# CEMATRIX CORPORATION
## Consolidated Financial Statements
*(in Canadian dollars)*
***June 30, 2016***

## Management's Responsibility for Financial Reporting and Notice of No Auditor Review of the Interim Consolidated Financial Statements for the Three and Six Months Ended June 30, 2016

To the Shareholders:

## CEMATRIX CORPORATION

Management has responsibility for preparing the accompanying consolidated financial statements. The consolidated financial statements have been prepared by management in accordance with International Financial Reporting Standards. When alternative methods exist, management has chosen those it deems most appropriate in the circumstances. Financial statements are not precise since they include certain amounts based on estimates and judgement. Management has determined such amounts on a reasonable basis in order to ensure that the consolidated financial statements are presented fairly, in all material respects. Management has developed and maintains appropriate accounting and systems of internal control designed to provide reasonable assurance that reliable and relevant financial information is produced. In addition, programs of proper business conduct and risk management have been implemented to protect the Company's assets and operations. Policies and procedures are designed to give reasonable assurance that transactions are appropriately authorized, assets are safeguarded from loss or misuse and financial records are properly maintained to provide reliable financial information for the preparation of the consolidated financial statements.

The Board of Directors (the "Board") is responsible for ensuring that management fulfills its responsibilities for financial reporting and is ultimately responsible for reviewing and approving the consolidated financial statements. The Board carries out these responsibilities principally through the Audit Committee (the "Committee"), which includes two independent directors.

The Committee has the responsibility of meeting with management to discuss the internal controls over the financial reporting process, auditing matters and financial reporting issues. The Committee reviews the interim consolidated financial statements and reports its findings to the Board for approval.

The Company's external auditor MNP LLP, an independent firm of Chartered Accountants, has not performed a review of these interim consolidated financial statements.

August 3, 2016

*Signed "Bruce McNaught"* ______ Chief Financial Officer
**Bruce McNaught, CA**

# CEMATRIX CORPORATION
## Consolidated Statements of Financial Position
*As at June 30, 2016 (unaudited) and December 31, 2015 (audited)*
*(in Canadian Dollars)*

| | | 2016 | | 2015 |
|---|---|---|---|---|
| **ASSETS** | | | | |
| Current Assets | | | | |
| Cash and cash equivalents | **$** | **230,122** | $ | 1,450,785 |
| Term deposit | | **80,000** | | 70,000 |
| Trade and other receivables *(note 5)* | | **3,772,923** | | 4,580,868 |
| Inventory *(note 6)* | | **527,154** | | 587,970 |
| Prepaid expenses and deposits | | **85,912** | | 75,642 |
| Current portion of share acquisition loans *(note7)* | | **20,831** | | 19,045 |
| | | **4,716,942** | | 6,784,310 |
| Non Current Assets | | | | |
| Share acquisition loans *(note 7)* | | **52,740** | | 48,202 |
| Property and equipment | | **3,461,150** | | 3,477,068 |
| Intangibles | | **465,116** | | 465,116 |
| Deferred taxes | | **470,927** | | 485,927 |
| | | **4,449,933** | | 4,476,313 |
| **Total Assets** | **$** | **9,166,875** | $ | 11,260,623 |
| **LIABILITIES and EQUITY** | | | | |
| Current Liabilities | | | | |
| Trade and other payables *(note 9)* | **$** | **1,482,569** | $ | 2,104,234 |
| Factoring liability *(note 10)* | | **-** | | 703,462 |
| Mezzanine Loan *(note 11)* | | **-** | | 750,000 |
| Current portion of long term debt *(note 12)* | | **286,662** | | 286,662 |
| Current portion of finance lease obligations *(note 13)* | | **53,329** | | 56,247 |
| | | **1,822,560** | | 3,900,605 |
| Non Current Liabilities | | | | |
| Long term debt *(note 12)* | | **1,736,494** | | 1,736,494 |
| Finance lease obligations *(note 13)* | | **187,546** | | 140,963 |
| | | **1,924,040** | | 1,877,457 |
| **Total Liabilities** | | **3,746,600** | | 5,778,062 |
| **SHAREHOLDERS' EQUITY** | | | | |
| Share capital *(note 14)* | | **7,495,530** | | 7,434,530 |
| Contributed surplus | | **830,954** | | 799,430 |
| Accumulated other comprehensive loss | | **(55,310)** | | (25,462) |
| Deficit | | **(2,850,899)** | | (2,725,937) |
| **Total Shareholders' Equity** | | **5,420,275** | | 5,482,561 |
| **Total Liabilities and Shareholders' Equity** | **$** | **9,166,875** | $ | 11,260,623 |

**Approved on behalf of the Board**

*Signed "Jeffrey Kendrick"* **Director** *Signed "Steve Bjornson"* **Director**

*The accompanying notes are an integral part of these consolidated financial statements.*

# CEMATRIX CORPORATION

## Consolidated Statements of Loss and Comprehensive Loss

*For the three and six months ending at June 30 (unaudited)*
*Canadian Dollars*

| | Three months ended June 30 | | Six months ended June 30 | |
|---|---|---|---|---|
| | **2016** | 2015 | **2016** | 2015 |
| **Revenue** *(note 24)* | **$ 2,755,072** | $ 2,164,286 | **$ 5,925,761** | $ 4,983,308 |
| **Cost of sales** *(note 15)* | **2,262,395** | 1,589,744 | **4,702,938** | 3,770,054 |
| **Gross margin** | **492,677** | 574,542 | **1,222,823** | 1,213,254 |
| **Operating expenses** | | | | |
| General and administrative | **337,401** | 249,806 | **613,790** | 505,011 |
| Sales, marketing and engineering | **270,115** | 277,720 | **591,259** | 554,910 |
| **Total operating expenses** | **607,516** | 527,526 | **1,205,049** | 1,059,921 |
| **Operating income (loss)** | **(114,839)** | 47,016 | **17,774** | 153,333 |
| Non-cash stock based compensation *(note 16)* | **(39,241)** | (70,890) | **(63,320)** | (128,272) |
| Finance costs *(note 17)* | **(46,893)** | (65,608) | **(119,289)** | (122,452) |
| Other income *(note 18)* | **29,941** | 5,624 | **39,077** | 20,989 |
| **Loss before income taxes** | **(171,032)** | (83,858) | **(125,758)** | (76,402) |
| Provision of deferred taxes | **33,223** | 23,957 | **(15,000)** | 21,212 |
| **Net loss attributable to the common shareholders** | **(137,809)** | (59,901) | **(140,758)** | (55,190) |
| Unrealized foreign exchange loss on translation of foreign subsidiary | **(10,310)** | (31,077) | **(29,848)** | (38,209) |
| **Total comprehensive loss for the period** | **$ (148,119)** | $ (90,978) | **$ (170,606)** | $ (93,399) |
| **Loss per common share** *(note 19)* | | | | |
| Basic | **$ -** | $ - | **$ -** | $ - |
| Fully Diluted | **$ -** | $ - | **$ -** | $ - |
| **Weighted average number of common shares** *(note 19)* | | | | |
| Basic | **34,475,994** | 34,164,456 | **34,365,554** | 34,095,607 |
| Fully Diluted | **34,475,994** | 34,164,456 | **34,365,554** | 34,095,607 |

*The accompanying notes are an integral part of these consolidated financial statements.*

# CEMATRIX CORPORATION

## Consolidated Statements of Changes in Shareholders' Equity

*For the three and six months ending June 30 (unaudited)*
*Canadian Dollars*

| | Share Capital | Contributed Surplus | Accumulated other Comprehensive income (loss) | Deficit | Total Shareholders' Equity |
|---|---|---|---|---|---|
| **Balance at December 31, 2015** | **$ 7,434,530** | **$ 799,430** | **(25,462)** | **$ (2,725,937)** | **$ 5,482,561** |
| **Issue of shares *(note 14)*** | **45,000** | **-** | **-** | **-** | **45,000** |
| **Reclassification of contributed surplus to share capital *(note 16)*** | **16,000** | **(16,000)** | **-** | **-** | **-** |
| **Non-cash stock based compensation *(note 16)*** | **-** | **24,079** | **-** | **-** | **24,079** |
| **Reclassification of contributed surplus to deficit *(note 16)*** | **-** | **(15,796)** | **-** | **15,796** | **-** |
| **Net loss attributable to common shareholders** | **-** | **-** | **-** | **(2,949)** | **(2,949)** |
| **Unrealized foreign exchange loss on translation of foreign subsidiary** | **-** | **-** | **(19,538)** | **-** | **(19,538)** |
| **Balance at March 31, 2016** | **$ 7,495,530** | **$ 791,713** | **(45,000)** | **$ (2,713,090)** | **$ 5,529,153** |
| **Non-cash stock based compensation *(note 16)*** | **-** | **39,241** | **-** | **-** | **39,241** |
| **Net loss attributable to common shareholders** | **-** | **-** | **-** | **(137,809)** | **(137,809)** |
| **Unrealized foreign exchange loss on translation of foreign subsidiary** | **-** | **-** | **(10,310)** | **-** | **(10,310)** |
| **Balance at June 30, 2016** | **$ 7,495,530** | **$ 830,954** | **(55,310)** | **$ (2,850,899)** | **$ 5,420,275** |
| Balance at December 31, 2014 | $ 7,396,309 | $ 600,805 | $ (2,190) | $ (4,325,307) | $ 3,669,617 |
| Non-cash stock based compensation (note 16) | - | 57,382 | - | - | 57,382 |
| Net income attributable to common shareholders | - | - | - | 4,711 | 4,711 |
| Unrealized foreign exchange loss on translation of foreign subsidiary | - | - | (7,132) | - | (7,132) |
| Balance at March 31, 2015 | 7,396,309 | 658,187 | (9,322) | (4,320,596) | 3,724,578 |
| Issue of shares (note 14) | 22,500 | - | - | - | 22,500 |
| Reclassification of contributed surplus to share capital (note 16) | 15,721 | (15,721) | - | - | - |
| Non-cash stock based compensation (note 16) | - | 70,890 | - | - | 70,890 |
| Reclassification of contributed surplus to deficit (note 16) | | (2,166) | | 2,166 | - |
| Net loss attributable to common shareholders | - | - | - | (59,901) | (59,901) |
| Unrealized foreign exchange loss on translation of foreign subsidiary | - | - | (31,077) | - | (31,077) |
| Balance at June 30, 2015 | $ 7,434,530 | $ 711,190 | $ (40,399) | $ (4,378,331) | $ 3,726,990 |

*The accompanying notes are an integral part of these consolidated financial statements.*

# CEMATRIX CORPORATION
## Consolidated Statements of Cash Flows
*For the three and six months ending June 30 (unaudited)*
*Canadian Dollars*

| | Three months ended June 30 | | Six months ended June 30 | |
|---|---|---|---|---|
| | **2016** | 2015 | **2016** | 2015 |
| **Cash generated from (used in):** | | | | |
| **Operating activities** | | | | |
| Net loss attributable to common shareholders | **$ (137,809)** | $ (59,901) | **$ (140,758)** | $ (55,190) |
| Add (deduct) non-cash items | | | | |
| Provision of deferred taxes | **(33,223)** | (23,957) | **15,000** | (21,212) |
| Depreciation | **120,898** | 80,386 | **237,437** | 166,900 |
| Non-cash stock based compensation *(note 16)* | **39,241** | 70,890 | **63,320** | 128,272 |
| Gain on sale of equipment *(note 18)* | **(21,093)** | - | **(21,093)** | - |
| Non-cash fair value adjustment on share acquisition loans *(note 7)* | **(3,162)** | (467) | **(6,324)** | (934) |
| Unrealized foreign exchange loss on translation of foreign subsidiary | **(10,310)** | (31,077) | **(29,848)** | (38,209) |
| | **(45,458)** | 35,874 | **117,734** | 179,627 |
| Net change in non-cash working capital items *(note 20)* | **85,610** | (80,588) | **236,826** | 408,916 |
| Cash generated from (used in) operations | **40,152** | (44,714) | **354,560** | 588,543 |
| **Investing activities** | | | | |
| Purchase of property and equipment | **(82,227)** | (142,655) | **(141,709)** | (180,672) |
| Purchase of term deposit | **(10,000)** | (70,000) | **(10,000)** | (70,000) |
| Proceeds on sales of equipment | **21,351** | | **21,351** | |
| Cash used in investing activities | **(70,876)** | (212,655) | **(130,358)** | (250,672) |
| **Financing activities** | | | | |
| Repayments of bank operating loan | **-** | (675,000) | **-** | (1,110,000) |
| Proceeds from BDC Financing | **-** | 93,936 | **-** | 93,936 |
| Proceeds from factoring | **-** | 380,307 | **-** | 380,307 |
| Repayment on factoring | **-** | | **(703,462)** | - |
| Proceeds from Mezzanine Loan *(note 11)* | **-** | 750,000 | **-** | 750,000 |
| Repayment of Mezzanine Loan *(note 11)* | **(500,000)** | - | **(750,000)** | - |
| Issue of common shares *(note 14)* | **-** | 22,500 | **45,000** | 22,500 |
| Repayment of finance lease obligations | **(17,605)** | (13,815) | **(36,403)** | (27,191) |
| Cash generated from (used in) financing activities | **(517,605)** | 557,928 | **(1,444,865)** | 109,552 |
| **Increase (decrease) in cash** | **(548,329)** | 300,559 | **(1,220,663)** | 447,423 |
| Cash, beginning of period | **778,451** | 2,729 | **1,450,785** | (144,135) |
| **Cash, end of period** | **$ 230,122** | $ 303,288 | **$ 230,122** | $ 303,288 |
| **Finance costs paid during the period** | **$ 56,362** | $ 62,963 | **$ 125,057** | $ 119,377 |

*The accompanying notes are an integral part of these consolidated financial statements.*

## 1. Corporate information

CEMATRIX CORPORATION ("CEMATRIX" or the "Company") is a limited company incorporated in the province of Alberta, Canada whose common shares are publicly traded on the TSX venture exchange under the symbol "cvx.v". It is domiciled in Canada with its registered office at 5440 - 53rd Street S.E., Calgary, Alberta, Canada.

Through its wholly-owned subsidiary, CEMATRIX (Canada) Inc. and its subsidiary CEMATRIX (USA) Inc., the Company is a manufacturer and supplier of cellular concrete products with applications in a variety of markets. The current market focus is in the construction market for infrastructure in Western Canada and Ontario and on a selective basis in Quebec, the Northwest Territories and the United States of America (U.S.) and oil and gas construction projects in Western Canada.

The consolidated financial statements of the Company for the three and six months ended June 30, 2016 were authorized for issue in accordance with a resolution of the Board of Directors dated August 3, 2016.

## 2. Basis of preparation

***Statement of compliance***
These consolidated financial statements for the three and six months ended June 30, 2016 have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Reporting Interpretation Committee ("IFRIC") in effect at the closing date of June 30, 2016.

***Basis of measurement***
These consolidated financial statements are stated in Canadian dollars and were prepared under the historical cost convention except for share-based payment transactions which are measured at fair value.

***Use of estimates and judgments***
The preparation of consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in note 3.

***Functional and presentation currency***
These consolidated financial statements are presented in Canadian dollars, which is the Company's functional currency. The functional currency of CEMATRIX (USA) Inc. is US dollars.

## 3. Significant accounting judgements, estimates and assumptions

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the reporting period. Judgements, estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

## 3. Significant accounting judgements, estimates and assumptions *(continued)*

The key sources of these uncertainties that have a significant risk of causing material adjustment to the amounts recognized in the consolidated financial statements are described in Note 3 of the audited consolidated financial statements for the year ended December 31, 2015. There has been no changes since that date.

## 4. Significant accounting policies

The significant accounting policies of the Company are outlined in Note 4 of the audited consolidated financial statements for the year ended December 31, 2015. There have been no changes since that date.

***Future accounting pronouncements***
Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or the IFRIC that are mandatory for accounting periods beginning on or after July 1, 2016 or later periods. The standards impacted that are applicable to the Company are as follows:

IFRS 9 Financial Instruments – In July 2014, the IASB issued the final version of IFRS 9, “Financial Instruments” (“IFRS 9”) to replace IAS 39, “Financial Instruments: Recognition and Measurement”(“IAS 39”). IFRS 9 introduces a single approach to determine whether a financial asset is measured at amortized cost or fair value and replaces the multiple rules in IAS 39. The approach is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. For financial liabilities, IFRS 9 retains most of the IAS 39 requirements; however, where the fair value option is applied to financial liabilities, the change in fair value resulting from an entity’s own credit risk is recorded in OCI rather than net earnings, unless this creates an accounting mismatch. In addition, a new expected credit loss model for calculating impairment on financial assets replaces the incurred loss impairment model used in IAS39. The new model will result in more timely recognition of expected credit losses. IFRS 9 also includes a simplified hedge accounting model, aligning hedge accounting more closely with risk management. IFRS 9 is effective for years beginning on or after January 1, 2018. Early adoption is permitted if IFRS 9 is adopted in its entirety at the beginning of a fiscal period.

IFRS 15 Revenue from Contracts With Customers – In May 2014, the IASB issued IFRS 15, “Revenue From Contracts With Customers” (“IFRS 15”) replacing International Accounting Standard 11, “Construction Contracts” (“IAS 11”), IAS 18, “Revenue” (“IAS 18”), and several revenue-related interpretations. IFRS 15 establishes a single revenue recognition framework that applies to contracts with customers. The standard requires an entity to recognize revenue to reflect the transfer of goods and services for the amount it expects to receive, when control is transferred to the purchaser. Disclosure requirements have also been expanded. IFRS 15 is effective for years beginning on or after January 1, 2018.

IFRS 16 Leases – In January 2016, the IASB issued IFRS 16, “Leases” (“IFRS 16”) replacing International Accounting Standard 17, “Leases” (“IAS 17”). IFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract, the customer (“lessee”) and the supplier (“lessor”). The standard provides revised guidance on identifying a lease and separating lease and non-lease components of a contract. It introduces a single accounting model for all leases and requires a lessee to recognize right-of-use assets and lease liabilities for leases with a term of more than 12 months, unless the underlying asset is of low value, and depreciation of lease assets separately from interest on lease liabilities in the income statement. Lessor accounting for operating and finance leases will remain substantially unchanged. IFRS 16 is effective for years beginning on or after January 1, 2019.

The Company has not determined the impact on its consolidated financial statements from the adoption of these future accounting pronouncements.

*(in Canadian dollars)*

## 5. Trade and other receivables

Trade and other receivables consist of the following components as at June 30, 2016 and December 31, 2015:

| | | **2016** | | 2015 |
|---|---|---|---|---|
| Trade receivables | **$** | **2,895,278** | $ | 3,823,433 |
| Holdbacks | | **809,868** | | 693,854 |
| Other receivables | | **67,777** | | 63,581 |
| | **$** | **3,772,923** | $ | 4,580,868 |

Trade receivables and holdbacks are unsecured and non-interest bearing and are generally on 30 day terms subject to standard ten percent construction holdbacks on most of its sales over $100,000. Holdbacks are generally collectible forty-five days after completion of the work performed by the Company, however, holdbacks can be outstanding much longer, if the holdback release is tied to the completion of the entire project by the general contractor. The Company is normally a subcontractor to the general contractor and only completes a portion of the total work to be completed by the general contractor and accordingly certain holdbacks can be outstanding for up to a year or more.

The aging of the trade receivables as at June 30, 2016 and December 31, 2015 is detailed below.

| | | **2016** | | 2015 |
|---|---|---|---|---|
| 1-30 days | **$** | **1,913,042** | $ | 1,206,728 |
| 30-60 days | | **495,885** | | 928,495 |
| 61-90 days | | **74,874** | | 306,786 |
| Greater than 90 days | | **411,477** | | 1,381,424 |
| | **$** | **2,895,278** | $ | 3,823,433 |

In determining the recoverable amount of a trade receivables, holdbacks and other receivables, the Company performs a risk analysis considering the type and age of the outstanding receivable and the credit worthiness of the counterparties. Based on account balances greater than 90 days, the Company believes that no impairment allowance is necessary in respect of trade receivables.

## 6. Inventory

Inventory consists of the following components as at June 30, 2016 and December 31, 2015:

| | | **2016** | | 2015 |
|---|---|---|---|---|
| Raw materials (principally foaming agent) | **$** | **514,687** | $ | 585,332 |
| Spare parts and marketing material | | **12,467** | | 2,638 |
| | **$** | **527,154** | $ | 587,970 |

Inventory expensed as part of cost of sales was $78,027 and $308,122, respectively, for the three and six months ending June 30, 2016 ($61,276 and $135,465, respectively for the same periods in 2015). There were no inventory write-downs in either 2016 or 2015.

*(in Canadian dollars)*

## 7. Share acquisition loans

Share acquisition loans consist of the following components as at June 30, 2016 and December 31, 2015:

| | | **2016** | | 2015 |
|---|---|---|---|---|
| Share acquisition loans, beginning of period | **$** | **90,500** | $ | 113,125 |
| Repayments | | **-** | | (22,625) |
| Share acquisition loans, end of period | | **90,500** | | 90,500 |
| Non-cash fair value adjustment, beginning of period | | **(23,253)** | | (25,121) |
| Accretion of non-cash fair value adjustment | | **6,324** | | 1,868 |
| Non-cash fair value adjustment, end of period | | **(16,929)** | | (23,253) |
| | | **73,571** | | 67,247 |
| Less current portion | | **(20,831)** | | (19,045) |
| | **$** | **52,740** | $ | 48,202 |

In 2001 and 2002, share acquisition loans totalling $113,125 were issued to management to purchase shares of the Company. In October 2014, the terms of the share acquisition loans were changed to introduce equal annual repayment terms beginning 2015 such that the loans will be fully repaid by December 31, 2019. Prior to this change the share acquisition loans were included as a reduction in share capital. The loans bear no interest unless the loans are not repaid in accordance with the repayment terms, then the interest is payable annually on the amount then outstanding at Bank of Canada prime rate, then in effect, plus two percent and at the option of the Company the loans become immediately due and payable. For accounting purposes, because the loans bear no interest, the loans were fair valued at December 31, 2014 using the effective interest rate method. An effective interest rate used was 9%. This fair value adjustment is being accreted to income over the life of the loans.

## 8. Bank operating loan

In April 2016, CEMATRIX's wholly owned subsidiary, CEMATRIX (Canada) Inc. entered into a new financing arrangement with the Canadian Western Bank (the "Bank") which provides a $2,000,000 demand operating loan. The demand operating loan (the "Loan") bears interest at an amount equal to the greater of 4.70% or 2% above the Bank's prime lending rate, as may occur from time to time, and is secured by a general security agreement providing a first secured interest in the receivables and inventory of CEMATRIX (Canada) Inc. The Loan is further guaranteed by the Company with the Company granting a general security agreement providing a first secured interest in all present and after acquired property of the Company.

The demand operating loan contains covenants in regard to consolidated cash flow coverage ratio, consolidated debt to tangible net worth ratio, consolidated current ratio and consolidated amount of tangible net worth. The Company is in compliance with these covenants as at June 30, 2016.

The Loan was used to repay the outstanding Mezzanine Loan and will be used to finance day-to-day operations of CEMATRIX (Canada) Inc.

The balance of the demand operating loan at June 30, 2016 was $nil.

*(in Canadian dollars)*

## 9. Trade and other payables

Trade and other payables consist of the following components as at June 30, 2016 and December 31, 2015:

| | | **2016** | | 2015 |
|---|---|---|---|---|
| Trade payables | **$** | **1,167,018** | $ | 1,477,157 |
| Accrued interest | | **6,156** | | 26,222 |
| Other accruals | | **176,219** | | 489,460 |
| Payroll remittance and goods & services tax | | **133,176** | | 111,395 |
| | **$** | **1,482,569** | $ | 2,104,234 |

## 10. Factoring Liability

The factoring liability as at June 30, 2016 and December 31, 2015 is outlined below:

| | | **2016** | | 2015 |
|---|---|---|---|---|
| Factoring liability | **$** | **-** | $ | 703,462 |

In May 2015, CEMATRIX (Canada) Inc., entered into a receivable purchase agreement with Tallinn Capital Partners Corp ("Tallinn Capital"), as part of a working capital financing agreement, which was available for the purchase by Tallinn Capital of up to $1,250,000 of specific trade receivable invoices. For qualifying sales invoices ("Factored Receivables"), which were purchased under the receivable purchase agreement, CEMATRIX (Canada) Inc. received 80% of the value of the specific sales invoice at the time of purchase and 20% when the sales invoice was collected by Tallinn Capital. A discount rate of 2% (reduced from 2.25% in September 2015) was charged for the first 30 days that the sales invoice was outstanding, with a further daily discount rate of 0.067% (reduced from 0.075% in September 2015) until the sales invoice was collected. Tallinn Capital could, at its sole discretion, require that CEMATRIX (Canada) Inc. repurchase any Factored Receivables that were not collected within 90 days of the sales invoice date at a price equal to the outstanding amount thereof. CEMATRIX (Canada) Inc. retained the responsibility for collection and any foreign exchange fluctuation of the Factored Receivables.

For accounting purposes, the Factored Receivable continued to be recorded in trade receivables and the financing fees in finance costs.

The receivable purchase agreement was terminated in April 2016 when the new demand operating loan was established with the Canadian Western Bank.

## 11. Mezzanine Loan

On May 22, 2015, CEMATRIX (Canada) Inc., entered into a financing agreement with Tallinn Capital Mezzanine Limited Partnership through its general partner Tallinn Capital for up to $2,000,000 of working capital financing to replace a credit facility with the Royal Bank of Canada ("Former Credit Facility").

The agreement with Tallinn Capital consisted of a mezzanine loan of $750,000 (the "Mezzanine Loan") and a receivable purchasing agreement for the sale of up to $1,250,000 of trade receivables (collectively, the "Tallinn Financing").

The proceeds from the Mezzanine Loan were used to repay the Former Credit Facility and to provide working capital financing.

The Mezzanine Loan, bore interest at 16.5%, payable monthly in arrears, with a maturity date of April 30, 2016.

*(in Canadian dollars)*

## 11. Mezzanine Loan *(continued)*

This loan was secured by $1,000,000 in current quality receivables (accounts that have been outstanding for less than 90 days) of the Corporation. The Company had the option to make prepayments at any time after October 31, 2015 and prior to maturity in multiples of $250,000.

In February 2016 the Company repaid $250,000 with cash from operations and in April 2016 repaid the balance of $500,000 with proceeds from the demand operation loan with the Canadian Western Bank.

## 12. Long term debt

Long term debt consists of the following components as at June 30, 2016 and December 31, 2015:

| | Maturity | Interest rate | | 2016 | | 2015 |
|---|---|---|---|---|---|---|
| BDC Financing | | | | | | |
| Loan 1 | December 1, 2016 | Floating | $ | **85,800** | $ | 85,800 |
| Loan 3 | October 1, 2020 | Floating | | **937,356** | | 937,356 |
| Loan 4 | December 1, 2022 | Floating | | **-** | | - |
| | | | | **1,023,156** | | 1,023,156 |
| Secured Debenture | February 11,2017 | Fixed | | **1,000,000** | | 1,000,000 |
| | | | | **2,023,156** | | 2,023,156 |
| Less current portion | | | | **(286,662)** | | (286,662) |
| | | | **$** | **1,736,494** | $ | 1,736,494 |

BDC Financing:

In May 2012, the Company`s wholly owned subsidiary, CEMATRIX (Canada) Inc., entered into an agreement with the Business Development Bank of Canada ("BDC") which provided working capital and capital expenditure financing ("BDC Financing").

Loan 1 - This loan of $430,000 was fully drawn down in 2012. The proceeds were used in 2012 to repay certain loans and to support working capital. The interest rate on the loan is variable and based on the BDC floating base rate, currently set at 4.85% plus 1.71%. The loan is repayable over four years, commencing on July 1, 2012, with payments of principal of $14,300 required from July to December of each year. Interest is payable monthly.

Loan 3 - In May 2013, the Company's wholly owned subsidiary, CEMATRIX (Canada) Inc., entered into an agreement with the BDC for a loan of $1,406,000 ("BDC Capital Financing"). The loan, which is fully drawn down, has been used to support equipment additions and has been drawn down as these expenditures were incurred. The interest rate is based on the BDC floating base rate, currently at 4.85%, plus 1.75%. The loan is repayable over seven years, commencing with payments of principal on November 1, 2013 of $33,443 and on December 31, 2013 of $33,477

Loan 4 – In June 2016, The Company's wholly owned subsidiary, CEMATRIX (Canada) Inc., entered into an agreement with the BDC for a working capital loan of $500,000. The loan can be drawn down as required until May 2018. There has been no draw down of the loan as of June 30, 2016. The interest rate is variable and is 3.86% above the BDC floating base rate, currently set at 4.70%. The loan is repayable over six years, with seasonal

## 12. Long term debt *(continued)*

payments of principal required from July to December of each year starting in July 2017. Interest, any loan amounts drawn, is payable monthly commencing July 1, 2016. and payments of principal of $33,477 are required from July to December commencing in 2017 and each year thereafter, assuming the loan is drawn down. Interest is payable monthly.

Loans 1 and 3 may be prepaid, on each anniversary date, up to 15% of the then outstanding principal amount but if not used the prepayment privilege for that anniversary date ceases. In addition to the annual privilege the Company may prepay all or part of the principal outstanding plus any interest owing up to the time of prepayment plus an indemnity equal to three months interest on the prepaid principal at the floating rate then applicable if the loan is at floating rates, or if the loan is at a fixed rate, the sum of three months interest on the prepaid principal at the fixed interest rate then applicable and an interest differential relative to current fixed rate loans of the BDC. Loan 4 may be prepaid without indemnity.

For Loan 4, the BDC will, within 24 months of the loan and provided there are no adverse material changes, re-advance, one time only, any repaid portion of the loan in an amount not less than $10,000 under the same terms and conditions, other than a revised amortization period and maturity date, if applicable.

The BDC loans are secured with a General Security Agreement providing a first security interest in the Company's current owned equipment and new equipment acquired pursuant to the BDC Capital Financing and a security interest in all present and after acquired personal property of the Company subject only to lender charges on receivables and inventory in support of the Company's line of credit and future charges on specific equipment to a creditor for financing the purchase or lease thereof.

Secured Debenture:

In February 2014 the CEMATRIX (CANADA) INC. issued a secured debenture for $1,000,000 ("Secured Debenture"). The Secured Debenture bears interest of 9%, payable monthly, and is repayable in full in February 2018. The Company can prepay the full amount of the Secured Debenture. Any prepayment in the first year includes an additional interest payment equal to 9% of the principal amount prepaid less any interest paid to the date of prepayment; any prepayment made in the second year will include an additional interest payment equal to 18% of the prepayment amount less 1.5% of the interest paid to the date of the prepayment; any prepayment after the second year is without any additional interest payment. Management assessed whether this prepayment option was an embedded derivative that should be accounted for separately from the host contract. Management determined that the economic characteristics and risks of the prepayment feature were closely related to those of the host debt contract and, therefore, no embedded derivative was identified.

The Secured Debenture is secured by the Company's currently owned equipment and new equipment acquired, subject to the priority of the BDC Financing. The Secured Debenture is further secured by all present and after acquired personal property of the Company subject only to lender charges on receivables and inventory in support of the demand operating loan with the Canadian Western Bank and any charges on specific equipment for financing the purchase or lease thereof.

## 13. Finance lease obligations

Finance leases, which relate to the purchase of equipment, bear interest at 6.5% to 16.1% and are repayable in blended monthly payments and mature from July 2016 to May 2021. The leases are secured by the leased assets which have a carrying value of $279,340 at June 30, 2016 (December 31, 2015 - $267,541). The annual future commitments under the leases are shown in the table on the next page:

*(in Canadian dollars)*

## 13. Finance lease obligations *(continued)*

| | | |
|---|---|---|
| 2016/17 | $ | 69,600 |
| 2017/18 | | 79,681 |
| 2018/19 | | 66,827 |
| 2019/20 | | 54,171 |
| 2020/21 & beyond | | 3,994 |
| | | 274,273 |
| Less imputed interest | | (33,398) |
| | | 240,875 |
| Current portion | | **(53,329)** |
| | **$** | **187,546** |

Finance lease obligations of $80,068 and $80,068, respectively, were made during the three and six months ended June 30, 2016, respectively ($4,942 and $4,942, respectively, during the three and six months ended June 30, 2015)

## 14. Share capital

### *(a) Authorized*

Unlimited number of no par value voting common shares
Preferred shares – to be issued in series as authorized by the Board of Directors

### *(b) Issued*

The following table summarizes the changes in the issued common shares of the Company for the six months ended June 30, 2016 and the year ended December 31, 2015:

| | 2016 | | 2015 | |
|---|---|---|---|---|
| | **Number Of Shares** | **$ Amount** | Number Of Shares | $ Amount |
| Common shares, beginning of year | **34,175,994** | **$7,434,530** | 34,025,994 | $7,396,309 |
| Common shares issued | **300,000** | **45,000** | 150,000 | 22,500 |
| Reclassification of contributed surplus | **-** | **16,000** | - | 15,721 |
| Common shares, end of year | **34,475,994** | **$7,495,530** | 34,175,994 | $7,434,530 |

During the six months ended June 30, 2016, 300,000 common shares were issued on the exercise of stock options by The Howard Group, the Company's investor relations firm, proceeds of $45,000 were received by the Company and the related non-cash stock based compensation previously charged to contributed surplus was reclassified to share capital.

During the year ended December 31, 2015, 150,000 common shares were issued on the exercise of employee stock options, proceeds of $22,500 were received by the Company and the related non-cash stock based compensation previously charged to contributed surplus was reclassified to share capital.

*(in Canadian dollars)*

## 15. Cost of sales

Cost of sales consists of the following components for the three and six months ending June 30, 2016 and 2015:

| | *Three months ended June 30,* | | *Six months ended June 30,* | |
|---|---|---|---|---|
| | **2016** | 2015 | **2016** | 2015 |
| Materials | **$ 1,399,169** | $ 923,795 | **$ 2,897,890** | $ 2,382,160 |
| Direct labour | **381,488** | 319,040 | **831,318** | 643,169 |
| Variable expenses | **266,368** | 209,849 | **583,364** | 463,273 |
| Fixed overhead | **101,136** | 61,339 | **164,991** | 122,948 |
| Depreciation | **114,234** | 75,721 | **225,375** | 158,504 |
| | **$ 2,262,395** | $ 1,589,744 | **$ 4,702,938** | $ 3,770,054 |

## 16. Non-cash stock based compensation

The Company has an option plan for the issue of up to 10% of the issued and outstanding common shares of the Company. All options that are outstanding will expire upon maturity, or earlier, if the optionee ceases to be a director, officer, employee or consultant or there is a merger, amalgamation or change in control of the Company. The purpose of the option plan is to reward and retain directors, management and consultants important to the continued operation and growth of the Company.

At June 30, 2016, the Company had 3,425,000 shares reserved for the issuance of stock options (December 31, 2015 – 3,141,667).

Options issued to employees and directors generally vest as to one third immediately on grant and one third on each of next two anniversary dates.

The table below summarizes the changes in options for the six months ended June 30, 2016 and the year ended December 31, 2015:

| | **2016** | | 2015 | |
|---|---|---|---|---|
| | **Number of Options** | **Weighted average price** | Number of Options | Weighted average price |
| Outstanding, beginning of year | **3,141,667** | **$0.20** | 3,090,000 | $0.20 |
| Granted | **650,000** | **$0.42** | 250,000 | $0.19 |
| Exercised | **(300,000)** | **$0.15** | (150,000) | $0.15 |
| Expired | **(66,667)** | **$0.24** | (10,000) | $0.24 |
| Forfeited | **-** | **-** | (38,333) | $0.24 |
| Outstanding, end of period | **3,425,000** | **$0.25** | 3,141,667 | $0.20 |
| Exercisable, end of period | **2,116,667** | **$0.20** | 2,400,000 | $0.19 |

During the six months ended June 30, 2016, 300,000 options were issued to The Howard Group, the Company's investor relations firm, with an exercise price of $0.40, for a three year term and vesting as to 50 percent, twelve months after the option grant date, 25 percent, eighteen months after the option grant date and 25 percent, twenty four months after the option grant date. In addition, 350,000 options were issued to three employees with an exercise price of $0.43. The options vest as to one third on each of the three subsequent anniversary dates of the option issue date and are exercisable four years from the option issue date. In March 2016, The Howard Group exercised 300,000 of previously held options.

*(in Canadian dollars)*

## 16. Non-cash stock based compensation *(continued)*

During the year ended December 31, 2015, 100,000 options were issued to a new employee with an exercise price of $0.20, for a five year term and vesting as to one third on each of the first three anniversaries of the option grant date; and 150,000 options were issued to a director with an exercise price of $0.19, for a five year term and vesting as to one third immediately and one third on each of the next two anniversaries of the option grant date. In April 2015 a director exercises 150,000 of previously held options

There are 1,308,333 options that have not vested as at June 30, 2016 (December 31, 2015 – 741,667 options).

The following table summarizes the options to acquire common shares outstanding as at June 30, 2016:

| Grant Date | Number Options | Exercise Price $ | Weighted average remaining life (years) | Expiry Date |
|---|---|---|---|---|
| March 26, 2014 | 900,000 | 0.145 | 2.74 | March 26, 2019 |
| October 22, 2014 | 1,625,000 | 0.240 | 3.31 | October 22, 2019 |
| March 5, 2015 | 100,000 | 0.200 | 3.68 | March 5, 2020 |
| April 15, 2015 | 150,000 | 0.190 | 3.79 | April 15, 2020 |
| March 18, 2016 | 300,000 | 0.400 | 2.72 | March 18, 2019 |
| May 4, 2016 | 350,000 | 0.430 | 3.84 | May 4, 2020 |
| | 3,425,000 | | | |

Non-cash stock based compensation for the three and six months ended June 30, 2016 were $39,241 and 63,320 respectively (2015 - $70,890 and $128,272, respectively) were recognized in the consolidated statement of loss and comprehensive loss with an offsetting amount charged to contributed surplus. Non-cash stock based compensation has no current period impact on the Company's cash position.

At the date of grant, the per share fair value of the options granted and other assumptions, using the Black-Scholes option pricing model are as follows:

| | **2016** * | 2015 |
|---|---|---|
| Estimated per share fair value per option | $0.42 | $0.18 |
| Risk-free interest rate | 0.67% | 0.92% |
| Expected life | 4 years | 5 years |
| Expected volatility in stock price | 130% | 165% |
| Expected annual dividend yield | nil | nil |
| Estimated forfeiture rate | nil | nil |

*The options issued to The Howard Group in 2016 pursuant their investor relations agreement have been valued at the fair value of the services provided.

For the six months ended June 30, 2016 the Company reclassified $15,796 ($9,703 for the year ended December 31, 2015) from contributed surplus to deficit related to non-cash stock based compensation for option grants that had expired or were forfeited without being exercised. In addition, for the six months ended June 30, 2016 the Company reclassified $16,000 ($15,721 for the year ended December 31, 2015) from contributed surplus to share capital related to non-cash stock based compensation for option grants that were exercised in the six months ended June 30, 2016 and for the year ended December 31, 2015.

*(in Canadian dollars)*

## 17. Finance costs

The finance costs incurred for the three and six months ending June 30, 2016 and 2015 are as follows:

| | *Three months ended June 30,* | | *Six months ended June 30,* | |
|---|---|---|---|---|
| | **2016** | 2015 | **2016** | 2015 |
| Interest | | | | |
| BDC Financing | **$ 16,401** | $ 21,840 | **$ 32,800** | $ 42,097 |
| Secured Debenture | **22,500** | 22,500 | **45,000** | 45,000 |
| Mezzanine Loan | **6,536** | 12,205 | **33,811** | 12,205 |
| Factoring discount | **-** | 1,733 | **4,013** | 1,733 |
| Finance lease obligations | **3,406** | 2,617 | **7,304** | 5,569 |
| Bank operating loan | **452** | 4,120 | **452** | 12,753 |
| Other | **760** | 1,060 | **2,233** | 4,029 |
| | **50,055** | 66,075 | **125,613** | 123,386 |
| Accretion of non-cash adjustment on share acquisition loans (*note 7)* | **(3,162)** | (467) | **(6,324)** | (934) |
| | **$ 46,893** | $ 65,608 | **$ 119,289** | $ 122,452 |

## 18. Other income

Other income for the three and six months ending June 30, 2016 and 2015 consist of the following:

| | *Three months ended June 30,* | | *Six months ended June 30,* | |
|---|---|---|---|---|
| | **2016** | 2015 | **2016** | 2015 |
| Foreign exchange gains | **$ 8,848** | $ 5,624 | **$ 17,984** | $ 20,989 |
| Gain on sale of equipment | **21,093** | - | **21,093** | - |
| | **$ 29,941** | $ 5,624 | **39,077** | 20,989 |

## 19. Loss per common share

The number of common shares included in the computation of basic and diluted loss per common share for the three and six months ending June 30, 2016 and 2015 is as follows:

| | *Three months ended June 30,* | | *Six months ended June 30,* | |
|---|---|---|---|---|
| | **2016** | 2015 | **2016** | 2015 |
| Weighted average shares outstanding - basic | **34,475,994** | 34,164,456 | **34,365,554** | 34,095,607 |
| Effect of stock options | **-** | - | **-** | - |
| | **34,475,994** | 34,164,456 | **34,365,554** | 34,095,607 |

The stock options for the three and six months ended June 30, 2016 and June 30, 2015 have no dilutive effect as the Company experienced a loss during these periods.

*(in Canadian dollars)*

## 20. Change in non-cash working capital

The changes in non-cash working capital items - asset (increase) decrease and liability increase (decrease) - are outlined below for the three and six months ending June 30, 2016 and 2015.

| | *Three months ended June 30,* | | *Six months ended June 30,* | |
|---|---|---|---|---|
| | **2016** | 2015 | **2016** | 2015 |
| Trade and other receivables | **$ (95,300)** | $ 683,102 | **$ 807,945** | $ 1,194,544 |
| Inventory | **(102,880)** | (126,609) | **60,816** | (50,587) |
| Prepaid expenses and deposits | **19,425** | (59,824) | **(10,270)** | (47,813) |
| Trade and other payables | **264,365** | (547,257) | **(621,665)** | (687,228) |
| | **$ 85,610** | $ (50,588) | **$ 236,826** | $ 408,916 |

## 21. Related party transactions

During the three and six months ending June 30, 2016, the Company incurred legal fees from a firm which employs one of the directors of the Company in the amount of $11,285 and $14,835, respectively, ($10,254 and $10,254, respectively for the same periods in 2015) of which $nil is in trade and other payables as at June 30, 2016 (December 31, 2015 - $nil). There were no other significant related party transactions.

## 22. Financial instruments and risk management

Set out below is a comparison, by category, of the carrying amounts and fair values of all of the Company financial instruments that are carried in the consolidated financial statements and how the fair value of financial instruments are measured.

### Fair values

The fair values of cash and cash equivalents, term deposits, trade and other receivables, bank overdraft, bank operating loan, trade and other payables, factored liability and mezzanine loan approximate their carrying values due to the relatively short periods to maturity of these instruments. The fair value of the BDC Financing loans approximate its carrying value as the debt rate floats with prime. The fair value of the share acquisition loans has been determined using the effective interest rate method. The fair value of the secured debenture approximates its carrying value as the interest rate is a market rate for similar instruments.

Fair value represents the price at which a financial instrument could be exchanged in an orderly market, in an arm's length transaction between knowledgeable and willing parties who are under no compulsion to act. The Company classifies the fair value of the financial instruments according to the following hierarchy based on the amount of observable inputs used to value the instrument.

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 – Pricing inputs are other than quoted prices in active markets included in level 1. Prices in level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs, including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place.

*(in Canadian dollars)*

**22. Financial instruments and risk management** *(continued)*

Level 3 – Valuations in this level are those with inputs for the assets or liabilities that are not based on observable market date.

The Company's cash and cash equivalent and term deposit are measured based on level 1. There were no transfers between level 1, 2 and 3 inputs during the year.

**Risk management**

The Company's activities are exposed to a variety of financial risks: interest rate risk, credit risk, liquidity risk and foreign exchange risk. The Company's overall risk management program focuses on the unpredictability of financial and economic markets and seeks to minimize potential adverse effects on the Company's financial performance. Risk management is carried out by financial management in conjunction with overall Company governance.

(a) Interest Rate Risk
The BDC Financing loans, which had a balance of $1,023,156 outstanding at June 30, 2016, are subject to floating market rates. Based on the floating rate debt outstanding as at June 30, 2016, a 1% increase/decrease in interest rates would result in a decrease/increase in net loss attributable to common shareholders of approximately $7,570.

(b) Credit Risk
Financial instruments that subject the Company to credit risk consist primarily of cash, trade receivables and the share acquisition loans. The Company manages credit risk using credit approval and monitoring practices. At June 30, 2016, 12 customers accounted for approximately 90% of trade receivables (at December 31, 2015, 5 customers accounted for approximately 90% of trade receivables). (See Note 5 for details of credit policy and aging of outstanding trade receivables at June 30, 2016 and December 31, 2015). At June 30, 2016, the Company had $230,122 of cash and cash equivalents, a $80,000 term deposit and $73,571 of fair valued share acquisition loans that are outstanding with two officers, and a former officer, of the Company.

(c) Liquidity Risk
Liquidity risk management involves maintaining sufficient cash and cash equivalents and the availability of working capital financing.

The table below summarizes the maturity profile of the Company's financial liabilities at June 30, 2016 and December 31, 2015 based on contractual undiscounted payments.

| | Less than 1 year | 1 to 2 years | 2 to 5 years | Total |
|---|---|---|---|---|
| **As at June 30, 2016** | | | | |
| Trade and other payables | **$ 1,482,569** | **$ -** | **$ -** | **$ 1,482,569** |
| Long-term debt | **286,662** | **1,200,862** | **535,632** | **2,023,156** |
| Finance lease obligations | **53,329** | **67,007** | **120,539** | **240,875** |
| | **$ 1,822,560** | **$ 1,267,869** | **$ 656,171** | **$ 3,746,600** |
| As at December 31, 2015 | | | | |
| Trade and other payables | $ 2,104,234 | $ - | $ - | $ 2,104,234 |
| Factored liability | 703,462 | - | - | 703,462 |
| Mezzanine Loan | 750,000 | - | - | 750,000 |
| Long-term debt | 286,662 | 1,200,862 | 535,632 | 2,023,156 |
| Finance lease obligations | 56,247 | 58,540 | 82,423 | 197,210 |
| | $ 3,900,605 | $ 1,259,402 | $ 618,055 | $ 5,778,062 |

## 22. Financial instruments and risk management *(continued)*

(d) Foreign Exchange Risk

Foreign exchange risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure relates to trade receivables, and the collection thereof, denominated in $US dollars ("USD") and the operations of its US subsidiary which are predominantly in USD. The Company does not hedge these items as the timing of related transactions is not certain.

As at June 30, 2016 and December 31, 2015, the following balances are denominated in USD:

| | | **2016** | 2015 |
|---|---|---|---|
| Cash and cash equivalents | **$** | **30,843** | 213,748 |
| Trade and other receivables | **$** | **36,114** | 55,842 |
| Inventory | **$** | **1,906** | 1,906 |
| Prepaid expenses and deposits | **$** | **15,550** | 9,805 |
| Trade and other payables | **$** | **23,741** | 22,937 |

The Company's primary foreign exchange sensitivity is in relation to movements of the USD against the Canadian dollar. Based on USD balances as at June 30, 2016 a 5% increase/decrease of the USD against the Canadian dollar would result in an increase/decrease in total comprehensive loss of approximately $3,745.

## 23. Capital management

Management defines capital as the Company's total shareholders' equity, its long term debt and finance lease obligations. The Board of Directors does not establish a quantitative return on capital for management, but rather promotes year over year sustainable profitable growth. The Company's current objective when managing capital is to increase the Company's capital through growth in earnings and to re-invest the earnings generated to facilitate the continued growth in the Company, in order to provide an appropriate rate of return to shareholders in relation to the risks underlying the Company's assets.

Management reviews its capital management approach on an ongoing basis. There were no material changes to this approach during the six months ended June 30, 2016. The Company is subject to externally imposed capital requirements on its factoring and financing arrangements with Tallinn Capital. As at June 30, 2016, the Company is in compliance with its debt covenants (see Note 8).

The total capitalization as at June 30, 2016 and December 31, 2015 is outlined below:

| | | **2016** | | 2015 |
|---|---|---|---|---|
| Long term debt (*Note 12*) | **$** | **2,023,156** | $ | 2,023,156 |
| Finance lease obligations *(Note 13)* | | **240,875** | | 197,210 |
| Total debt | | **2,264,031** | | 2,220,366 |
| Shareholders' equity | | **5,420,275** | | 5,482,561 |
| | **$** | **7,684,306** | $ | 7,702,927 |

*(in Canadian dollars)*

### 24. Geographical segmented information

The Company's primary business is the supply and placement of cellular concrete. It currently markets its services in Canada and the U.S. The tables below, present the sales to external customers for the three and six months ended June 30, 2016 and 2015 and the total non-current assets attributable to the Company's geographical segments as at June 30, 2016 and December 31, 2015:

| | **2016*** | 2015 | **2016** | 2015 |
|---|---|---|---|---|
| Sales to external customers | | | | |
| Canada | **$ 2,755,072** | $ 1,880,131 | **$ 5,925,761** | $ 3,903,878 |
| United States | **-** | 284,155 | **-** | 1,079,430 |
| | **$ 2,755,072** | $ 2,164,286 | **$ 5,925,761** | $ 4,983,308 |

| | **2016** | 2015 |
|---|---|---|
| Total non-current assets | | |
| Canada | **$ 4,445,449** | $ 4,469,432 |
| United States | **4,484** | 6,881 |
| | **$ 4,449,933** | $ 4,476,313 |

* Includes sales to one customer of $1,561,000 in the three months ending June 30, 2016