Interim financial statements of

Greenbriar Capital Corp.

June 30, 2009
(Unaudited)

Greenbriar Capital Corp.
June 30, 2009

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Greenbriar Capital Corp.

Interim Statement of loss, comprehensive loss and deficit period from the date of incorporation on April 2, 2009 to June 30, 2009

(Expressed in Canadian dollars)
(Unaudited)

	$
Expenses	
Legal	12,586
Audit	5,000
Stock option expense (Note 4(e))	497
Bank charges	227
	18,310
Net loss, comprehensive loss and deficit, end of period	(18,310)
Basic and diluted loss per common share	(0.01)
Weighted average number of common shares outstanding basic and diluted	2,000,000

See accompanying notes to the financial statements.

Greenbriar Capital Corp.

Interim Balance sheet
as at June 30, 2009

(Expressed in Canadian dollars)
(Unaudited)

	$
Assets	
Current assets	
Cash	63,023
Deposits	11,000
	74,023
Liabilities	
Current liabilities	
Accounts Payable	2,336
	2,336
Shareholders' equity	
Share capital (Note 4 (b))	89,500
Contributed Surplus (Note 4 (e))	497
Deficit	(18,310)
	71,687
	74,023

Continuing operations (Note 1)
Subsequent events (Note 7)

Approved by the Directors

(Signed) Jeffrey Ciachurski
Jeffrey Ciachurski, Director

(Signed) John Wardlow
John Wardlow, Director

Greenbriar Capital Corp.

Interim Statement of cash flows
period from the date of incorporation on April 2, 2009 to June 30, 2009

(Expressed in Canadian dollars)
(Unaudited)

	$
Operating activities	
Net loss	(18,310)
Item not involving cash	
Stock option expense (Note 4(e))	497
	(17,813)
Change in non-cash working capital	
Accounts payable	2,336
Deposits	(11,000)
	(26,477)
Financing activity	
Proceeds from issuance of common shares (Note 4(b))	89,500
Net cash inflow	63,023
Cash position, beginning of period	-
Cash position, end of period	63,023

See accompanying notes to the financial statements.

1. Continuing operations

Greenbriar Capital Corp. (the "Company") was incorporated on April 2, 2009 under the laws of British Columbia. It is a capital pool corporation, and accordingly, its principal purpose is to use its capital to investigate and find a business to acquire as their qualifying transaction under the rules of the TSX Venture Exchange ("TSX-V").

The Company expects to be classified as a capital pool company as defined pursuant to the TSX Venture Exchange Policy 2.4. The Company proposes to identify and evaluate corporations, businesses or assets for acquisition, and once identified and evaluated, to negotiate an acquisition or participation subject to receipt of shareholder and regulatory approval. The long-term future of the Company is dependent upon the completion of a qualifying transaction within 24 months of listing on the TSX-V and ultimately achieving a profitable operation.

2. Significant accounting policies

Basis of presentation

The financial statements of the Company are presented in accordance with Canadian generally accepted accounting principles ("GAAP") and reflect the following significant accounting policies:

(a) Measurement uncertainty

The preparation of financial statements in conformity with Canadian GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements, and the reported amount of expenses during the reporting period. Areas that often require significant management estimates include stock-based compensation and income tax provisions. Actual results could differ from those estimates and would impact future results of operations and cash flows.

(b) Cash

Cash consists of cash on deposit with a major Canadian bank.

(c) Financial instruments

The Company follows the Canadian Institute of Chartered Accountants ("CICA") Section 3855, *Financial Instruments - Recognition and Measurement*, to account for its financial assets, liabilities and equity instruments. The Company has designated its cash as held-for-trading, and it is measured at fair value, with changes in fair value being recorded in net loss. Accounts payable are classified as other financial liabilities and are recorded at amortized cost. The Company had neither available for sale nor held to maturity financial instruments during the period from April 2, 2009 to June 30, 2009.

(d) Income taxes

The Company follows the liability method of accounting for income taxes. Under this method, future income taxes are recognized based on the expected future tax consequences of differences between the carrying amount of balance sheet items and their corresponding tax basis, using the enacted and substantively enacted income tax rates for the years in which the differences are expected to reverse. Future income tax assets are recognized to the extent it is more likely than not they will be realized.

2. Significant accounting policies

(d) Income taxes (continued)

No provision for recovery of income taxes has been reflected for the period April 2, 2009 to June 30, 2009 due to uncertainty.

(e) Stock-based compensation

All stock option awards granted to directors are valued using the fair value method.

The fair value of stock options is determined by the Black-Scholes option pricing model with assumptions for risk free interest rates, dividend yields, volatility factors of the expected market price of the Company's common shares and an expected life of the options and is expensed over the vesting period. The fair value of direct awards of shares is determined by the quoted market price of the Company's stock and is recorded as stock-based compensation expense over the vesting period.

(f) Loss per share

The Company uses the treasury stock method to compute the dilutive effect of options, warrants and similar instruments. Under this method the dilutive effect on loss per share is recognized on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the year. Existing stock option and share purchase warrants have not been included in the computation of diluted loss per share because to do so would be anti-dilutive.

Basic loss per common share is calculated using the weighted average number of common shares outstanding during the period. The shares outstanding that are contingently returnable have been excluded from the weighted average number of shares.

3. Recent accounting pronouncements

(a) CICA Section 1582, Business Combinations ("Section 1582")

Section 1582 applies prospectively to business combinations for which the acquisition date is on or after January 1, 2011, with early adoption permitted. The Company has not yet determined the timing or impact of the adoption of this new section on the financial statements.

(b) CICA Section 1601, Consolidated Financial Statements ("Section 1601") and Handbook Section 1602, Non-Controlling Interests ("Section 1602")

CICA Sections 1601 and 1602 replace CICA Section 1600, *Consolidated Financial Statements*, and apply to fiscal years beginning on or after January 1, 2011, with early adoption permitted. Section 1601 establishes standards for the preparation of consolidated financial statements. Section 1602 establishes standards for accounting for a non-controlling interest in a subsidiary in consolidated financial statements subsequent to a business combination. An entity must adopt Section 1582, 1601 and 1602 at the same time. The Company has not yet determined the impact of the adoption of these new sections on the financial statements.

(Expressed in Canadian dollars)

4. Share capital

(a) Authorized

Unlimited number of common shares without par value

(b) Issued and outstanding

Issued common shares of the Company are as follows:

	Number of shares	Amount
		$
Balance, beginning of period	-	-
Issued during the period for cash		
Private placement	2,000,000	100,000
IPO share issue costs	-	(10,500)
Balance, end of period	2,000,000	89,500

(c) Private placement of units

On May 28, 2009, the Company completed a private placement of 2,000,000 common shares at a price of $0.05 per common share for total proceeds of $100,000. These shares were subscribed for by the Company's directors and allotted from treasury.

All of the currently issued and outstanding Common Shares of the Company are deposited in escrow pursuant to the terms of the Escrow Agreement and will be released from escrow in stages over a period of up to three years after the date of the Final Exchange Bulletin.

(d) Initial public offering

The Company has filed a prospectus dated July 30, 2009 relating to the Company's public offering of 4,000,000 common shares at a price of $0.10 per share for gross proceeds of $400,000. The offering is made on a commercially reasonable effort by PI Financial Corp. PI Financial Corp. will receive a commission of $40,000, a $10,000 agent fee and an option to acquire common shares equal to 10% of the common shares sold pursuant to the offering, exercisable at a price of $0.10 per share for a period of 24 months.

(e) Stock option plan

The Company has a stock option plan (the "Plan") to issue up to and not exceed 10% of the issued and outstanding common shares.

Each option entitles the holder to acquire one common share at its exercise price. Options vest immediately on the completion of the company's initial public offering and shall be exercised on the listing date. If the Optionee exercises any Options subject to this Agreement prior to the Company completing its qualifying transaction and the issuance of the Final Exchange Bulletin therefore, the Optionee shall deposit any and all such optioned shares issued into escrow subject to the escrow agreement mentioned in note 4(c) above.

(Expressed in Canadian dollars)

4. Share capital (continued)

(e) Stock option plan (continued)

On June 15, 2009, the Company granted 400,000 options to its directors to acquire common shares at $0.10 per share. The options are exercisable from the date that the Company's common shares are listed for trading until the tenth anniversary of the listing date, unless terminated.

The Company recorded $497 of stock-based compensation expense during the period ended June 30, 2009.

A summary of stock option information as at June 30, 2009 is as follows:

	Shares	Weighted average exercise price
		$
Options outstanding at April 2, 2009	-	-
Granted	400,000	0.10
Options outstanding at June 30, 2009	400,000	0.10

	Stock options outstanding			Options exercisable	
Range of exercise prices	Number of stock options outstanding	Weighted average exercise price	Weighted average remaining contractual life	Number of options outstanding	Weighted average exercise price
$		$	Years		$
0.10	400,000	0.10	10.00	400,000	0.10

4. Share capital (continued)

(e) Stock option plan (continued)

The fair value of the Company's stock-based awards granted to directors for the period ended June 30, 2009 was estimated using the Black-Scholes option-pricing model using the following weighted average assumptions:

	Period Ended June 30, 2009
Expected life (in years)	**10**
Risk-free interest rate	**3.44%**
Expected volatility	**100%**
Dividend yield	**0%**

5. Financial instruments

The Company examines the various financial instrument risks to which it is exposed and assesses the impact and likelihood of those risks.

(a) Fair value

Financial instruments consist of cash and accrued liabilities. The fair values of all financial instruments are considered to approximate their carrying values due to their short-term nature.

(b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to short-term interest rates through the interest earned on cash balances; however, management does not believe this exposure is significant.

(c) Credit risk

The Company is exposed to credit risk through its cash which is held in large Canadian financial institutions. The Company believes this credit risk is insignificant.

(d) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure.

Accounts payable are due within the current operating period.

6. Capital management

The Company manages its capital, taking into account the long-term business objectives of the Company, to provide stability and reduce risk. The Company defines its capital as shareholders' equity. The primary use of capital will be to identify target companies for the purpose of completing a qualifying transaction.

7. Subsequent events

The Company has filed a prospectus dated July 30, 2009 relating to the Company's public offering of 4,000,000 common shares at a price of $0.10 per share for gross proceeds of $400,000. The offering is made on a commercially reasonable effort by PI Financial Corp. PI Financial Corp. will receive a commission of $40,000, a $10,000 agent fee and an option to acquire common shares equal to 10% of the common shares sold pursuant to the offering, exercisable at a price of $0.10 per share for a period of 24 months.