## HARRIS COUNTY COMMUNITY LAND TRUST MANAGEMENT CORPORATION

A Component Unit of Harris County Housing Finance Corporation

FINANCIAL STATEMENTS WITH INDEPENDENT AUDITOR'S REPORT As of and for the Years Ended December 31, 2024 and 2023

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#### INDEPENDENT AUDITOR'S REPORT

The Board of Directors
Harris County Community Land Trust Management Corporation
Houston, Texas

#### **Opinion**

We have audited the financial statements of the Harris County Community Land Trust Management Corporation (the "Corporation"), a component unit of the Harris County Housing Finance Corporation, as of and for the years ended December 31, 2024 and 2023, and the related notes to the financial statements, which collectively comprise the Corporation's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Corporation as of December 31, 2024 and 2023, and the respective changes in financial position and cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

#### **Basis for Opinion**

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("U.S. 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 the Corporation, 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 these 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 the Corporation's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

#### 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 U.S. 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.

#### INDEPENDENT AUDITOR'S REPORT, CONTINUED

In performing an audit in accordance with U.S. GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audits.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audits 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 the Corporation's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Corporation'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 audits, significant audit findings, and certain internal control-related matters that we identified during the audits.

#### **Required Supplementary Information**

Ham, Langoton & Brezina, LLP

U.S. GAAP requires that the management's discussion and analysis on pages 3-5 be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with U.S. GAAS, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audits of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Houston, Texas August 20, 2025

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## HARRIS COUNTY COMMUNITY LAND TRUST MANAGEMENT CORPORATION MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)

The following discussion and analysis of Harris County Community Land Trust Management Corporation's (the "Corporation") financial performance provides an overview of the financial activities for the fiscal years ended December 31, 2024 and 2023. Please read in conjunction with the basic financial statements, which follow this section.

#### **FINANCIAL HIGHLIGHTS**

The following financial highlights are reflected in the Corporation's basic financial statements:

- The total assets of the Corporation exceeded the liabilities at December 31, 2024 by \$4,093,751. This is an increase of \$2,515,664 from December 31, 2023 when total assets exceeded liabilities by \$1,578,087. The total assets of the Corporation exceeded the liabilities at December 31, 2023 by \$1,578,087. This is an increase of \$1,473,489 from the previous year when total liabilities exceeded assets by \$104,598.
- The net position of the Corporation is comprised of net position invested in capital assets of \$4,080,636 and \$1,585,300 and unrestricted net position (deficit) of \$13,115 and (\$7,213) at December 31, 2024 and 2023, respectively, which represents the funds available to meet ongoing obligations of the business-type activities.
- The Corporation recorded grant income of \$2,495,336 and \$1,472,000 during 2024 and 2023, respectively, in connection with land received through an affordable housing program.

#### **OVERVIEW OF BASIC FINANCIAL STATEMENTS**

The financial section of this annual report consists of three parts: Management's Discussion and Analysis, the basic financial statements, and the notes to the basic financial statements.

The basic financial statements provide both long-term and short-term information about the financial status of the Corporation. The basic financial statements also include notes that explain some of the information in the basic financial statements and provide more detailed data.

The basic financial statements are prepared on the accrual basis in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"). Under this basis, revenues are recognized when earned, and expenses are recognized in the period in which they are incurred.

The statements of net position include all assets and liabilities associated with the operation of the Corporation. The statements of net position report financial position, which is the difference between assets and liabilities. The statements of activities report how assets and liabilities have changed over a one-year period.

#### FINANCIAL ANALYSIS OF THE CORPORATION

#### **Net Position**

The total net position at December 31, 2024 was \$4,093,751, a 159.4% increase from December 31, 2023. The total net position at December 31, 2023 was \$1,578,087, a 1,408.7% increase from December 31, 2022. (See Table A-1 Below).

**Table A-1 Corporation's Net Position** 

	2024	2023	2022
Current assets Capital assets	\$ 533,306 4,080,636	\$ 92,787 1,585,300	\$ 91,298 113,300
Total assets	<u>\$ 4,613,942</u>	<u>\$ 1,678,087</u>	<u>\$ 204,598</u>
Current liabilities	\$ 270,191	<u>\$ 100,000</u>	<u>\$ 100,000</u>
Total liabilities	<u>\$ 270,191</u>	<u>\$ 100,000</u>	<u>\$ 100,000</u>
Unearned revenue	\$ 250,000	<u>\$</u> _	<u>\$</u> _
Total deferred inflow of resources	<u>\$ 250,000</u>	<u>\$</u>	<u>\$</u>
Invested in capital assets Unrestricted net position (deficit)	\$ 4,080,636 13,115	\$ 1,585,300 (7,213)	\$ 113,300 (8,702)
Total net position	<u>\$ 4,093,751</u>	<u>\$ 1,578,087</u>	<u>\$ 104,598</u>

### HARRIS COUNTY COMMUNITY LAND TRUST MANAGEMENT CORPORATION MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)

#### FINANCIAL ANALYSIS OF THE CORPORATATION, CONTINUED

#### Net Position, continued

The increase in total assets at December 31, 2024 when compared to December 31, 2023 is the result of single family lots granted to the Corporation through an affordable housing program sponsored by the City of Houston, Texas (the "City").

The increase in current liabilities at December 31, 2024 when compared to December 31, 2023 is due to cash received and held by the Corporation to cover shortages in property tax escrow in relation to the single family lots acquired through the affordable housing program sponsored by the City.

The increase in deferred inflows of resources at December 31, 2024 when compared to December 31, 2023 is due to unearned revenue related to funding received from Harris County for the Corporation's future acquisition of single family lots in relation to the affordable housing program sponsored by the City.

The increase in total assets at December 31, 2023 when compared to December 31, 2022 is the result of single family lots granted to the Corporation through an affordable housing program sponsored by the City.

#### **Changes in Net Position**

The increase in financial position for the year ended December 31, 2024 was \$2,515,664. The total operating revenues increased by 70.6%, or \$1,043,201, and total operating expenses increased by 26.7%, or \$1,026. Operating income increased by \$1,042,175 (See Table A-2).

The increase in financial position for the year ended December 31, 2023 was \$1,473,489. The total operating revenues increased by 1,201.6%, or \$1,363,828, and total operating expenses increased by 847.9%, or \$3,434. Operating income increased by \$1,360,394 (See Table A-2).

Table A-2 Changes in the Corporation's Financial Position

	2024	2023	2022
Operating revenues: Grant income Lease income Other income	\$ 2,495,336 25,193	\$ 1,472,000 5,308 20	\$ 113,300 200 ————————————————————————————————
Total operating revenues	2,520,529	1,477,328	113,500
Operating expenses: General and administrative expenses	4,865	3,839	405
Total operating expenses	4,865	3,839	405
Change in net position	2,515,664	1,473,489	113,095
Net position at beginning of year	1,578,087	104,598	(8,497)
Net position at end of year	<u>\$ 4,093,751</u>	<u>\$ 1,578,087</u>	<u>\$ 104,598</u>

During 2024, grant income increased compared to 2023 as the Corporation was granted additional single family lots as part of an affordable housing program sponsored by the City. These lots are then leased to income-eligible homebuyers in the City by the Corporation.

During 2024, general and administrative expenses increased when compared to 2023 as the Corporation incurred professional fees for tax exemption application.

During 2023, grant income increased compared to 2022 as the Corporation was granted single family lots as part of an affordable housing program sponsored by the City. These lots are then leased to income-eligible homebuyers in the City by the Corporation.

## HARRIS COUNTY COMMUNITY LAND TRUST MANAGEMENT CORPORATION MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)

#### FINANCIAL ANALYSIS OF THE CORPORATATION, CONTINUED

#### **Changes in Net Position, continued**

During 2023, general and administrative expenses increased when compared to 2022 as the Corporation incurred professional fees for tax exemption application.

#### CONTACTING THE CORPORATION'S FINANCIAL MANAGEMENT

This financial report is designed to discuss issues that may be material to the operation of the Corporation. If you have any questions about this report, please contact the Harris County Community and Land Trust Management Corporation, 1111 Fannin St, 9<sup>th</sup> Floor, Houston, Texas 77002.

# HARRIS COUNTY COMMUNITY LAND TRUST MANAGEMENT CORPORATION STATEMENTS OF NET POSITION DECEMBER 31, 2024 AND 2023

	2024		2023	
ASSETS				
Current assets:				
Cash and cash equivalents	\$	533,096	\$	92,432
Program fee receivables		210		355
Total current assets		533,306		92,787
Land held in trust		4,080,636		1,585,300
Total assets	\$	4,613,942	\$	1,678,087
LIABILITIES				
Current liabilities:				
Due to Harris County Housing Finance Corporation	\$	100,000	\$	100,000
Accounts payable and accrued liabilities		170,191		
Total liabilities	\$	270,191	\$	100,000
DEFERRED INFLOWS OF RESOURCES				
Unearned revenue	\$	250,000	\$	
NET POSITION				
Invested in capital assets	\$	4,080,636	\$	1,585,300
Unrestricted net position (deficit)		13,115		(7,213)
Total net position	\$	4,093,751	\$	1,578,087

# HARRIS COUNTY COMMUNITY LAND TRUST MANAGEMENT CORPORATION STATEMENTS OF ACTIVITIES FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

	2024		2023	
Operating revenues:				
Contributed property Lease income Other income	\$	2,495,336 25,193 -	\$	1,472,000 5,308 20
Total operating revenue		2,520,529		1,477,328
Operating expenses:				
General and administrative:		4,865		3,839
Total operating expenses		4,865		3,839
Change in net position		2,515,664		1,473,489
Net position, beginning of year		1,578,087		104,598
Net position, end of year	\$	4,093,751	\$	1,578,087

# HARRIS COUNTY COMMUNITY LAND TRUST MANAGEMENT CORPORATION STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

	 2024		2023	
Cash flows from operating activities:				
Cash received from customers	\$ 25,338	\$	5,173	
Advances received for future project costs	250,000		-	
Cash received for future tax escrow	169,289		-	
Cash paid to suppliers and employees	 (3,963)		(3,839)	
Net cash provided by				
operating activities	 440,664		1,334	
Cash at beginning of year	 92,432		91,098	
Cash at end of year	\$ 533,096	\$	92,432	
Reconciliation of net income to net cash				
provided by (used in) operating activities				
Change in net position	\$ 2,515,664	\$	1,473,489	
Contributed land	(2,495,336)		(1,472,000)	
Adjustments to reconcile change in net position				
to net cash from operating activities:				
Change in program fee receivables	145		(155)	
Change in accounts payable and				
accrued liabilities	170,191		-	
Change in unearned revenue	 250,000			
Net cash provided by operating activities	\$ 440,664	\$	1,334	

#### 1. Organization and Nature of Operations

The Harris County Community Land Trust Management Corporation (the "Corporation") was incorporated on June 9, 2020 pursuant to Chapter 373B et seq. Texas Local Government Code as a separate not-for-profit corporate entity to aid, assist and act on behalf of the Harris County Housing Finance Corporation ("HCHFC") regarding the creation and operation of the Harris County Community Land Trust ("CLT"). The CLT will provide affordable housing for low-income and moderate-income residents in the community, promote resident home-ownership, retain affordable housing for future residents, and capture the long-term value of public investments. HCHFC serves as trustee to the Corporation to acquire ownership and underlying rights in real property while improvements are owned or leased by residents with the explicit goal of promoting affordable housing. Creation of the Corporation was authorized by the Harris County Commissioners Court, but the Corporation is not a political subdivision of Harris County, Texas ("Harris County") under state law. The Corporation is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code ("IRC").

In accordance with Government Accounting Standards Board ("GASB") Statement No. 14, *The Financial Reporting Entity* ("GASB 14"), as amended by GASB Statement No. 61, *The Financial Reporting Entity: Omnibus* ("GASB 61"), the Corporation is a component unit of HCHFC for financial reporting purposes. The Corporation is managed by a Board of Directors (the "Board") appointed by HCHFC.

As required by generally accepted accounting principles in the United States of America ("U.S. GAAP"), the financial statements of the reporting entity must include those of the Corporation and its component units in conformity with GASB 14, GASB Statement No. 39, *Determining Whether Certain Organizations are Component Units* (""GASB 39"), GASB 61, and GASB Statement No. 80, *Blending Requirements for Certain Component Units* ("GASB 80"), clarifies the financial statement presentation requirements for certain component units which are incorporated as not-for-profit entities.

The criteria used to determine whether an organization is a component unit of the Corporation and whether it is a blended component unit includes: financial accountability of the Corporation for the component unit, whether the Corporation appoints a voting majority of the entity's governing board, the ability to impose the Corporation's will on the component unit, fiscal dependency criterion, if it is a financial benefit to or burden on the Corporation, and whether services are provided entirely or almost entirely to the Corporation. At December 31, 2024 and 2023, the Corporation did not have any component units.

A description of the Corporation's major program and operations are as follows:

#### Single Family Lot Leases

The Corporation is part of an affordable housing program sponsored by the City of Houston, Texas (the "City"), whereby the Corporation is granted ownership of land, in perpetuity, acquired by the City under the affordable housing program and provides an income-eligible homeowner with a 99-year ground lease to maintain affordable housing in the City.

#### 2. Summary of Significant Accounting Policies

#### **Basis of Accounting**

The accompanying financial statements have been prepared using the economic resources measurement focus and the accrual basis of accounting in accordance with U.S. GAAP for local governmental units. GASB is the accepted standard-setting body for establishing governmental accounting and financial reporting principles.

Accordingly, expenses are recognized when the liability is incurred, and revenues are recognized when earned. Under the economic resources measurement focus, all assets and liabilities associated with the operation of the Corporation are included in the statements of net position. Since the Corporation has not received public donations, all net assets are considered to be unrestricted.

#### **Use of Estimates**

The process of preparing financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect reported amounts of certain assets, liabilities, revenues and expenses. Management believes its estimates and assumptions are reasonable; however, actual results could differ from those estimates.

#### 2. Summary of Significant Accounting Policies, continued

#### Cash and Cash Equivalents

The Corporation considers all cash and short term, highly liquid investments with original maturities of three months or less to be cash and cash equivalents, respectively. The Corporation maintains demand deposits with financial institutions that are insured by the Federal Deposit Insurance Corporation ("FDIC").

#### <u>Leases</u>

The Corporation accounts for leases pursuant to the guidance of GASB Statement No. 87 – *Leases*, which requires lessees to establish a right-of-use ("ROU") lease asset and corresponding lease liability for most operating leases. ROU lease assets are amortized over the term of the lease. Under GASB Statement No. 87, lessors are required to establish a lease receivable and corresponding deferred lease revenue to be recognized over the term of the lease.

#### **Land Held in Trust**

Land held in trust represents real property granted to the Corporation through an affordable housing program sponsored by the City and is carried at fair value as of the grant date.

#### **Net Position**

GASB Statement No. 34 – Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments establishes standards for external financial reporting for all state and local government entities including a statement of net position and a statement of activities. It requires the classification of net position of enterprise funds into three components: invested in capital assets, net of related debt, restricted and unrestricted. These classifications are defined as follows:

- Invested in capital assets, net of related debt This component of net position consists of capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets. Net position invested in capital assets at December 31, 2024 and 2023 relate to parcels of contributed land to be used to maintain affordable housing in the City. See Note 3.
- Restricted This component of net position consists of restricted assets, reduced by liabilities and deferred inflows of resources related to those assets, upon which constraints have been externally imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulation of other governments or constraints imposed by law through constitutional provisions or enabling legislation.
   At December 31, 2024 and 2023, the Corporation had no restricted net position.
- Unrestricted This component of net position is the net amount of the assets, deferred outflows of resources, liabilities, and deferred inflows of resources that are not included in the determination of net investment in capital assets or the restricted component of net position.

#### **Revenue Recognition**

The Corporation's primary sources of income are derived from grants and lease income from an affordable housing program sponsored by the City which are recognized pursuant to GASB Statement No. 33, *Accounting and Financial Reporting for Nonexchange Transactions* ("GASB 33"). Pursuant to GASB 33, revenues and expenditures are recognized when all applicable eligibility requirements are met.

#### **Deferred Inflows of Resources**

In addition to liabilities, the statement of net position reports a separate section for deferred inflows of resources. This represents an acquisition of net position that applies to the performance of obligations in future periods and will not be recognized as revenues until the performance obligation has been fulfilled. Deferred inflows consist of unearned revenue.

Unearned revenue represents advances received for the Corporation's future acquisition of single family lots in relation to the affordable housing program sponsored by the City. See Note 4.

#### 2. Summary of Significant Accounting Policies, continued

#### **Income Taxes**

The Corporation is exempt from federal income taxes under Section 501(c)(3) of the IRC. However, the Corporation is subject to taxes on certain unrelated business income. For the years ended December 31, 2024 and 2023, there were no unrelated business activities; thus, no provision has been made for income taxes.

#### **Concentration of Credit Risk**

Financial instruments which potentially subject the Corporation to concentrations of credit risk consist principally of cash and program fee receivables. The Company maintains its cash and cash equivalents with major financial institutions selected based upon management's assessment of the institution's financial stability.

As of December 31, 2024 and 2023, all of the cash and cash equivalents are held in creditworthy financial institutions in the name of the Corporation which protects against credit risk of the financial institution holding the investments. Balances at these institutions may periodically exceed FDIC limits; however, the Corporation has not experienced any losses from these deposits and management believes the risk of loss is minimal due to the strength of the financial institutions in which the funds are held.

#### **Recently Issued Accounting Pronouncements**

GASB Statement No. 102, Certain Risk Disclosures – ("GASB 102"), The objective of this Statement is to provide users of government financial statements with essential information about risks related to a government's vulnerabilities due to certain concentrations or constraints. GASB 102 will be adopted by the Corporation in 2025 and the impact has not yet been determined.

GASB Statement No. 103, Financial Reporting Model Improvements – ("GASB 103"), The objective of this Statement is to improve key components of the financial reporting model to enhance its effectiveness in providing information that is essential for decision making and assessing a government's accountability. GASB 103 will be adopted by the Corporation in 2026 and the impact has not yet been determined.

GASB Statement No. 104, Disclosure of Certain Capital Assets – ("GASB 104"), State and local governments are required to provide detailed information about capital assets in notes to financial statements. Statement No. 34, Basic Financial Statements—and Management's Discussion and Analysis—for State and Local Governments, requires certain information regarding capital assets to be presented by major class. The objective of this Statement is to provide users of government financial statements with essential information about certain types of capital assets. GASB 104 will be adopted by the Corporation in 2026 and the impact has not yet been determined.

#### 3. Land Held in Trust and Lease Income

At December 31, 2024 and 2023, land held in trust is comprised of sixty eight and twenty four, respectively, of single family lots granted to HCCLT during the years then ended. HCCLT has entered into a 99-year ground lease with the homeowner for each lot, which provides for \$50 of rental income per month over the life of the lease. The leases provide the homeowners with the right to an additional 99-year renewal. The improvements on the land may not be sold or otherwise mortgaged without prior written consent of HCCLT, and HCCLT maintains the right to purchase the improvements if the homeowner pursues the sale of the property. In the event of sale, the improvements may only be transferred to income-qualified buyers and the selling price of the property is subject to certain maximum thresholds determined by the underlying lease agreement to maintain affordable housing in the City. Under GASB 87, these land use agreements do not meet the criteria of a lease. Lease income of \$25,193 and \$5,308 was recognized in the statement of activities for the years ended December 31, 2024 and 2023, respectively.

#### 4. Related Parties

At December 31, 2024 and 2023, the balance due to Harris County Housing Finance Corporation consists of \$100,000 in seed funding provided by HCHFC.

On October 29, 2024, the Corporation received funding from the Harris County, which will be applied towards the acquisition of single family lots for the benefit of income-eligible homeowners under the Harris County's affordable housing program. At December 31, 2024, unearned revenues amounted to \$250,000 in the statement of financial position.

#### 5. Liquidity

The Corporation is substantially supported by lease income from single family lots granted to the Corporation by the City which are not subject to restrictions; thus, all financial assets are available for general expenditure within one year. As part of the Corporation's liquidity management, it has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due.

#### 6. Subsequent Events

In June 2025, the HCHFC provided a \$100,000 grant to the Corporation, and this grant is used to repay the outstanding liability due from the Corporation to HCHFC.

The Corporation has evaluated all subsequent events through August 20, 2025, which is the date the financial statements were issued, and has concluded that there are no significant events to be reported.