

STEEPER ENERGY ApS

CVR-NO. 33 38 38 35

ANNUAL REPORT

1 JANUARY – 31 DECEMBER 2016

The Annual Report was presented and adopted at
the Annual General Meeting of the Company on

/ 2017

Chairman

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Management's Statement

The Executive Board has today considered and adopted the Annual Report of Steeper Energy ApS for the financial year 1 January – 31 December 2016.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2016 of the Company and of the results of the Company operations for 2016.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Rudersdal, 8 May 2017

Executive Board

Steen Brummerstedt Iversen
Chief Technology Officer

Perry Edwards Toms
Chief Executive Officer

Board of Directors

Steen Brummerstedt Iversen

Perry Edwards Toms

Anthony F. W. Grenon

Independent Auditor's Report on the Financial Statements**To the capital owners of Steeper Energy ApS****Opinion**

We have audited the financial statements of Steeper Energy ApS for the financial year 1 January 2016 to 31 December 2016, which comprise income statement, balance sheet, statement of changes in equity and notes, including summary of significant accounting policies. The financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the financial position of the company at 31 December 2016, and of the results of the company operations for the financial year 1 January 2016 to 31 December 2016 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on management's review

Management is responsible for management's review.

Our opinion on the financial statements does not cover management's review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read management's review and, in doing so, consider whether management's review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Acts. We did not identify any material misstatement of management's review.

Management's responsibilities for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as management determines is necessary to enable the preparation of financial statements and that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing and the additional requirements applicable in Denmark will always detect a

material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit conducted in accordance with International Standards on Auditing and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Aalborg, 8 May 2017

Beierholm

Statsautoriseret Revisionspartnerselskab
CVR no. 32 89 54 68

Peter Thor Kellmer

State Authorised Public Accountant

Company Information

The Company

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CVR No. 33 38 38 35

Financial period: 1 January – 31 December

Municipality of reg. office: Rudersdal

Executive Board

Steen Brummerstedt Iversen
Perry Edwards Toms

Board of Directors

Steen Brummerstedt Iversen
Perry Edwards Toms
Anthony F.W. Grenon

Auditors

Review

Main activity

The purpose of the Company is to directly, or through holdings of shares in other companies, conduct technology based business and other activities deemed by the Board to be associated with such business.

Development in the year

This income statement of the Company for 2016 shows a loss of DKK 84.731, and at 31 December 2016 the balance sheet of the Company shows equity of DKK 29.870.268.

Subsequent events

No other events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Accounting Policies

Basis of Preparation

The Annual Report of Steeper Energy ApS for 2016 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Annual Report for 2016 is presented in DKK.

Recognition and measurement

The Financial Statements have been prepared under the historical cost method.

Revenues are recognised in the income statement as earned. Furthermore, value adjustments of financial assets and liabilities measured at fair value or amortised cost are recognised. Moreover, all expenses incurred to achieve the earnings for the year are recognised in the income statement, including depreciation, amortization, impairment losses and provisions as well as reversals due to changed accounting estimates of amounts that have previously been recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Danish kroner are used as the measurement currency. All other currencies are regarded as foreign currencies.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Gains and losses arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange

Accounting Policies

rates at the balance sheet date and the transaction date rates are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Income Statement

Gross profit

With reference to section 32 of the Danish Financial Statements Act, revenue has not been disclosed in the Annual Report.

Revenue

Revenue from the sale of goods for resale and finished goods is recognised in the income statement when delivery and transfer of risk has been made before year end.

Revenue is recognised exclusive of VAT and net of discounts relating to sales.

Expenses for raw materials and consumables

Expenses for raw materials and consumables comprise the raw materials and consumables consumed to achieve revenue for the year.

Expenses for raw materials and consumables also include research and development costs that do not qualify for capitalization.

Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales and distribution as well as office expenses, etc.

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses comprise amortization, depreciation and impairment of property, plant and equipment.

Accounting Policies

Other operating income and expenses

Other operating income and other operating expenses comprise items of a secondary nature to the core activities of the enterprise, including gains and losses on the sale of intangible assets and property, plant and equipment.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

Balance Sheet

Intangible assets

Patents and licenses are measured at the lower of cost less accumulated amortisation and recoverable amount. Patents are amortised over the remaining patent period, and licenses are amortised over the license period; however not exceeding 8 years.

Development projects in progress and prepayments for intangible assets are measured at the lower of cost less accumulated amortisation and recoverable amount.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

Other fixtures and fittings, tools and equipment	3-5 years
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Assets costing less the DKK 12,300 are expensed in the year of acquisition.

Accounting Policies

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realizable value, which corresponds to nominal value less provisions for bad debts. Provisions for bad debts are determined on the basis of an individual assessment of each receivable, and in respect of trade receivables, a general provision is also made based on the Company's experience from previous years.

Contract work in progress

Contract work in progress is measured at the lower of cost and net realizable value. Prepayments received are set off against the balance sheet value.

Prepayments

Prepayments comprise prepaid expenses concerning rent, insurance, subscriptions and interest.

Equity

Dividend

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets, including the tax base of tax loss carry-forwards, are measured at the value at which the asset is expected to be realized, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Accounting Policies

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on account taxation scheme are recognised in the income statement in financial income and expense.

Financial liabilities

Fixed-interest loans are recognised initially at the proceeds received net of transaction expenses incurred. Subsequently, the loans are measured at amortised cost; the difference between the proceeds and the nominal value is recognised as an interest expense in the income statement over the loan period.

Other liabilities are measured at amortised cost, substantially corresponding to nominal value.

Income Statement 1 January - 31 December

	Note	<u>2016</u>	<u>2015</u>
		DKK	DKK
Gross profit		-920.560	1.011.060
Staff expenses	1	-157.477	-201.768
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment		-40.834	-40.980
Profit/loss before financial income and expenses		-1.118.871	768.312
Financial income	2	1.040.254	293.732
Financial expenses	3	-6.114	-1.440.431
Profit/loss before tax		-84.731	-378.387
Tax on profit/loss for the year		-172.392	-465.916
Net profit/loss for the year		-257.123	-844.303

Distribution of profit

Proposed distribution of profit

Proposed dividend for the year		0	0
Retained earnings		-257.123	-844.303
		-257.123	-844.303

Balance Sheet 31 December

Assets

	Note	<u>2016</u> DKK	<u>2015</u> DKK
Acquired patents	4	4.064.463	3.015.699
Development projects in progress and prepayments for intangible assets	5	9.359.741	4.830.038
Intangible assets		<u>13.424.204</u>	<u>7.845.737</u>
Other fixtures and fittings, tools and equipment		63.065	103.899
Property, plant and equipment	6	<u>63.065</u>	<u>103.899</u>
Deposits		134.623	153.240
Fixed assets investments		<u>134.623</u>	<u>153.240</u>
Fixed assets		<u>13.621.892</u>	<u>8.102.876</u>
Trade receivables		0	0
Other receivables		16.639.752	15.273.464
Prepayments		19.225	0
Receivables		<u>16.658.977</u>	<u>15.273.464</u>
Cash at bank and in hand		<u>462.214</u>	<u>3.558.340</u>
Current assets		<u>17.121.191</u>	<u>18.831.804</u>
Assets		<u>30.743.083</u>	<u>26.934.680</u>

Balance Sheet 31 December

Liabilities and equity

	Note	<u>2016</u>	<u>2015</u>
		DKK	DKK
Share capital	7	159.450	145.000
Share premium		31.488.353	27.967.680
Retained earnings		-2.415.843	-2.158.720
Equity		<u>29.231.960</u>	<u>25.953.960</u>
Provisions for deferred tax		638.308	465.916
Provisions		<u>638.308</u>	<u>465.916</u>
Trade payables		266.825	36.112
Other payables		605.990	478.692
Short-term liabilities		<u>872.815</u>	<u>514.804</u>
Liabilities		<u>872.815</u>	<u>514.804</u>
Liabilities and equity		<u>30.743.083</u>	<u>26.934.680</u>
Contingent assets, liabilities and other financial obligations	8		
Related parties and ownership	8		

Equity

	Share capital	Share premium	Retained earnings	Total
	DKK	DKK	DKK	DKK
Equity at 1 January	145.000	27.967.680	-2.158.720	25.953.960
Capital increase	14.450	3.520.673	0	3.535.123
Net profit/loss for the year	0	0	-257.123	-257.123
Equity at 31 December	159.450	31.488.353	-2.415.843	29.231.960

Notes to the Annual Report

Note	<u>2016</u>	<u>2015</u>
	DKK	DKK
1 Staff expenses		
Wages and salaries	4.086.020	3.431.315
Pension	609.048	199.264
Other social security expenses	49.945	45.830
	<u>4.745.013</u>	<u>3.676.409</u>
Transferred to development projects	-4.587.536	-3.474.641
	<u>157.477</u>	<u>201.768</u>
2 Financial income		
Other financial income	1.040.254	293.732
	<u>1.040.254</u>	<u>293.732</u>
3 Financial expenses		
Other financial expenses	6.114	1.440.431
	<u>6.114</u>	<u>1.440.431</u>
4 Acquired patents		
Cost at 1 January	3.015.699	1.726.843
Additions for the year	1.048.764	1.288.856
Disposals for the year	0	0
Cost at 31 December	<u>4.064.463</u>	<u>3.015.699</u>
Carrying amount at 31 December	<u>4.064.463</u>	<u>3.015.699</u>

Notes to the Annual Report

Note	<u>2016</u>	<u>2015</u>
	DKK	DKK
5 Development projects in progress and prepayments for intangible assets		
Cost at 1 January	4.830.038	3.971.741
Additions for the year	4.529.703	858.297
Disposals for the year	0	0
Cost at 31 December	<u>9.359.741</u>	<u>4.830.038</u>
Carrying amount at 31 December	<u>9.359.741</u>	<u>4.830.038</u>
6 Property, plant and equipment		
Other fixtures and fittings, tools and equipment		
Cost at 1 January	214.709	182.292
Additions for the year	0	32.417
Disposals for the year	0	0
Cost at 31 December	<u>214.709</u>	<u>214.709</u>
Impairment losses and depreciation at 1 January	110.810	69.830
Depreciation for the year	40.834	40.980
Disposals on depreciation	0	0
Impairment losses and depreciation at 31 December	<u>151.644</u>	<u>110.810</u>
Carrying amount at 31 December	<u>63.065</u>	<u>103.899</u>
7 Share capital		
The share capital consists of:		
Shares of a nominal value of DKK 1.000	159.450	145.000
	<u>159.450</u>	<u>145.000</u>

No shares carry any special rights.

The share capital has been increased with 65.000 DKK in 2015.

The share capital has been increased with 14.450 DKK in 2016.

Notes to the Annual Report

Note

8 Related parties and ownership

The following shareholders are recorded in the Company's register of shareholders as holding at least 5% of the votes or at least 5% of the share capital:

Steeper Holding ApS, Rudersdal
TOM Capital Associates Inc., Canada