income

Substantially all contracts of the Company are long-term contracts involving the design, engineering and execution of propulsion system technologies or hydrogen transport technologies. These long-term contracts include multiple distinct performance obligations which are segregated into milestone phases and are typically satisfied upon the successful inspection and acceptance of the reported results by the customer. At the inception of an arrangement that includes milestone payments, the Company evaluates whether each milestone is substantive and the risk to both parties on the basis of the contingent nature of the milestone (an output method). This evaluation includes an assessment of whether: (i) the consideration is commensurate with the Company's performance to achieve the milestone, (ii) the consideration relates solely to past performance, and (iii) the consideration is reasonable relative to all the deliverables and payment terms within the arrangement. The Company evaluates factors such as the scientific, regulatory, commercial, and other risks that must be overcome to achieve the respective milestones and the level of effort and investment required to achieve the respective milestones in making the assessment. There is considerable judgement involved in determining whether the milestone satisfies all the criteria required to conclude that a milestone is substantive. Revenue from these milestone contracts will be recognized at the point in time when the Company successfully accomplishes the milestone which is the satisfaction of the contract's performance obligation. During the quarterly periods ended September 30, 2022 and September 30, 2021, the Company was party to various milestone revenue contracts as discussed in Note 11 of these financial statements.

Revenue from services provided is recognized when there is evidence of a contract and associated contract value, each respective performance obligation is determined, contract values are allocated to each respective performance obligation and recorded as the performance obligation is satisfied.

Income from time-and-materials research, design and development contracts is recognized over time as the service is provided and is billed monthly.

Contract costs include all direct material and labor costs and those indirect costs related to contract performance, such as indirect labor, supplies and other overhead type costs. Operating costs are charged to operations as incurred. Provisions for estimated losses on uncompleted contracts are made in the period in which such losses are determined. Changes in job performance, job conditions and estimated profitability may result in revisions to costs and revenue and are recognized in the period in which the revisions are determined.

2.10.2 Research, Design and Development Expenses

Research and development projects and costs are expensed as incurred. These costs consist of direct costs associated with the design of new products. Research and development expenses incurred during the periods ended September 30, 2022 and September 30, 2021, were \$235,673 and \$386,038, respectively, and were included as a component of other general and administrative expenses in the consolidated statements of operations.

2.11 Fair Value of Financial Instruments

Fair value estimates of financial instruments are based on relevant market information and may be subjective in nature and involve uncertainties and matters of significant judgment. The Company believes that the carrying value of its financial assets and liabilities approximates the fair value of such items. The Company does not hold or issue financial instruments for trading purposes.

The Company adheres to ASC 820 and includes fair value information in the notes to its consolidated financial statements when the fair value of its financial instruments is different from the book value. When the book value approximates fair value, no additional disclosure is made.

2.12 Concentrations of Credit Risk

The Company maintains its cash in financial institutions selected by management based upon its assessment of the financial stability of the institution. Balances periodically exceed the federal depository insurance limit; however, the Company has not experienced any losses on deposits.

ASTRA ROCKET COMPANY AND SUBSIDIARIES

2.13 Income / Loss Per Share

Basic income or loss per share is calculated based on the weighted average number of common shares outstanding during each period. Diluted income or loss per share considers shares issuable upon exercise of outstanding vested stock options and convertible preferred stock. At September 30, 2022 and December 31, 2021, stock options and convertible preferred stock with equivalent shares of common stock, as presented in the table below, have been excluded from the computation of diluted earnings per share because the Company is in a net loss position and the effect of their inclusion would be anti-dilutive.

	<u>Common Stock Equivalents</u>	
	Sep 30, 2022	Dec 31, 2021
Stock options	1,115,937	196,000
Preferred stock - Series A	1,107,000	1,107,000
Preferred stock - Series C	78,000	78,000
Preferred stock - Series D	373,600	373,600
Preferred stock - Series E	<u>397,900</u>	<u>375,000</u>
Total	<u>3,072,437</u>	<u>2,129,600</u>

2.14 Recently Issued Accounting Pronouncements

In February 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2016-02, *Leases (Topic 842)*. The guidance in this update supersedes Topic 840, *Leases*. Implementation of ASU No. 2016-02 will result in recognizing lease assets and lease liabilities from operating leases on the balance sheet. For leases with a term of 12 months or less, a lessee is permitted to make an election by class of the underlying asset not to recognize lease assets and lease liabilities on the balance sheet. ASU No. 2016-02 was initially effective for annual periods beginning after December 15, 2019, with early adoption permitted. In November 2019, the FASB issued ASU No. 2019-10, *Financial Instruments – Credit Losses (Topic 326), Derivatives and Hedging (Topic 815), and Leases (Topic 842): Effective Dates*, which deferred the effective date by one year (effective for annual periods beginning after December 15, 2021). Management elected to early adopt the provisions under ASC 842 as of January 1, 2021, as described in Leases below.

2.15 Leases

The Company adopted the new standard on January 1, 2021 and applied it to (i) all new leases entered into after January 1, 2021, and (ii) the Company's existing lease contracts as of January 1, 2021. ASC 842 supersedes existing lease accounting guidance found under ASC 840, *Leases*.

The new standard introduces two lessee accounting models, which result in a lease being classified as either a "finance" or "operating" lease based on whether the lessee effectively obtains control of the underlying asset during the lease term. A lease would be classified as a finance lease if it meets one of five classification criteria, four of which are consistent with ASC 840 lease accounting guidance. By default, a lease that does not meet the criteria to be classified as a finance lease will be deemed an operating lease. Regardless of classification, the initial measurement of both lease types will result in the consolidated balance sheet recognition of a right-of-use ("ROU") asset (representing a company's right to use the underlying asset for a specified period of time) and a corresponding lease liability. The lease liability will be recognized at the present value of the future lease payments, and the ROU asset will equal the lease liability adjusted for any prepaid rent, lease incentives provided by the lessor, and any indirect costs.

The subsequent measurement of each type of lease varies. For finance leases, a lessee will amortize the ROU asset (on a straight-line basis in a manner similar to depreciation) and accrete the lease liability (as a component of interest expense) using the effective interest method. Operating leases will result in the recognition of a single lease expense amount that is recorded on a straight-line basis.

ASC 842 produced changes to the methods the company uses to record, present, and disclose "operating" leases in its financial statements. Upon adoption of ASC 842 on January 1, 2021, the Company recognized a ROU asset and a corresponding lease liability for the operating lease of its Houston facility based on the present value of then existing long-term operating lease obligations. In addition, the Company elected to apply several practical expedients and made accounting policy elections upon adoption of ASC 842 including:

ASTRA ROCKET COMPANY AND SUBSIDIARIES

2.15 Leases, continued

- The Company does not recognize ROU assets and lease liabilities for short-term leases and instead records them in a manner similar to operating leases under legacy lease accounting guidelines. A short-term lease is one with a maximum lease term of 12 months or less and does not include a purchase option the lessee is reasonably certain to exercise.
- The impact of adopting ASC 842 was adopted prospectively beginning January 1, 2021. The Company did not restate prior periods presented in its financial statements to reflect the new lease accounting guidance.
- The Company does not reassess whether any expired or exiting contracts contain leases, the classifications of the leases, and any initial direct costs associated with any leases.
- An operating lease meeting certain criteria is capitalized, and the present value of the related lease payment is recorded as a liability. Amortization of Right-of-Use assets is computed on a straight-line basis over the term of the respective leases.

3. Impact of Coronavirus Disease 2019 (“COVID-19”) on Company Operations

United States employees at Ad Astra Rocket Company have been fully vaccinated and have resumed in-person work environment while continuing to follow safety protocols guidelines from the CDC (Center for Disease Control) such as social distancing and optional mask wearing. Visitors to the facility may be required to wear masks at Ad Astra's employee's request and, with few exceptions, facility tours remain suspended until further notice. Costa Rica employees have received at least both shots of the COVID-19 vaccine. The Costa Rican subsidiary is fully operational while still practicing social distancing and mask wearing and is following all applicable government mandates and regulations. Visitors to the facility are required to wear masks and, with few exceptions, facility tours remain suspended until further notice.

4. Going Concern

Historically, the Company has not generated significant revenue from core operations and, accordingly, it has experienced historical net losses, a stockholder's deficit, negative cash flows from operating activities, and negative working capital. During the periods ended September 30, 2022 and September 30, 2021, the Company had net losses of \$1,580,961 and \$735,592, respectively. The Company has a working capital deficiency of \$3,899,179 and \$2,650,066, at September 30, 2022 and September 30, 2021, respectively. The Company has financed its operations using sales of its common stock and preferred stock, the issuance of convertible debentures to a related party, and other equity and traditional debt financing. These factors raise a substantial doubt about the Company's ability to continue as a going concern.

The Company has received contracts from government entities and others that contribute to the Company's strategic initiatives, as described in the Revenue and Cost Recognition section of Note 2 Summary of Significant Accounting Policies of this report. These have resulted in sources of income from research, design and development contracts related to technologies derived from the VASIMR®. In addition, the Company through its VASIMR® research has gained extensive experience in hydrogen transport systems, which the Company plans to continue marketing to various customers. For the periods ended September 30, 2022 and September 30, 2021, the Company recorded research, design, and development income on the statements of operations of \$74,576 and \$405,850, related to hydrogen transport systems or other complimentary technologies.

While the Company's rocket is not yet commercially viable, the Company expects to continue to be able to source additional research, design and development projects and income, or through additional projects during 2022 using the Company's knowledge of hydrogen transport systems.

Management's primary focus is raising the funds necessary to fully implement the Company's business plan. The Company's long-term viability depends on its ability to expand its research, design and development service offerings and obtain adequate equity or debt funding to meet current commitments and fund the continuation of its business operations.

ASTRA ROCKET COMPANY AND SUBSIDIARIES

5. Accounts Receivable

Accounts receivable at September 30, 2022 and December 31, 2021, were \$1,659 and \$100,000, respectively, and relate to various research, design and development project contracts and revenue from speaking and consulting engagements.

6. Other Assets

Other assets comprise the following at September 30, 2022 and December 31, 2021:

	<u>Sep 30, 2022</u>	<u>Dec 31, 2021</u>
Deposits	\$ 12,977	\$ 12,978
Other Assets Total	<u>\$ 12,977</u>	<u>\$ 12,978</u>

7. Property and Equipment

Property and equipment at September 30, 2022 and December 31, 2021, and related activity for the years then ended, were as follows:

<u>Description</u>	<u>Dec 31, 2021</u>	<u>Additions/ Transfers in</u>	<u>Retirements/ Transfers out</u>	<u>Sep 30, 2022</u>
Computer and software	\$ 671,853	\$ -	\$ -	\$ 671,853
Laboratory equipment	4,143,710	-	-	4,143,710
Machine shop equipment	102,396	-	-	102,396
Leasehold improvements	1,594,129	-	-	1,594,129
Renewable energy equipment*	611,898	-	-	611,898
Fuel Cell Bus		190,000	-	190,000
Land and building	1,000,000	-	-	1,000,000
Other	<u>145,228</u>	<u>-</u>	<u>-</u>	<u>145,228</u>
	8,269,214	190,000		8,459,214
Less accumulated dep. & amortization	<u>(6,872,101)</u>	<u>(81,010)</u>		<u>(6,953,111)</u>
Net property and equipment	<u>\$ 1,397,113</u>	<u>\$ 108,990</u>	<u>\$ -</u>	<u>\$ 1,506,103</u>

<u>December 31, 2021</u>				
<u>Description</u>	<u>Dec. 31, 2020</u>	<u>Additions/ Transfers in</u>	<u>Retirements/ Transfers out</u>	<u>Dec. 31, 2021</u>
Computer and software	\$ 671,853	\$ -	\$ -	\$ 671,853
Laboratory equipment	4,143,710	-	-	4,143,710
Machine shop equipment	102,396	-	-	102,396
Leasehold improvements	1,570,963	23,166	-	1,594,129
Renewable energy equipment	611,898	-	-	611,898
Land and building	1,000,000	-	-	1,000,000
Other	<u>145,228</u>	<u>-</u>	<u>-</u>	<u>145,228</u>
	8,246,048	23,166	-	8,269,214
Less accumulated depreciation	<u>(6,779,999)</u>	<u>(92,102)</u>	<u>-</u>	<u>(6,872,101)</u>
Net property and equipment	<u>\$ 1,466,049</u>	<u>\$ (68,936)</u>	<u>\$ -</u>	<u>\$1,397,113</u>

Depreciation expense amounts of \$81,010 and \$70,937, were recognized during the periods ended September 30, 2022 and September 30, 2021, respectively.

ASTRA ROCKET COMPANY AND SUBSIDIARIES

8. Notes Payable and Long-Term Debt

The Company had the following notes payable and notes payable, related party at Sep. 30, 2022 and Dec. 31, 2021:

	<u>Sep 30, 2022</u>	<u>Dec 31, 2021</u>
Demand notes payable to an officer of the Company. The notes bear interest annually ranging from 0.22% to 3.25%, are uncollateralized and the principal balances are due on demand. As of September 30, 2022, the total accrued interest was \$2,266.	\$ 1,283,275	\$ 707,275
Demand notes payable to a director of the Company. The note payable does not bear interest and is due on Jun 17, 2023.	50,000	-
Note payable to a bank, bearing interest at a fixed rate of 3% per year and due in total monthly payments of \$2,236, including interest, through April 12, 2022. This note was consolidated with another note payable on July 29, 2022; continue below for additional details.	-	133,419
Note payable to a bank, bearing interest at a variable rate, currently 3% per year, which can be adjusted quarterly, and due in total monthly payments of \$6,906, including interest, through May 24, 2032. On July 29, 2022, the note was consolidated with another note payable.	-	776,156
Note payable to a bank, bearing interest at a fixed rate of 3% per year, which can be adjusted quarterly, and due in total monthly payments of \$6,165, including interest, through July 29, 2037. This note was the consolidation of two note payables on July 29, 2022.	873,957	-
Note payable to a vendor, owned by a former member of the Company's board of directors, bearing interest at the current "prime" interest rate (4.75% at Sep. 30, 2022), due October 2022. Accrued interest on this note was \$227,994 and the note is uncollateralized. Negotiations have been initiated for a stock conversion or extension of the term.	408,000	408,000
Note payable to a solar panel equipment manufacturer, bearing interest at a fixed rate of 9.50% per year, with monthly principal and interest payments of \$2,588 due through April 2026. The loan is collateralized with the purchased equipment. The Company has the option to opt out of the purchase agreement with no penalties or fees if proper four-month notice is given to the equipment manufacturer. As of September 30, 2022, the Company does not anticipate opting out of the purchase agreement.	96,535	108,539
Note payable to a bank, bearing interest at variable rate of 6% per year, due on December 1, 2022. This loan was a bridge loan to finance the Company's required Costa Rica's Holiday pay benefit.	<u>1,845</u>	<u>8,017</u>
Total Notes Payable	2,713,612	2,141,406
Less current maturities	<u>(1,813,148)</u>	<u>(1,342,094)</u>
Total long-term debt, net of current maturities	<u>\$ 900,464</u>	<u>\$ 799,312</u>

At September 30, 2022, future minimum principal payments remaining on notes payable and notes payable, related party, are as follows:

<u>Year</u>	
2022	\$ 1,813,148
2023	72,789
2024	76,395
2025	80,577
2026 and after	<u>670,704</u>
Total	<u>\$ 2,713,612</u>

ASTRA ROCKET COMPANY AND SUBSIDIARIES

8. Notes Payable and Long-Term Debt continued,

Of the 2022 short-term debt, \$1,333,275 is payable to related parties. The Company's weighted average interest rate on outstanding short-term debt obligations for the periods ended September 30, 2022 and December 31, 2021, was 2.35% and 3.59%, respectively.

9. Accrued Liabilities

Accrued liabilities comprise the following at September 30, 2022 and December 31, 2021:

	<u>Sep 30, 2022</u>	<u>Dec 31, 2021</u>
Deferred salaries	\$ 28,849	\$ 28,849
Other wages payable	15,263	6,146
Payroll taxes and benefits	43,352	23,304
Legal contingency	150,000	150,000
Other	(1,097)	-
Total Accrued Liabilities	<u>\$ 236,367</u>	<u>\$ 208,299</u>

10. Stock Incentive Plan

On September 9, 2016, the Company adopted the Ad Astra Rocket Company 2016 Stock Incentive Plan (the "Plan"). A total of 2,000,000 shares of common stock are reserved for issuance under the Plan. The purpose of the Plan is to promote continued service by certain key employees, non-employee members of the Board of Directors, consultants, and other independent advisors, by providing the opportunity to acquire an equity interest in the Company. During the periods ended September 30, 2022 and December 31, 2021, 921,937 and 196,000 stock options were issued, respectively.

The following table summarizes certain information relative to stock options issued pursuant to the Plan:

	<u>2016 Stock Incentive Plan</u>	
	<u>Shares</u>	<u>Weighted Average Exercise Price</u>
Outstanding, December 31, 2020	42,000	\$ 8.00
Granted	154,000	\$ 8.00
Forfeited/cancelled	-	\$ 0.00
Outstanding, December 31, 2021	196,000	\$ 8.00
Granted	921,937	\$ 8.00
Forfeited/cancelled	(2,000)	\$ 8.00
Outstanding, Sep 30, 2022	<u>1,115,937</u>	<u>\$ 8.00</u>
Exercisable, Sep 30, 2022	<u>170,000</u>	<u>\$ 8.00</u>

The weighted-average remaining life and weighted-average exercise price of outstanding options at September 30, 2022 were 9.5 years and \$3.05. The exercise prices for outstanding options were \$8.00 at September 30, 2022, and information relating to such options follows:

ASTRA ROCKET COMPANY AND SUBSIDIARIES

10. Stock Incentive Plan continued,

	Stock Options	Stock Options	Weighted Average Remaining	Weighted Average Exercise	Weighted Average Exercise Price of Options
<u>Exercise Price</u>	<u>Outstanding</u>	<u>Exercisable</u>	<u>Contract Life</u>	<u>Price</u>	<u>Exercisable</u>
\$8.00	<u>1,115,937</u>	<u>170,000</u>	9.5 years	\$8.00	\$8.00

During the periods ended September 30, 2022 and December 31, 2021, the Company granted 921,937 and 154,000 stock options, respectively. The fair value of each stock option granted is estimated on the date of grant using the Black-Scholes option pricing model. The fair value of stock options expensed under the Plan was \$0 and \$423,750 for the periods ended September 30, 2022 and December 31, 2021, respectively. For stock options granted, the following assumptions were used for the years ended September 30, 2022 and December 31, 2021:

	<u>2022</u>	<u>2021</u>
Dividend Yield	0%	0%
Expected Volatility	32%	26%
Weighted Average Risk-Free Interest Rates	3.18%	1.78%
Expected Life in Years	9.5	10

As of September 30, 2022, there was \$945,937 of unrecognized expense remaining related to non-vested, stock-based compensation arrangements.

11. Research, Design and Development Income

Milestone Revenue Contracts

On July 25, 2022, the company entered into a contract with NASA for Research & Development services; the total value of the contract is \$150,000 which will be paid at the completion of each of 3 phases within a six-month period ending on January 25, 2023. As of September 30, 2022, \$100,000 remain in contingent milestone payments under the contract.

On February 12, 2021, the Company engaged with a Costa Rican company to perform the conceptual design of a renewable energy system for an educational campus in Costa Rica. The contract period was February 12, 2021 to March 19, 2022, and revenue to be collected is \$13,000 if all milestones are met. The contract outlines a milestone schedule resulting in contingent payments of \$5,200 and \$7,800 per achieved milestone. Due to delays in the delivery of information from the customer, the project was paused, and discussion has been initiated to determine a restarting date. The company reviewed various factors, including the contingent nature of the payments for past performance metrics outlined in the arrangement concluding that the milestones are substantive. Income from these projects has been recorded as research, design, and development income upon the completion of the milestone criteria and receipt of payments in the statement of operations. As of September 30, 2022, \$5,200 remains in contingent milestone payments under the contract.

The Company entered a consultancy contract with a Costa Rican bank that contains hourly payments for consulting in hydrogen technology for the evaluation of a potential new project presented to the customer. The contract was effective for the period between November 9, 2019 and November 9, 2024, however, there was a pause, and the project is being redefined. A total of \$155,738 remains available if all the allocated billable hours are executed within the contract period. The contract outlines a rate of \$95/hour + VAT that Ad Astra can bill to the customer when executing tasks related to the contract's scope. The milestone criteria require the Company to evaluate the technical and financial merits of a hydrogen project proposed to the customer, as well as to complete any other task related to the Company's hydrogen expertise that is requested by the Customer. The Company determined the contract to be a consultancy contract. The Company reviewed various factors, including the contingent nature of the payments for past performance metrics outlined in the arrangement and noted all appeared reasonable based on the estimated expenditures required to complete each milestone, concluding that the milestones are substantive. These projects have been recorded as research, design, and development income upon the completion of the milestone criteria and receipt of payment in the statement of operations. As of September 30, 2022, \$155,738 in potential billable payments remain under the contract.

ASTRA ROCKET COMPANY AND SUBSIDIARIES

11.1 Research, Design and Development Income continued,

The Company has entered a contract with a Panamanian entity (with operations in Costa Rica) that contains hourly payments to evaluate the application of green hydrogen technologies within the design of zero-emission ocean-going cargo vessels. The contract is effective for the period between February 28, 2022 and February 28, 2023, with an option to renew upon mutual agreement. The contract outlines an hourly consulting rate of \$100/hour + VAT that Ad Astra can bill to the customer when executing tasks related to the contract's scope. The milestone criteria require the Company to evaluate the technical and financial merits of a hydrogen project proposed to the customer, as well as execute any other task related to the Company's hydrogen expertise that is requested by the Customer. The Company determined the contract to be a consultancy contract. The Company reviewed various factors, including the contingent nature of the payments for past performance metrics outlined in the arrangement and noted all appeared reasonable based on the estimated expenditures required to complete each milestone, concluding that the milestones are substantive. These projects have been recorded as a research, design and development contract with income recognized upon the completion of the milestone criteria and receipt of payment on the statement of operations. While there is no billing maximum set, the client estimates yearly consultancy fees of \$20,800. As of September 30, 2022, \$14,993 has been billed in consultancy fees.

On August 01, 2022, the Company engaged with a German entity to perform a market study for the potential of green hydrogen in industrial applications in Costa Rica. The contract period is from August 1, 2022 to December 15, 2022, and revenue to be collected is EUR 23,906 if all milestones are met. The contract includes the possibility for an additional extension period between December 15, 2022 and April 4, 2023 contingent upon customer approval. Additional revenue of EUR 18,144 will be collected if this extension phase is authorized and all if milestones are met. The company reviewed various factors, including the contingent nature of the payments for past performance metrics outlined in the arrangement concluding that the milestones are substantive. Income from these projects has been recorded as research, design, and development income upon the completion of the milestone criteria and receipt of payment on the statement of operations. As of September 30, 2022, a total of EUR 42,050 remains in contingent milestone payments under the contract.

The Company also enters into contracts that are not dependent on a milestone being reached and are to provide certain consultancy services. These contracts are recorded over time, billed monthly and revenue is recorded as the time is incurred. During the quarter ended September 30, 2022 and the quarter ended September 30, 2021, the Company recorded \$74,576 and \$405,850, respectively, of revenue for time-and material research, design, and development contracts.

12. Related Party Transactions

During the periods ended September 30, 2022 and December 31, 2021, the Company had outstanding note payables totaling \$1,283,275 and \$707,273, respectively, from an officer of the Company. The notes payable bear interest annually ranging from 0.22% to 3.25%, are uncollateralized and the principal balances are due on demand. As of September 30, 2022, the total accrued interest was \$2,266. As of September 30, 2022, another note payable of \$50,000 was received from a director of the Company. The note payable does not bear interest and is due on Jun 17, 2023. In addition, a Safe Equity instrument was issued to an officer of the company for an investment of \$50,000.

13. Income Taxes

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax reporting purposes. For the years ended December 31, 2021, and 2020, there were no provisions for income taxes and deferred tax assets have been entirely offset by a valuation allowance, due to the Company's unlikely realization based on its recurring net losses. Significant components of the Company's deferred tax assets and liabilities were as follows at December 31, 2021 and December 31 2020:

	<u>2021</u>	<u>2020</u>
Deferred tax assets (liabilities):		
Net operating loss carryforwards	\$ 7,078,627	\$ 6,817,584
Non-deductible accruals	(68,490)	237,633
Basis difference in property and equipment	<u>(245,865)</u>	<u>(128,156)</u>
Total deferred tax assets, net	<u>6,764,272</u>	<u>6,927,061</u>
Valuation allowance	<u>(6,764,272)</u>	<u>(6,927,061)</u>
Deferred tax assets, net	<u>\$ -</u>	<u>\$ -</u>

ASTRA ROCKET COMPANY AND SUBSIDIARIES

13. Income Taxes continued,

The difference between the income tax benefit in the accompanying statements of operations and the amount that would result if the U.S. Federal statutory rate of 21% were applied to pre-tax loss for the years ended December 31, 2021 and December 31, 2020 is as follows:

	2021		2020	
	Amount	Percent	Amount	Percent
Benefit for income tax at federal statutory rate	\$ (241,467)	(21.0)%	\$ (390,380)	(21.0)%
Change in valuation allowance	162,789	14.1	386,305	21.7
Stock based compensation	101,882	8.9	19,024	0.1
Tax accrual to return adjustments	(23,204)	(2.0)	(14,949)	(0.8)
	<u>\$ -</u>	<u>- %</u>	<u>\$ -</u>	<u>- %</u>

As of December 31, 2021, for U.S. federal income tax reporting purposes, the Company has approximately \$33,708,000 of unused net operating losses ("NOLs") available for carry forward to future years. The benefit of the carry-forward of such pre-2018 NOLs totaling approximately \$27,916,000 will expire at various dates through December 31, 2038. NOLs generated from 2018 to 2021 totaling approximately \$5,792,000 do not expire. Because tax laws limit the use of NOLs to future periods in which the Company generates taxable income, the Company may be unable to take full advantage of its NOLs for federal income tax purposes. Further, the benefit from utilization of NOL carry-forwards could be subject to limitations due to material ownership changes that may or may not occur in the Company.

14. Stockholders Equity

14.1 Common Stock

The Company's Certificate of Incorporation authorizes issuance of 75,010,000 shares of \$0.01 par value common stock ("Common Stock"). At both September 30, 2022 and December 31, 2021, the Company had 21,021,963 shares of Common Stock issued and outstanding. The Company may issue any authorized but unissued shares of Common Stock at prices and other terms as approved by the Board of Directors. The Company has not entered into any agreements with common stockholders that provide such stockholders with preferential economic rights not available to all holders of such class of Common Stock.

Holders of Common Stock are entitled to one vote for each share held and have no preemptive or similar right to subscribe for, or to purchase, any shares of common stock or other securities to be issued by the Company in the future. Holders of shares of Common Stock have no exchange or conversion rights and the shares are not subject to redemption.

The Superintendencia General de Valores de Costa Rica ("Sugeval") authorizes the Company to undertake Restricted Public Offerings ("RPO") of its Common Stock. These offerings are conducted under Costa Rican law outside of the United States of America. The Company has approved the issuance of up to 1,000,000 shares of Common Stock pursuant to the RPO. The Company did not sell any common stock during the periods ended September 30, 2022 and December 31, 2021. The Company had 4,381,175 shares of Common Stock issued and outstanding under RPOs as of September 30, 2022.

14.2 Series A Preferred Stock

At September 30, 2022 and December 31, 2021, the Company had 2,200 shares authorized and 369 shares issued and outstanding of \$0.01 par value Series A preferred stock ("Series A"). Series A has a liquidation preference equal to the original purchase price and does not pay a mandatory dividend. Series A is convertible into Common Stock any time at the option of the holder at a price determined by dividing the Series A original issue price by the Series A conversion price in effect at the time of conversion. The Series A conversion price is equal to the original issue price per share divided by 3,000.

The Company has the right to redeem Series A shares for cash at any time after the five-year anniversary date of the issuance at a redemption price calculated by multiplying the Series A original issue price by one plus the Prime Rate (as reported by Bloomberg, L.P.) on the date of redemption times the number of years from the applicable Series A

ASTRA ROCKET COMPANY AND SUBSIDIARIES

14.2 Series A Preferred Stock continued,

original issue date until the date of such calculation with a partial year being expressed by dividing the number of days which have passed since the most recent anniversary by 365, plus all declared but unpaid dividends. During the periods ended September 30, 2022 and December 31, 2021, the Company did not issue any shares of Series A Preferred Stock. At September 30, 2022 and December 31, 2021, there were no accumulated, undeclared dividends.

14.3 Series C Preferred Stock

At September 30, 2022 and December 31, 2021, the Company had 1,000 shares authorized and 26 issued and outstanding of \$0.01 par value Series C preferred stock ("Series C"). Series C has a liquidation preference equal to the original purchase price and does not pay a mandatory dividend. The Series C is convertible by the holder into Common Stock within 15 days of notice of redemption from the Company at a price determined by dividing the Series C original issue price by the Series C conversion price in effect at the time of conversion.

The Series C conversion price is equal to the original issue price per share divided by 3,000. The Company has the right to redeem Series C for cash at any time after issuance with a twenty-day written notice at a redemption price equal to the original issue price, plus all declared but unpaid dividends. Series C stock becomes mandatorily convertible to common shares at a conversion rate of 3,000 common shares for each Series C share if Company closes an underwritten public offering and sale of its common stock pursuant to an effective registration statement under the Securities Act of 1933, as amended.

During the periods ended September 30, 2022 and December 31, 2021, the Company did not issue any shares of Series C Preferred Stock. At September 30, 2022 and December 31, 2021, there were no accumulated and undeclared dividends.

14.4 Series D Preferred Stock

On October 15, 2018, the Company authorized the creation of 2,000 shares of \$0.01 par value Series D preferred stock ("Series D"). On June 12, 2019, the Company's Board of Directors approved an amendment to the Certificate of Designations to increase the number of authorized shares of the Corporation's Series D Preferred Stock from 2,000 to 4,000 shares. On the approval of 75% of the then current holders of Series D Preferred stockholders on June 17, 2019, the number of authorized Series D shares was increased to 4,000 shares.

At September 30, 2022 and December 31, 2021, the Company had 4,000 shares authorized and 3,736 issued and outstanding, respectively. Series D has a liquidation preference equal to the original purchase price and does not pay a mandatory dividend. The Series D is convertible by the holder into Common Stock at any time at a price determined by dividing the Series D original issue price by the Series D conversion price in effect at the time of conversion.

The Series D conversion price is equal to the original issue price per share divided by 100. Series D stock becomes mandatorily convertible to common shares at a conversion rate of 100 common shares for each Series D share if the Company closes an underwritten public offering and sale of its common stock pursuant to an effective registration statement under the Securities Act of 1933, as amended.

During the period ended September 30, 2022, the Company did not issue any Preferred D stock.

On December 31, 2021, the Company sold 500 shares of Series Preferred D stock pursuant to stock subscription agreements with individual investors at a price of \$800 per share resulting in cash proceeds of \$400,000. The Company recorded no issuance costs related to this exercise.

At September 30, 2022 and December 31, 2021, there were no accumulated and undeclared dividends.

14.5 Series E Preferred Stock

On June 22, 2020, the Company's Board of Directors approved a Unanimous Written Consent resolution authorizing the creation of 2,964 shares of \$0.01 par value Series E preferred stock ("Series E"). Effective June 24, 2020, the Company registered with the State of Delaware the Certificate of Designations creating the Series E Preferred Shares. On February 26, 2021, the Company's Board of Directors approved and authorized an additional 2,286 of Series E Preferred Stock.

ASTRA ROCKET COMPANY AND SUBSIDIARIES

14.5 Series E Preferred Stock continued,

At December 31, 2021, the Company had 5,250 shares authorized and 3,750 issued and outstanding.

At September 30, 2022, the Company had 5,250 shares authorized and 3,979 issued and outstanding.

Series E stock has a liquidation preference equal to the original purchase price and does not pay a mandatory dividend. The Series E stock is convertible by the holder into Common Stock at any time at a price determined by dividing the Series E original issue price by the Series E conversion price in effect at the time of conversion.

The Series E stock conversion price is equal to the original issue price per share divided by 100. Series E stock becomes mandatorily convertible to common shares at a conversion rate of 100 common shares for each Series E share if the Company closes an underwritten public offering and sale of its common stock pursuant to an effective registration statement under the Securities Act of 1933, as amended.

During the period ended September 30, 2022, the Company sold 479 shares of Series E Preferred stock at \$800 per share for cash totaling \$383,200 in proceeds. The Company recorded no issuance costs related to this sale. The Company also reversed the issuance of 250 shares of Series E Preferred Stock at \$800 per share for cash totaling \$200,000 in refunded proceeds.

15. Leases

15.1 Operating Leases

The following represents information regarding operating leases where the Company acts as the lessee, at September 30, 2022:

<u>Assets Category</u>	<u>ROU Assets Carrying Value</u>	<u>Lease Liabilities Carrying Value</u>	<u>Remaining Term</u>	<u>Weighted- Average Discount Rate</u>
Webster Office lease	\$ <u>779,072</u>	\$ <u>836,890</u>	4.0 years	1.78%

Total operating lease expense for period ended September 30, 2022, is as follows:

Long-term operating leases:

Fixed lease expense:

Non-cash lease expense (amortization of ROU assets)	\$ 133,632
Related accretion expense on lease liability balance	<u>12,168</u>
Total lease expense	<u>\$ 145,800</u>

Cash paid for operating lease liabilities recorded on balance sheet was \$145,800 for the period ended September 30, 2022. The future annual lease obligations at September 30, 2022 are as follows:

<u>Years ending December 31</u>	
2022	\$ 48,600
2023	198,450
2024	218,700
2025	218,700
2026	<u>182,250</u>
Total undiscounted lease obligations	866,700
Less imputed interest	<u>(32,189)</u>
Net lease obligations	<u>\$ 834,511</u>

During the year ended December 31, 2021, the Company recognized \$210,180 in lease expense related to the office lease. During the period ended September 30, 2022, the Company recorded \$157,968 short-term lease expense.

ASTRA ROCKET COMPANY AND SUBSIDIARIES

16. Contingencies

From time to time, the Company may be involved in various claims and legal actions arising in the ordinary course of business. Management, along with the assistance of legal counsel, will determine the ultimate disposition and potential impact of these matters on the Company's financial condition, liquidity, or results from operations. As of September 30, 2022, the Company is involved in a regulatory tax matter with the taxing authorities in Costa Rica. The taxing authorities have claimed the Company owed taxes and penalties related to ancillary income earned. As a result of this claim, the Company recorded a current liability of \$150,000 to cover the expected back taxes, penalties, and legal representation for the matter.

17. Joint Venture

On March 29, 2022, the Company's Costa Rican Subsidiary and Mesoamerica entered into a joint venture which created a newly formed entity ProNova Energy LLC, a Costa Rican business entity. The Company and Mesoamerica each own 50% of ProNova Energy. The joint venture will initially focus on developing green hydrogen solutions for various commercial and industrial applications. The joint venture will focus its development and sales primarily in the Latin American region, but it is not geographically constrained. As of March 29, 2022, the only activity in ProNova Energy was the creation of the entity, and as of September 30, 2022, no financial, product development, or sales activity has occurred in the joint venture.

18. Subsequent Events

Management has evaluated subsequent events through November 10, 2022, which is the date the consolidated financial statements were available to be issued and has determined that there were no significant subsequent events requiring additional disclosure in the notes to the consolidated financial statements.

On October 1, 2022, the Company entered into an uncollateralized note payable with an officer of the company for the amount of \$15,000. The note bears variable interest annually ranging .22 to 3.25% according to the applicable federal rates (AFR) and the principal balance is due on demand.

A note payable to a vendor, owned by a former member of the Company's board of directors, which was due in October 2022 has been amended to extend the due date to December 31, 2022.