

Power Clouds Inc.

Supplemental Information

September 29, 2016

Regulation FD Disclosure

Power Clouds Inc. (the “**Company**”) is conducting webinars and meetings with third parties in which its Corporate Profile will be presented. The Corporate Profile is furnished as an Exhibit to this Supplemental Report and is incorporated herein by reference.

The furnishing of the information in this Supplemental Report is not intended to, and does not, constitute a representation that such furnishing is required by Regulation FD or that the information contained in this Supplemental Report constitutes material investor information that is not otherwise publicly available.

This Supplemental Report and exhibit may contain “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995, and which involve risks, uncertainties and reflect the Company’s judgment as of the date of this Supplemental Report. Forward-looking statements may relate to, among other things, operating results and are indicated by words or phrases such as “expects,” “should,” “will,” and similar words or phrases. These statements are subject to inherent uncertainties and risks that could cause actual results to differ materially from those anticipated at the date of this Supplemental Report. Investors are cautioned not to rely unduly on forward-looking statements when evaluating the information presented within.

<u>Exhibit</u>	<u>Description</u>
	Corporate Profile



power clouds

Utility Scale Solar

Corporate Profile

Power Clouds Inc. (OTC: PWCL)

September 2016

Caution Concerning Forward Looking Statements

DISCLAIMER

This document contains various remarks that we make about Power Clouds Inc.(“our, “Company”) future expectations, plans and prospects, including statements within this document and other documents we provide to investors, constitute forward looking statements for purposes of the safe harbor provisions under The Private Securities Litigation Reform Act of 1995. Words such as “intends” , “believes” , “expects,” “anticipates,” “plans,” “estimates,” “should,” “likely” or similar expressions reflecting something other than historical fact are intended to identify forward-looking statements, but are not the exclusive means of identifying such statements. Forward-looking statements should not be read as a guarantee of future performance or results, and will not necessarily be accurate indications of the times at, or by, which such performance or results will be achieved, if at all. Such statements include, but are not limited to, statements about the benefits to the value of the company's stock.

Such forward looking statements are based upon the current beliefs and expectations of the company's management and are inherently subject to significant business, economic, and competitive uncertainties and contingencies, many of which are difficult to predict and generally beyond the control of the company. Actual results may differ materially from the results anticipated in these forward looking statements. Factors, among others, that could cause actual results to differ materially from the anticipated results or other expectations expressed in the forward looking statements include and are not limited to: General business and economic conditions; the performance of financial markets and interest rates; the ability to obtain government approvals; and possible delays in government approvals.

While we may elect to update these forward- looking statements at some point in the future, we specifically disclaim any obligation to do so, even if our views change. Therefore, you should not rely on these forward-looking statements as representing our views as of any date subsequent to today. In addition, actual results or stockholder values may differ materially from those indicated by these forward- looking statements as a result of various important factors, including, but not limited to, our ability to raise the necessary financing required to acquire the targeted renewable energy power plants listed herein and in other documents, on suitable terms. At this time, we do not have any offer to finance these plants and there is no guarantee that such financing will be agreed on suitable terms, or at all. If the company does not succeed in raising the required financing then the plans outlined herein will be significantly curtailed.

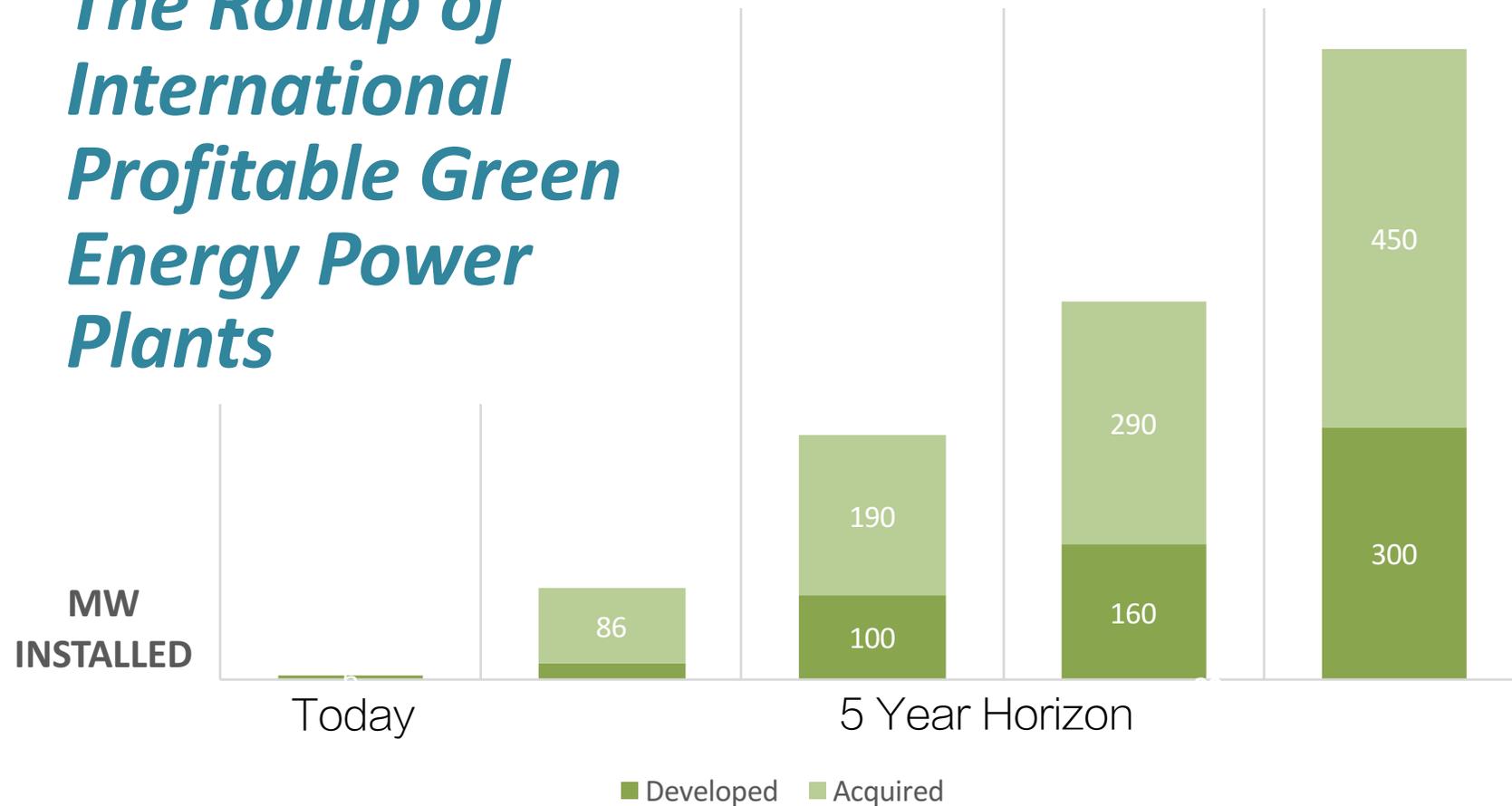
THIS IS NOT AN OFFER TO BUY OR SELL SECURITIES

The information contained herein does not constitute an offer to sell or the solicitation of an offer to purchase any security or investment product. Any such offer or solicitation may only be made by means of delivery of an approved confidential offering memorandum. All information herein is for informational purposes only and should not be deemed as a recommendation to buy or sell. The information contained herein does not take into account the particular investment objectives or financial circumstances of any specific person who may receive it. Before making an investment, prospective investors are advised to thoroughly and carefully review the offering memorandum with their financial, legal and tax advisers to determine whether an investment is suitable.



Mission

The Rollup of International Profitable Green Energy Power Plants



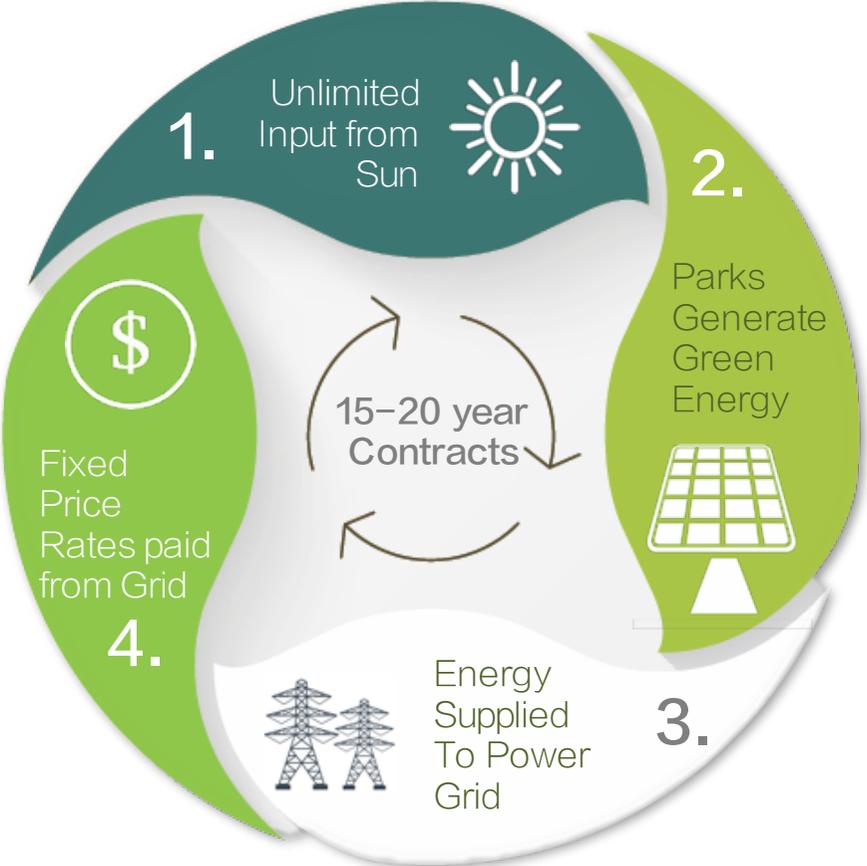
** New construction and acquisition of additional plants is dependent on new funding being received on suitable terms and therefore cannot be guaranteed until such time.*



We acquire long term secured cash flow streams from renewable energy assets internationally

Own and operate utility scale solar parks that connect directly to national power grids on long term fixed-price contracts.

**Government
Guaranteed**



Operate in the Utility Scale Solar Segment



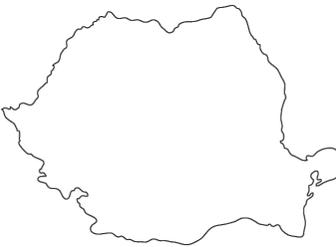
PWCL operates Utility Scale Solar parks - currently outside the U.S. - that connect directly to national power grids

Does not operate in the residential rooftop segment like others such as Solar City and Sun Run.



Current Projects Overview



	 Romania	 Japan	 Italy
# Plants	2	1	25
- Live	6.1 MW	-	-
- Development (Q2 2017)	-	1.8 MW*	-
- Pending Acquisitions (LOI)	-	-	36 MW**
Incentive Model	Green Certificates	Feed In Tariff	Feed In Tariff
Incentive years remaining	13	20	15+
Annual Revenues (000s)	\$1,010	\$ 600	\$ 22,000
Plant EBITDA (000s)	\$ 600	\$ 485	\$ 11,000
ADDITIONAL PIPELINE	-	10 MW	50 MW

* 60% completed and funded

** Already Producing Plants

Note: New development and acquisition of additional plants is dependent on new funding being received on suitable terms which is not guaranteed



Growth comes from the rollup of operating PV Solar parks

– delivering immediate positive income streams

- Acquiring operational PV solar plants
- Government Guaranteed Contracts
- No Construction risk
- 4+ years operational history
- 15+ years remaining on fixed-price contracts

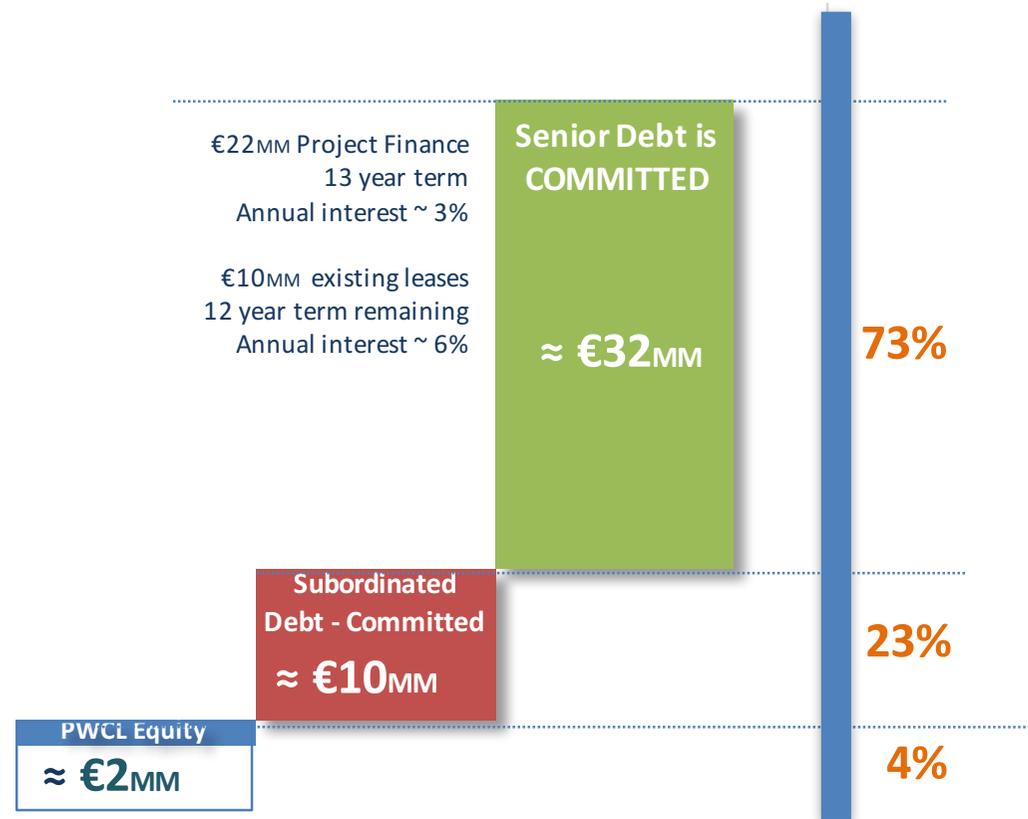


\$48 million in financing committed

for first 12MW Italy projects (Portfolio 1)

Every \$4 of PWCL equity is matched with \$96 of project specific financing that is paid from project cash flows.

Delivers project IRR returns of >22% for PWCL shareholders.



- The Company has completed Term Sheets for the Project Finance and Subordinated debt which is subject to certain closing conditions such as, successful due diligence, final project portfolio profiles, final lender credit committee approval and PWCL providing its equity contribution, among other conditions normal for this type of transaction.
- The Company has yet to complete the equity raise for this project.
- Currently in discussions with the existing lease providers to get consent of assignment in the projects.



Top Tier Advisors

Power Clouds has retained the following leading groups to advise on the proposed acquisitions and to lead due diligence and closing activities.



ORRICK, HERRINGTON & SUTCLIFFE
Legal & Regulatory

- *Seller Contracts*
- *Financing contracts*
- *Legal due diligence on plants and SPV's*
- *Regulatory advice and compliance*
- *International support network*



PRICE WATERHOUSE COOPERS
Financial & Tax

- *Project modelling & audit*
- *Financial due diligence previous 3 years*
- *Tax due diligence*
- *Tax planning*
- *Corporate finance*
- *International support network*



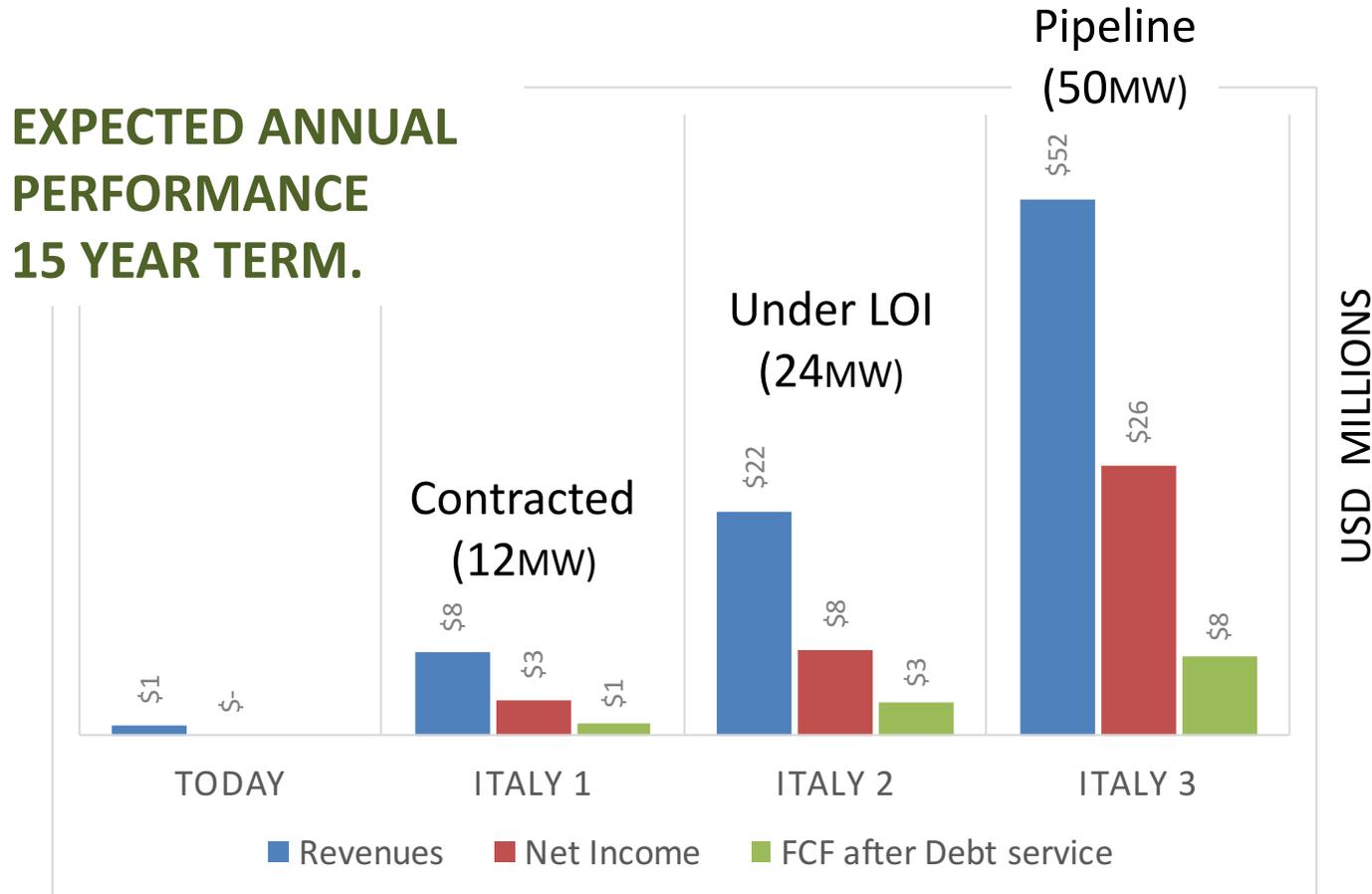
PROTOS S.p.A
Technical due diligence

- *Site visits*
- *Red Flag reports*
- *Performance measurement*
- *Desk and physical audit*
- *Regulatory and planning compliance*
- *Performance improvement*



Financial Performance

on successful acquisition of each portfolio

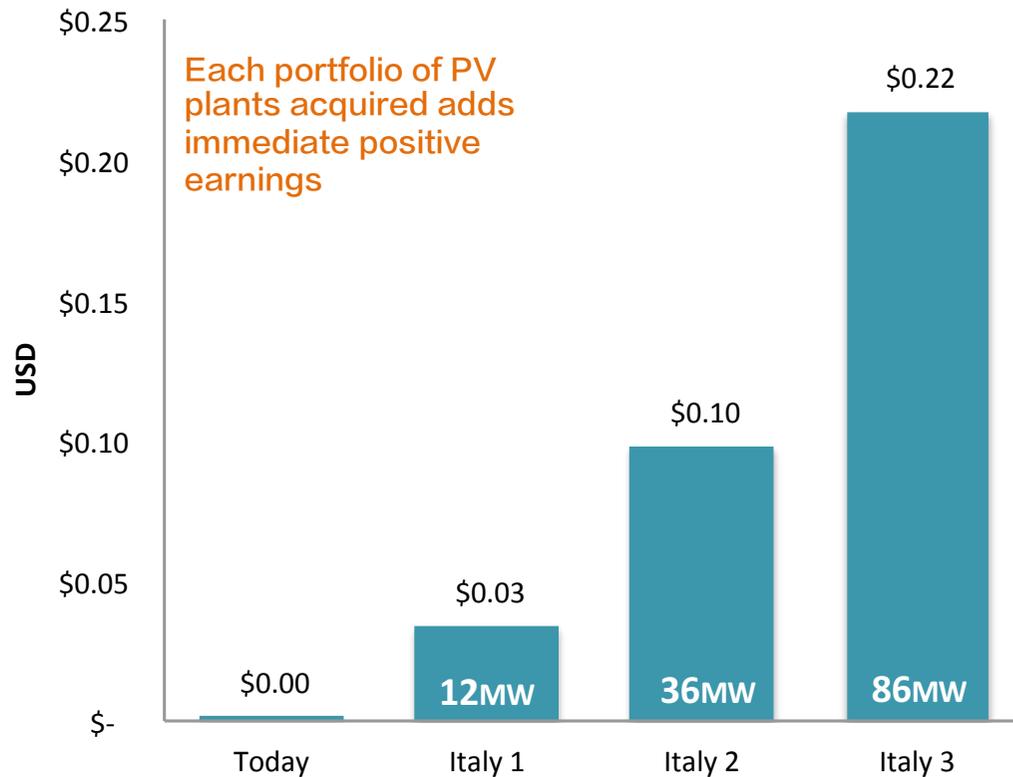


- *New construction and acquisition of additional plants is dependent on additional funding being received on suitable terms and therefore cannot be guaranteed until such time as it is.*
- *2017 revenues based on current contracts of identified projects. Not adjusted for inflation or discounted cash flow.*



Cumulative Earnings per Share

on completion of each portfolio

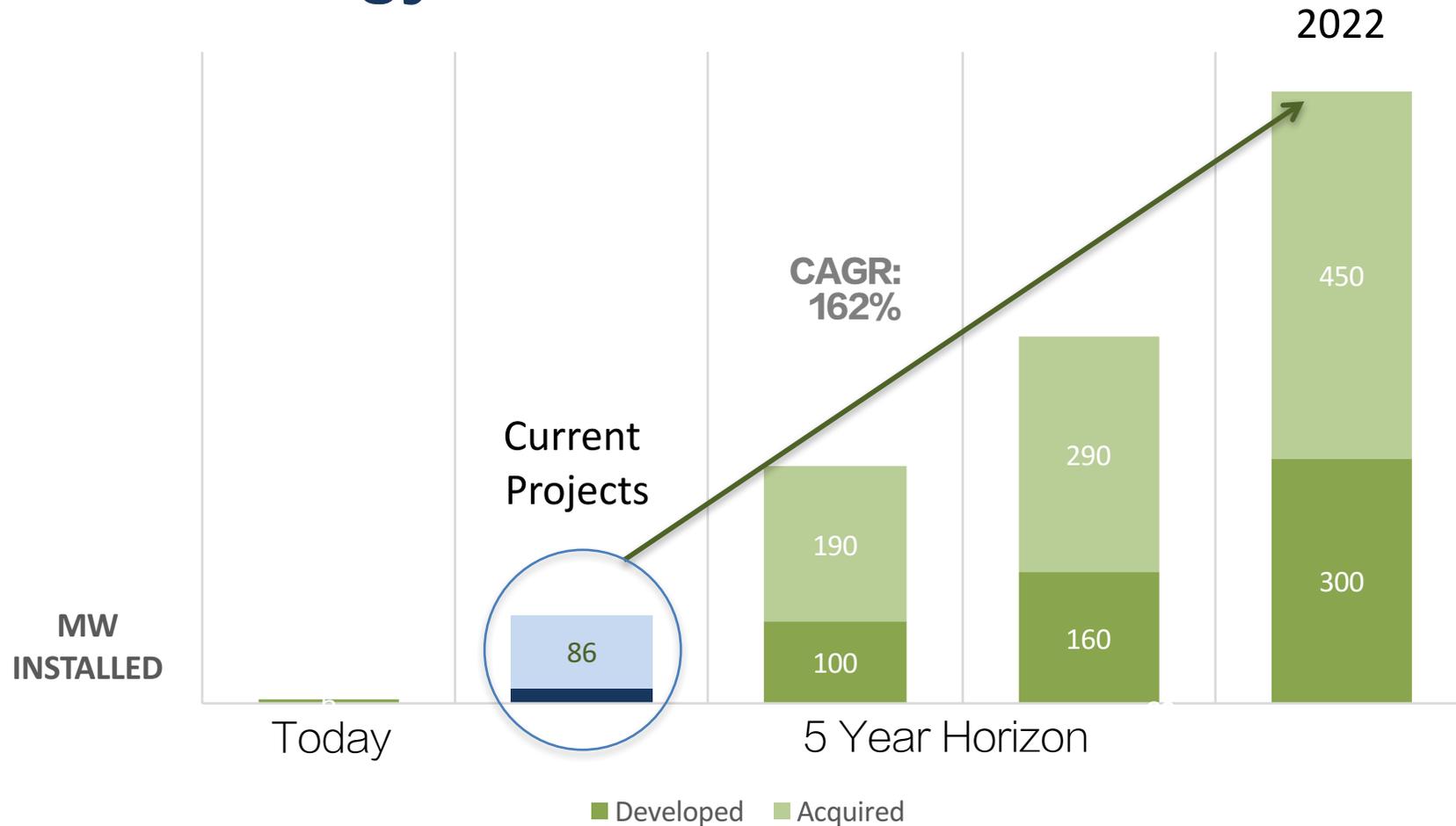


- Expected IRR on PWCL equity of >22% over 15 years
- 36MW expected to close in 2016
- additional 50MW planned for Q1 2017



- Based on fully diluted share position at each completion.
- Fully diluted position reflects expectation of 120m common shares issued at completion of Italy 3.

Targeting a Globally Diversified Portfolio of Clean Energy



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Global Solar Market Continues to Grow

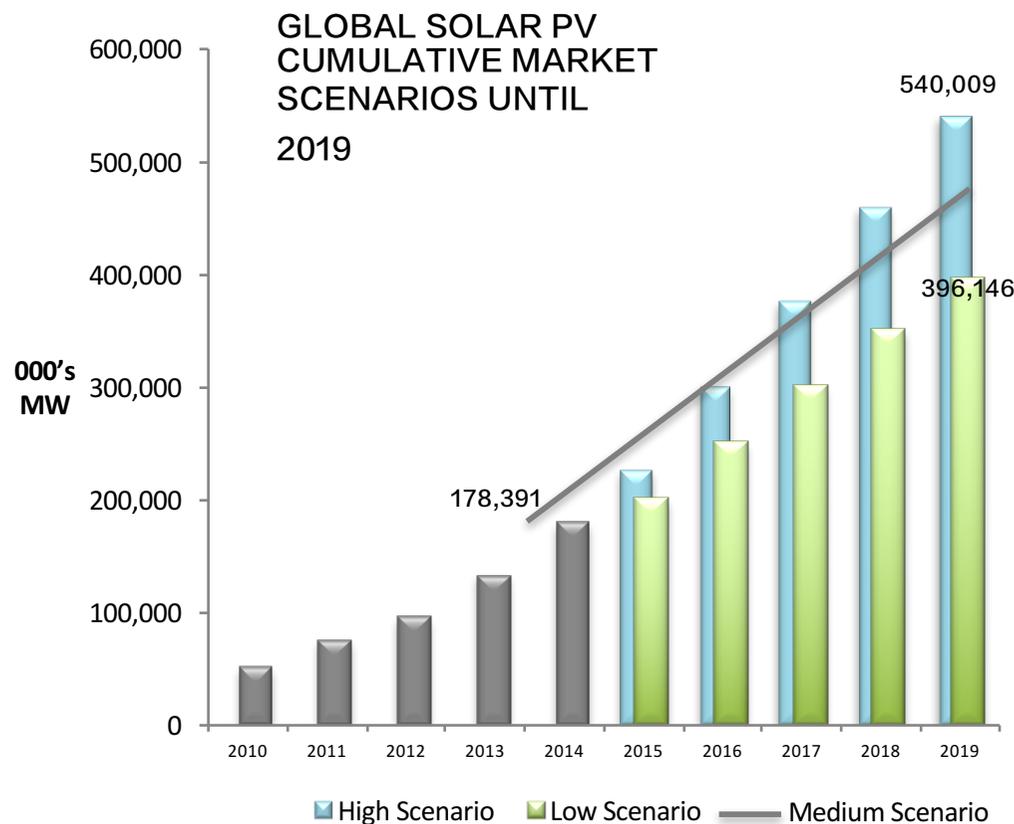
“The global solar photovoltaic (PV) sector experienced a new year of growth in 2014 reaching a cumulative capacity of 178 GW, multiplying the installed capacity by a factor of 100 in only 14 years of development.

Thanks to the massive price declines achieved in recent years and continued in 2014, solar power is now broadly recognized as a cost-competitive, reliable and sustainable energy source.

In fact, based on its technical characteristics, PV can and should be considered a low risk investment for the financial community today.

Market uptake is strongly dependent on a stable and forward-looking regulatory framework that allows for the realization of the full competitive potential of solar power.”

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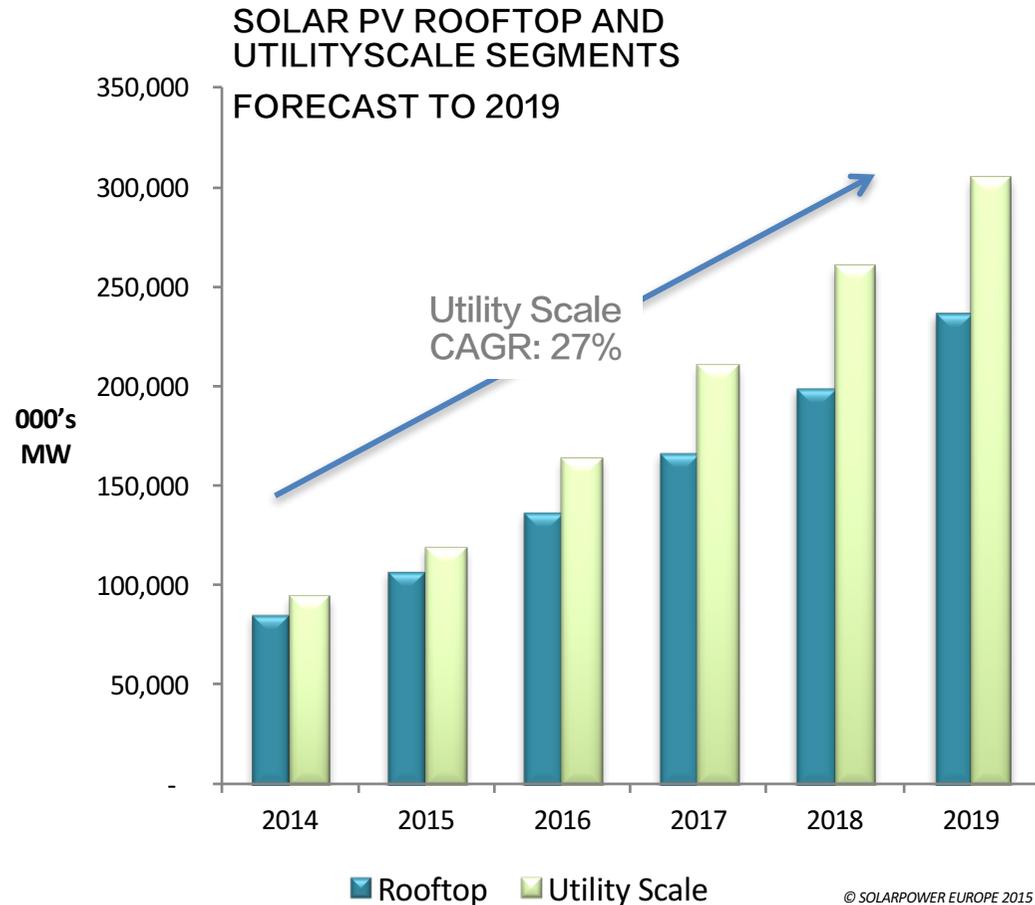
Utility Scale Solar Outgrowing Rooftop

“Historically PV development has been driven by distributed (rooftop) installations. The panel price decrease and the rise of government feed-in tariff policies have rapidly rebalanced distributed and utility installations.

In 2014, both types of installations were balanced, with around 20 GW added for each.

The respective development of each segment will depend on regulatory choices but looking at current trends the global development of utility scale solar power seems to be favored, driven by its increasing cost-competitiveness.”

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Summary

- Proven team with ability to deliver profitable turnkey projects
- Defined growth strategy through rollup of profitable operating green energy power plants under contract and LOI
- Government backed supply contracts deliver secure cash flows over long term
- Internationally diversified portfolio of clean energy
- Debt financing relationships in place
- Top tier global advisors under contract
- Form 10 filing planned in Q4 2016
audits underway





power clouds

Utility Scale Solar

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