

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Mass Megawatts Wind Power, Inc.

A Massachusetts Corporation

290 West Boylston Street Box 60363, Worcester, MA 01606

508-942-3531

www.massmegawatts.com

info@massmegawatts.com

4911

Annual Report

For the Period Ending: April 30, 2019

(the "Reporting Period")

As of April 30, 2019, the number of shares outstanding of our Common Stock was:

61,368,477

As of April 30, 2018, the number of shares outstanding of our Common Stock was:

61,368,477

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐

No: ☒ (Double-click and select "Default Value" to check)

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐

No: ☒

Indicate by check mark whether a Change in Control⁵ of the company has occurred over this reporting period:

Yes: ☐

No: ☒

1) Name of the issuer and its predecessors (if any)

⁵ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Mass Megawatts, Inc changed its name on February 27, 2002 to Mass Megawatts Wind Power, Inc.

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable)
Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

Mass Megawatts Wind Power Inc. was incorporated on May 27, 1997 in Massachusetts.

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

2) Security Information

| | | |
|---|---------------------|-----------------------------------|
| Trading symbol: | <u>MMMWW</u> | |
| Exact title and class of securities outstanding: | <u>Common Stock</u> | |
| CUSIP: | <u>575416102</u> | |
| Par or stated value: | <u>No Par Value</u> | |
| Total shares authorized: | <u>61,500,000</u> | as of date: <u>April 30, 2019</u> |
| Total shares outstanding: | <u>61,368,477</u> | as of date: <u>April 30, 2019</u> |
| Number of shares in the Public Float ⁶ : | <u>57,537,041</u> | as of date: <u>April 30, 2019</u> |
| Total number of shareholders of record: | <u>299</u> | as of date: <u>April 30, 2019</u> |

Additional class of securities (if any):

| | |
|--|-------------------------|
| Trading symbol: | _____ |
| Exact title and class of securities outstanding: | _____ |
| CUSIP: | _____ |
| Par or stated value: | _____ |
| Total shares authorized: | _____ as of date: _____ |
| Total shares outstanding: | _____ as of date: _____ |

Transfer Agent

Name: OTR, Inc.
Phone: 503-225-0375
Email: bonnie@otrtransfer.com

Is the Transfer Agent registered under the Exchange Act?⁷ Yes: ☒ No: ☐

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

⁶ "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

⁷ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

None

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☒

| Number of Shares outstanding as of April 30, 2016 | <u>Opening Balance:</u> Common: <u>61,368,477</u> Preferred: _____ | | *Right-click the rows below and select "Insert" to add rows as needed. | | | | | | |
|---|---|--|--|---|--|--|---|---|---------------------------------|
| Date of Transaction | Transaction type (e.g. new issuance, cancellation, shares returned to treasury) | Number of Shares Issued (or cancelled) | Class of Securities | Value of shares issued (\$/per share) at Issuance | Were the shares issued at a discount to market price at the time of issuance? (Yes/No) | Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed). | Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable) | Restricted or Unrestricted as of this filing? | Exemption or Registration Type? |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| Shares Outstanding on April 30, 2019: | <u>Ending Balance:</u> Common: <u>61,368,477</u> Preferred: _____ | | | | | | | | |

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016 through September 30, 2018 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

No shares have been issued since April 2015.

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period**.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☒

| Date of Note Issuance | Outstanding Balance (\$) | Principal Amount at Issuance (\$) | Interest Accrued (\$) | Maturity Date | Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares) | Name of Noteholder | Reason for Issuance (e.g. Loan, Services, etc.) |
|-----------------------|--------------------------|-----------------------------------|-----------------------|---------------|--|--------------------|---|
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |

Use the space below to provide any additional details, including footnotes to the table above:

4) Financial Statements

A. The following financial statements were prepared in accordance with:

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁸:

Name: Richard Edelson
Title: NA
Relationship to Issuer: Consultant

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance sheet;
- D. Statement of income;
- E. Statement of cash flows;
- F. Financial notes; and
- G. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below.

⁸ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

Mass Megawatts' principal line of business is to develop its prototype wind energy production equipment and locate and adapt suitable operating facilities. It intends to build, patent, and operate wind energy generated power plants utilizing proprietary MultiAxis Turbine technology. Mass Megawatts expects to sell the generated electricity to the power commodity exchange on the open market, initially in California. In September 2014, Mass Megawatts introduced a program to develop and market a new solar tracking technology.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

None

C. Describe the issuers' principal products or services, and their markets

The patent pending, **Mass Megawatts 'Solar Tracking System' (STS)** is a complete solar power system that's designed to continually adjust the position of solar panels to receive the optimal level of direct sunlight throughout the day. Unlike other solar tracking technologies, the Mass Megawatts STS utilizes a low-cost structure that adds stability to the overall solar-power system while improving energy production levels for the customer.

here are many advantages to owning a Solar Tracking System (STS) ...

- Increases solar energy production by 25+% over traditional solar power systems
- Provides an affordable, solar-power solution for home and business use
- Reduces (or eliminates) the need to purchase high-priced electricity from the local utility
- Significantly lowers your monthly electric bill with Net Metering.
- Provides an impressive ROI of 20 to 40% with payback occurring within a few years
- Available federal, state, and local incentives can reduce your costs dramatically...
 - 30% Federal Tax Credit on full purchase price of STS (no limit)
 - State rebates, such as the Commonwealth rebate (up to \$4,250)
 - State Tax credit, such as MA credit of \$1,000
 - Sale of generated SRECs, which can add thousands in yearly revenue
- Flexible purchase plans offered by Mass Megawatts can limit out-of-pocket costs.
- Mass Megawatts handles everything, including installation and servicing, etc.
- STS is designed to withstand extreme weather and high winds

- Comes with a full performance guarantee from Mass Megawatts

Helps our environment by reducing the demand for fossil-fuel energy sources that generate harmful CO2 emissions

The highest priority is to complete the third party verification of the technology. The purpose is to prove the new product's long term durability in order to be eligible for debt financing and receive more favorable equity financing in the future.

The next priority is our marketing program. While it is true that minimal marketing efforts will be required, there will be some initial marketing of the product to bring it to the attention of potential buyers. Upon successful third party verification, Mass Megawatts can begin developing strategic alliances with other wind power developers who have done the initial more expensive and sometimes complicated steps of zoning, financing and other requirements toward developing much larger commercial wind energy projects. The developers would benefit from Mass Megawatt's new product if it can be proven to be more cost effective in the finance community. No assurance can be given as to the development of a successful new product. However, the third party verification should go a long way toward removing the doubt.

Included in the marketing program, is the initial establishment of strategic alliances with companies involved with green marketing programs. During the third party verification process, Mass Megawatts, plans to begin these efforts with "word of mouth" techniques at business organizations and with power brokers. As a lower priority Mass Megawatts may be involved in very limited efforts to include direct advertising to green pricing customers either through direct mail or advertising in the media in conjunction with environmental related events. On a limited budget, the Company plans to be able to determine which marketing methods are most effective by marketing in a very limited geographical area.

As initial marketing efforts including "word of mouth" techniques have matured, the Company plans to advertise in local publications if cash flow allows continued marketing efforts. Again as noted earlier, no assurance can be given as to the development of a successful marketing program. If successful, television and radio advertisement could be utilized.

As our next priority, working capital and administrative support plans to be used for contingencies on an "as needed" basis.

Over the past year, Mass Megawatts has continued to refine the engineering details and construction. These advances are currently being applied to the third party verification and ultimately accelerate worldwide awareness and acceptance of the MAT technology.

In addition, Mass Megawatts has created valuable financial analysis materials to allow our potential customer base to identify effective financing methods. This will facilitate the sale of MAT units going forward.

The Company plans to approach the simplest method of initial market penetration and then sell directly to the power exchanges. The Company plans to try to avoid difficulties of evaluating wind resources, obtaining sites, financing, and locating potential purchasers of power plants by redeveloping abandoned or obsolete wind farms. Our strategy places turbines in high wind areas where the purchase contracts from utilities for wind energy are already available. We have identified large users of electric power in high wind locations. Also, we had initial meetings with the local planning boards of the communities with the proposed sites and decision makers who purchase the electricity. We also plan to have strategic alliances with developers of proposed sites and construction companies as Mass Megawatts grows rapidly

Also, a groundswell across the nation for Green Power/renewable energy has prompted state and federal legislatures to offer tremendous tax credits and incentives including a federal tax credit of 30% of the capital cost passed by Congress and signed into law by President Obama. Capitalizing on this trend, Mass Megawatts Wind Power, Inc. has prepared a MAT sales presentation for high tax bracket individuals and corporations. For those qualifying, the financial risk of purchasing a MAT unit is minimized by the tax advantages. (Details may be found on our website under "New Developments -- Tax Package".) Revenue generated from these initial sales will accelerate internal growth and promote additional sales opportunities.

Although little marketing is required for profitable trades on the power exchanges, the Company will, at some time in the future, seek a higher price for each kilowatt/hour sold. When the Company pursues this effort, sales and service activities are

planned to be handled through strategic alliances with new and emerging electric power brokers, which have formed as a result of deregulation in the retail sale of electricity. Power brokers buy blocks of electricity in megawatt/hour units. For example, a power broker would enter into a contract to purchase 10,000 megawatts/hours of electricity for \$400,000 over a period of one year and provide a five percent non-refundable deposit on each block of electricity reserved for future purchases. Such brokers include All Energy, Green Mountain Resources, and Energy Vision. Another marketing resource for the Company's product is Electricity Choice, which helps negotiate consumer electric sales. The Company plans to aggressively promote its products to brokers, focusing on cost savings and environmental benefits. It plans to also solicit bids from power brokers, most of who are registered in the states in which they do business. Compensation to brokers is straightforward and is typically calculated as a percentage of power sales.

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

None of the two test locations in Worcester, MA with prototype solar and wind projects require monthly rent or lease.

7) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information regarding any person or entity owning 5% or more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

| Name of Officer/Director and Control Person | Affiliation with Company (e.g. Officer/Director/Owner of more than 5%) | Residential Address (City / State Only) | Number of shares owned | Share type/class | Ownership Percentage of Class Outstanding | Note |
|---|--|---|------------------------|------------------|---|---|
| <u>Jonathan Ricker</u> | CEO | PO Box 60363 Worcester, MA 01606 | <u>3,185,820</u> | <u>Common</u> | <u>5.19%</u> | Chief Executive Officer and Chairman of the Board of Directors |
| Gary Bedell | Director/COO | Worcester, MA | none | _____ | _____ | _____ |
| Deborah Kasputis | Director | Sturbridge, MA | none | _____ | _____ | _____ |

| | | | | | | |
|-------|-------|-------|-------|-------|-------|-------|
| _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ | _____ |

8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: William Robinson Eilers, Esq
Firm: Eilers Law Group, PA
Address 1: 1000 Fifth Street
Address 2: Miami Beach, FL 33139
Phone: 786-273-9152
Email: wreilers@eilerslawgroup.com

Accountant or Auditor

Name: Richard Edelson

Firm: Get OTC Curent
Address 1: 10 Lawrence Road
Address 2: Kings Park, NY 11754
Phone: 631.672.7181
Email: rich@getotccurrent.com

Investor Relations Consultant

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Service Providers

Provide the name of any other service provider(s), including, counsel, advisor(s) or consultant(s) **that assisted, advised, prepared or provided information with respect to this disclosure statement**, or provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

10) Issuer Certification

Principal Executive Officer and Principal Financial Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, Jonathan Ricker certify that:

1. I have reviewed this annual disclosure statement of Mass Megawatts Wind Power Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

6/24/19 [Date]

/s/ Jonathan Ricker [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Mass Megawatts Wind Power, Inc.
Balance Sheet
April 30, 2019
(Unaudited)

| | <u>April 30, 2019</u> |
|---|-----------------------------|
| ASSETS | |
| Current Assets: | |
| Cash | \$ 4,278 |
| Prepaid expenses and other current assets | <u>27,090</u> |
| Total current assets | <u>31,368</u> |
| Fixed assets, net of accumulated depreciation of \$40,176 and \$38,775, respectively | <u>599</u> |
| Total assets | \$ <u><u>31,967</u></u> |
| LIABILITIES AND STOCKHOLDERS' DEFICIT | |
| Current Liabilities: | |
| Accounts payable and accrued liabilities | \$ 265,709 |
| Due to officer | 118,286 |
| Due to stockholders | <u>75,058</u> |
| Total current liabilities | <u>459,053</u> |
| Stockholders' Deficit | |
| Common stock; no par value; 61,500,000 shares authorized; 61,368,477 issued and outstanding at April 30, 2019 | 7,359,682 |
| Additional paid in capital | 1,569 |
| Accumulated deficit | <u>(7,788,337)</u> |
| Total stockholders' deficit | <u>(427,086)</u> |
| Total liabilities and stockholders' deficit | \$ <u><u>31,967</u></u> |

Mass Megawatts Wind Power, Inc.
Statement of Expenses
For the Year Ended April 30, 2019
(Unaudited)

| | For the Year Ended April 30, 2019 |
|--|--|
| Contract revenues | \$ - |
| Operating expenses: | |
| Advertising | 2,011 |
| Auto expense | 539 |
| Bank service fees | 24 |
| Dues and subscriptions | 796 |
| General and administrative | 862 |
| Office supplies | 388 |
| Salary expense | 10,000 |
| Telephone expense | <u>1,936</u> |
| Total operating expenses | <u>16,556</u> |
| Operating loss | <u>(16,556)</u> |
| Other income (expense): | |
| Interest expense, net | - |
| Total other expense | - |
| Net Loss | \$ <u>(16,556)</u> |
| Net loss per share - basic and diluted | \$ <u>(0.00)</u> |
| Weighted average number of common shares - basic and diluted | 61,182,037 |

Mass Megawatts Wind Power, Inc.
Statement of Cash Flows
For the Year Ended April 30, 2019
(Unaudited)

| | <u>For the Year Ended April 30, 2019</u> |
|--|---|
| OPERATING ACTIVITIES | |
| Net loss | \$ (16,556) |
| Adjustments to reconcile net loss to net cash used by operating activities: | |
| Changes in: | |
| Accounts payable and accrued liabilities | <u>10,000</u> |
| Net cash used in operating activities | <u>(6,556)</u> |
| FINANCING ACTIVITIES | |
| Due to officer | <u>10,616</u> |
| Net cash provided by financing activities | <u>10,616</u> |
| NET INCREASE (DECREASE) IN CASH | 4,060 |
| CASH AT BEGINNING OF PERIOD | <u>218</u> |
| CASH AT END OF PERIOD | <u>\$ 4,278</u> |
| SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION: | |
| Interest paid | \$ - |
| Income tax paid | - |

Mass Megawatts Wind Power, Inc.
Notes to the Financial Statements
For the Year Ended April 30, 2019

NOTE 1 – DESCRIPTION OF BUSINESS AND SIGNIFICANT ACCOUNTING POLICIES

Mass Megawatts Wind Power, Inc. ("Mass Megawatts"), a Massachusetts corporation, was incorporated as Mass Megawatts, Inc. on May 27, 1997. Mass Megawatts, Inc. changed its name in January 2001 to Mass Megawatts Power, Inc. Mass Megawatts Power, Inc. changed its name on February 27, 2002 to Mass Megawatts Wind Power, Inc. Mass Megawatts' principal line of business is to develop its prototype wind energy production equipment and locate and adapt suitable operating facilities. It intends to build, patent, and operate wind energy generated power plants utilizing proprietary MultiAxis Turbine technology. Mass Megawatts expects to sell the generated electricity to the power commodity exchange on the open market, initially in California. In September 2014, Mass Megawatts introduced a program to develop and market a new solar tracking technology. The corporate headquarters is located in Worcester, Massachusetts.

The accompanying unaudited interim financial statements of Mass Megawatts Wind Power, Inc. have been prepared in accordance with the accounting principles generally accepted in the United States of America and the rules of the Securities and Exchange Commission.

Recently Issued Accounting Pronouncements

Mass Megawatts does not expect the adoption of any recently issued accounting pronouncements to have a significant impact on their financial position, results of operations or cash flows.

NOTE 2 - GOING CONCERN

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and liabilities in the ordinary course of business. Operating losses have been incurred each year since inception, resulting in an accumulated deficit of \$7,783,337 at April 30, 2019. In addition, at April 30, 2019, Mass Megawatts is not generating sufficient revenue to fund its ongoing operations. These conditions raise substantial doubt about Mass Megawatts' ability to continue as a going concern. Currently, management is soliciting additional equity investors through private placement offerings and is obtaining funding from Mass Megawatts' Chief Executive Officer to fund these losses; however, no assurance can be given as to the success of these efforts.

The financial statements of Mass Megawatts do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classification of liabilities that might be necessary if Mass Megawatts is unable to continue as a going concern.

At April 30, 2019, Mass Megawatts owed \$353,344 to the Company's President, which consisted of amounts owed on personal credit cards for company expenditures, amounts funded by the president directly and accrued salary.

Funds advanced during the fiscal year are due on demand, bear no interest, and are unsecured. Payments on stockholders credit cards are subject to the terms and conditions of the authorizing entities.

ITEM 2. MANAGEMENT'S DISCUSSION & ANALYSIS AND PLAN OF OPERATION

THIS FILING CONTAINS FORWARD-LOOKING STATEMENTS. THE WORDS "ANTICIPATED," "BELIEVE," "EXPECT," "PLAN," "INTEND," "SEEK," "ESTIMATE," "PROJECT," "COULD," "MAY," AND SIMILAR EXPRESSIONS ARE INTENDED TO IDENTIFY FORWARD-LOOKING STATEMENTS. THESE STATEMENTS INCLUDE, AMONG OTHERS, INFORMATION REGARDING FUTURE OPERATIONS, FUTURE CAPITAL EXPENDITURES, AND FUTURE NET CASH FLOW. SUCH STATEMENTS REFLECT THE COMPANY'S CURRENT VIEWS WITH RESPECT TO FUTURE EVENTS AND FINANCIAL

Mass Megawatts Wind Power, Inc.
Notes to the Financial Statements
For the Year Ended April 30, 2019

PERFORMANCE AND INVOLVE RISKS AND UNCERTAINTIES, INCLUDING, WITHOUT LIMITATION, GENERAL ECONOMIC AND BUSINESS CONDITIONS, CHANGES IN FOREIGN, POLITICAL, SOCIAL, AND ECONOMIC CONDITIONS, REGULATORY INITIATIVES AND COMPLIANCE WITH GOVERNMENTAL REGULATIONS, THE ABILITY TO ACHIEVE FURTHER MARKET PENETRATION AND ADDITIONAL CUSTOMERS, AND VARIOUS OTHER MATTERS, MANY OF WHICH ARE BEYOND THE COMPANY'S CONTROL. SHOULD ONE OR MORE OF THESE RISKS OR UNCERTAINTIES OCCUR, OR SHOULD UNDERLYING ASSUMPTIONS PROVE TO BE INCORRECT, ACTUAL RESULTS MAY VARY MATERIALLY AND ADVERSELY FROM THOSE ANTICIPATED, BELIEVED, ESTIMATED, OR OTHERWISE INDICATED. CONSEQUENTLY, ALL OF THE FORWARD-LOOKING STATEMENTS MADE IN THIS FILING ARE QUALIFIED BY THESE CAUTIONARY STATEMENTS AND THERE CAN BE NO ASSURANCE OF THE ACTUAL RESULTS OR DEVELOPMENTS.

RESULTS OF OPERATIONS FOR THE PERIOD ENDED APRIL 30, 2019

The Company incurred a loss of \$16,556 for the year ended April 30, 2019. The losses are related mostly to general operating expenses.

Liquidity and Capital Resources

We had total assets of \$31,368 as of April 30, 2019, which consisted of cash of \$4,278 prepaid expenses and other current assets of \$27,090, and fixed assets net of accumulated depreciation of \$599.

We had total liabilities of \$459,053 as of April 30, 2019, consisting of accounts payable and accrued liabilities of \$195,709 and loans and advances from a director of \$353,344.

We have incurred net losses since inception and had an accumulated deficit of \$7,788,337 at April 30, 2019.

Net cash used in operating activities was \$6,556 for the year ended April 30, 2019.

Net cash provided by financing activities was \$10,616 as loans from an officer for the year ended April 30, 2019.

We had no outstanding cash commitments as of April 30, 2019.

Mass Megawatts Wind Power, Inc. (the "Company") cautions readers that in addition to important factors described elsewhere, the following important facts, among others, sometimes have affected, and in the future could affect, the Company's actual results, and could cause the Company's actual results during 2019 and beyond to differ materially from those expressed in any forward-looking statements made by, or on behalf of the Company.

The Company has not had significant revenues from operations since its inception, but has raised funds through other means to maintain liquidity. Specifically, The Company has spent this money on updating prototypes, administration, working capital, marketing and advertising.

There is substantial doubt that the Company will have sufficient cash flows from operations to fund its operations for a minimum of 12 months following April 30, 2019 and is therefore dependent on financing from issuing capital stock or debt. In July 2009, the shareholders approved an increase of its authorized common stock from 7,000,000 to 12,000,000 shares. In July 2011, the shareholders again approved an increase of its authorized common stock from 12,000,000 to 18,000,000 shares. In July 2013, the shareholders approved an additional increase of its authorized common stock from 18,000,000 shares to 35,000,000 shares. An additional increase was approved during

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January 2014, from 35,000,000 shares to 67,000,000 shares. Mass Megawatts plans to continue to pursue additional equity financing to provide funds for operations.

The Company also expects to generate sales in fiscal 2020 and expects to be able to fund its operations for an additional 12 months, but cannot predict with any certainty its ability to do so. Without additional future sales, there is substantial doubt about the Company's ability to continue as a going concern.

The Company has thirteen years of operating results, with no substantial revenues from operations. Much uncertainty exists about the Company's future as a result of the lack of operating revenue for several years. The lack of long-term experience in new product development could have an adverse impact on the Company.

The Company's ticker symbol is MMMW and the stock is traded as public company on the OTC stock market.

Mass Megawatt's market share and any changes in the underlying economics of the industry are expected to have a minimal effect on the Company's operating results within the next 12 months. This is due to the large market for electricity and the Company's overall market share having little or no impact on a market of this size.

The wind industry is favorably impacted by new legislation and regulations toward a cleaner air environment. This trend toward wind generated electricity continues to grow, particularly in view of the non-polluting nature of wind generation and its endless renewable source. However, there remains some uncertainty on whether or not the federal or state governments will continue with favorable environmental legislation despite popular support toward renewable energy.

The electric power industry is undergoing a period of deregulation and restructuring that is similar to the telecommunication deregulation of the 1980's. It is impossible to predict whether this change will have a favorable or unfavorable impact for the industry as a whole. It is anticipated, however, that restructuring could present more advantages and opportunities for the Company's product by enabling it to compete in the new marketplace.