

Consolidated Balance Sheets

GreenGro Technologies Inc.

Periods Ended June 30, 2012 and December 31, 2011

Unaudited

7556 Garden Grove Blvd

Westminster, CA 92683

714-248-9297

December 31, 2011	June 30, 2012
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Assets

Cash at Bank	\$ 1,739	\$ 1,838
Accounts Receivable	\$ 5,000	\$ 12,200
Related Party Recievable	4,476	3,661
Inventory	1,500	-
Total Current Assets	12,715	17,499
Goodwill	250,000	250,000
Total Assets	\$262,715	\$267,699

Liabilities

Current Liabilities

Accrued Liabiliteis	15,000	22,500
Note Payable	100,000	100,000
Related Party Payables	-	-
Total Current Liabilities	115,000	122,500

Equity

Preferred Stock \$.001 par value

10,000,000 authorized, none outstanding	-	-
Common Stock \$.001 par value		
200,000,000 authorized		
121,707,712 and 96,129,220 shares	121,708	126,008
outstanding in 2011 and 2010 respectively		
Paid In Capital	40,077,122	40,099,822
Retained Earnings	(40,051,115)	(40,080,631)

Total Stock and Retained Earnings	147,715	145,199
Total Liabilities and Equity	\$262,715	\$267,699

Consolidated Statement of Operations

GreenGro Technologies Inc.

Year Ending December, 2011 and 2010

Unaudited

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	June 30, 2011	June 30, 2012
<u>REVENUE</u>		
Gross Sales	\$ -	\$ 7,200
Less sales returns and allowances	-	-
Net Sales		7,200
<u>COST OF SALES</u>		
Beginning inventory	-	1,500
Plus goods purchased / manufactured	-	1,686
Total Goods Available		3,186
Less ending inventory	-	-
Total Cost of Goods Sold	-	3,186
Gross Profit (Loss)		4,014
<u>OPERATING EXPENSES</u>		
Salaries and Wages		3,200
General/Administrative	239	19,330
Legal and Professional Fees	37,500	3,500
Other	-	-
Total Operating Expenses	37,739	26,030
Loss from Operations	(37,739)	(22,016)
Impairment of Goodwill	(616,500)	-
Interest Expense	(7,500)	(7,500)
Net Income Before Taxes	(661,739)	(29,516)
Taxes on income	-	-
NET INCOME (LOSS)	\$(699,478)	\$(29,516)

Statement of Shareholders Equity

GreenGro Technologies Inc.

For the Year Ended December 31, 2010 and December
31, 2011 and June 30, 2012

Unaudited

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	Common Stock		Additional Paid-in Capital		Accumulated Deficit	Total Stockholders' Equity (Deficit)
	Shares	Amount				
December 31, 2010	96,129,220	\$ 96,129	\$ 39,283,701	\$ (39,305,908)		\$ 73,922
Acquisition of Vertical Hydrogardens, Inc.	21,000,000	21,000	745,500			766,500
Sale of Common Stock	2,200,000	2,200	7,800			10,000
Common Stock for Services	2,500,000	2,500	40,000			42,500
Adjustment	(121,508)	(121)	121			
Net Loss				(745,207)		(745,207)
December 31, 2011	121,707,712	121,708	40,077,122	(40,051,115)		147,715
Sale of Common Stock	4,300,000	4,300	22,700			27,000
Net Loss				(29,516)		(29,516)
June 30, 2012	126,007,712	\$126,008	\$40,099,822	-\$40,080,631		\$145,199

Consolidated Statements of Cash Flow

GreenGro Technologies Inc.

For the Periods Ended December 31, 2011 June 30, 2012

Unaudited

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	December 31, 2011	June 30, 2012
<u>Cash flows from operating activities</u>		
Net loss	\$ (745,207)	\$ (29,516)
Non-cash items:		
Loss on impairment	616,500	-
Stock for services	117,500	-
Debt forgiveness		-
Changes in operating assets and liabilities	-	-
Accounts Receivable	(5,000)	(7,200)
Related party receivables	(4,476)	815
Inventory	(1,500)	1,500
Interest payable	15,000	7,500
Related party advances	(1,133)	-
Net cash used in operating activities	(8,316)	(26,901)
<u>Cash flows from financing activities</u>		
Proceeds from sale of common stock	10,000	27,000
Net cash provided by financing activities	10,000	27,000
Net Change in Cash	1,684	99
Cash, beginning of period	1,838	1,739
Cash, end of period	\$ 3,522	\$1,838

Supplementary disclosure of cash flow information

Cash paid for interest	\$ -	\$ -
Cash paid for taxes	\$ -	\$ -
Acquisition of Vertical Hydrogardens, Inc.:		
Stock issued	\$ 766,500	
Loan issued	\$ 100,000	
	\$ 866,500	
Goodwill impairment	\$ (616,500)	
Remaining goodwill	\$ 250,000	

**GreenGro Technologies,
Inc.
(Formerly “AUTHORIZOR, INC”)
Notes to the Consolidated Financial Statements for June 30, 2012**

NOTE 1. DESCRIPTION OF BUSINESS AND HISTORY

Description of Business – Greengro Technologies Inc. (formerly Authorizor, Inc..) (the "Company" or “GreenGro”) was incorporated in 1996 under the laws of the State of Delaware. On September 1, 2009, the Company changed its name to GreenGro Technologies, Inc.

The Company designs, manufactures and markets eco-friendly sustainable vertical cultivation systems.

The Company appointed a new board of directors and a new slate of officers and transferred its headquarter office to Westminster, California.

NOTE 2. SUMMARY OF SIGNIFICANT POLICIES

Use of Estimates and Assumptions - The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Basis of Presentation - These financial statements present the consolidated balance sheets and the related statements of operations, cash flows and stockholders' equity (deficit) of Greengro Technologies, Inc.

Cash and Cash Equivalents - For the purpose of the statements of cash flows, all highly liquid investments with an original maturity of three months or less are considered to be cash equivalents. The carrying value of these investments approximates fair value.

Advances and Accounts Receivable- related parties- Amounts have been advanced by or are due from related parties to fund the operations of the Company. The advances are non-interest bearing, unsecured, and due on demand.

Note Payable- The Company received a loan as part of its acquisition of Vertical Hydrogarden, Inc. The loan has an annual interest rate of 15% is unsecured and is due on demand or when sufficient funds are available to repay the loan.

Income Taxes - The Company accounts for its income taxes in accordance with FASB Codification Topic ASC 740-10, “*Income Taxes*”, which requires recognition of deferred tax assets and liabilities for future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and tax credit carry-forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

Earnings (loss) Per Share - The Company reports earnings (loss) per share in accordance with FASB Codification Topic ASC 260-10 “*Earnings Per Share*”, Basic earnings (loss) per share is computed by dividing income (loss) available to common shareholders by the weighted average number of common shares available. Diluted earnings (loss) per share is computed similar to basic earnings (loss) per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. Diluted earnings (loss) per share has not been presented since the effect of the assumed exercise of options and warrants to purchase common shares (common stock equivalents) would have an anti-dilutive effect.

**GreenGro Technologies,
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Notes to the Consolidated Financial Statements for June 30, 2012**

Fair Value of Financial Instruments - Accounting Standards Codification ("ASC") 820, Fair Value Measurements and Disclosures, requires disclosing fair value to the extent practicable for financial instruments that are recognized or unrecognized in the balance sheet. Fair value of financial instruments is the amount at which the instruments could be exchanged in a current transaction between willing parties. The Company considers the carrying amounts of cash, certificates of deposit, accounts receivable, accounts payable, notes payable, related party and other payables, customer deposits, and short term loans approximate their fair values because of the short period of time between the origination of such instruments and their expected realization. The Company considers the carrying amount of notes payable to approximate their fair values based on the interest rates of the instruments and the current market rate of interest.

Impairment of Intangible Assets- Intangible assets are carried at their cost less impairment. Impairment is tested using a discount cash flow approach. Impairment is tested during the initial transaction and on an annual basis during the 4th quarter of the fiscal year.

Subsequent Events – The Company has evaluated all potential significant events through September 12, 2012, the date of this report.

Recent Accounting Pronouncements –

In June of 2011, the Financial Accounting Standards Board ("FASB") issued ASU ("Accounting Standards Update") No. 2011-05, "Comprehensive Income (Topic 220): Presentation of Comprehensive Income." The amendments in this

ASU require an entity to present the total of comprehensive income, the components of net income, and the components of other comprehensive income either in a single continuous statement of comprehensive income or in two separate but consecutive statements. ASU 2011-05 eliminates the option to present the components of other comprehensive income as part of the statement of equity. ASU 2011-05 is effective for fiscal years, and interim periods within those fiscal years, beginning on or after December 15, 2011, with early adoption permitted. In December of 2011, the FASB completed this project with the issuance of ASU No. 2011-12, "Comprehensive Income (Topic 220): Deferral of the Effective Date for Amendments to the Presentation of Reclassifications of Items Out of Accumulated Other Comprehensive Income in Accounting Standards Update No. 2011-05." This project was the first of two phases regarding presentation requirements for items reclassified out of accumulated other comprehensive income. The FASB will reconsider those presentation requirements currently deferred by Update No. 2011-12 in phase two of the project, "Presentation of Reclassifications from Accumulated Other Comprehensive Income." We adopted the provisions of Update No. 2011-05 in the fourth quarter of 2011.

In May of 2011, the FASB issued ASU 2011-04, "Amendments to Achieve Common Fair Value Measurement and disclosure Requirements in U. S. GAAP & IFRS," which results in common fair value measurement and disclosure requirements in U.S. GAAP and IFRS. Consequently, the amendments change the wording used to describe many of the requirements in U.S. GAAP for measuring fair value and for disclosing information about fair value measurements. ASU 2011-04 is effective for interim and annual periods beginning after December 15, 2011. The future adoption of ASU 2011-04 is not expected to have a material impact on our consolidated financial statements.

In April 2010, the FASB issued ASU No. 2010-17, "Revenue Recognition - Milestone Method (Topic 605): Milestone Method of Revenue Recognition" (codified within ASC 605 - Revenue Recognition). ASU 2010-17 provides guidance on defining a milestone and determining when it may be appropriate to apply the milestone method of revenue recognition for research or development transactions. ASU 2010-17 is effective for interim and annual periods beginning after June 15, 2010. The adoption of ASU 2010-17 is not expected to have any material impact on our financial position, results of operations or cash flows.

NOTE 3. GOING CONCERN

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. As of November 30, 2011 the Company has incurred cumulative net losses of \$ 40,099,822. Under current operations the Company requires capital for its

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Notes to the Consolidated Financial Statements for June 30, 2012**

operational and marketing activities to take place. The Company's ability to raise additional capital through the future issuances of common stock is unknown. The obtainment of additional financing, the successful development of the Company's contemplated plan of operations, and its transition, ultimately, to the attainment of profitable operations are necessary for the Company to continue operations. The ability to successfully resolve these factors raise substantial doubt about the Company's ability to continue as a going concern. These financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts of and classification of liabilities that might be necessary in the event the company cannot continue in existence.

NOTE 4. RELATED PARTY TRANSACTIONS

Management of the Company has made non-interest bearing, unsecured, due on demand cash advances to the Company that totaled \$1,133 in 2010. As of December 31, 2011, these related parties owed \$9.476 to Company.

NOTE 5. STOCKHOLDERS' EQUITY (DEFICIT)

Preferred Stock:

The Company has authorized 10,000,000 shares of preferred stock with a par value of \$0.001 none of which are issued and outstanding as of November 30, 2010 or 2011.

During 2010, the Company exchanged 10,000,000 preferred shares held by a related party for 18,750,000 common shares at a price of \$.04 per common share

Common Stock:

The Company has authorized 200,000,000 shares of common stock of which 121,707,712 and 96,128,932 are issued and outstanding as of December 31, 2011 and 2010 respectively. The shareholders approved a 1 for a 100 reverse stock split effective August 31, 2009. These financial statements give affect to that split for all periods presented in this report

During 2011, the Company issued 21,000,000 shares of stock and a note for \$100,000 for the acquisition of Vertical Hydrogarden, Inc. The Company also sold 2,200,000 shares of common stock for \$10,000.

During 2012, the Company sold 4,300,000 shares of common stock for \$27,000.

NOTE 6. ACQUISITION OF GREENGRO, INC AND VERTICAL HYDROGARDENS, INC.

During 2010, the Company acquired Greengro Technologies, Inc. for 67,507,712 shares of common stock. While the acquisition allowed the Company to enter into a new industry, it was determined that the acquisition price of \$1,350,154 was not represented by assets that could be capitalized and the goodwill acquired was fully impaired.

During 2011, the Company acquired Vertical Hydrogarden for stock valued at \$766,500 and a note payable for \$100,000. The Company determined that the goodwill acquired, predominately patentable technology, had a fair value of \$250,000. The balance of the goodwill was written off during 2011.

NOTE 7. NOTE PAYABLE

In connection with the acquisition of Vertical Hydrogarden, Inc, the Company issued a note payable for \$100,000 with an annual interest rate of 15%. The note is payable upon obtaining sufficient funding or on demand.