

Kraken Sonar Inc.



Condensed Consolidated Interim Financial Statements

For the three months ended March 31, 2016 and 2015
(Expressed in Canadian Dollars)

(Unaudited)

Q1 Fiscal 2016



March 31, 2016

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**Condensed Consolidated Interim Statements of Financial Position
(Unaudited)
(Expressed in Canadian Dollars)**

	March 31, 2016	December 31, 2015
ASSETS		
Current assets:		
Cash and cash equivalents (note 5)	\$ 194,861	\$ 771,940
Trade and other receivables (note 6)	723,204	376,571
Loans receivable from a director (note 8)	196,965	194,317
Inventory	758,668	507,042
Prepayments	-	7,863
	1,873,698	1,857,733
Property and equipment, net	198,819	184,943
TOTAL ASSETS	\$ 2,072,517	\$ 2,042,676
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIENCY)		
Current Liabilities:		
Trade and other payables	\$ 1,126,682	\$ 872,509
Deferred revenue	25,028	201,864
	1,151,710	1,074,373
Shareholders' equity:		
Share capital (note 9)	3,072,426	3,072,426
Contributed surplus	1,507,810	1,437,710
Deficit	(3,659,249)	(3,541,833)
	920,807	968,303
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 2,072,517	\$ 2,042,676

Corporate information (note 1)
Going concern (note 2)
Commitments (note 14)
Subsequent events (note 16)

On Behalf of the Board:

"Karl Kenny" Director

"Roman Kocur" Director



**Condensed Consolidated Interim Statements of Net Loss and Comprehensive Loss
(Unaudited)
(Expressed in Canadian Dollars)**

	March 31, 2016	March 31, 2015
Product sales	\$ 710,690	\$ 676,006
Cost of sales (note 11)	184,460	299,164
	526,230	376,842
Administrative expenses	304,110	218,633
Share-based payments (note 9)	70,100	79,100
Employee costs	241,491	138,396
RTO Listing expense	-	526,695
	615,701	962,824
Loss from operating activities	(89,471)	(585,982)
Foreign exchange loss (gain)	28,125	(32,343)
Transaction costs	-	225,000
Finance costs – convertible debt	-	59,847
Net loss, being comprehensive loss	\$ (117,596)	\$ (838,486)
Basic and diluted income (loss) income per share	\$ (0.00)	\$ (0.01)
Basic and diluted weighted average number of shares outstanding	71,068,214	60,363,791



Condensed Consolidated Interim Statements of Changes in Shareholders' Equity (Deficiency)
(Unaudited)
(Expressed in Canadian Dollars)

2016						
	Number of Shares	Share capital (Note 10)	Contributed Surplus	Equity portion of convertible debt	Deficit	Total
Balance at January 1, 2016	71,068,214	\$ 3,072,426	\$ 1,437,710	\$ -	\$ (3,541,833)	\$ 968,303
Net loss	-	-	-	-	(117,596)	(117,596)
Transactions with shareholders, recorded directly in equity:						
Share-based compensation	-	-	70,100	-	-	70,100
Shareholders' equity (deficiency) as at March 31, 2016	71,068,214	\$ 3,072,426	\$ 1,507,810	\$ -	\$ (3,659,429)	\$ 920,807
2015						
	Number of Shares	Share capital (note 10)	Contributed Surplus	Equity portion of convertible debt	Deficit	Total
Balance at January 1, 2015	51,500,000	\$ 1,226,650	\$ -	\$ 215,317	\$ (1,549,423)	\$ (107,456)
Net loss	-	-	-	-	(838,486)	(838,486)
Transactions with shareholders, recorded directly in equity:						
Issue of common shares to former Anergy shareholders	3,893,777	584,067	-	-	-	584,067
Issue of options to former Anergy shareholders	-	-	4,460	-	-	4,460
Issue of common shares and share purchase warrants on conversion of bridge loan (note 9)	14,063,326	1,008,293	1,312,000	(215,317)	-	2,104,976
Issue of common shares as Finder's fee	1,500,000	225,000	-	-	-	225,000
Share-based compensation	-	-	79,100	-	-	79,100
Shareholders' equity (deficiency) as at March 31, 2015	70,957,103	\$ 3,044,010	\$ 1,395,560	\$ -	\$ (2,387,909)	\$ 2,051,661

The accompanying notes form part of the condensed consolidated interim financial statements.



**Condensed Consolidated Interim Statements of Cash Flows
(Unaudited)
(Expressed in Canadian Dollars)**

	March 31, 2016	March 31, 2015
Cash flows used in operating activities		
Net loss	\$ (117,595)	\$ (838,486)
Adjustments for items not involving cash:		
Depreciation	12,136	6,763
Finance costs – convertible debt	-	59,847
Share-based payments	70,100	79,100
RTO consideration included in listing expenses	-	526,695
Transaction costs – finder’s fee	-	225,000
Changes in non-cash working capital (note 13)	(513,060)	(225,326)
Net cash flows used in operating activities	(548,419)	(166,407)
Cash flows from (used in) investing activities		
Cash acquired on RTO	-	61,832
Purchase of property, plant and equipment	(26,012)	(1,691)
	(26,012)	60,141
Cash flows from (used in) financing activities		
Increase in loans to (from) a director	(2,648)	(92,795)
Net decrease in cash	(577,079)	(199,061)
Cash at beginning of period	771,940	1,343,167
Cash at end of period	\$ 194,861	\$ 1,144,106



**Notes to the Condensed Consolidated Interim Financial Statements
(Unaudited)
For the Three Months Ended March 31, 2016**

1. Corporate Information:

Kraken Sonar Inc. (“Kraken” or the “Company”) (formerly Anergy Capital Inc.) was incorporated on May 14, 2008 under the *Business Corporations Act, British Columbia*, is a publicly traded company, and its registered office is located at Suite 700, 595 Burrard Street, PO Box 49290, Vancouver, BC V7X 1S8.

The Company was incorporated as Anergy Capital Inc. (“Anergy”) under the Business Corporations Act, British Columbia and was classified as a Capital Pool Company (“CPC”) as defined under Policy 2.4 of the TSX Venture Exchange. The principal business of the Company at that time was the identification of an asset or business acquisition that would meet the requirements as a Qualifying Transaction (“QT”) as defined in Policy 2.4.

On February 18, 2015 the Company closed its Qualifying Transaction pursuant to an agreement between Anergy and Kraken Sonar Systems Inc., and Anergy changed its name to Kraken Sonar Inc. (together, “the Company”).

The Company’s principal business is the design, manufacture and sale of underwater sonar and acoustic sensor equipment.

2. Going concern:

These condensed consolidated interim financial statements have been prepared on a going concern basis, which assumes the Company will continue in operation for the foreseeable future and be able to realize its assets and discharge its liabilities and commitments in the normal course of business. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but is not limited to, twelve months from the end of the reporting period. Management is aware, in making its assessment, of material uncertainties related to events or conditions that cast significant doubt upon the Company’s ability to continue as a going concern, as the Company experienced significant losses and negative cash flows from operations since inception and at March 31, 2016 has a deficit of \$3,659,429 (December 31, 2014 - \$3,541,833).

The ability of the Company to continue as a going concern and to realize its assets and discharge its liabilities when due is dependent on its ability to achieve and maintain profitable operations and positive cash flows from operations in the future and/or upon securing additional financing. The timing and availability of additional financing will be determined largely by the performance of the Company and market conditions and there is no certainty that the Company will be able to raise funds as they are required in the future.

These condensed consolidated interim financial statements do not reflect adjustments that would be necessary if the going concern assumption were not appropriate. If the going concern basis was not appropriate, then adjustments would be necessary in the carrying amount of assets and liabilities, the reported revenues and expenses, and the statement of financial position classifications used.

3. Basis of presentation:

(a) Statement of compliance:

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with IAS 34, Interim Financial Reporting as issued by the International Accounting Standards Board (“IASB”). These financial statements were prepared using the same accounting policies and methods of computation, and are subject to the same use of estimates and judgments, as the Company’s consolidated financial statements for the year ended December 31, 2015.

These condensed consolidated interim financial statements do not include all disclosures required by International Financial Reporting Standards (“IFRS”) for annual consolidated financial statements and accordingly should be read in conjunction with the Company’s audited consolidated financial statements for the year ended December 31, 2015 prepared in accordance with IFRS as issued by the IASB.

These condensed consolidated interim financial statements were approved by the Board of Directors on May 30, 2016.



**Notes to the Condensed Consolidated Interim Financial Statements
(Unaudited)
For the Three Months Ended March 31, 2016**

4. Significant accounting policies:

(a) Application of new or revised IFRS and interpretations:

The following standards and amendments to existing standards have been adopted by the Company effective January 1, 2016:

Transfer of assets between an investor and its associate or joint venture:

The Amendments address an acknowledged inconsistency between the requirements in IFRS 10 and those in IAS 28 (2011), in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The Company intends to adopt these amendments in its consolidated financial statements for the annual period beginning on January 1, 2016. The adoption of these amendments did not have any impact on the condensed consolidated interim financial statements.

Annual Improvements to IFRS (2012-2014) cycle:

In September 2014, the IASB issued narrow-scope amendments to a total of four standards as part of its annual improvements process. The Company intends to adopt these amendments in its consolidated financial statements for the annual period beginning on January 1, 2016. The adoption of the amendments did not have a material impact on the condensed consolidated interim financial statements.

Disclosure Initiative (Amendments to IAS 1):

In December 2014, the IASB issued amendments to IAS 1 Presentation of Financial Statements as part of its major initiative to improve presentation and disclosure in financial reports. These amendments will not require any significant change to current practice, but should facilitate improved financial statement disclosure. The adoption of these amendments did not have any impact on the condensed consolidated interim financial statements.

Business combination accounting for interest in a joint operation (Amendments to IFRS 11):

The amendments require business combination accounting to be applied to acquisitions of interest in a joint operation that constitute a business. The adoption of the amendments to IFRS 11 did not have a significant impact on the Company's condensed consolidated interim financial statements.

(b) Future changes in accounting policies:

A number of new standards, and amendments to standards and interpretations under IFRS, are not yet effective for the year ended December 31, 2016, and have not been applied in preparing these condensed consolidated financial statements.

IFRS 15, Revenue from Contracts with Customers:

The standard contains a single model that applies to contracts with customers and two approaches to recognizing revenue: at a point in time or over time. The model features a contract-based five-step analysis of transactions to determine whether, how much and when revenue is recognized. New estimated and judgmental thresholds have been introduced, which may affect the amount and/or timing of revenue recognized. The Company intends to adopt IFRS 15 in its consolidated financial statements for the annual period beginning on January 1, 2018. The extent of the impact of adoption of the standard has not yet been determined.



**Notes to the Condensed Consolidated Interim Financial Statements
(Unaudited)
For the Three Months Ended March 31, 2016**

4. Significant accounting policies (continued):

(b) Future changes in accounting policies (continued):

IFRS 9, Financial Instruments:

IFRS 9, Financial Instruments, will replace IAS 39, Financial Instruments: Recognition and Measurement, and some of the requirements of IFRS 7, Financial Instruments: Disclosures. The Objective of IFRS 9 is to establish principles for the financial reporting of financial assets and financial liabilities that will present relevant and useful information to users of financial statements for their assessment of the amounts, timing and uncertainty of an entity's future cash flows. The IASB has determined the revised effective date for IFRS 9 will be for annual periods beginning on or after January 1, 2018. The Company will evaluate the impact of the change to the consolidated financial statements based on the characteristics of financial instruments outstanding at the time of adoption.

IFRS 6, Leases:

In January 2016, the IASB issued IFRS 16 *Leases*. This standard introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee is required to recognize a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. This standard substantially carries forward the lessor accounting requirements of IAS 17, while requiring enhanced disclosures to be provided by lessors. Other areas of the lease accounting model have been impacted, including the definition of a lease. Transitional provisions have been provided. The new standard is effective for annual periods beginning on or after January 1, 2019. The Company is currently evaluating the impact of this standard on the consolidated financial statements.

5. Cash and cash equivalents

Cash and cash equivalents consists of the following:

	March 31, 2016	December 31, 2015
Cash	\$ 194,861	\$ 653,212
Demand deposit	-	118,728
	\$ 194,861	\$ 771,940

As at December 31, 2015, the Company's demand deposit consisted of an advance payment guarantee from the Royal Bank of Canada. The demand deposit was security against a letter of credit and expired on January 31, 2016.

6. Trade and other receivables:

Trade and other receivables consist of the following:

	March 31, 2016	December 31, 2015
Trade receivables	\$ 832,125	\$ 520,345
Allowance for doubtful accounts	(175,863)	(175,863)
Government assistance receivable and other	66,942	32,089
	\$ 723,204	\$ 376,571



**Notes to the Condensed Consolidated Interim Financial Statements
(Unaudited)
For the Three Months Ended March 31, 2016**

7. Financial instruments:

Credit Risk:

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

	March 31, 2016	December 31, 2015
Cash and cash equivalents	\$ 194,861	\$ 771,940
Trade and other receivables	723,204	376,571
Share subscription receivable	76,833	76,833
Loans receivable from a director	196,965	194,317
	\$ 1,191,863	\$ 1,419,661

The Company manages credit risk by holding the majority of its cash with high quality financial institutions in Canada, where management believes the risk of loss to be low.

Revenues from the top 3 customers represented 97% of the Company's revenue in the three months ended March 31, 2016 (2015 – 92% of revenue). At March 31, 2016, 72% of the trade receivables balance was owing from 3 customers (2015 – 63% of the trade receivables was owing from 2 customers). At March 31, 2016, an amount of \$175,863 (2015 - \$Nil) was recorded as an allowance for doubtful accounts.

The share subscription receivables relate to the exercise price for options issued to employees and subsequently exercised, and are recorded as a reduction of share capital.

Liquidity Risk:

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions. As of March 31, 2016, the Company had a cash and cash equivalents balance of \$194,861 (December 31, 2015 - \$771,940), of which \$Nil (December 31, 2015 - \$118,728) was restricted and held as a demand deposit, to settle current liabilities of \$1,151,710 (December 31, 2015 - \$1,074,373). Refer to note 2.

Market Risk:

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

(a) Interest rate risk

At March 31, 2016, the Company has cash balances of \$194,861 and convertible debt was converted into common shares during fiscal 2015 so the Company is not exposed to any significant interest rate risk.



**Notes to the Condensed Consolidated Interim Financial Statements
(Unaudited)
For the Three Months Ended March 31, 2016**

7. Financial instruments (continued):

Market Risk (continued):

(b) Foreign currency risk

The Company's exposure to foreign currency risk is limited to US\$ sales and certain purchases of inventory. The Company does not use any form of hedging against fluctuations in foreign exchange.

The Company's exposure to foreign currency risk was as follows:

	March 31, 2016	December 31, 2015
Financial liabilities denominated in foreign currency:		
Trade and other payables USD	\$ 149,816	\$ 14,681
Trade and other payables in GBP	49,499	-
Trade and other payables in EUR	547	-

For the three months ended March 31, 2016, with other variables remaining constant, a 10% increase (decrease) in the exchange rate of the US dollar, British Pound and Euro to the Canadian dollar would have increased (decreased) the Company's deficit by approximately \$11,300.

Fair Value:

During the three months ended March 31, 2016, there were no transfers between level 1, level 2 and level 3 classified assets and liabilities. The fair values of the Company's financial instruments are considered to approximate the carrying amounts. The following table provides the disclosures of the fair value and the level in the hierarchy:

March 31, 2016	Level 1	Level 2	Level 3
Financial assets classified as loans and receivables:			
Cash and cash equivalents	\$ 194,861	\$ -	\$ -
Trade and other receivables	-	723,204	-
Share subscription receivables	-	76,833	-
Loans to director	-	196,965	-
Financial liabilities at amortized cost:			
Trade and other payables	-	1,151,710	-
December 31, 2015	Level 1	Level 2	Level 3
Financial assets classified as loans and receivables:			
Cash and cash equivalents	\$ 771,940	\$ -	\$ -
Trade and other receivables	-	376,571	-
Share subscription receivables	-	76,833	-
Loans to director	-	194,317	-
Financial liabilities at amortized cost:			
Trade and other payables	-	872,509	-

8. Related party transactions:

- (a) Loans receivable from a director are unsecured, bear interest at 5% per annum, and are repayable as a lump sum payment of principal and interest on March 31, 2016. The loan is payable in whole or in part at any time prior to March 31, 2016 without penalty or premium. The terms of the arrangement are as agreed to between the parties. The loans were repaid on April 22, 2016 (see note 16(b)).



**Notes to the Condensed Consolidated Interim Financial Statements
(Unaudited)
For the Three Months Ended March 31, 2016**

8. Related party transactions (continued):

(b) Compensation of key management personnel:

	March 31, 2016	March 31, 2015
Share-based payments	\$ 58,000	\$ 72,059
Salaries	102,500	50,000
Short-term benefits	7,645	4,074

Included in share subscription receivables at December 31, 2015 is \$60,608 (December 31, 2014 - \$60,608) owing from key management personnel.

9. Share capital:

Authorized:

Unlimited number of common shares

On October 3, 2014, the Company completed a consolidation of its issued and outstanding common shares on 6.19:1 basis, reducing the issued and outstanding common shares to 40,416,667 from 250,000,000.

See the consolidated interim statements of changes in shareholders' equity (deficiency) for a summary of changes in Share capital and Contributed surplus for the periods ended March 31, 2016 and 2015.

(a) Share purchase warrants

On February 18, 2015, as part of the RTO (note 5) the lenders of a \$2,109,500 bridge loan to Kraken Sonar Systems Inc. converted the indebtedness into 14,063,326 common shares in the Company. On conversion of the bridge loan, the lenders also received share purchase warrants convertible into the same number of shares exercisable at a price of \$0.15 per warrant for a period of thirty-six (36) months from the date of issuance.

There are two outstanding grants of warrants issued pursuant to a private placement completed by Anergy in October 2014, prior to completion of the RTO:

- i) Each full Warrant A warrant entitles the holder thereof to acquire one common share of the Company at a price of \$0.15 after adjusting for the consolidation (or \$0.0666666 prior to consolidation). The warrants expire twenty-four (24) months after the date of issue, provided that where the volume weighted average price of the shares of the Company trade at or above \$0.45 for twenty (20) consecutive trading days, the term of the Warrant A warrants shall expire thirty (30) days following the date of issue of a news release announcing such occurrence. During the year ended December 31, 2015, 111,111 (2014 - \$Nil) warrants were exercised for proceeds of \$16,666 (2014 - \$Nil). There were no warrant exercises during the three months ended March 31, 2016.
- ii) Each full Warrant B warrant entitles the holder to acquire one common share at a price of \$0.40 after adjusting for the consolidation (or \$0.1777777 prior to consolidation). The warrants expire twenty-four (24) months after the date of issue, provided that where the volume weighted average price of the shares of the Company trade at or above \$0.60 for twenty (20) consecutive trading days, the term of the Warrant B warrants shall expire thirty (30) days following the date of issue of a news release announcing such occurrence. There were no warrant exercises during the three months ended March 31, 2016.

Share purchase warrant transactions are summarized for the year ending December 31, 2015. As Kraken Sonar Systems Inc. is the continuing entity for accounting purposes, the comparative figures presented herein are that of the private company which had no share purchase warrants outstanding for the three months ended March 31, 2016.



**Notes to the Condensed Consolidated Interim Financial Statements
(Unaudited)
For the Three Months Ended March 31, 2016**

9. Share capital (continued):

(a) Share purchase warrants (continued)

	Three months ended March 31, 2016		Year ended December 31, 2015	
	Number of Warrants	Weighted Average Exercise Price	Number of Warrants	Weighted Average Exercise Price
Opening balance	14,841,103	\$ 0.16	-	\$ -
Energy private placement 'A' warrants	-	-	444,444	0.15
Energy private placement 'B' warrants	-	-	444,444	0.40
Issued on conversion of bridge loan	-	-	14,063,326	0.15
Warrants exercised	-	-	(111,111)	0.15
Ending balance	14,841,103	\$ 0.16	14,841,103	\$ 0.16
Warrants exercisable	14,841,103	\$ 0.16	14,841,103	\$ 0.16

At March 31, 2016 and December 31, 2015, the following share purchase warrants were outstanding:

Expiry Date	Exercise Price	March 31, 2016	Weighted Average Remaining Contractual Life
October 14, 2016	\$0.15	333,333	0.54 years
October 14, 2016	\$0.40	444,444	0.54 years
February 18, 2018	\$0.15	14,063,326	1.89 years
	\$0.16	14,841,103	0.99 years

(b) Share options

The Company has a share option plan, under which the Board of Directors is authorized to grant options to employees, directors, officers and consultants, enabling them to acquire up to 10% of the issued and outstanding share capital of the Company. The exercise price of each option is based on the market price of the Company's share as calculated on the date of grant. The options can be granted for a maximum term of five years. Options granted to investor relations consultants are subject to vesting provisions, as established by regulatory authorities, over a twelve month period, with no more than ¼ vesting during any three month period. Vesting provisions for other options are determined by the Company's Board of Directors.

Prior to the RTO, Anergy had outstanding a total of 470,000 share options with an exercise price of \$0.10 per share. Post-completion of the RTO, the options were consolidated on a 2.25:1 basis, resulting in 208,888 share options exercisable at \$0.225 per share which expired unexercised on August 26, 2015.

The following options were outstanding as at March 31, 2016 and December 31, 2015:

	March 31, 2016		December 31, 2015	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Opening balance	4,260,000	\$0.23	-	-
Granted	-	-	4,918,888	\$ 0.22
Expired	-	-	(658,888)	0.24
Ending balance	4,260,000	\$ 0.23	4,260,000	\$ 0.23
Options exercisable	1,764,166	\$ 0.23	1,018,333	\$ 0.23



**Notes to the Condensed Consolidated Interim Financial Statements
(Unaudited)
For the Three Months Ended March 31, 2016**

9. Share capital (continued):

(b) Share options (continued)

All share options had exercise prices that were higher or equal to market prices at the date of grant.

Weighted Average		Number Outstanding	Number Exercisable	Weighted Average
Exercise Price	Expiry Date			Remaining Contractual Life
\$ 0.25	March 17, 2018	1,910,000	1,276,666	1.96 years
0.20	May 13, 2018	250,000	187,500	2.12 years
0.21	June 1, 2020	2,000,000	250,000	4.17 years
0.21	July 1, 2018	100,000	50,000	2.25 years
\$ 0.23		4,260,000	1,764,166	2.63 years

(c) Share-based compensation

During the three month period ended March 31, 2016, the Company recorded share-based compensation totaling \$70,100 (2015 - \$79,100), which was expensed in operations with a corresponding increase in contributed surplus.

The fair value of share options was estimated on the measurement date using the Black-Scholes option-pricing model and is amortized over the vesting period of the underlying options.

The fair values of the options granted were estimated using the Black-Scholes option pricing model with the following assumptions:

	Three months ended March 31, 2016	Year ended December 31, 2015
Risk-free interest rate	Nil	0.49 to 0.90%
Expected life of options	Nil	3 years
Expected volatility	Nil	98.96 to 106.93%
Weighted average fair value per option	Nil	\$0.10 to \$0.13
Dividend yield	Nil	Nil

(d) Escrowed shares

At March 31, 2016, there are a total of 30,601,764 (2015 – 45,922,646) common shares subject to escrow restrictions. The escrow shares will be released in tranches every six months until February 18, 2018.

10. Capital management:

The Company's objectives when managing its capital are to maintain a financial position suitable for supporting its operations and growth strategies, to provide an adequate return to shareholders and to meet its current obligations.

The Company's capital structure consists of shareholders' equity (deficiency) and advances from directors. The Company makes adjustments to the capital structure depending on economic conditions, its financial position and performance. In order to maintain or adjust the capital structure, the Company may issue new shares, buyback shares or pay dividends, issue new debt and sell assets to reduce debt.

11. Cost of sales:

Included in cost of sales is inventory of \$64,931 (2015 - \$181,127).



**Notes to the Condensed Consolidated Interim Financial Statements
(Unaudited)
For the Three Months Ended March 31, 2016**

12. Government assistance:

During the three months ended March 31, 2016, the Company received government assistance in the amount of \$285,699 (2015 - \$150,339) which has been recorded as a reduction of administrative expenses.

13. Change in non-cash working capital:

	March 31, 2016	March 31, 2015
Decrease (increase) in trade and other receivables	\$ (346,633)	\$ 166,957
Decrease (increase) in inventory	(251,626)	1,995
Decrease (increase) in prepayments	7,863	(6,111)
Increase (decrease) in trade and other payables	254,173	(275,667)
Decrease in deferred revenue	(176,837)	(112,500)
	\$ (513,060)	\$ (225,326)

14. Commitments:

The following is a summary of the minimum contractual obligations and commitments as at March 31, 2016:

	2016	2017
Operating lease	\$ 85,188	\$ 5,417

The current lease agreement expires on December 31, 2016 and provides the Company with an option to extend for one to three years at the current lease rate adjusted for Newfoundland and Labrador Consumer Price Index (CPI).

15. Segmented information:

The Company operates in one reportable operating segment, being the design, manufacture and sale of underwater sonar and acoustic sensor equipment. The summarized financial information for revenue derived by geographic location is as follows:

	March 31, 2016	March 31, 2015
Total revenues:		
United States	\$ -	\$ 441,544
Germany	423,278	150,000
Israel	195,722	-
Other	91,690	84,462
	\$ 710,690	\$ 676,006

16. Subsequent events:

Subsequent to March 31, 2016, the Company:

- (a) was awarded a US\$465,000 contract by Woods Hole Oceanographic Institution;
- (b) received repayment of loans receivable from a director on April 26, 2016 (see note 8(a) above); and,
- (c) received proceeds of \$7,999 from the exercise of 53,333 share purchase warrants.