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INDEPENDENT AUDITORS' REPORT

To the Shareholders of
Electrovaya Inc.

Opinion

We have audited the accompanying consolidated financial statements of Electrovaya Inc., which comprise the consolidated statement of financial position as at September 30, 2019 and September 30, 2018, and the consolidated statements of operations, comprehensive gain (loss), changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at September 30, 2019 and September 30, 2018, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

(Hereinafter referred to as the “financial statements”).

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards ("Canadian 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 independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the consolidated financial statements, which indicates that the Company incurred a net loss of $2,837,000 during the year ended September 30, 2019 and, as of that date, the Company’s current liabilities exceeded its current assets by $14,128,000. As stated in Note 2, these events or conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the Company’s ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

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 a guarantee that an audit conducted in accordance with Canadian GAAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate too provide a basis for our opinion. 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.
- 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 the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainly exists, we are required to draw attention in our audit's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the Company’s audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's is Alan Goodman, CPA, CA, LPA

Goodman & Associates LLP

Toronto, Ontario
December 20, 2019

Chartered Professional Accountants
Licensed Public Accountants

ELECTROVAYA INC.

Consolidated Statements of Financial Position
(Expressed in thousands of U.S. dollars, except per share amounts)
Years ended September 30, 2019 and September 30, 2018

As at	September 30, 2019	September 30, 2018
Assets		
Current assets		
Cash and cash equivalents (note 13)	$ 333	$ 126
Restricted cash (note 13 & 5)	-	1,012
Trade and other receivables (notes 13 &14)	346	916
Investment tax credits recoverable	-	114
Inventories (note 6)	997	1,757
Prepaid expenses and other	407	408
Total current assets	2,083	4,333
Non-current assets		
Property, plant and equipment (note 7)	5	145
Assets held for sale (note 7)	-	11,352
Total non-current assets	5	11,497
Total assets	$ 2,088	$ 15,830
Liabilities and Equity		
Current liabilities		
Line of credit (note 5(a))	$ -	$ 9,043
Bridge financing (note 5(c))	1,060	-
Trade and other payables (note 9)	2,095	2,563
Deferred grant income (note 12 (b))	1,265	-
Deferred revenue	29	97
Promissory notes (note 9 &11)	753	7,223
9% convertible debentures (note 16)	11,009	-
Total current liabilities	16,211	18,926
Non-current liabilities		
9% convertible debentures (note 16)	-	10,548
Other payables (note 18)	142	114
Total non-current liabilities	142	10,662
Equity(Deficiency)		
Share capital (note 8)	82,885	81,858
Contributed surplus	4,416	3,296
Warrants (note 8)	6,013	6,013
Accumulated other comprehensive gain	13,055	12,872
Revaluation surplus (note 7)	-	5,487
Equity component of convertible debentures (note 16)	71	71
Deficit	(120,705)	(123,355)
Total (Deficiency)	(14,265)	(13,758)
Total liabilities and equity(deficiency)	$ 2,088	$ 15,830

See accompanying notes to consolidated financial statements.

On behalf of the Board
Name of Chair of the Board: ____________________ Director
Name of Audit committee head: ____________________ Director

ELECTROVAYA INC.

Consolidated Statement of Operations
(Expressed in thousands of U.S. dollars, except per share amounts)
Years ended September 30, 2019 and September 30, 2018

	September 30 2019	September 30, 2018
Revenue (note 15)	$ 4,891	$ 5,633
Direct manufacturing costs (note 6(b))	2,949	3,869
Gross margin	1,942	1,764
Expenses		
Research and development	2,863	3,825
Sales and marketing	1,133	1,305
General and administrative (note 9)	1,620	2,734
Stock based compensation (note 8(b))	1,120	290
Finance cost	2,120	3,451
Patents and trademark expenses	33	43
	8,889	11,648
(Loss) before the undernoted	(6,947)	(9,884)
Amortization (see note 3(f))	109	308
(Loss) from operations	(7,056)	(10,192)
Gain on sale of property, plant and equipment (note 7)	4,184	-
Foreign exchange gain and interest income	35	20
(Loss) from continued operations	(2,837)	(10,172)
(Loss) from discontinued operations (note 4)	-	(12,485)
Net (loss) for the year	(2,837)	(22,657)
Basic (loss) per share	$ (0.03)	$ (0.23)
Diluted (loss) per share	$ (0.03)	$ (0.23)
Weighted average number of shares outstanding, basic and fully diluted	106,997,046	98,634,269

See accompanying notes to consolidated financial statements.

ELECTROVAYA INC.

Consolidated Statement of Comprehensive gain (loss)
(Expressed in thousands of U.S. dollars)
Years ended September 30, 2019 and September 30, 2018

	September 30, 2019	September 30, 2018
Net loss for the year	$ (2,837)	$ (22,657)
Gain on loss of control of subsidiary (note 4)	-	5,105
Currency translation differences	183	1,037
Other comprehensive gain for the year	183	6,142
Total comprehensive (loss) for the year	$ (2,654)	$ (16,515)

See accompanying notes to consolidated financial statements

ELECTROVAYA INC.

Consolidated Statement of Changes in Equity
(Expressed in thousands of U.S. dollars)
Years ended September 30, 2019 and September 30, 2018

	Share Capital	Contributed Surplus	Deficit	Warrants	Accumulated other Comprehensive gain	Equity component of 9% Convertible Debentures	Revaluation Surplus	Total
Balance – October 01, 2017	**$79,700**	**$3,007**	**$(100,698)**	**$4,482**	**$6,730**	**$71**	**$5,487**	**$(1,221)**
Stock-based compensation	-	290	-	-	-	-	-	**290**
Issue of shares	3,636	-	-	-	-	-	-	**3,636**
Net loss for the year	-	-	(22,657)	-	-	-	-	**(22,657)**
Gain or loss of control of subsidiary	-	-	-	-	5,311	-	-	**5,311**
Share purchase warrants	(1,477)	-	-	1,531	-	-	-	**54**
Currency translation differences	(1)	(1)	-	-	831	-	-	**829**
Balance–September 30, 2018	**$81,858**	**$3,296**	**$(123,355)**	**$6,013**	**$12,872**	**$71**	**$5,487**	**$(13,758)**
Balance – October 01, 2018	**$81,858**	**$3,296**	**$(123,355)**	**$6,013**	**$12,872**	**$71**	**$5,487**	**$(13,758)**
Stock-based compensation	-	1,120	-	-	-	-	-	**1,120**
Issue of shares	1,027	-	-	-	-	-	-	**1,027**
Net loss for the year	-	-	(2.837)	-	-	-	-	**(2,837)**
Revaluation Surplus	-	-	5,487	-	-	-	(5,487)	**-**
Currency translation differences	-	-	-	-	183	-	-	**183**
Balance–September 30, 2019	**$82,885**	**$4,416**	**$(120,705)**	**$6,013**	**$13,055**	**$71**	**-**	**$(14,265)**

See accompanying notes to consolidated financial statements.

ELECTROVAYA INC.

Consolidated Statements of Cash Flows
(Expressed in thousands of U.S. dollars)
Years ended September 30, 2019 and September 30, 2018

	September 30, 2019	September 30, 2018
Cash provided by (used in)		
Operating activities		
Net (loss) for the year	$(2,837)	$ (22,657)
Loss from discontinued operations	-	12,485
Items not involving cash:		
Amortization	109	308
Stock based compensation expense (note 8(b))	1,120	290
Financing costs	743	1,174
Gain on sale of property, plant and equipment	(4,184)	-
Net changes in working capital (note 10)	2,174	3,227
Cash (used in) operating activities-continued operations	(2,875)	(5,173)
Cash (used in) operating activities-discontinued operations	-	(1,827)
Cash (used in) operating activities	(2,875)	(7,000)
Investing activities		
Repayment of loan payable	(15,795)	-
Proceeds from property, plant and equipment	15,229	-
Cash (used in) investing activities-continued operations	(566)	-
Cash (used in) investing activities-discontinued operations	-	(138)
Cash (used in) investing activities	(566)	(138)
Financing activities		
Issue of shares	1,027	3,636
Change in investment	1,012	(44)
Change in other payables	28	114
Loan financing	-	1,249
Cash from financing activities-continued operations	2,067	4,955
Cash from financing activities-discontinued operations	-	(118)
Cash from financing activities	2,067	4,837
Increase (decrease) in cash and cash equivalents	(1,374)	(2,301)
Exchange difference	1,581	(362)
Cash and cash equivalents, beginning of year	126	3,402
Cash and cash equivalents, end of year	333	739
Less: Cash and cash equivalents of discontinued operations at end of year	-	(613)
Cash and cash equivalents of continued operations at end of year	$ 333	$ 126
Supplemental cash flow disclosures:		
Income tax paid	-	-
Interest paid	$ 304	$ 1,010

During the years presented interest on the 9% convertible debentures was settled by issuance of shares as described in Note 16.

See accompanying notes to consolidated financial statements.

1. Description of Business

Electrovaya Inc. (the "Company") is domiciled in Ontario, Canada, and is incorporated under the Business Corporations Act (Ontario). The Company's registered office is at 6688 Kitimat Road, Mississauga, Ontario , L5N 1P8 Canada. The Company's common shares trade on the Toronto Stock Exchange under the symbol EFL. The Company has no immediate or ultimate controlling parent.

These consolidated financial statements comprise the Company and its subsidiaries (together referred to as the "Group"). The Group is primarily involved in the design, development and manufacturing of Lithium Ion batteries, battery systems and battery-related products for energy storage, clean electric transportation and other specialized applications.

2. Basis of Presentation

a) Statement of Compliance

These audited consolidated financial statements have been prepared based on the principles of International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and the Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

These audited consolidated financial statements were authorized for issuance by the Company's Board of Directors on December 20, 2019.

b) Basis of Accounting – Going concern

These consolidated financial statements have been prepared on the going concern basis, which contemplates the realization of assets and settlement of liabilities as they fall due in the normal course of business.

For the year ended September 30, 2019, the Group incurred a net loss of $2,837 (2018 - $22,657), with cash used in operating activities of $2,875 (2018 - $7,000). At September 30, 2019, the Group had a working capital deficiency of $14,128 (2018 - $14,593) and has incurred significant recurring losses to date. Convertible debentures outstanding with a carrying amount of $11,009 mature on March 27, 2020 and have therefore been reclassified as a current liability in these financial statements.

The ability of the Group to continue as a going concern is dependent, in part, upon the refinancing of the convertible debentures. Subsequent to the report date, management opened a dialogue with the holder of the debentures for the renegotiation of this debt, with the Company's objective being to negotiate an extension or refinancing of the Debentures. Management also remains focused on raising additional financing through other avenues, if available on reasonable commercial terms, such as share issuances or borrowings. For example, in November 2019 a further $4.2 million (Cdn $5.5 million) facility was added to the credit agreement as described in Note 22.

Simultaneously, management has acted to contain cash costs and will continue to do so, while continuing to pursue revenue opportunities.

There are no assurances that management will be successful in achieving these goals on a timely basis or on acceptable terms. In particular the ability to earn increased revenues and positive cashflows from operations and to successfully renegotiate the terms of the convertible debentures is not guaranteed. These factors raise significant doubt about the Group's ability to continue as a going concern.

If the going concern assumption was not appropriate for these consolidated financial statements, then adjustments would be necessary to the carrying values of assets and liabilities, the reported loss and the classifications used in the consolidated statement of financial position. These consolidated financial statements do not reflect adjustments that would be necessary if the going concern assumption was not appropriate.

c) Functional and Presentation Currency

These consolidated financial statements are presented in U.S. dollars and have been rounded to the nearest thousands, except per share amounts and when otherwise indicated. The functional currencies of the Company is the Canadian dollar and the functional currencies of the Group's subsidiaries include Canadian dollars and US dollars.

d) Use of Judgements and Estimates.

The preparation of the consolidated financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Information about significant areas of critical judgements in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements relate to the following (judgements made are disclosed in individual notes throughout the financial statements where relevant):

- Recognition of contract revenues. Recognizing contract revenue requires significant judgment in determining milestones, actual work performed and the estimated costs to complete the work;
- Determining whether to recognize revenues from after-sales services at a point in time or over time;
- Distinguishing the research and development phases of a new project and determining whether the recognition requirements for the capitalization of development costs are met requires judgement;
- Accounting for provisions including assessments of possible legal and tax contingencies, and restructuring. Whether a present obligation is probable or not requires judgement. The nature and type of risks for these provisions differ and judgement is applied regarding the nature and extent of obligations in deciding if an outflow of resources is probable or not; and,
- Acquisitions – at initial recognition and subsequent remeasurement, judgements are made both for key assumptions in the purchase price allocation for each acquisition and regarding impairment indicators in the subsequent period. The purchase price is assigned to the identifiable assets, liabilities, and contingent liabilities based on fair values. Any remaining excess value is reported as goodwill. This allocation requires judgement as well as the

definition of cash generating units for impairment testing purposes. Other judgements might result in significantly different results and financial position in the future.

Information about significant areas of estimation uncertainty that have the most significant effect on the amounts recognized in the consolidated financial statements relate to the following (assumptions made are disclosed in individual notes throughout the financial statements where relevant):

- Inventories. Management estimates the net realizable values of inventories, taking into account the most reliable evidence available at each reporting date. The future realization of these inventories may be affected by future technology or other market-driven changes that may reduce future selling prices;
- Estimates used in testing non-financial assets for impairment including the recoverability of development costs;
- Estimates used in determining the fair value of stock option grants. These estimates include assumptions about the volatility of the Company's stock, forfeiture rates, and expected exercise rates; and,
- Estimates of income taxes. The Company is subject to income taxes in numerous jurisdictions. There are many transactions and calculations for which the ultimate tax determination is uncertain. The Company recognizes liabilities for anticipated tax audit issues, based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made.

The decisions made by the Company in each instance are set out under the various accounting policies in these notes.

3. Significant Accounting Policies

a) Basis of consolidation

i) Subsidiaries

Subsidiaries are entities controlled by the Company. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Company.

The Company's subsidiaries and percentage of ownership are as follows:

- Electrovaya Corporation - 100%
- Electrovaya Company - 100%
- 1408871 Ontario Inc.* – 100% (amalgamated with Electrovaya Corporation)
- Electrovaya USA Inc. – 100%
- Electrovaya GmbH - 100% (inactive)

- Litarion GmbH – 100% (discontinued operations)
- Miljobil Grenland A.S. ("MGB") - 100% (inactive)

*On September 1, 2018, 1408871 Ontario Inc. and Electrovaya Corporation were amalgamated under the Business Corporations Act (Ontario) and the amalgamated company continued as Electrovaya Corporation.

All subsidiaries have the same reporting dates as their parent Company.

ii) **Transactions eliminated on consolidation**

Intra-company balances and transactions, and any unrealized income and expenses arising from intra-company transactions, are eliminated in preparing the consolidated financial statements.

This only applies to continued operations and excludes discontinued operations. As Litarion GmbH is classified as discontinued operations, the current and prior period comparative figures in the consolidated financial statements have been restated to reflect only continued operations.

iii) **Business Combinations**

For every business combination, the Company identifies the acquirer, which is the combining entity that obtains control of the other combining entities or businesses. Control exists when the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, the Company takes into consideration potential voting rights that currently are exercisable. The acquisition date is the date on which control is transferred to the acquirer. Judgement is applied in determining the acquisition date and determining whether control is transferred from one party to another.

Non-controlling interest:

The Company measures, on a transaction-by-transaction basis, any non-controlling interest at fair value at the acquisition date, or at its proportionate interest in the identifiable assets and liabilities of the acquiree.

Measuring goodwill:

In a business combination, the Company measures goodwill as the fair value of the consideration transferred including the recognized amount of any non-controlling interest in the acquired entity, less the net recognized amount (generally fair value) of the identifiable assets acquired and liabilities assumed, all measured as at the acquisition date.

Consideration transferred includes the fair values of the assets transferred, including cash, liabilities incurred by the Company to the previous owners of the acquiree, and equity interests issued by the Company. Consideration transferred also includes contingent consideration and share-based payment awards exchanged in the business combination. Payments that effectively settle pre-existing relationships between the Company and the acquiree, payments to compensate employees or former owners for future services, and a reimbursement of transaction costs incurred by the acquiree on behalf of the Company are not accounted for as part of the business combination.

Transaction costs that the Company incurs in connection with a business combination, such as finder's fees, legal fees, due diligence fees, and other professional and consulting fees, are excluded from acquisition accounting, and are expensed as incurred.

Contingent liabilities:

Contingent liabilities that are present obligations that arose from past events are recognized at fair value at the acquisition date. Future changes in acquisition date contingent liabilities are recorded in earnings.

b) Foreign currency

Each subsidiary of the Company maintains its accounting records in its functional currency. A Company's functional currency is the currency of the principal economic environment in which it operates.

i) **Foreign currency transactions**

Transactions carried out in foreign currencies are translated using the exchange rate prevailing at the transaction date. Monetary assets and liabilities denominated in a foreign currency at the reporting date are translated at the exchange rate at that date. The foreign currency gain or loss on such monetary items is recognized as income or expense for the period. Non-monetary assets and liabilities denominated in a foreign currency are translated at the historical exchange rate prevailing at the transaction date.

ii) **Translation of financial statements of foreign operations**

The assets and liabilities of subsidiaries whose functional currency is not the U.S. dollar are translated into U.S. dollars at the exchange rate prevailing at the reporting date. The income and expenses of foreign operations whose functional currency is not the U.S. dollar are translated to U.S dollars at the exchange rate prevailing on the date of transaction. Foreign currency differences on translation are recognized in other comprehensive income in the cumulative translation account net of income tax.

c) Financial instruments

The Group adopted IFRS 9 Financial Instruments during the current year. The Group's accounting policies changed as described in the following. However, there is no change in the measurement classifications of financial instruments, which continue to be measured at amortized cost, and no adjustment was required to opening equity as at October 1, 2018.

Accounting policy from October 1, 2018:

Recognition

Financial assets and financial liabilities are recognized in the Company's consolidated statement of financial position when the Company becomes a party to the contractual provisions of the instrument. On initial recognition, all financial assets and financial liabilities are recorded at fair value, net of attributable transaction costs, except for financial assets and liabilities classified as at fair value through profit or loss ('FVTPL'). The directly attributable transactions costs of financial assets and liabilities as at FVTPL are expensed in the period in which they are incurred.

Subsequent measurement of financial assets and liabilities depends on the classification of such assets and liabilities.

Classification and Measurement

The Company determines the classification of its financial instruments at initial recog nition. Financial assets and financial liabilities are classified according to the following measurement categories:

- those to be measured subsequently at fair value either through profit or loss ("FVTPL") or through other comprehensive income ("FVTOCI"); and,
- those to be measured subsequently at amortized cost.

The classification and measurement of financial assets after initial recognition at fair value depends on the business model for managing the financial asset and the cont ractual terms of the cash flows. Financial assets that are held within a business mo del whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding, are generally measured at amortized cost at each subsequent reporting period. All other financial assets are measured at their fair values at each subsequent reporting period, with any changes recorded through FVTPL or through FVTOCI (which designation is made as an irrevocable election at the time of recognition).

After initial recognition at fair value, financial liabilities are classified and measured at either:

- amortized cost;
- FVTPL, if the Company has made an irrevocable election at the time of recognition, or when required (for items such as instruments held for trading or derivatives); or,

The Company reclassifies financial assets when and only when its business model for managing those assets changes. Financial liabilities are not reclassified.

The Company's financial assets consist of cash and cash equivalents, which are classified and subsequently measured at amortized cost. The Company's financial liabilities consist of long-term debt and trade and other payables which are classified and measured at amortized cost using the effective interest method. Interest expense is reported in profit or loss.

Accounting policy on September 30, 2018 and prior:

Non-derivative financial assets

The Company initially recognizes receivables and deposits at fair value on the date that they are originated. All other financial assets (including assets designated at fair value through profit or loss) are recognized initially at fair value on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

Financial assets and liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

The Company has the following non-derivative financial assets:

Financial assets at fair value through profit or loss:
Financial assets are designated at fair value through profit or loss if the Company manages such assets and makes purchase and sale decisions based on their fair value in accordance with the Company's documented risk management or investment strategy. Upon initial recognition, attributable transaction costs are recognized in profit or loss when incurred. Financial assets at fair value through profit or loss are measured at fair value, and changes therein are recognized in profit or loss.

Financial assets at fair value through profit or loss consist of cash and cash equivalents.

Cash and cash equivalents comprise cash balances and highly liquid investments with original maturities of three months or less. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.
Loans and receivables:

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are initially recognized at fair value plus any directly attributable transaction costs. Subsequent to initial recognition trade and other receivables are measured at amortized cost using the effective interest method, less any impairment losses.

Loans and receivables consist of trade and other receivables.

Non-derivative financial liabilities

The Company has the following non-derivative financial liabilities: long-term debt and trade and other payables.

The Company initially recognizes debt and subordinated liabilities at fair value on the date that they are originated plus any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method. Trade and other payables are recognized initially on the trade date at which time the Company becomes a party to the contractual provisions of the instrument and subsequently at amortized cost.

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire.

d) Cash equivalents

Cash equivalents include short-term investments with original maturities of three months or less.

e) Inventories

Inventories are stated at the lower of cost and net realizable value. Cost of raw material is determined using the average cost method. Cost of semi-finished and finished goods are determined using the First in First out (FIFO) method. Cost includes all expenses directly attributable to the manufacturing process as well as suitable portions of related production overheads, based on normal operating capacity. Net realizable value is the estimated selling price in the ordinary course of business less any applicable selling expenses. The Company attempts to utilize excess inventory in other products the Company manufactures or return the inventory to the supplier or customer.

f) Property, plant and equipment:

Recognition and measurement:

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Cost includes the cost of material and labour and other costs directly attributable to bringing the asset to a working condition for its intended use.

When significant components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized net within profit or loss.

The Company capitalizes borrowing costs directly attributable to the acquisition, construction or production of qualifying property, plant and equipment as part of the cost of that asset, if applicable. Capitalized borrowing costs are amortized over the useful life of the related asset.

Subsequent costs:

The cost of replacing a part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. Maintenance and repair costs are expensed as incurred, except where they serve to increase productivity or to prolong the useful life of an asset, in which case they are capitalized.

Amortization is provided on a straight-line basis over the estimated useful lives of the assets. The following useful lives are applied:

	Years
Leasehold improvements	10
Production equipment #1-7	2-15
Office Furniture and Equipment #1-3	2-5

Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted prospectively, if appropriate.

g) Intangible assets

The Company records intangible assets at fair value at the date of acquisition. An intangible asset is capitalized when the economic benefit associated with an asset is probable and when the cost can be measured reliably. Intangible assets are carried at cost less accumulated depreciation and impairment losses. Cost consists of expenditures directly attributable to the acquisition of the assets.

h) Impairment

(i) Financial assets

Accounting policy from October 1, 2018

The Company recognizes an allowance for credit losses equal to lifetime credit losses for trade and other receivables. None of these assets include a financing component. Significant receivable balances are assessed for impairment individually based on information specific to the customer. The remaining receivables are grouped, where possible, based on shared credit risk characteristics, and assessed for impairment collectively. The allowance assessment incorporates past experience, current and expected future conditions.

Accounting policy on September 30, 2018 and prior

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the original effective interest rate.

All impairment losses are recognized in profit or loss. An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognized. For financial assets measured at amortized cost, the reversal is recognized in profit or loss.

(ii) Non-financial assets

The carrying amounts of the Company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For intangible assets that are not yet available for use, the recoverable amount is estimated each year at the same time.

The recoverable amount of an asset or cash-generating unit ("CGU") is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. Fair value less costs to sell is the amount obtainable from the sale of an asset or CGU in an arm's-length transaction between knowledgeable, willing parties, less the costs of disposal. Costs of disposal are incremental costs directly attributable to the disposal of an asset or CGU, excluding finance costs and income tax expense. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets.

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of CGUs are allocated to the carrying amounts of the assets in the unit (group of units).

In respect of other assets, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

i) Provisions

Legal:

Provisions are recognized for present legal or constructive obligations arising from past events when the amount can be reliably estimated and it is probable that an outflow of resources will be required to settle an obligation. Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. Provisions are discounted to their present values, where the time value of money is material.

At the end of each reporting period, the Company evaluates the appropriateness of the remaining balances. Adjustments to the recorded amounts may be required to reflect actual experience or to reflect the current best estimate.
In the normal course of our operations, the Company may be subject to lawsuits, investigations and other claims, including environmental, labor, product, customer disputes and other matters. The ultimate outcome or actual cost of settlement may vary significantly from our original estimates. Material obligations that have not been recognized as provisions, as the outcome is not probable or the amount cannot be reliably estimated, are disclosed as contingent liabilities, unless the likelihood of outcome is remote.

Warranty:

The Company offers product and service warranties to our customers. When necessary, the Company records a provision for future warranty costs based on the terms of the warranty, which vary by customer, product or service, management's best estimate of probable claims under these warranties, and historical experience. These estimates are reviewed and adjusted as necessary as experience develops or new information becomes known.

j) Share-based payments

The Company accounts for all share-based payments to employees and non-employees using the fair value based method of accounting. The Company measures the compensation cost of stock-based option awards to employees at the grant date using the Black-Scholes option pricing model to determine the fair value of the options. The share-based compensation cost of the options is recognized as stock-based compensation expense over the relevant vesting period of the stock options.

Under the Company`s stock option plan, all options granted under the plan have a maximum term of 10 years and have an exercise price per share of not less than the market value of the Company’s common shares on the date of grant. The Board of Directors has the discretion to accelerate the vesting of options or stock appreciation rights granted under the plan in accordance with applicable laws and the rules and policies of any stock exchange on which the Company’s common shares are listed.

The Company has an option plan whereby options are granted to employees and consultants as part of our incentive plans. Stock options vest in installments over the vesting period. Stock options typically vest one third each year over 3 years or immediately as approved by the Board. The Company treats each installment as a separate grant in determining stock-based compensation expenses.

The grant date fair value of options granted to employees is recognized as stock-based compensation expense, with a corresponding charge to contributed surplus, over the vesting period. The expense is adjusted to reflect the estimated number of options expected to vest at the end of the vesting period, adjusted for the estimated forfeitures during the period. Any cumulative adjustment prior to vesting is recognized in the current period. No adjustment is made to any expense recognized in the prior periods if share options ultimately exercised are different to that estimated on vesting. The fair value of options are measured using the Black-Scholes option pricing model. Measurement inputs include the price of our Common shares on the measurement date, exercise price of the option, expected volatility of our Common shares (based on weighted average historic volatility), weighted average expected life of the option (based on historical experience and general option holder behavior), expected dividends, estimated forfeitures and the risk-free interest rate.

Upon exercise of options, the proceeds received net of any directly attributable transaction costs up to the nominal value of the shares issued are allocated to share capital with any excess being recorded in retained earnings or deficit.

k) Income taxes

Tax expense recognized in profit or loss comprises the sum of deferred tax and current tax not recognized in other comprehensive income or directly in equity. Current income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of goodwill or on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit. Deferred tax on temporary differences associated with investments in subsidiaries and joint ventures is not provided if reversal of these temporary differences can be controlled by the Group and it is probable that reversal will not occur in the foreseeable future. Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realization, provided they are enacted or substantively enacted by the end of the reporting period. Deferred tax assets are recognized to the extent that it is probable that they will be able to be utilized against future taxable income, based on the Group's forecast of future operating results which is adjusted for significant non-taxable income and expenses and specific limits to the use of any unused tax loss or credit. Deferred tax liabilities are always provided for in full.

Deferred tax assets and liabilities are offset only when the Group has a right and intention to set off current tax assets and liabilities from the same taxation authority. Changes in deferred tax assets or liabilities are recognized as a component of tax income or expense in profit or loss, except where they relate to items that are recognized in other comprehensive income or directly in equity, in which case the related deferred tax is also recognized in other comprehensive income or equity, respectively. A valuation allowance is recorded against any future income tax asset if it is more likely than not that the asset will be realized.

l) Revenue

Accounting policies applied to both periods presented

The Group adopted, retroactively without restatement of comparative information, IFRS 15 Revenue from Contracts with Customers during the current year. The Group's adoption of IFRS 15 had no effect on the following accounting policies which have been applied to both periods presented.

Revenue arises from the sale of goods and the rendering of services. It is measured by reference to the fair value of consideration received or receivable, excluding sales taxes, rebates, and trade discounts. The Group often enters into sales transactions involving a range of the Group's products and services, for example for the delivery of battery systems and related services. The Group applies the revenue recognition criteria set out below to each separately identifiable component of the sales transaction. The consideration received from these multiple-component transactions is allocated to each separately identifiable component in proportion to its relative fair value.

Sale of goods

Sale of goods is recognized when the Group has transferred to the buyer the significant risks and rewards of ownership, generally when the customer has taken undisputed delivery of the goods. Revenue from the sale of goods with no significant service obligation is recognized on delivery. Where significant tailoring, modification or integration is required, revenue is recognized in the same way as contracts for large energy storage systems described below.

Rendering of services

The Group generates revenues from design engineering services and construction of large-scale battery systems. Consideration received for these services is initially deferred, included in other liabilities and is recognized as revenue in the period when the service is performed. Revenue from services is recognized when the services are provided by reference to the contract's stage of completion at the reporting date.

The Group has also earned rental income from operating leases of its properties. Rental income is recognized on an accrual basis.

Contracts for large energy storage systems

Contracts for large energy storage systems specify a price for the development and installation of complete systems. When the outcome can be assessed reliably, contract revenue and associated costs are recognized by reference to the stage of completion of the contract activity at the reporting date. Revenue is measured at the fair value of consideration received or receivable in relation to that activity.

When the Group cannot measure the outcome of a contract reliably, revenue is recognized only to the extent of contract costs that have been incurred and are recoverable. Contract costs are recognized in the period in which they are incurred. In either situation, when it is probable that total contract costs will exceed total contract revenue, the expected loss is recognized immediately in profit or loss.

The contract's stage of completion is assessed by management based on milestones (usually defined in the contract) for the activities to be carried out under the contract and other available relevant information at the reporting date. The maximum amount of revenue recognized for each milestone is determined by estimating relative contract fair values of each contract phase, i.e. by comparing the Group's overall contract revenue with the expected profit for each corresponding milestone. Progress and related contract revenue in-between milestones is determined by comparing costs incurred to date with the total estimated costs estimated for that particular milestone (a procedure sometimes referred to as the cost-to-cost method).

The gross amount due from customers for contract work is presented within trade and other receivables for all contracts in progress for which costs incurred plus recognized profits (less recognized losses) exceeds progress billings. The gross amount due to customers for contract work is presented within other liabilities for all contracts in progress for which progress billings exceed costs incurred plus recognized profits (less recognized losses).

Government Grants

Government grants are recognized when there is reasonable assurance that Electrovaya has met the requirements of the approved grant program and there is reasonable assurance that the grant will be received. Government grants that compensate for expenses already incurred are recognized in income on a systematic basis in the same year in which the expenses are incurred. Government grants for immediate financial support, with no future related costs, are recognized in income when receivable. Government grants that compensate Electrovaya for the cost of an asset are recognized on a systematic basis over the useful life of the asset. Government grants consisting of investment tax credits are recorded as a reduction of the related expense or cost of the asset acquired. If a government grant becomes repayable, the repayment is treated as a change in estimate. Where the original grant related to income, the repayment is applied first against any related deferred government grant balance, and any excess as an expense. Where the original grant related to an asset, the repayment is treated as an increase to the carrying amount of the asset or as a reduction to the deferred government grant balance.

m) Research and development

Expenditure on research is recognized as an expense in the period in which it is incurred. Costs that are directly attributable to the development phase are recognized as intangible assets provided they meet the following recognition requirements:

- completion of the intangible asset is technically feasible so that it will be available for use or sale.
- the Group intends to complete the intangible asset and use or sell it .
- the Group has the ability to use or sell the intangible asset.
- the intangible asset will generate probable future economic benefits. Among other things, this requires that there is a market for the output from the intangible asset or for the intangible asset itself, or, if it is to be used internally, the asset will be used in generating such benefits.
- there are adequate technical, financial and other resources to complete the development and to use or sell the intangible asset.
- the expenditure attributable to the intangible asset during its development can be measured reliably.

Development costs not meeting these criteria for capitalization are expensed in profit or loss as incurred.

n) Finance income and finance expense

Interest income is reported on an accrual basis using the effective interest method.

Finance costs are comprised of interest expense on 9% convertible debentures, promissory notes, bank loan and line of credit (see notes 5, 11 and 16). Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognized in profit or loss using the effective interest method.

Foreign currency gains and losses are reported on a net basis.

o) Earnings per share (EPS)

The Company presents basic and diluted earnings per share (“EPS”) data for its common shares. Basic EPS is calculated by dividing the profit or loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to common shareholders and the weighted average number of common shares outstanding, adjusted for own shares held, for the effects of all dilutive potential common shares, which comprise share options granted to employees.

p) Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components. All operating segments' operating results are regularly reviewed by the Company's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

q) Upcoming changes in accounting standards

Adoption of new accounting standards.

- IFRS 16 – Leases

This new accounting pronouncement, which will be effective for periods beginning on or after January 1, 2019, eliminates the classification as an operating lease and requires lessees to recognize a right-of-use asset and a lease liability in the statement of financial position for all leases with exemptions permitted for short- term leases and leases of low value assets. In addition, the new accounting standard sets requirements on how to account for the asset and liability, including complexities such as non-lease elements, variable lease payments and options periods; changes the accounting for sale and leaseback arrangements; largely retains IAS 17's approach to lessor accounting and introduces new disclosure requirements.

The Company will adopt the new standard for the year ended September 30, 2020. The new requirements will be applied to the Company's new lease for premises, described in note 22 Subsequent events. Management is in the process of finalizing the effect on the consolidated financial statements.

4. Discontinued operations

Financial information for discontinued operations:

	Sep 30, 2018
Total revenue and other income	$ 865
Loss from discontinued operations before income tax	12,485
Provision for income tax	-
Loss from discontinued operations, net of income tax	$12,485

5. Bank facilities & bridge financing

(a) Line of credit

In November, 2017, the amount drawn under the $6 million revolving working capital facility exceeded the amount available under the loan agreement. The bank and the Company entered into an accommodation agreement whereby the Company could draw up to $5 million as an overdraft facility not subject to the 90% of EDC insured accounts receivable and 60% of inventory test. The credit facility also included a $4 million line of credit which was cash collateralized with $1 million. The Company provided the third mortgage charge by Cdn $8 million in February, 2018. The credit facility had been fully drawn and with the working capital facility, the total debt was $9 million. The outstanding balance on December 31, 2018 of the line of credit was $269. During the quarter ended March 31, 2019, this line of credit was fully repaid and all security released (note 21).

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

Balance as on October 01, 2018	$9,043
Repayments	
Applied Restricted Cash	(1,012)
Applied proceeds from sale of property	(5,862)
Other payments	(2,169)
Balance as on September 30, 2019	$ -

(b) Bank loan

In March, 2019 a Canadian Chartered Bank provided a demand loan to finance specific purchase orders, bearing interest rate at prime plus 3.75%. The loan is cash collaterized with a $187 (Cdn $250K) cash deposit. During the quarter ended September 30, 2019, the bank loan was fully repaid and the cash collateral were released by the bank.

(c) Bridge financing

In August 2019 a Canadian Financial Institution provided a $1.13 million (Cdn $1.5 million) of which $1.06 million (Cdn $1.4 million) was advanced on closing. The facility is secured non-revolving bridge facility for the fulfilment of purchase orders and general working capital purposes.

The facility bears interest at the greater of a) 8.05% above the Prime Rate or b) 12%. Interest is payable monthly and will mature on February 20, 2020 with a renewal for a further 6 months to August 20, 2020 by mutual consent.

In November 2019 the credit agreement was amended and restated and a further $4.2 million (Cdn $5.5 million) facility was added. Refer to Note 22 Subsequent Events.

6. Inventories

(a) Total inventories on hand as at September 30, 2019 and September 30, 2018 are as follows:

	September 30, 2019		September 30, 2018	
Raw materials	$	374	$	383
Semi finished		511		1,338
Finished goods		112		36
	$	997	$	1,757

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

(b) At the years ended September 30, 2019 and 2018, the following inventory revaluations and obsolescence provisions were included in direct manufacturing costs:

		Sep 30, 2019		Sep 30, 2018
Provision(recovery) for obsolescence	$	44	$	78

7. Property, Plant and Equipment

Details of the Company's property, plant and equipment and their carrying amounts are as follows:

	Property, plant and equipment				Assets held for sale		
	Leasehold Improvements	Production Equipment	Office Furniture and Equipment	Total	Land	Building	Total
Gross carrying amount							
Balance October 1, 2017	$400	$1,525	$68	$1,993	$8,747	$3,165	$11,912
Additions	-	-	-	-	-	-	-
Reductions/Disposals	-	-	-	-	-	-	-
Exchange differences	(13)	(49)	(2)	(64)	(280)	(101)	(381)
Balance September 30, 2018	387	1,476	66	1,929	8,467	3,064	11,531
Depreciation and impairment							
Balance October 1, 2017	(280)	(1,349)	(43)	(1,672)	-	(40)	(40)
Additions	(39)	(116)	(11)	(166)	-	(140)	(140)
Reductions/Disposals	-	-	-	-	-	-	-
Exchange differences	9	44	1	54	-	1	1
Balance September 30, 2018	(310)	(1,421)	(53)	(1,784)	-	(179)	(179)
Net Book Value – September 30, 2018	$77	$55	$13	$145	$8,467	$2,885	$11,352

	Property, plant and equipment				Assets held for sale		
	Leasehold Improvements	Production Equipment	Office Furniture and Equipment	Total	Land	Building	Total
Gross carrying amount							
Balance October 1, 2018	$387	$1,476	$66	$1,929	$8,467	$3,064	$11,531
Additions	-	-	-	-	-	-	-
Reductions/Disposals	-	(555)	(7)	(562)	(8,019)	(2,902)	(10,921)
Exchange differences	(9)	(52)	(2)	(63)	(448)	(162)	(610)
Balance September 30, 2019	378	869	57	1,304	-	-	-
Depreciation and impairment							
Balance October 1, 2018	(310)	(1,421)	(53)	(1,784)	-	(179)	(179)
Additions	(75)	(26)	(8)	(109)	-	-	-
Reductions/Disposals	-	543	8	551	-	169	169
Exchange differences	7	35	1	43	-	10	10
Balance September 30, 2019	(378)	(869)	(52)	(1,299)	-	-	-
Net Book Value – September 30, 2019	$0	$0	$5	$5	$ -	$ -	$ -

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

The Group's property, plant and equipment are comprised of land, buildings and building improvements, production equipment, and office furniture and equipment.

On October 23, 2018 the company completed the sale of the land and buildings of its Headquarters in Mississauga for gross proceeds of $16,491 (Cdn $22.5 million) for a gain of $4,163 after selling expenses.

The revaluation surplus of land $3,250 and building $2,237 was transferred to Deficit as a result of sale of premises.

8. Share Capital

a) Authorized and issued capital stock

Authorized
Unlimited common shares
Issued

	Common Shares	
	Number	Amount
Balance, October 01, 2017	92,116,935	$79,700
Issuance of shares	4,781,060	1,248
Balance, December 31, 2017 & March 31, 2018	96,897,995	$80,948
Issuance of shares	4,450,001	387
Balance, June 30, 2018	101,347,996	$81,335
Issuance of shares	2,257,275	523
Balance, September 30, 2018 & December 31, 2018	103,605,271	$81,858
Issuance of shares	3,634,188	514
Balance, March 31 & June 30, 2019	107,239,459	$82,372
Issuance of shares	2,672,441	513
Balance, September 30, 2019	109,911,900	$82,885

b) Stock Options

In March, 2017, the Company received approval at its Annual Shareholders Meeting to increase the number of shares reserved for issuance under the stock option plan by 1,500,000 from 8,600,000 to 10,100,000. Options to purchase common shares of the Company under its stock option plan may be granted by the Board of Directors of the Company to certain full-time and part-time employees, directors and consultants of the Company and its affiliates. Stock options are non-assignable and may be granted for terms of up to 10 years. Stock options vest at various periods from zero to three years.

On July 31, 2019 the Board approved the grant of 1,202,000 stock options under the Stock Option Plan with a further grant of 4,250,000 conditional on obtaining the approval of shareholders at the next meeting of shareholders of the Company to increase the pool of options available to be granted such that there are sufficient options in the pool to permit the additional grant.

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

On December 20, 2019 at a Special Meeting of the Shareholders, the Company received approval to increase the number of shares reserved for issuance under the stock option plan from 10,100,000 to 15,100,000. Refer to Note 22 Subsequent Events.

	Number outstanding	Weighted average exercise price
Outstanding, October 01, 2017	4,241,003	$0.92
Cancelled or expired	(100,000)	$0.54
Outstanding, December 31, 2017	4,141,003	$0.97
Granted during quarter ended March 31, 2018	775,000	$0.22
Outstanding, March 31, 2018	4,916,003	$0.92
Cancelled or expired	(40,000)	$1.62
Outstanding, June 30 & September 30, 2018	4,876,003	$0.91
Cancelled or expired	(25,400)	$1.04
Outstanding, December 31, 2018	4,850,603	$0.89
Cancelled or expired	(16,000)	$0.18
Outstanding, March 31 and June 30, 2019	4,834,603	$0.87
Granted	5,452,000	$0.23
Cancelled or expired	(260,000)	$0.72
Outstanding, September 30, 2019	10,026,603	$0.50

							Options exercisable	
Exercise price					**Number Outstanding**	**Weighted average remaining life (years)**	**Number exercisable**	**Weighted average exercise price**
$0.60	(	Cdn	$0.80	)	5,000	0.42	5,000	$0.60
$1.39	(	Cdn	$1.84	)	470,000	0.49	470,000	$1.39
$2.13	(	Cdn	$2.82	)	20,000	0.77	20,000	$2.13
$2.04	(	Cdn	$2.70	)	25,000	0.80	25,000	$2.04
$2.10	(	Cdn	$2.78	)	357,000	1.25	357,000	$2.10
$0.61	(	Cdn	$0.81	)	89,998	2.21	89,998	$0.61
$0.24	(	Cdn	$0.32	)	59,000	3.20	59,000	$0.24
$0.54	(	Cdn	$0.71	)	32,000	3.40	32,000	$0.54
$0.54	(	Cdn	$0.72	)	1,312,000	4.39	1,312,000	$0.54
$0.79	(	Cdn	$1.04	)	15,000	4.44	15,000	$0.79
$0.77	(	Cdn	$1.02	)	41,000	4.65	41,000	$0.77
$0.49	(	Cdn	$0.65	)	309,171	5.39	309,171	$0.49
$0.69	(	Cdn	$0.91	)	60,000	5.64	60,000	$0.69
$0.52	(	Cdn	$0.69	)	280,834	6.05	280,834	$0.52
$0.60	(	Cdn	$0.79	)	98,000	6.37	98,000	$0.60
$1.61	(	Cdn	$2.13	)	505,600	7.25	347,132	$1.61

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

$0.92 (Cdn $1.22)	120,000	7.84	80,000	$0.92
$0.21 (Cdn $0.28)	775,000	8.41	258,332	$0.21
$0.23 (Cdn $0.30)	5,452,000	9.84	5,452,000	$0.23
	10,026,603	7.61	9,311,467	$0.50

Stock based compensation expense related to the portion of the outstanding stock options that vested during the year ended September 30, 2019 was $1,120 (September 30, 2018-$290).

As at September 30, 2019, the Company had outstanding 10,026,603 options (4,876,003 as at September 30, 2018) to acquire common shares under the Company's employee stock option plan.

The following table summarizes the assumptions used with the Black-Scholes valuation model for the determination of the stock-based compensation costs for the stock options granted during the year ended September 30, 2019:

Grant date	July 31, 2019
No of options	5,452,000
Exercise price	$ 0.23
Average expected life in years	10
Volatility	88.14%
Risk-free weighted interest rate	1.47%
Dividend yield	-
Fair-value of options granted	$904

The following table summarizes the assumptions used with the Black-Scholes valuation model for the determination of the stock-based compensation costs for the stock options granted during the year ended September 30, 2018:

Grant date	March 23, 2018
No of options	775,000
Exercise price	$ 0.22
Average expected life in years	10
Volatility	90.11%
Risk-free weighted interest rate	2.21%
Dividend yield	-
Fair-value of options granted	$126

c) As a condition of the first renewal of the a Cdn $6.25 million secured promissory note, the Company issued new 1,000,000 warrants for a 24 months period on February 19, 2016 that vested immediately at the exercise price of Cdn $0.79. The fair value of the share warrants is $241.

As a condition of the second renewal of the promissory note, the Company issued new 1,000,000 warrants for a 24 months period on February 17, 2017 that vested immediately at the exercise price of Cdn $2.74. The fair value of the share warrants is $915.

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

As a condition of the third renewal of the promissory note, the Company issued new 1,000,000 warrants for a 24 months period on June 1, 2018 that vested immediately at the exercise price of Cdn $0.18. The fair value of the share warrants is $53.

The following table summarizes the assumptions used with the Black-Scholes valuation model for the determination of the fair value of share purchase warrants issued during the year ended September 30, 2018:

Grant date	June 01, 2018
No. of warrants	1,000,000
Exercise price	$ 0.14
Average Expected life in years	2
Volatility	75.74%
Risk-free weighted interest rate	1.88%
Dividend yield	-

d) The Company issued 1,740,000 share purchase warrants and 279,069 compensation options related to the issuance of the Cdn $15 million convertible debentures on March 27, 2017. The expiry date of these warrants and compensation options is and was March 26, 2020 and March 26, 2019 respectively. The warrants and compensation options vested immediately and the exercise price is Cdn $2.80 and Cdn $2.26 respectively. The original fair value of the share purchase warrants and compensation options were $1,176 and $198 respectively. The compensation options expired during the quarter ended March 31, 2019. The following table summarizes the assumptions used with the Black-Scholes valuation model for the determination of the fair value of share purchase warrants and compensation options issued during the quarter ended March 31, 2017:

Grant date	March 27, 2017
No. of warrants	1,740,000
No.of compensation options	279,069
Exercise price	$ 2.10
Average Expected life in years	3
Volatility	96.54%
Risk-free weighted interest rate	0.75%
Dividend yield	-

e) The Company issued 4,000,000 share purchase warrants and 280,000 compensation options related to the issuance of the shares under the first tranche of a brokered private placement on September 29, 2017. The expiry date of these warrants is September 28, 2022. The warrants and compensation options vested immediately and the exercise price is Cdn $1.45. The original fair value of the share purchase warrants and compensation options were $1,832 and $128 respectively.

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

The following table summarizes the assumptions used with the Black-Scholes valuation model for the determination of the fair value of share purchase warrants issued during the quarter ended September 30, 2017:

Grant date	September 29, 2017
No. of warrants	4,000,000
No. of broker warrants	280,000
Exercise price	$ 1.16
Average Expected life in years	5
Volatility	100.56%
Risk-free weighted interest rate	1.22%
Dividend yield	-

f) The Company issued 604,347 share purchase warrants and 42,304 compensation options related to the issuance of the shares under the second tranche of a brokered private placement on October 4, 2017. The expiry date of these warrants is October 3, 2022. The warrants and compensation options vested immediately and the exercise price is Cdn $1.45. The original fair value of the share purchase warrants and compensation options were $284 and $20 respectively.

The following table summarizes the assumptions used with the Black-Scholes valuation model for the determination of the fair value of share purchase warrants issued during the quarter ended December 31, 2017:

Grant date	October 04, 2017
No. of warrants	604,347
No. of broker warrants	42,304
Exercise price	$ 1.16
Average Expected life in years	5
Volatility	100.74%
Risk-free weighted interest rate	1.22%
Dividend yield	-

g) The Company issued 3,333,333 share purchase warrants to an existing shareholder related to issuance of shares under a private placement basis on December 22, 2017. The expiry date of these warrants is December 21, 2022. The warrants vested immediately and the exercise price is Cdn $0.73. The original fair value of the share purchase warrants is $1,053.

The following table summarizes the assumptions used with the Black-Scholes valuation model for the determination of the fair value of share purchase warrants issued during the quarter ended December 31, 2017:

Grant date	December 22, 2017
No. of warrants	3,333,333
Exercise price	$ 0.58
Average Expected life in years	5
Volatility	99.43%
Risk-free weighted interest rate	1.41%

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

Dividend yield	-

h) The Company issued 2,224,999 share purchase warrants to certain directors, officers and employees of the Company related to issuance of shares under a private placement basis on May 30, 2018. The expiry date of these warrants is May 30, 2021. The warrants vested immediately and the exercise price is Cdn $0.20. The original fair value of the share purchase warrants is $126.

Grant date	May 30, 2018
No. of warrants	2,224,999
Exercise price	$ 0.15
Average Expected life in years	3
Volatility	77.5%
Risk-free weighted interest rate	1.88%
Dividend yield	-

Details of Share Warrants

	Number Outstanding	Exercise Price
Outstanding, Dec 31, 2016	844,868	
Exercised during the quarter ended Mar 31, 2017	(12,200)	$0.79
Issued during the quarter ended Mar 31, 2017	1,000,000	$2.06
Issued during the quarter ended Mar 31, 2017	1,740,000	$2.10
Outstanding, Mar 31, 2017 & Jun 30, 2017	3,572,668	
Issued during the quarter ended Sep 30, 2017	4,000,000	$1.16
Outstanding, Sep 30, 2017	7,572,668	
Issued during the quarter ended Dec 31, 2017	604,347	$1.16
Issued during the quarter ended Dec 31, 2017	3,333,333	$0.58
Expired during the quarter ended Dec 31, 2017	(446,000)	$0.91
Outstanding, Dec 31, 2017	11,064,348	
Expired during the quarter ended Mar 31, 2018	(386,668)	$0.60
Outstanding, Mar 31, 2018	10,677,680	
Issued during the quarter ended Jun 30, 2018	2,224,999	$0.15
Issued during the quarter ended Jun 30, 2018	1,000,000	$0.14
Outstanding, June 30, Sep 30 and Dec 31, 2018	13,902,679	
Expired during the quarter ended Mar 31, 2019	(1,000,000)	$2.05
Outstanding, March 31, June 30 & Sep 30, 2019	12,902,679	

Details of Compensation Options to Brokers

	Number Outstanding	Exercise Price
Outstanding as on Oct 1, 2016	-	
Issued during the quarter ended Mar 31, 2017	279,069	$1.70
Outstanding, Mar 31 & Jun 30, 2017	279,069	
Issued during the quarter ended Sep 30, 2017	280,000	$1.16
Outstanding, Sep 30, 2017	559,069	
Issued during the quarter ended Dec 31, 2017	42,304	$1.16

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

Outstanding, Dec 31, 2017, Mar 31,Jun 30, Sep 30 & Dec 31, 2018	601,373	
Expired during the quarter ended Mar 31, 2019	(279,069)	$1.70
Outstanding, Mar 31, June 30 & Sep 30, 2019	322,304	

9. Related Party Transactions

Transactions with a Director of Electrovaya Inc

On August 8, 2018, the Company entered into an agreement with a corporation controlled by a director of the Company for a secured demand promissory note for Cdn $1.5 million payable on demand with interest accruing at a combination of 3.5% per annum for funds not utilized and 10% per annum for all funds utilized by the Company. The Company's obligations under the loan facility were guaranteed by Electrovaya Corp. and 1408871 Ontario Inc., subsidiaries of the Company. The guarantee of 1408871 Ontario Inc. was secured by a fourth charge on the Company's property at 2645 Royal Windsor Dr., Mississauga, Ontario, L5J 1K9. The note was fully repaid on October 23, 2018. (note 21).

Transactions with Chief Executive Officer and controlling shareholder of Electrovaya Inc.

There is an outstanding payable balance of $18 relating to raising of capital on behalf of the Company, as at September 30, 2019 (2018-$18).

On December 4, 2017, the primary shareholder guaranteed a loan to the Company $381 (Cdn $500K) for 6 month terms at 2% interest per month fully repayable on June 01, 2018. This arrangement also carries a commitment fee of 4% deducted from the principal amount of Cdn $500K. The note also carries a penalty clause for payment of Cdn $20K in the event of a default in paying the principal amount on the due date (June 01, 2018). The note was renewed for a further period of one month on May 24, 2018 after payment of Cdn $20K as penalty as per the original promissory note. The renewed note was repayable on July 01, 2018, but has been renewed to December 1, 2018 for a commitment fee of Cdn $5,000 with a penalty clause for payment of Cdn $20K in the event of a default in paying the principal amount on the due date (December 01, 2018). The Promissory Note was subsequently renewed in November, 2018 and again twice in March, 2019 and July, 2019. The latest renewed note is repayable on February 1st 2020, with a penalty clause for payment of Cdn $20K in the event of a default in paying the principal amount on the due date (February 01, 2020) or if the note is not rolled over.

On September 27, 2018, the primary shareholder loaned to the Company $92 (Cdn $120K) on an interest free promissory notes repayable on demand. This arrangement also carries a commitment and legal fee of Cdn $10,000. Again in March, 2019, the primary shareholder loaned to the Company $76 (Cdn $100K) on an interest free promissory notes repayable on demand. As of September 30, 2019, $17 (Cdn $22K) has been repaid to the primary shareholder on demand.

Transactions with private companies controlled by shareholders of the Company

On June 25, 2019, two private companies each loaned to the Company $115 (Cdn $150K) for a total of $230 (Cdn $300k) on promissory notes for 3 month terms at 2% interest per month both fully repayable on September 24, 2019. This arrangement also carries a commitment fee of 5% deducted from the principal amount of Cdn $300K. The loans are guaranteed by the primary shareholder. The notes were renewed to an on demand basis with no specific maturity.

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

10. Change In Non-Cash Operating Working Capital

	September 30, 2019	2018
Trade and other receivables	$ 570	$ (132)
Investment tax credits recoverable	114	302
Inventories	760	2,310
Prepaid expenses and other	1	(203)
Trade and other payables	(468)	885
Deferred grant income	1,265	-
Deferred revenue	(68)	65
	$ 2,174	$ 3,227

11. Promissory Notes

Current portion	September 30, 2019	2018
Secured promissory note	$ -	$ 4,809
Second mortgage loan	-	774
Shareholder’s loan - Note 9	753	1,640
	$ 753	$ 7,223

Secured promissory note

In February, 2014, the Company raised a principal amount of Cdn $6.25 million in consideration of issuance of a two-year secured promissory note bearing interest at 8.25% per annum and 1,000,000 common share purchase warrants at an exercise price of Cdn $0.65 exercisable immediately for a period of 24 months. The promissory note matured on February 11, 2016. It was renewed for a further 12 months maximum period under the same terms and issue of new 1,000,000 warrants for a 24 months period at an exercise price of Cdn $0.79 exercisable immediately. The Company again renewed the note for a further one year period on February 17, 2017 under the same terms and issue of new 1,000,000 warrants for a 24 months period at an exercise price of Cdn $2.74. The term sheet for the note renewal was agreed with effect from February 11, 2018 at 8.25% per annum for a period of 12 months. The Company issued 1,000,000 new common share purchase warrants on June 01, 2018 at Cdn $0.18 exercisable immediately for a 24 month period.

For accounting purposes, the Promissory note was separated into its liability and equity components based on their fair value. The fair value of equity component was calculated using the Black-Scholes valuation model. The fair value of the liability component was determined as the difference between the fair value of the Promissory note and the fair value of the equity component.

The loan was secured by a fixed charge over land and building and interest was payable monthly.

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

As at	September 30, 2019	2018
Promissory Note	$ 4,809	$ 4,630
Less: equity component	(1,169)	(1,234)
Add: Accretion	1,169	1,206
Less: Currency translation adjustments	-	207
Less: Repayment	(4,809)	-
	$ -	$ 4,809

Accretion costs during the year are included in "Finance cost" in the Consolidated Statements of Operations.

The note was fully repaid on October 23, 2018 (note 21).

Second Mortgage loan

In April, 2015, the Company raised an additional $802 (Cdn $1 million) by placing a second mortgage on the property owned by its wholly owned subsidiary, 1408871 Ontario Inc. The loan bearing interest at 10% per annum was to mature on April 17, 2017. This loan was renewed for further periods of one year in April 2016, April 2017 and April 2018. The loan has been renewed under the same terms for a period of one year to April, 2019. The balance of the loan as at December 31, 2018, net of currency translation adjustments is $Nil and as at September 30, 2018, net of currency translation adjustments is $774.

The second mortgage was fully repaid on October 23, 2018 (note 21).

Shareholder's loan – Refer Note 9

12. Government Assistance

(a) Investment Tax Credits

The Company receives indirect financial assistance from the government by way of the investment tax credit program. This program provides assistance, by way of direct payments and reductions in corporate income taxes, for specially defined qualifying expenditures. Investment tax credits are credited against the related research and development expenses, or capital assets, where applicable. Due to the uncertainty of collection, no tax credits have been recognized in either period presented (see Note 20(b)).

(b) Sustainable Development Technology Corp (SDTC)

In November 2018, Electrovaya and Sustainable Development Technology Canada (SDTC) signed a contract of Cdn $3.8 million to fund the development of safe and long-lasting Lithium Ion Ceramic batteries for electric buses and commercial vehicles and the initial payment on this contract for Milestone 1 for Cdn $669K has been received by Electrovaya. The first claim on milestone 1 was submitted during the quarter ended June 30, 2019 for $467 (Cdn $621K). The second milestone advance payment for Cdn $1,627K was received on July 24, 2019 and recorded in deferred grant income. The recognition conditions related to the deferred grant income at September 30, 2019 are expected to be met in the second quarter of the 2020 year, at which time it will be recognized in income.

(c) Ministry of Economic Development and Trade “Next Generation of Jobs Fund” Conditional Grant

On May 5, 2009, the Province of Ontario, as represented by the Minister of Economic Development, signed a Conditional Grant Agreement with Electrovaya Corp. awarding Cdn $ 16.7 million as a grant. The grant is for pre-commercialization activities over a period of five years ending on December 31, 2013. In August 2011, the Company received confirmation from Minister of Economic Development and Trade that the project has been extended to December 31, 2015. The grant is 15% of the targeted project cost of Cdn $111.62 million and is subject to certain targets related to new job creation and investment, which if not achieved, could result in only a portion of the grant being received, or a potential claw-back of funds received by the end of the seven year period.

Electrovaya received an advance of $3,300 (Cdn $3.3 million) on June 5, 2009 and recorded this as deferred revenue. During the year ended September 30, 2011, $1,300 and cumulative of $3,000 of activities considered to be eligible costs and therefore reimbursable under the grant were recorded as Government assistance. During the year ended September 30, 2012, $1,200 and cumulative of $4,200 of activities considered to be eligible costs and therefore reimbursable under the grant were recorded as Government assistance. The full amount of the advance has now been recognized as revenue. During the year ended September 30, 2013, $700 and cumulative of $4,900 of activities considered to be eligible costs and therefore reimbursable under the grant were recorded as Government assistance.

The program ended on December 31, 2015. The company has booked a liability for a claw-back of the excess of funds received over eligible costs. The Company paid $30 during the quarter ended December 31, 2016, $15 during the quarter ended March 31, 2017 and $62 during the quarter ended June 30, 2017. As of September 30, 2019 and 2018, the claw-back balance payable is $153 (Cdn $199k) and is included in trade and other payables.

13. Financial Instruments

The Company’s financial instruments consist of cash and cash equivalents, trade and other receivables, trade and other payables, promissory notes, convertible debentures and other payables.

Fair Value

IFRS 13 “Fair Value Measurement” provides guidance about fair value measurements. Fair value is defined as the exchange price that would be received to sell an asset or paid to transfer a liability in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. Valuation techniques used to measure fair value are required to maximize the use of observable inputs and minimize the use of unobservable inputs. The fair value hierarchy is based on three levels of inputs. The first two levels are considered observable and the last unobservable. These levels are used to measure fair values as follows:

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

- Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities, either directly or indirectly.

- Level 2 – Inputs, other than Level 1 inputs that are observable for assets and liabilities, either directly or indirectly. Level 2 inputs include quoted market 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 that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

The following table presents the carrying and approximate fair values of the Company's financial instruments:

	As at September 30, 2019				As at September 30, 2018			
Financial assets:	**Level 1**	**Level 2**	**Level 3**	**Total**	**Level 1**	**Level 2**	**Level 3**	**Total**
Cash and cash equivalents	$333	-	-	**$333**	$126	-	-	**$126**
Restricted cash (i)	-	-	-	**-**	1,012	-	-	**1,012**
Trade and other receivables (i)	346	-	-	**346**	916	-	-	**916**
Financial liabilities:								
Line of credit/Bank Loan/Bridge financing (i)	1,060	-	-	**1,060**	9,043	-	-	**9,043**
Trade and other payable (i)	2,095	-	-	**2,095**	2,563	-	-	**2,563**
Promissory notes	-	753	-	**753**	-	7,223	-	**7,223**
Other payables	-	142	-	**142**	-	114	-	**114**
9% convertible debentures	-	11,009	-	**11,009**	-	10,548	-	**10,548**

(i) The fair value of the Company's restricted cash, trade and other receivables, line of credit, trade and other payables approximate fair values due to the short term or demand nature of these instruments.

There were no transfer between levels of the fair value hierarchy during the period presented.

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

Risk Management

The Company may be exposed to risks of varying degrees of significance which could affect its ability to achieve its strategic objectives. The main objectives of the Company's risk management processes are to ensure that the risks are properly identified and that the capital base is adequate in relation to those risks. The principal risks to which the Company is exposed are described below. There have been no changes in risk exposure since the prior year unless otherwise noted.

Capital risk

The Company manages its capital to ensure that there are adequate capital resources for the Company to maintain and develop its products. The capital structure of the Company consists of shareholders' equity and depends on the underlying profitability of the Company's operations.

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the development, manufacture and marketing of its products. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The Group's capital management objectives are:

- to ensure the Group's ability to continue as a going concern.
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Group monitors capital on the basis of the carrying amount of equity plus its short-term debt comprised of the promissory notes, less cash and cash equivalents as presented on the face of the statement of financial position.

The Group sets the amount of capital in proportion to its overall financing structure, comprised of equity and long term debt. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group issues new shares or increases its long-term debt.

Capital for the reporting periods under review is summarized as follows:

		30-Sep-19		30-Sep-18
Total (Deficiency)	$	(14,265)	$	(13,758)
Cash and cash equivalents		(333)		(126)
(Deficiency)		(14,598)		(13,884)
Total (Deficiency)		(14,265)		(13,758)
Promissory Notes		753		7,223
Line of Credit/Bank Loan/Bridge financing		1,060		9,043

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

Other payables		142		114
9% Convertible Debentures		11,009		10,548
Overall Financing	$	(1,301)	$	13,170
Capital to Overall financing Ratio		(11.22)		(1.05)

Credit risk

Credit risk is the risk that the counter-party fails to discharge an obligation to the Company. The Company is exposed to this risk due to its cash and cash equivalents, trade and other receivables.

Cash is held with financial institutions, each of which had at September 30, 2019 a rating of R-1 mid or above.

The Company manages its credit risk related to trade and other receivables by establishing procedures to establish credit limits and approval policies. The balance in trade and other receivables is primarily attributable to trade accounts receivables. In the opinion of management, the credit risk is moderate and no credit losses are expected. Management is taking appropriate action to mitigate this risk by adjusting credit terms.

Liquidity risk

See Note 2(b).

Market risk

Market risk incorporates a range of risks. Movement in risk factors, such as market price risk and currency risk, affect the fair value of financial assets and liabilities. The Company is exposed to these risks as the ability of the Company to develop or market its products and the future profitability of the Company is related to the market price of its primary competitors for similar products.

Interest rate risk

The Company has variable interest debt as described in Notes 5 and 16. Changes in interest rates will affect future interest expense and cash flows. The Company does not enter into derivative instruments to reduce this exposure.

Foreign currency risk

The Company is exposed to foreign currency risk. The Company's functional currency is the Canadian dollar and the financial statements are presented in United States dollars. Changes in the relative values of these currencies will give rise to changes in other comprehensive income.

Purchases are transacted in Canadian dollars, United States dollars and Euro. Management believes the foreign exchange risk derived from any currency conversions may have a material effect on the results of its operations. The financial instruments impacted by a change in exchange rates include our exposures to the above financial assets or liabilities denominated in non-functional currencies. Cash held by the Company in US dollars at September 30, 2019 was $105 (2018 - $1,002).

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

If the US dollar to Canadian foreign exchange rate changed by 2% this would change the recorded Net gain by $9.

Price risk

The Company is exposed to price risk. Price risk is the risk that the commodity prices that the Company charges are significantly influenced by its competitors and the commodity prices that the Company must charge to meet its competitors may not be sufficient to meet its expenses. The Company reduces the price risk by ensuring that it obtains information regarding the prices set by its competitors to ensure that its prices are appropriate to the unique attributes of our product. In the opinion of management, the price risk is low and is not material.

14. Trade and Other Receivables

	September 30,	
	2019	2018
Trade receivables, gross	$ 254	$ 679
Allowance for credit losses	-	-
Trade receivables	254	679
Other receivables	92	237
Trade and other receivables	$346	$916

As at September 30, 2019, 12.19% of the Company's accounts receivable is over 90 days past due (September 30, 2018 - 0.06%)

All of the Company's trade and other receivables have been reviewed for indicators of impairment.

Certain trade receivables were found to be impaired and an allowance for credit losses has been recorded accordingly during the year ended September 30, 2019.

The movement in the allowance for credit losses can be reconciled as follows:

	September 30,	
	2019	2018
Beginning balance	$ -	$ 129
Impairment loss	1	(105)
Allowance provided (reversed)	(1)	(18)
Exchange translation	-	(6)
Ending balance	$ -	$ -

15. Segment and Customer Reporting

The Company develops, manufactures and markets power technology products. It conducts its operations through divisions, which function as autonomous business units, following a corporate policy of functional and operational decentralization.

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

The Company defines its operating segments as components of its business where separate financial information is available and routinely evaluated by management. The Company's chief operating decision maker ("CODM") is the Chief Executive Officer. Given the size and nature of the products produced, the Company's operations are segmented based on large format batteries, with the remaining smaller product line categorized as "Other".

Segment profits are assessed based on revenues, which for the years ended September 30, 2019 and 2018 were as follows:

		2019		2018
Large format batteries	$	4,850	$	5,330
Other		41		303
	$	4,891	$	5,633

Revenues based can be analyzed as follows based on the nature of the underlying deliverables :

		2019		2018
Revenue with customers				
Sale of batteries and battery systems	$	4,335	$	5,435
Sale of services		89		77
Grant Income				
Research grant (Note 12(b))		467		-
Others		-		121
	$	4,891	$	5,633

Sales of batteries and battery systems and research grants are recognized at a point in time once the conditions for recognition are met. Service revenue is recognized over time as the service is rendered.

Revenues attributed to regions based on the location of the customer were as follows:

		2019		2018
Canada	$	757	$	3,820
United States		3,731		1,785
Other		403		28
	$	4,891	$	5,633

Customers:

For the year ended September 30, 2019 four customers represented more than 10% of total revenue (year ended September 30, 2018 one customer). Our largest customer accounted for 18.9% and 65.3% of total revenue for the years ended September 30, 2019 and of 2018 respectively.

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

16. Convertible Debentures

On March 27, 2017, the Company closed an offering for 9% unsecured convertible debentures (the "Debentures"), for an aggregate gross proceeds of $11,260 (Cdn $15,000,000). The issue costs were $751 (Cdn $1,000,543) resulting in net proceeds of $10,509 (Cdn $13,999,457). The Company also issued 279,069 compensation options (the “Compensation Options”), with each Compensation Option exercisable to purchase one Common Share at a price of Cdn $2.26 until 5:00 p.m. on March 26, 2019.

The Debentures bear interest from the date of issue at 9% per annum, payable semi-annually in arrears on June 30 and December 31 in each year commencing June 30, 2017. The Debentures have a maturity date of March 27, 2020 (the "Maturity Date"). The Debentures are convertible at the holder's option at any time prior to the close of business on the earlier of the Maturity Date and the business day immediately preceding the date specified by the Company for redemption of the Debentures into Electrovaya’s shares at a conversion price of $1.61 (Cdn $2.15) per common share, being a conversion rate of 465.116 Common Shares for each $1,000 principal amount of this Debentures. The Debentures are subject to accelerated conversion in certain circumstances, and the Conversion Price may be adjusted in certain circumstances, all as more particularly described in the Company’s news release dated March 15, 2017 and material change report dated March 22, 2017.

The lead subscriber was also issued 1,740,000 warrants (the “Warrants”). Each Warrant is exercisable to purchase one Common Share in the capital of the Company at a price of Cdn $2.80 per Common Share until 5:00 p.m. on March 26, 2020.

For accounting purposes, the Debentures are separated into their liability and equity components using the effective interest rate method. The fair value of the liability component at the time of issue was determined based on an estimated rate of 13.5% for the Debentures without the conversion feature. The fair value of the equity component was determined as the difference between the face value of the Debentures and the fair value of the liability component.

The Debentures are direct, unsecured obligations of the Company, subordinated to other indebtedness of the Company for borrowed money and ranking equally with all other unsecured subordinated indebtedness. As the Debentures mature on March 27, 2020 they have been classified as current liabilities in this quarter.

Interest expense recognized during the year of $1,013 (2018 - $1,044) was settled by issuing 6,306,629 (2018 – 3,100,655) common shares of the Company.

On December 20, 2019 at a Special Meeting of the Shareholders, the Company received approval to permit the issuance of more than 21,965,668 common shares in the aggregate, which number represents more than 25% of the number of outstanding Common Shares as at March 27, 2017, and which shareholder approval is required for such issuance pursuant to the rules of the Toronto Stock Exchange. Refer to Note 22 Subsequent Events.

	Sep 30,	
Principal	2019	2018
Balance	$11,260	$11,260
Liability		
Gross proceeds	11,260	11,260

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

Issue costs	(751)	(751)
Equity component	(71)	(71)
Liability component initially recognized	10,438	10,438
Accretion of finance expense	1,931	1,214
Currency translation adjustments	(1,360)	(1,104)
Balance	$11,009	$10,548

17. Income-tax

The income tax recovery differs from the amount computed by applying the Canadian statutory income tax rate of 26.50% (2018 – 26.50%) to the loss before income taxes as a result of the following:

	September 30, 2019	September 30, 2018
Loss before income taxes	$ (2,837)	$ (22,657)
Expected recovery of income taxes based on statutory rates	(752)	(5,878)
Reduction in income tax recovery resulting from:		
Lower rate on manufacturing profits	-	84
Non-taxable portion of capital gain	(46)	(62)
Other permanent differences	(68)	3,274
Deferred tax benefit not recognized	866	2,582
Income tax recovery	$ -	$ -

The income tax effects of temporary differences that give rise to significant portions of the future tax assets and future tax liabilities are as follows:

	September 30, 2019	September 30, 2018
Future tax assets		
Non-capital losses carried forward	$ 11,591	$ 10,590
Property, plant and equipment	-	(665)
Unclaimed research and development expenses	4,245	4,351
Other deductible differences	52	98
Deferred tax benefit not recognized	15,888	14,374

In assessing the realizability of future tax assets, management considers whether it is more likely than not that some portion or all of the future tax assets will be realized. The ultimate realization of future tax assets is dependent upon the generation of future taxable income during the year in which those temporary differences become deductible.

Management considers projected future taxable income, uncertainties related to the industry in which the Company operates and tax planning strategies in making this assessment.

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

In addition to the above temporary differences, the Company has unrecorded non-refundable investment tax credits amounting to approximately $6,096 (2018 – $6,150). During the year, the Company recognized $Nil (2018-$Nil) of refundable investment tax credits.

As at September 30, 2019, the expiration dates of the Company's federal non-capital income tax losses carried forward are as follows:

2022	$	940
2023		106
2024		337
2025		38
2026		13,916
2027		4,152
2028		3,978
2029		356
2030		983
2031		1,083
2032		1,244
2033		1,174
2034		194
2035		2,322
2036		372
2037		1,989
2038		8,583
2039		2,410
	$	44,177

The Company has a potential tax benefit resulting from non-capital losses carried forward, an undeducted pool of scientific research and experimental development expenditures and non-refundable investment tax credits carried forward. In view of the history of net losses incurred, management is of the opinion that it is more likely than not that these tax assets will not be realized in the foreseeable future and accordingly, no deferred tax assets are recorded on the statement of financial position.

Miljobil Grenland AS has $5,200 (2018 - $5,200) of tax losses which, under Norwegian law, have no defined expiry period.

18. Other payables

The following table represents changes in the provision for repayments to Industry Canada (note 20(a)).

	September 30, 2019	2018
Beginning balance	$ 114	$ -
Finance cost recognized	256	192
Repayments	(44)	
Less: current portion of the provision	(184)	(78)
Ending balance of long-term portion	$ 142	$ 114

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

19. Lease commitments

The Company's future minimum lease payments under operating leases for the years ended September 30 for the continued operations is as under:

Year		Amount
2020		334
2021		616
2022		682
2023		696
2024		711
2025 & beyond		3,998
Total	$	7,037

The Company entered into a lease agreement for 61,327 sq.ft for its premises as its Headquarters in Mississauga, Ontario at 6688 Kitimat Road. The lease is for 10 years starting January 1, 2020 with expiry December 31, 2029.

20. Contingencies

a) Industry Canada

Technology Partnerships Canada ("TPC") projects were long-term (up to 30 years) commencing with an R&D phase, followed by a benefits phase – the period in which a product, or a technology, could generate revenue for the company. In such cases, repayments would flow back to the program according to the terms and conditions of the company's contribution agreement.

In June 2018 the contribution agreement was amended and is included in other payables (Note 18). The latest repayment schedule starting July 1, 2018 for current and future years are as follows:

2020	$230
2021	242
2022	281
2023	310
2024 & thereafter	759

The Company is currently in discussions with the TPC regarding a reduction/revision to the current payment schedule. The outcome cannot be determined.

b) Refundable Ontario Investment Tax Credits

The CRA issued 2014 and 2015 reassessment notices for Cdn $348K and Cdn $344K including interest respectively. On November 7, 2018 the Company filed a Notice of Objection. The Company is working with advisors to substantiate our claim and reverse the reassessment and believes the reassessment will be reversed or substantially reduced. The outcome cannot be determined.

(Expressed in thousands of U.S. dollars, except where otherwise indicated)

c) Ministry of Energy

In earlier October we were notified that of a Statement of Claim for Cdn $830k filed with the Ontario Superior Court of Justice. The claim filed by the Ministry of Energy relates to a dispute regarding funding and fulfilment of the Intelligent Energy Storage System under the Smart Grid Fund program. The Company has filed an Intent to Defend and will vigorously defend its position.

d) Litarion

On April 30, 2018, the Administrator commenced insolvency proceedings and assumed control of the assets of Litarion GmbH. At this time we do not know what the likely outcome of the process will be. There exists a possibility that claims against Electrovaya could arise from the process but the likelihood and amount is not determinable.

21. Sale of Building and Repayment of Debt

On October 23, 2018 the Company completed the sale of its Headquarters in Mississauga for gross proceeds of $16,491 (Cdn $22.5 million) and leased 54,000 sq.ft of the same premises for 3 years expiry October 31, 2021. After purchase price adjustment, commission and other expenses, the net proceeds of $14,781 (Cdn $20.2 million) were applied to reduce debt with the remaining balance available for working capital purposes. The Company terminated its lease for the 54,000 sq. ft. premises and entered into a new lease agreement for 61,327 sq.ft as its Headquarters in Mississauga, Ontario at 6688 Kitimat Road (Note 19 & 22(b)).

Use of Proceeds – Sale of Building

		CDN		USD
Gross Proceeds	$	22,500	$	16,491
Less: Purchase Price Adjustment, Commission & Other Expenses		(2,333)		(1,710)
Net Proceeds	$	20,167	$	14,781
Debt Repayment & Accrued Interest				
Secured promissory note	$	6,418	$	4,704
Second mortgage loan		1,012		742
Secured Line of Credit		8,000		5,862
Secured Shareholder Loan		1,533		1,124
Debt Repayment	$	16,963	$	12,432
Available for working capital purposes		3,204		2,349

22. Subsequent Events

a) Amended Credit Agreement

In November 2019 the Original Credit Agreement was amended to include a $4.2 million (Cdn $5.5 million) revolving Purchase Order Facility in addition to the $1.5 million Bridge Facility which was amended to be non-revolving. Both facilities are secured.

The interest on the Bridge Facility was unchanged at the greater of a) 8.05% above the Prime Rate or b) 12%. The interest on the Purchase Order Facility is the greater of a) 10.05% above the Prime Rate or b) 14%. Interest is payable monthly. In addition the Company issued 1.5 million common shares to the Lender.

The Bridge Facility is for a term of 6 months from the original closing date of August 20, 2019 or February 20, 2020 with a renewal for a further 6 months to August 20, 2020 by mutual consent. The Purchase Order Facility matures on April 30, 2020. The Purchase Order Facility will be repaid from the Accounts Receivable collections associated with the specific purchase orders the facility financed.

As of the date of approval of these financial statements, $1.13 million (Cdn $1.5 million) has been drawn on the Bridge Facility and $1.9 million (Cdn $2.5 million) has been drawn on the Purchase Order Facility.

b) Lease

The Company has relocated to a new premises and entered into a lease agreement for 61,327 sq.ft Headquarters in Mississauga, Ontario at 6688 Kitimat Road. The lease is for 10 years starting January 1, 2020 with expiry December 31, 2029. (Note 19)

c) Special Shareholder Meeting

A Special Meeting of Shareholders was held on December 20, 2019. At the meeting two resolutions were passed as follows:

- A resolution to permit the issuance of more than 21,965,668 common shares in the aggregate pursuant to a private placement of convertible debentures completed on March 27, 2017, as more particularly described in the management information circular of Electrovaya Inc. dated November 15, 2019; and,
- A resolution to (i) authorize amendments to the company’s Stock Option Plan to increase the maximum number of common shares issuable upon the exercise of stock options thereunder from 10,100,000 to 15,100,000 and to remove the restriction that the maximum number of shares that may be issuable to any one participant under all of the company’s security based compensation arrangements shall not exceed 5% of the issued and outstanding common shares; and (ii) to ratify the grant of 4,250,000 previously granted options, all as more particularly described in the management information circular of Electrovaya Inc. dated November 15, 2019.