

Consolidated Financial Statements and
Report of Independent Certified Public
Accountants

RF Catalytic Capital, Inc.

December 31, 2024 and 2023

Contents

Page

Report of Independent Certified Public Accountants	3
Consolidated Financial Statements	
Consolidated statements of financial position	5
Consolidated statements of activities	6
Consolidated statements of functional expenses	7
Consolidated statements of cash flows	8
Notes to consolidated financial statements	9

GRANT THORNTON LLP

757 Third Ave., 9th Floor
New York, NY 10017

D +1 212 599 0100

F +1 212 370 4520

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Board of Directors of
RF Catalytic Capital, Inc.

Report on the audit of the financial statements**Opinion**

We have audited the consolidated financial statements of RF Catalytic Capital, Inc. ("RFCC"), which comprise the consolidated statements of financial position as of December 31, 2024 and 2023, and the related consolidated statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of RFCC as of December 31, 2024 and 2023, 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 of the consolidated financial statements in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of RFCC 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 RFCC's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

Auditor's 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 auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US GAAS 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 US GAAS, 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 consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of RFCC'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 consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about RFCC'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.



New York, New York
July 16, 2025

RF Catalytic Capital, Inc.

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

December 31,

	<u>2024</u>	<u>2023</u>
ASSETS		
Cash	\$ 124,310,403	\$ 113,428,109
Short-term investment	262,500	262,500
Investments	54,996,031	83,136,452
Contributions receivable, net	38,272,772	59,550,052
Program-related investments and recoverable grants	42,134,099	15,484,773
Prepaid expenses and security deposits	2,785,099	2,599,494
Property, furniture, fixtures and equipment, net	3,061,831	2,815,995
Operating right-of-use assets	<u>2,797,748</u>	<u>7,013,150</u>
Total assets	<u><u>\$ 268,620,483</u></u>	<u><u>\$ 284,290,525</u></u>
LIABILITIES AND NET ASSETS		
Liabilities		
Accounts payable and accrued expenses	\$ 3,311,757	\$ 9,658,224
Grants payable, net	56,398,012	88,360,597
Deferred revenue	648,082	250,000
Due to affiliate	24,943,437	23,885
Operating lease liabilities	<u>3,282,305</u>	<u>7,404,706</u>
Total liabilities	<u>88,583,593</u>	<u>105,697,412</u>
Commitments (Notes 8 and 10)		
Net assets		
Without donor restrictions	12,003,450	8,884,943
With donor restrictions	<u>168,033,440</u>	<u>169,708,170</u>
Total net assets	<u>180,036,890</u>	<u>178,593,113</u>
Total liabilities and net assets	<u><u>\$ 268,620,483</u></u>	<u><u>\$ 284,290,525</u></u>

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

RF Catalytic Capital, Inc.

CONSOLIDATED STATEMENTS OF ACTIVITIES

For the years ended December 31,

	2024			2023		
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total
Revenues and support						
Contributions	\$ 2,123,175	\$ 91,493,001	\$ 93,616,176	\$ 6,071,331	\$ 145,711,448	\$ 151,782,779
Contributions (equity transfer) from RF	809,783	69,491,354	70,301,137	800,000	120,195,000	120,995,000
Contributed services (equity transfer) from RF	4,399,886	356,746	4,756,632	3,429,278	-	3,429,278
Government grants and contracts	-	-	-	9,027,675	-	9,027,675
Net investment gain (loss) and other income	1,407,847	(2,215,565)	(807,718)	1,094,867	5,481,497	6,576,364
Net assets released from donor restrictions	172,209,940	(172,209,940)	-	181,674,916	(181,674,916)	-
	<u>180,950,631</u>	<u>(13,084,404)</u>	<u>167,866,227</u>	<u>202,098,067</u>	<u>89,713,029</u>	<u>291,811,096</u>
Expenses						
Grants	114,753,300	-	114,753,300	126,616,950	-	126,616,950
Program costs	55,143,243	-	55,143,243	60,346,675	-	60,346,675
Management and general	5,622,184	-	5,622,184	3,590,738	-	3,590,738
Fundraising	2,313,397	-	2,313,397	3,738,966	-	3,738,966
	<u>177,832,124</u>	<u>-</u>	<u>177,832,124</u>	<u>194,293,329</u>	<u>-</u>	<u>194,293,329</u>
Transfer related to IFC grant from RF	-	11,409,674	11,409,674	-	-	-
CHANGES IN NET ASSETS	<u>3,118,507</u>	<u>(1,674,730)</u>	<u>1,443,777</u>	<u>7,804,738</u>	<u>89,713,029</u>	<u>97,517,767</u>
Net assets						
Beginning of year	8,884,943	169,708,170	178,593,113	1,080,205	79,995,141	81,075,346
End of year	<u>\$ 12,003,450</u>	<u>\$ 168,033,440</u>	<u>\$ 180,036,890</u>	<u>\$ 8,884,943</u>	<u>\$ 169,708,170</u>	<u>\$ 178,593,113</u>

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

RF Catalytic Capital, Inc.

CONSOLIDATED STATEMENTS OF FUNCTIONAL EXPENSES

For the years ended December 31,

	2024						
	Program Services			Supporting Services			
	Grants	Program Costs	Subtotal	Management and General	Fundraising	Subtotal	Total
Grants	\$ 114,753,300	\$ -	\$ 114,753,300	\$ -	\$ -	\$ -	\$ 114,753,300
Salaries and benefits	-	26,959,693	26,959,693	3,538,914	1,580,061	5,118,975	32,078,668
Legal fees	-	1,725,056	1,725,056	477,818	-	477,818	2,202,874
Accounting fees	-	558,321	558,321	44,083	-	44,083	602,404
Other professional fees	-	17,371,762	17,371,762	1,530,651	684,108	2,214,759	19,586,521
Depreciation and amortization	-	620,323	620,323	-	-	-	620,323
Occupancy	-	5,146,524	5,146,524	13,852	-	13,852	5,160,376
Travel, conferences, and meetings	-	2,446,805	2,446,805	16,866	49,228	66,094	2,512,899
Taxes	-	314,759	314,759	-	-	-	314,759
	<u>\$ 114,753,300</u>	<u>\$ 55,143,243</u>	<u>\$ 169,896,543</u>	<u>\$ 5,622,184</u>	<u>\$ 2,313,397</u>	<u>\$ 7,935,581</u>	<u>\$ 177,832,124</u>

	2023						
	Program Services			Supporting Services			
	Grants	Program Costs	Subtotal	Management and General	Fundraising	Subtotal	Total
Grants	\$ 126,616,950	\$ -	\$ 126,616,950	\$ -	\$ -	\$ -	\$ 126,616,950
Salaries and benefits	-	14,189,008	14,189,008	2,623,379	1,548,138	4,171,517	18,360,525
Legal fees	-	5,966,613	5,966,613	55,949	24,658	80,607	6,047,220
Accounting fees	-	730,630	730,630	69,904	-	69,904	800,534
Other professional fees	-	32,322,813	32,322,813	839,061	1,902,043	2,741,104	35,063,917
Depreciation and amortization	-	149,675	149,675	-	-	-	149,675
Occupancy	-	2,074,149	2,074,149	-	-	-	2,074,149
Travel, conferences, and meetings	-	4,227,495	4,227,495	2,445	264,127	266,572	4,494,067
Taxes	-	686,292	686,292	-	-	-	686,292
	<u>\$ 126,616,950</u>	<u>\$ 60,346,675</u>	<u>\$ 186,963,625</u>	<u>\$ 3,590,738</u>	<u>\$ 3,738,966</u>	<u>\$ 7,329,704</u>	<u>\$ 194,293,329</u>

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

RF Catalytic Capital, Inc.

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the years ended December 31,

	2024	2023
Cash flows from operating activities		
Changes in net assets	\$ 1,443,777	\$ 97,517,767
Adjustments to reconcile changes in net assets to net cash (used in) provided by operating activities:		
Depreciation and amortization	620,323	149,675
Net unrealized appreciation on program-related investments	(973,442)	(1,608,687)
Net realized loss on program-related investments	7,369,644	294,696
Net realized gain on investments	(4,146,758)	(4,087,179)
Net unrealized depreciation (appreciation) on investments	37,154	(49,273)
Changes in operating assets and liabilities:		
Contributions receivable, net	21,277,280	(55,915,885)
Recoverable grants, net	(22,061,878)	-
Receivable from affiliate	-	91,075
Right-of-use assets	4,215,402	(2,678,297)
Prepaid expenses and security deposits	(185,605)	(1,838,981)
Accounts payable and accrued expenses	(6,346,467)	4,976,613
Grants payable, net	(31,962,585)	5,560,492
Due to affiliate	24,919,552	(330,567)
Deferred revenue	398,082	(623,000)
Lease liabilities	(4,122,401)	2,986,037
Net cash (used in) provided by operating activities	<u>(9,517,922)</u>	<u>44,444,486</u>
Cash flows from investing activities		
Proceeds from sale of investments	107,250,000	16,000,000
Purchase of investments	(74,999,975)	(95,262,500)
Amounts disbursed for program-related investments	(10,983,650)	(14,170,782)
Purchase of property, furniture, fixtures and equipment	<u>(866,159)</u>	<u>(2,849,415)</u>
Net cash provided by (used in) investing activities	<u>20,400,216</u>	<u>(96,282,697)</u>
NET INCREASE (DECREASE) IN CASH	10,882,294	(51,838,211)
Cash, beginning of year	<u>113,428,109</u>	<u>165,266,320</u>
Cash, end of year	<u><u>\$ 124,310,403</u></u>	<u><u>\$ 113,428,109</u></u>
Supplemental non-cash disclosure		
Right-of-use assets obtained in exchange for operating lease obligation	<u>\$ -</u>	<u>\$ 4,016,213</u>

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

RF Catalytic Capital, Inc.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
December 31, 2024 and 2023

NOTE 1 - ORGANIZATION

RF Catalytic Capital, Inc. (“RFCC”) is a public charity incorporated under the laws of the state of Delaware on July 10, 2020. RFCC was created by The Rockefeller Foundation (“RF”) and is affiliated with RF through common management and certain board members. RFCC’s central office is located in New York City.

RFCC aims to foster and promote the general wellbeing of humanity throughout the world. Specifically, RFCC works to develop, support and/or apply innovative solutions to address the world’s most intractable social and environmental problems impacting vulnerable people, communities and ecosystems, and aggregate, manage and deploy capital to fund activities consistent with the foregoing and which build on or otherwise strengthen or expand the charitable programs and initiatives of RF and other like-minded institutions, as those may be articulated from time to time, including without limitation in the areas of public health, food sustainability and security, ending energy poverty and promoting renewable clean energy and expanding equity and economic opportunity.

During October 2021, RFCC created Global Energy Alliance for People and Planet, LLC (“GEAPP”), as a subsidiary of RFCC, to deliver transformational programs that will accelerate and scale an equitable energy transition in developing and emerging economies.

Also, during October 2021, RFCC created the Pandemic Prevention Institute, LLC (“PPI”), as a subsidiary of RFCC to build an equitable, representative network of public health data systems that respects sovereignty, upholds the highest ethical standards, and empowers decision-makers to respond efficiently and effectively to pathogen threats. Due to the changing pandemic landscape, PPI was restructured during 2022.

The accompanying consolidated financial statements include the accounts of RFCC and its subsidiaries, GEAPP and PPI, collectively referred to hereinafter as RFCC.

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

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation and Use of Estimates

The accompanying consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“US GAAP”), which requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Accordingly, actual results could differ from those estimates.

Basis of Consolidation

The accompanying consolidated financial statements include the financial statements of RFCC and its subsidiaries, as described in Note 1. All significant intercompany transactions and balances have been eliminated in preparing the accompanying consolidated financial statements.

Leases

In February 2016, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) 2016-02, *Leases (Topic 842)*. This standard provides users of financial statements with a more complete representation of the assets and long-term financial obligations of organizations that enter

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

into leases. The standard is for a dual-model approach: a lessee will account for most existing capital leases as Type A (finance) leases, and most existing operating leases as Type B (operating) leases. Both will be reported on the statement of financial position of the organization for leases with terms exceeding 12 months. The asset and obligation are recorded at the present value of remaining rentals due at the earliest date presented in the financial statements. RFCC adopted Topic 842 effective January 1, 2023. See Note 11 *Leases* for additional details.

Net Asset Presentation

RFCC reports information regarding its financial position and activities according to two classes of net assets: without and with donor restrictions.

Without Donor Restrictions - Consist of resources available for the general support of RFCC operations. Net assets without donor restrictions may be used at the discretion of RFCC's management and Board of Directors.

With Donor Restrictions - Consist of resources restricted by donors to be used for specific activities or at some future date, or which require RFCC to maintain in perpetuity, including funds that are subject to restrictions or gift instruments requiring that the principal be invested in perpetuity and the income be used for specific or general purposes. When a donor restriction expires, that is, when a time restriction ends or a purpose restriction is fulfilled, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported on the statement of activities as net assets released from restrictions. As of December 31, 2024 and 2023, RFCC held no net assets that were required to be maintained in perpetuity.

Cash

Cash consists of cash on deposit with two financial institutions.

Short-Term Investment

Short-term investment includes a certificate of deposit held at a financial institution with a maturity exceeding 90 days.

Accounting for Uncertainty in Income Taxes

RFCC follows guidance that clarifies the accounting for uncertainty in tax positions taken or expected to be taken in a tax return, including issues relating to financial statement recognition and measurement. This guidance provides that the tax effects from an uncertain tax position can only be recognized in the financial statements if the position is "more-likely-than-not" to be sustained if the position were to be challenged by a taxing authority. The assessment of the tax position is based solely on the technical merits of the position, without regard to the likelihood that the tax position may be challenged.

RFCC is exempt from federal income taxation under §501(c)(3) of the Internal Revenue Code (the "Code"); although, RFCC is subject to tax on income unrelated to its exempt purpose, unless that income is otherwise excluded by the Code. RFCC has processes presently in place to ensure the maintenance of its tax-exempt status; to identify and report unrelated income; to determine its filing and tax obligations in jurisdictions for which it has nexus; and to identify and evaluate other matters that may be considered tax positions. Management has determined that RFCC had no uncertain tax positions that would require financial statement recognition or disclosure. RFCC is subject to examinations by the applicable taxing jurisdictions for periods since its inception.

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

Investments, at Fair Value

RFCC's investments consist of short-term treasury index funds (passive fixed income), which are considered alternative investments. Alternative investments are reported at fair value based on the net asset values provided by the management of the respective fund as of December 31, and are reviewed by management for reasonableness. Management utilizes audited financial statements when available for alternative investments as part of its on-going due diligence and annual valuation process.

Program-Related Investments

Program-Related Investments ("PRI") are philanthropically driven, nonmarketable investments and loans to businesses that further the mission of RFCC. RFCC's PRI portfolio is monitored periodically to determine the appropriateness of the net realizable value, which is reflected on the consolidated statement of financial position. PRI's are stated at estimated fair value. (See also Note 8 for additional details)

Fair Value Measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. The hierarchy comprises three levels of inputs that may be used to measure fair value:

Level 1 - Quoted prices in active markets for identical assets or liabilities.

Level 2 - Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 - Unobservable inputs supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Contributions

RFCC has adopted FASB Accounting Standard Update ("ASU") 2018-08, *Not-for-Profit Entities: Clarifying the Scope and Accounting Guidance for Contributions Received and Contributions Made*. The implementation of the provisions of this ASU for contributions received and made did not have a significant impact on RFCC's consolidated financial statements.

ASU 2018-08 assists an entity evaluate whether it should account for a grant (or similar transaction) as a contribution or as an exchange transaction. The ASU also clarifies and expands the criteria for determining whether a contribution is conditional, which may delay recognition of contribution revenue (recipient) or expense (resource provider).

RFCC follows the provisions of ASU 2018-08, which requires RFCC to determine whether a transfer of assets is conditional based on whether an agreement includes a barrier(s) that must be overcome and either a right of return of assets transferred or a right of release of a promisor's obligation to transfer assets.

Grants

Committed grant expenditures are considered incurred at the time of approval by RFCC provided the grant has no specified conditions (barriers) to be met in a future period by the respective grantee and there is not a right of return or release. For conditional grants, the grant expenditure and liability are recognized and recorded in the accounting period when RFCC determines that the specified conditions (barriers) have

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

been met by the grantee. Such grant commitments are often made to a recipient over multiple fiscal years and, therefore, are recognized and measured at the present value of the expected amounts to be paid. The present value discount is determined when the grant is initially recognized using an appropriate discount rate which is not subsequently revised. RFCC amortizes grant discounts, which are recorded as additional grant expense, over the payment period of the respective grant using the straight-line method. Rescinded and refunded grants are recorded as a reduction to grant expense.

Contributions Receivable

Contributions, including unconditional promises to give, are reported as revenues in the period received or pledged. Contributions to be received after one year are discounted using an appropriate rate which articulates with the collection period of the respective pledge. Amortization of the discount is recorded as additional contribution revenue in accordance with donor-imposed restrictions, if any.

Contributions of Nonfinancial Assets

Nonfinancial contributions consisting of both program and operational goods and professional services are recorded at their estimated fair value as both revenues and expenses in the period received. Contributed services received by RFCC are recognized as in-kind revenues at their estimated fair value if they create or enhance nonfinancial assets or require specialized skills that would need to be purchased if they were not donated. RFCC receives contributed professional services from RF employees that are reported using current cost for those services. RFCC has recognized in its consolidated statements of activities the estimated fair value of contributed services which meet these criteria. (See also Note 13 for additional details)

Government Grants and Contracts

Support funded by government grants is recognized as RFCC meets the conditions prescribed by the grant agreement, including performing the contracted services or incurring outlays eligible for reimbursement. Grant activities and outlays are subject to audit and acceptance by the granting agency and, as a result of such audit, adjustments could be required. However, in the opinion of RFCC, disallowances, if any, would not be material to the accompanying consolidated financial statements.

Foreign Currency

Transactions in other currencies are translated into U.S. dollars at the exchange rates in effect at the date of the transactions. Monetary assets and liabilities denominated in non-U.S. currencies are reported at the exchange rates in effect at the reporting date. Any gain or loss arising from a change in exchange rates as of the date of the transaction is included in the statement of activities. For the years ended December 31, 2024 and 2023, the realized and unrealized loss, resulting from foreign exchange translations totaled \$384,530 and \$41,974, respectively, and is included in the net investment gain (loss) and other Income on the consolidated statements of activities.

Property, Furniture, Fixtures and Equipment, Net

Property, furniture, fixtures and equipment are stated at cost at the date of acquisition. Depreciation is provided using the straight-line method over the estimated useful lives of the respective assets. The estimated useful lives of the assets range from three to 10 years.

Functional Allocation of Expenses

RFCC allocates expenses on a functional basis among its various program and supporting services. Expenditures that are attributed to a specific program or supporting service are reported accordingly.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

Program services consist of RFCC's work in supporting commitments in Energy, Health, Food, and Finance Systems. This includes grants and program costs. Supporting services consist of the President's office, Management and General, and Fundraising divisions.

Reclassification

Certain reclassifications have been made to the prior year consolidated financial statements to conform to the current year presentation. Such reclassifications did not change total assets, liabilities, revenues, expenses or changes in net assets as reflected in the 2023 consolidated financial statements.

NOTE 3 - CONCENTRATION OF CREDIT RISK

RFCC maintains cash accounts at a major financial institution within the United States of America and also with a financial institution abroad. Generally, deposits are in excess of federally insured limits. Management of RFCC monitors its cash levels and RFCC has not experienced, nor does it anticipate, any losses with respect to its deposits.

NOTE 4 - RELATED-ENTITY TRANSACTIONS

During 2024 and 2023, in support of GEAPP's program activities, RFCC expended a total of \$19,083,572 and \$23,458,400, respectively, of the funds it received in current and prior years from IKEA Foundation. Of the expended amounts received from IKEA Foundation, no grants were awarded to "for-profit" organizations.

RF serves as the sole member of RFCC and five employees of RF also serve as officers of RFCC. During the years ended December 31, 2024 and 2023, RFCC received monetary contributions (equity transfer) of approximately \$70 million and \$121 million and contributed services of \$3,538,914 and \$2,623,379, respectively, from RF for its programmatic operations. In addition, GEAPP received a \$11.4 million equity transfer from RF in the form of a recoverable grant at present value that has been separately presented in the accompanying 2024 consolidated statement of activities apart from revenues and expenses.

Pursuant to communications that occurred in 2024, the pre-existing conditional grant under the memorandum of understanding between RF and GEAPP was cancelled and the associated unexpended cash pertaining to grant funds advanced has been recorded as an amount Due to Affiliate in the accompanying consolidated statement of financial position as of December 31, 2024.

See also Note 13 with regard to certain other related entity transactions.

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

NOTE 5 - LIQUIDITY AND AVAILABILITY OF FINANCIAL ASSETS

Financial assets available for general expenditure that is, without donor or other restrictions, limiting their use, within one year of the consolidated statements of financial position date consist of:

	2024	2023
Financial assets:		
Cash	\$ 124,310,403	\$ 113,428,109
Short-term investment	262,500	262,500
Investments	54,996,031	83,136,452
Contributions receivable, net	38,272,772	59,550,052
	<hr/>	<hr/>
Total financial assets	217,841,706	256,377,113
Less:		
Donor restricted net assets related to time or purpose	(168,033,440)	(169,708,170)
	<hr/>	<hr/>
Financial assets available to meet cash needs for general expenditure within one year	<u>\$ 49,808,266</u>	<u>\$ 86,668,943</u>

As part of RFCC's liquidity management strategy, RFCC structures its financial assets to be available as its grant payments and other general liabilities come due. RFCC is an eligible borrower on a line of credit totaling \$100 million that RF maintains with a financial institution that can be drawn upon as needed during the year.

NOTE 6 - INVESTMENTS

RFCC's investment portfolio at December 31, at fair value, consists of the following:

	2024	2023
Passive fixed income	<u>\$ 54,996,031</u>	<u>\$ 83,136,452</u>

The following table presents investments recognized in the accompanying consolidated statements of financial position measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall on December 31:

	2024	
	Other Investments Measured at NAV	
Level 1		Total
	<hr/>	<hr/>
Passive fixed income	\$ -	<u>\$ 54,996,031</u>
	<hr/>	<hr/>
	<u>\$ 54,996,031</u>	<u>\$ 54,996,031</u>

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

		2023	
	Level 1	Other Investments Measured at NAV	Total
Passive fixed income	\$ -	\$ 83,136,452	\$ 83,136,452

Information in the following table summarizes the various redemption, lock-up provisions, and unfunded commitments for alternative investments measured at NAV using the practical expedient at December 31:

Investment Category	2024 Fair Value	2023 Fair Value	Redemption Frequency	Redemption Notice Period
Passive fixed income ^(a)	\$ 54,996,031	\$ 83,136,452	Daily	Daily

(a) Passive Fixed income - This category includes one fund that invests in short-term U.S. Treasuries.

There are no unfunded commitments with respect to this fund as of December 31, 2024.

NOTE 7 - CONTRIBUTIONS RECEIVABLE, NET

As of December 31, 2024 and 2023, contributions receivable, net, are expected to be collected as follows:

	2024	2023
Less than one year	\$ 36,769,094	\$ 28,250,000
Between one and three years	1,597,635	33,250,000
Total	38,366,729	61,500,000
Less: present value discount	(93,957)	(1,949,948)
	<u>\$ 38,272,772</u>	<u>\$ 59,550,052</u>

RFCC used a 4.25% and 4.23% interest rate to discount contributions receivable to present value at December 31, 2024 and 2023, respectively.

NOTE 8 - PROGRAM-RELATED INVESTMENTS AND RECOVERABLE GRANTS

In addition to grants, RFCC also invests in program-related investments, on behalf of GEAPP, including direct equity (e.g., by purchasing shares in a company), intermediated equity investments (e.g., into a fund as a Limited Partner) and debt instruments. The type of financial instrument is dependent on the capital structure and company or project need. RFCC invests with an “impact-first” lens (versus being returns driven), taking outsized risk to pilot and scale and with the goal of mobilizing and crowding in capital towards nascent projects, ventures and solutions.

RFCC, on behalf of GEAPP, had a total of 6 PRI's outstanding as of December 31, 2024 and 2023, respectively, with maturity dates between January 2033 and December 2035. As of December 31, 2024,

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

RFCC had 6 recoverable grants to its grantees, which it expects to be recovered between February 2025 and December 2046. Additionally, RFCC, on behalf of GEAPP, has one recoverable grant to finance the blended concessional finance activities for the Distributed Renewable Energy & Climate Program, established by International Finance Corporation (IFC). This recoverable grant was transferred from RF to GEAPP during 2024 as its programmatic work more closely aligns with GEAPP's portfolio, and has been separately presented in the accompanying 2024 consolidated statement of activities apart from revenues and expenses.

The following table includes a roll-forward of RFCC's PRI's and recoverable grants for the years ended December 31:

	2024	2023
Balance, January 1,	\$ 15,484,773	\$ -
New investments	10,983,650	14,170,782
Unrealized appreciation	973,442	1,608,687
Realized loss	(7,369,644)	(294,696)
	<hr/>	<hr/>
Total program-related investments	20,072,221	15,484,773
Recoverable grants	35,652,204	-
Less: net present value	(13,590,326)	-
	<hr/>	<hr/>
Total recoverable grants	22,061,878	-
	<hr/>	<hr/>
Balance, December 31,	<u>\$ 42,134,099</u>	<u>\$ 15,484,773</u>

For purposes of preparing the schedule above, RFCC differentiates between program-related investments and recoverable grants. As previously described, program-related investments are nonmarketable investments and loans to established businesses with activities that broadly align with the program imperatives of RFCC and meet the definition of program-related investments pursuant to IRC Section 4944. Recoverable grants are made to grantees and take the form of short-term financing to accomplish programmatic impact. Such grants are extended with the principal goal of repayment, however, may be forgivable in whole or in part based on the respective grantee's accomplishment of certain specified milestones and/or other stipulated criteria as outlined in the grant agreement. Given the time horizon over which grantees will repay the recoverable grants, such amounts are presented at present value using discount rates ranging from 0% to 4% as of December 31, 2024.

RFCC's direct equity PRI's are measured using the net asset value per share as a practical expedient for reporting fair value.

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

Information in the following table summarizes the various PRI's at December 31:

Investment	Geography	Date of Investment	Asset Class	2024 Fair Value	2024 Unfunded Commitment	2023 Fair Value
Equator Africa Fund LP	Africa	1/15/2023	Intermediated equity ^(a)	\$ 3,459,433	\$ 6,995,028	\$ 3,356,166
Congo Energy Solution Ltd.	Democratic Republic of Congo	6/30/2023	Direct equity ^(b)	-	2,868,869	2,005,256
ETAFA Africa Limited	Nigeria	8/16/2023	Intermediated equity ^(c)	10,630,553	-	10,123,351
Southeast Asia Clean Energy Fund II, LP	Southeast Asia	12/22/2023	Intermediated equity ^(d)	1,444,983	7,637,330	-
KiloKari BESS Pvt. Ltd	India	4/15/2024	Direct debt ^(e)	4,037,252	5,344,359	-
Hamara Grid Private Ltd.	India	7/10/2024	Direct debt ^(f)	500,000	2,000,000	-
Total				<u>\$ 20,072,221</u>	<u>\$ 24,845,586</u>	<u>\$ 15,484,773</u>

- (a) Equator Africa Fund LP ("Equator") is a fund that invests equity and quasi-equity into early-stage cleantech ventures (e.g., Late Seed, Series A) focused on energy, mobility and agriculture across Sub Saharan Africa. This investment will enable more equitable distribution of business value for underprivileged BIPOC workers and communities, preserve stable low-skill jobs and build support for shared business ownership benefitting this population.
- (b) Congo Energy Solutions Ltd. ("CESL"), otherwise known as Nuru, is a leading solar hybrid metro-grids developer and operator in the Democratic Republic of the Congo ("DRC") that currently manages a portfolio of projects, the largest in Goma I with 1.3MWp of capacity. The Series B fundraise will allow Nuru to execute 13.7MWp of projects in Goma II (an extension of the current site in Goma), Kindu and Bunia in Eastern DRC, connecting 20,000+ beneficiaries (equivalent to 120,000+ people) to clean, affordable and reliable electricity. Recent developments have destabilized the company and the transaction, which have materially impacted the valuation of this investment. The geopolitical and security escalations, coupled with the takeover of various parts of eastern DRC, including Goma, by the sanctioned rebel group M23, have significantly halted Nuru's operations and its Series B expansion plans. Accordingly, RFCC has written-down the investment to \$0 as of December 31, 2024.
- (c) ETAFA Africa Limited ("ETAFA") is a local currency debt facility established by GEAPP in partnership with Chapel Hill Denham ("CHD") to support distributed renewable energy ("DRE") projects in Nigeria. ETAFA will expand access to clean, affordable and reliable services via DRE and support energy transition to benefit vulnerable populations and reduce carbon emissions in Nigeria.
- (d) Southeast Asia Clean Energy Fund II, LP ("SEACEF") is a fund managed by Clime Capital that deploys high-risk development and scale-up capital into climate projects and solutions that can help accelerate the low-carbon transition in Southeast Asia, with a large focus on Indonesia, Vietnam and Philippines. SEACEF II's focus includes utility-scalable platforms as well as rooftop solar, energy storage, energy efficiency and electric mobility companies.

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

- (e) KiloKariBESS Pvt. Ltd. is a Special Purpose Vehicle (“SPV”) formed and majority owned by IndiGrid 2 Limited and Amperehour Solar Technology Private Limited. This SPV is focused on delivering the design, construction and operation over a 12-year life of a 20MW/40MWh grid connected BESS (“pilot”) for distribution company BSES Rajdhani Power Limited (“BRPL”), based in Delhi. Through this pilot, which is the first-of-its-kind to receive regulatory approval, GEAPP aims to support the scaling of BESS in India by proving its commercial and technical viability.
- (f) Hamara Grid Private Ltd. is a mini-grid project developer operating in Northeast India, the most vulnerable region of the country where reliability and quality of electricity from the national grid are extremely poor. Nagaland in Northeast India is a particularly difficult region for mini-grid developers to operate due to the mountainous terrain, proximity to the border and dispersed villages. GEAPP is investing concessional debt to support Hamara grid with its goal of developing and operating 100 mini-grid sites in the remote areas of Nagaland.

The unfunded PRI commitments detailed above, totaling approximately \$24.9 million as of December 31, 2024, are expected to be funded by December 2027. Such amounts have not been recorded in the accompanying consolidated financial statements.

When determined to be necessary, allowances for credit losses are recorded for program-related investments and recoverable grants based upon management’s judgment and analysis using relevant available information, from internal and external sources, relating to past events, historical credit loss, current conditions, and reasonable and supportable forecasts.

NOTE 9 - PROPERTY, FURNITURE, FIXTURES AND EQUIPMENT, NET

At December 31, property, furniture, fixtures and equipment, net, consists of the following:

	<u>2024</u>	<u>2023</u>
Furniture, fixtures, and equipment	\$ 2,476,658	\$ 2,210,281
Computer hardware	578,143	582,889
Computer software	237,500	-
Software in process	<u>539,528</u>	<u>172,500</u>
	3,831,829	2,965,670
Less: accumulated depreciation and amortization	<u>(769,998)</u>	<u>(149,675)</u>
	<u>\$ 3,061,831</u>	<u>\$ 2,815,995</u>

Software in process is attributed to the build out of GEAPP India’s systems, which was completed during calendar year 2025. Remaining costs totaled approximately \$441,000.

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

NOTE 10 - GRANTS PAYABLE, NET

RFCC has entered into grant commitments with grantees. The following summarizes the changes in grants payable for the years ended December 31:

	2024	2023
Balance, January 1,	\$ 88,360,597	\$ 82,800,105
Grants approved	117,755,309	127,958,044
Grant payments	(146,715,886)	(121,056,459)
Grants lapses and returns	(3,159,778)	(2,856,838)
Change in the present value discount	157,770	1,515,745
	<u>\$ 56,398,012</u>	<u>\$ 88,360,597</u>
Balance, December 31,	<u>\$ 56,398,012</u>	<u>\$ 88,360,597</u>

At December 31, 2024 and 2023, RFCC has approximately \$51.8 million and \$73.2 million of grants awarded that have been classified as conditional grants. In addition to a provision for the right of return of unspent funds and a right of release to make future payments, certain milestones and other performance obligations stated in these awards have not yet been satisfied by the respective grantees. Accordingly, these amounts are not recognized as grants payable in the consolidated statements of financial position.

RFCC's grants payable balance of \$56,398,012 authorized but unpaid as of December 31, 2024 are expected to be paid as follows:

Year Ending December 31,	RFCC (Standalone)	GEAPP (Standalone)	Total
2025	\$ 9,200,000	\$ 47,098,012	\$ 56,298,012
2026	-	100,000	100,000
Total	<u>\$ 9,200,000</u>	<u>\$ 47,198,012</u>	<u>\$ 56,398,012</u>

NOTE 11 - LEASES

RFCC determines if an arrangement is a lease or contains a lease at inception of a contract. A contract is determined to be or contain a lease if the contract conveys the right to control the use of identified property, plant, or equipment (an identified asset) in exchange for consideration. RFCC determines these assets are leased because RFCC has the right to obtain substantially all of the economic benefit from and the right to direct the use of the identified asset. Assets in which the supplier or lessor has the practical ability and right to substitute alternative assets for the identified asset and would benefit economically from the exercise of its right to substitute the asset are not considered to be or contain a lease because RFCC determines it does not have the right to control and direct the use of the identified asset. RFCC lease agreements do not contain any material residual value guarantees or material restrictive covenants. Leases result in the recognition of right of use assets and lease liabilities on the statement of financial position. Right of use assets represent the right to use an underlying asset for the lease term, and lease liabilities represent the obligation to make lease payments arising from the lease, measured on a discounted basis. RFCC determines lease classification as operating or finance at the lease commencement date. Right of use assets and lease liabilities for operating leases are included in the consolidated statement of financial position and presented separately based on the classification of the underlying lease arrangement.

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

At lease inception, the lease liability is measured at the present value of the lease payments over the lease term. The right of use asset equals the lease liability adjusted for any initial direct costs, prepaid or deferred rent, and lease incentives. For the initial and subsequent measurement of all lease liabilities, the discount rate was provided by appraisal from a widely recognized bank. Operating lease expense is generally recognized on a straight-line basis over the lease term.

Operating Leases

RFCC has several non-cancellable operating leases, including leases in the United Kingdom, India and Kenya to support GEAPP's operations that expire in various years through 2032. Some of these leases require payment of real estate taxes and escalations. During 2024, RF terminated its lease, which RFCC subleased, for office space located in Washington DC. Total rent expense for the years ending December 31, 2024 and 2023 totaled \$5,160,376 and \$2,074,149, respectively.

Future minimum payments required under operating leases and other commitments are as follows:

Year Ending December 31,

2025	\$ 673,823
2026	700,651
2027	664,366
2028	655,953
2029	487,190
Thereafter	<u>1,336,896</u>
Total minimum lease payments	4,518,879
Less: present value discount	<u>(1,236,574)</u>
Lease liabilities	<u><u>\$ 3,282,305</u></u>

Supplemental balance sheet information related to leases at December 31, 2024 and 2023 follows:

	<u>2024</u>	<u>2023</u>
ROU assets	\$ 4,016,213	\$ 9,067,663
Less: accumulated amortization	<u>(1,218,465)</u>	<u>(2,054,513)</u>
	<u><u>\$ 2,797,748</u></u>	<u><u>\$ 7,013,150</u></u>
Weighted-average remaining lease term	6.49 years	5.90 years
Weighted-average discount rate	10.05%	5.97%

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

The components of lease costs for the years ended December 31, 2024 and 2023 are as follows:

	<u>2024</u>	<u>2023</u>
Operating lease cost	\$ 827,274	\$ 1,532,028
Amortization of ROU asset	594,170	1,337,916
Interest on lease liabilities	339,850	272,827

Supplemental cash flow information related to leases for the years ended December 31, 2024 and 2023 follows:

	<u>2024</u>	<u>2023</u>
Cash paid for amounts included in the measurement of lease liabilities:		
Operating cash flows from operating leases	<u>\$ 755,739</u>	<u>\$ 1,303,004</u>

NOTE 12 - NET ASSETS WITH DONOR RESTRICTIONS

RFCC's net assets with donor restrictions are available for the following purposes and programs as of December 31, 2024 and 2023:

	<u>2024</u>	<u>2023</u>
Invest in Our Future	\$ 86,818,486	\$ 130,656,426
Global Energy Alliance for People and Planet, LLC	64,095,334	35,444,290
Mission300 Accelerator	12,848,272	-
Economic Opportunity Coalition	1,944,999	-
Bretton Woods Initiative at 80	1,488,100	-
Other	838,249	3,607,454
	<u>\$ 168,033,440</u>	<u>\$ 169,708,170</u>

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

For the years ended December 31, 2024 and 2023, RFCC's net assets were released from donor restrictions due to the performance of activities satisfying the restricted purposes specified by donors as follows:

	<u>2024</u>	<u>2023</u>
Global Energy Alliance for People and Planet, LLC	\$ 72,017,484	\$ 145,361,082
Invest in Our Future	94,003,722	34,255,022
Mission300 Accelerator	4,093,645	-
Economic Opportunity Coalition	739,875	-
Bretton Woods Initiative at 80	93,787	-
Other	<u>4,421,205</u>	<u>4,915,650</u>
Total	<u>175,369,718</u>	<u>184,531,754</u>
Less: grant lapses and returns	<u>(3,159,778)</u>	<u>(2,856,838)</u>
	<u><u>\$ 172,209,940</u></u>	<u><u>\$ 181,674,916</u></u>

NOTE 13 - CONTRIBUTED SERVICES AND EQUITY TRANSFERS

Effective August 31, 2020, RFCC entered into an agreement with RF whereby RF agreed to provide certain services and resources to RFCC. Pursuant to the agreement, RF allocates a portion of its personnel costs of certain employees who provide services to RFCC. RF also provides office space and other support services to RFCC under the agreement.

RFCC relies on in-kind and other support from RF and others to manage its operations. During 2024 and 2023, RF contributed in-kind support of \$4,756,632 and \$3,429,278 respectively, to RFCC for its operations. In addition, certain RF Directors and Officers have made significant contribution of their time to develop RFCC and its programs.

Effective March 1, 2023, GEAPP entered into an agreement with RF whereby RF agreed to provide office space and other support services. During 2024 and 2023, RF contributed in-kind support of \$356,746 and \$0, respectively, to GEAPP.

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

All services recognized as contributed nonfinancial support and equity transfers were utilized for programmatic, management and general activities. For the years ended December 31, 2024 and 2023, contributed nonfinancial assets recognized within the accompanying consolidated statements of activities include:

	Revenue Recognized		Utilization in Programs/Activities	Donor Restrictions	Valuation Techniques and Inputs
	Years Ended December 31, 2024	2023			
Services by RF Personnel	\$ 3,538,914	\$ 2,623,379	Programmatic, management and general	No associated donor restrictions	RFCC estimated the fair value on the basis of estimated time spent by RF personnel to conduct RFCC operations.
Professional Services	802,885	715,697	Management and general	No associated donor restrictions	Contributed services for professional services conducted are valued at the estimated fair value based on current rates for similar professional services conducted in the United States.
Occupancy and other office support	356,746	-	Management and general	Restricted for GEAPP	Contributed services for space are valued at the estimated fair value based on similar office space and services in the United States.
Software	58,087	90,202	Management and general	No associated donor restrictions	Contributed services for software are valued at the estimated fair value based on similar software products sold in the United States.
	<u>\$ 4,756,632</u>	<u>\$ 3,429,278</u>			

NOTE 14 - DEFINED CONTRIBUTION RETIREMENT PLAN

RFCC has a defined contribution retirement plan formed under Section 401(k) of the Code that covers all eligible employees. For the 2024 plan year, RFCC made a contribution equal to 13% of eligible compensation plus a dollar-for-dollar match of up to an additional 2% of base compensation contributed on a pretax basis by employees up to the compensation cap, as defined, to each employees retirement account. RFCC's net contributions to the plan totaled \$357,434 and \$43,760 in 2024 and 2023, respectively.

GEAPP has a separate defined contribution plan formed under Section 401(k) of the Code that covers all eligible employees. For the 2024 plan year, GEAPP made a contribution equal to 10% of eligible compensation to each employees retirement account. GEAPP's net contributions to the plan totaled \$493,761 and \$297,985 in 2024 and 2023, respectively.

Locally hired staff in GEAPP's foreign offices participate in retirement plans and/or provident funds or other plans that conform to local customs, conditions or laws.

RF Catalytic Capital, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED

December 31, 2024 and 2023

NOTE 15 - SUBSEQUENT EVENTS

Management has evaluated subsequent events for disclosure and/or recognition in the accompanying consolidated financial statements through the date that the consolidated financial statements were available to be issued, which date is July 16, 2025.

Effective January 1, 2025, one hundred percent of RFCC's membership interest in GEAPP, LLC was transferred to Global Energy Alliance for People and Planet, Inc. ("GEAPP, Inc."). GEAPP, Inc. was formed to carry out the charitable programs of GEAPP, LLC and effectuate the spin-off of GEAPP, LLC from RFCC to be an independent charitable organization. In connection with the establishment of GEAPP, Inc., RF entered into a new operating agreement directly with GEAPP, Inc.

There are no additional subsequent events that have occurred that would require recognition or disclosure in the accompanying consolidated financial statements.