COLTRANE TECHNOLOGIES INC.

Financial Statements

For the Period September 16, 2014 *(date of incorporation)* to December 31, 2014

MNP LLP

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Coltrane Technologies Inc.

We have audited the accompanying financial statements of Coltrane Technologies Inc., which comprise the statement of financial position as at December 31, 2014, and the statements of loss and comprehensive loss, changes in deficiency, and cash flows for the period then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Coltrane Technologies Inc. as at December 31, 2014, and its financial performance and its cash flows for the period then ended in accordance with International Financial Reporting Standards.

MNP LLP

Chartered Professional Accountants
Licensed Public Accountants

Mississauga, Ontario
March 23, 2015

Praxity MEMBER GLOBAL ALLIANCE OF INDEPENDENT FIRMS
Best Employers in Canada

ACCOUNTING › CONSULTING › TAX
50 BURNHAMTHORPE ROAD WEST, SUITE 900, MISSISSAUGA ON, L5B 3C2
P: 416.626.6000 F: 416.626.8650 MNP.ca

COLTRANE TECHNOLOGIES INC.

Statements of Financial Position
(expressed in Canadian dollars)

	December 31, 2014
Assets	
Current	
Cash	$ 450
	450
Intangible asset (Note 4)	1
	$ 451
Liabilities and Shareholders' Deficiency	
Liabilities	
Current	
Accounts payable and accrued liabilities	$ 2,000
	2,000
Shareholders' deficiency	
Capital stock (Note 5)	451
Deficit	(2,000)
	(1,549)
	$ 451

Nature of Operations and Going Concern (Note 1)

Approved on behalf of the board.

Signed "Chris Irwin"

See accompanying notes to the financial statements

COLTRANE TECHNOLOGIES INC.

Statements of Loss and Comprehensive Loss

(expressed in Canadian dollars)

		For the period September 16, 2014 *(date of incorporation)* to *December* 31, 2014
Expenses		
Professional fees	$	2,000
Net loss and comprehensive loss for the period	$	(2,000)
Loss per share		
Basic and fully diluted		(0.008)
Weighted average number of common shares outstanding		
Basic and fully diluted		251,579

See accompanying notes to the financial statements

COLTRANE TECHNOLOGIES INC.

Statements of Changes in Deficiency

(expressed in Canadian dollars)

Share Capital		
Balance, September 16, 2014 *(date of incorporation)*	$	-
Founder shares issued		450
Issued pursuant to plan of arrangement (Note 4)		1
Balance, December 31, 2014	$	451
Deficit		
Balance, September 16, 2014 *(date of incorporation)*	$	-
Net loss		(2,000)
Balance December 31, 2014		(2,000)
Total shareholders' deficiency	$	(1,549)

See accompanying notes to the financial statements

COLTRANE TECHNOLOGIES INC.

Statements of Cash Flows

(expressed in Canadian dollars)

For the period September 16, 2014 *(date of incorporation)* to December 31,		2014
Cash flows provided by (used in) Operations:		
Net loss for the period	$	(2,000)
Net changes in non-cash working capital:		
Accounts payable and accrued liabilities		2,000
		-
Cash flows provided by Financing Activities:		
Issuance of share capital		451
		451
Net change in cash		451
Cash, beginning of period		-
Cash, end of period	$	451

See accompanying notes to the financial statements

1. NATURE OF OPERATIONS AND GOING CONCERN

Coltrane Technologies Inc. ("Coltrane" or the "Company") was incorporated in the province of British Columbia on September 16, 2014. The Company's head office is located at 925 W. Georgia Street, Suite 1820, Vancouver, British Columbia, V6C 3L2. The Company's principal business is the licensing of its wireless network booster products.

As at December 31, 2014, the Company had a working capital deficiency of $1,550, had not yet achieved profitable operations, had accumulated losses of $2,000 and expects to incur further losses in the development of its business, all of which casts doubt upon the Company's ability to continue as a going concern. The application of the going concern assumption is dependent upon the Company's ability to generate future profitable operations and obtain necessary financing to do so.

Management believes the Company will be able to acquire sufficient funds to cover planned operations throughout the next twelve month period by securing additional financing through the issue of new equity, among other things. See note

These financial statements have been prepared on the basis of accounting principles applicable to a "going concern", which assume that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations.

Management believes the going concern assumption to be appropriate for these financial statements. If the going concern assumption was not appropriate, adjustments might be necessary to the carrying value of the assets and liabilities, reported revenues and expenses, and the statement of financial position classifications used in the financial statements.

The financial statements of the Company for period from September 16, 2014 *(date of incorporation)* to December 31, 2014 were reviewed and approved by the Board of Directors on March 23, 2015.

2. BASIS OF PRESENTATION

2.1 Statement of compliance

The Company's Financial Statements, including comparatives, have been prepared in accordance with and using accounting policies in full compliance with the International Financial Reporting Standards ("IFRS") and International Accounting Standards ("IAS") issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"), effective for the Company's reporting for the year ended December 31, 2014.

2.2 Basis of presentation

These financial statements have been prepared on a historical cost basis, except for certain financial instruments that have been measured at fair value.

The financial statements are presented in Canadian dollars, which is also the Company's functional currency, unless otherwise indicated.

The preparation of financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

2. BASIS OF PRESENTATION (continued)

2.3 Recent accounting pronouncements

New Accounting Pronouncements
Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods on or after January 1, 2015 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

IFRS 9 – Financial Instruments ("IFRS 9") was issued by the IASB in November 2009 with additions in October 2010 and May 2013 and will replace IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 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. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity's own credit risk in other comprehensive income, rather than within profit or loss. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Earlier adoption is permitted.

IFRS 15 – Revenue from Contracts with Customers ("IFRS 15"). In May 2014, the IASB issued IFRS 15, Revenue from Contracts with Customers. IFRS 15 specifies how and when to recognize revenue as well as requires entities to provide users of financial statements with more informative, relevant disclosures. The standard supersedes IAS 18, Revenue, IAS 11, Construction Contracts, and a number of revenue-related interpretations. Application of the standard is mandatory for all IFRS reporters and it applies to nearly all contracts with customers: the main exceptions are leases, financial instruments and insurance contracts. IFRS 15 must be applied in an entity's first annual IFRS financial statements for periods beginning on or after January 1, 2017. Application of the standard is mandatory and early adoption is permitted. The Company has not yet determined the impact of the amendments on the Company's financial statements.

3. SIGNIFICANT ACCOUNTING POLICIES

Product Development
Product development costs are expensed as incurred, unless the criteria for capitalization IFRS are complied with. To date, the Company has not deferred any product development costs, as all of the criteria required have not been met.

Stock-based compensation
Stock options and warrants awarded to non-employees are measured based on the fair value of the goods and services received, unless the fair value cannot be reliably estimated. Stock options and warrants awarded to employees are accounted for using the fair value method. The fair value of such stock options and warrants granted is recognized as an expense on a proportionate basis consistent with the vesting features of each tranche of the grant. The fair value is calculated using the Black-Scholes option pricing model with assumptions applicable at the date of grant.

3. SIGNIFICANT ACCOUNTING POLICIES, (continued)

Loss per share
Basic loss per share is based on the weighted average number of common shares outstanding during the year. Diluted loss per share is calculated by dividing net loss by the weighted average number of common shares outstanding during the year after giving effect to potentially dilutive financial instruments. This reflects the potential dilution of common share equivalents, such as outstanding share options.

Financial Instruments
Financial instruments are required to be classified as one of the following: held-to-maturity; loans and receivables, fair value through profit or loss; available-for-sale or other financial liabilities.

The Company's financial instruments include cash and accounts payable and accrued liabilities. The Company designated its cash as fair value through profit or loss and its accounts payable and accrued liabilities as other financial liabilities.

Fair value through profit or loss financial assets are measured at fair value with gains and losses recognized in operations. Loans and receivables and other financial liabilities are measured at amortized cost.

Fair value of a financial instrument is the amount of consideration that would be agreed upon in an arm's length transaction between knowledgeable, willing parties who are under no compulsion to act. The fair value of a financial instrument on initial recognition is the transaction price, which is the fair value of the consideration given or received. Subsequent to initial recognition, the fair value of a financial instrument that is quoted in active markets is based on the bid price for a financial asset held and the offer price for a financial liability. When an independent price is not available, fair value is determined by using a valuation which refers to observable market data. Such a valuation technique includes comparisons with a similar financial instrument where an observable market price, discounted cash flow analysis, option pricing models and other valuation techniques commonly used by market participants exist. If no reliable estimate can be made, the Company is permitted to measure the financial instrument at cost less impairment as a last resort.

Functional and Presentation Currency
The functional and presentation currency of the Company and its subsidiary is the Canadian dollar.

4. INTANGIBLE ASSET

On November 13, 2014, Airesurf Networks Holdings Inc. ("Airesurf") and Coltrane completed a statutory arrangement under a plan of arrangement (the "Arrangement"). As a result of completing the Arrangement, Coltrane became a reporting issuer in Alberta.

On October 23, 2014, Airesurf and Coltrane entered into an Arrangement Agreement and Plan of Arrangement (the "Arrangement Agreement"). Completion of the Arrangement as set forth in the Arrangement Agreement was approved by unanimous consent resolutions of the shareholders of Coltrane and a final order granted by the Supreme Court of British Columbia on November 7, 2014 in accordance with Part 9 of the *Business Corporations Act* (British Columbia).

Pursuant to the Arrangement, the following principal steps were completed on November 13, 2014:

(a) Coltrane issued Airesurf 1,000,000 shares in Coltrane to Airesurf (the "Purchase Shares");
(b) Airesurf was added to the central securities register of Coltrane in respect of the purchase shares; and
(c) The Airesurf licensed Coltrane an interest in technology related to its wireless local area network (WLAN) amplifier.

5. CAPITAL STOCK

(a) Authorized

Unlimited number of common shares

(b) Issued - Common shares

	Number		Amount
Balance, September 16, 2014 *(date of incorporation)*	-	$	-
Founder shares issued	19,000		450
Issued pursuant to plan of arrangement (Note 4)	1,000,000		1
Balance, December 31, 2014	1,019,000	$	451

6. CAPITAL MANAGEMENT

In the management of capital, the Company includes shareholders' deficiency and cash. The Company's objective in managing capital is to ensure that financial flexibility is present to increase shareholder value through the development of its wireless network booster; to maintain a good capital base so as to maintain investor and creditor confidence and to sustain future development of the business and to safeguard the Company's ability to obtain financing when the need arises.

In maintaining its capital, the Company has a strict investment policy which includes investing any surplus capital only in highly liquid, highly rated financial instruments.

The Company reviews its capital management approach on an ongoing basis. There were no changes in the Company's approach to capital management during the period.

7. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

(a) Fair value

The fair value of financial assets and liabilities together with the carrying amounts in the balance sheets are as follows:

The Company has classified financial assets and liabilities as follows:

		December 31, 2014
Fair value through profit or loss, measured at fair value:		
Cash	$	450
Other liabilities, measured at amortized cost:		
Accounts payable and accrued liabilities		2,000

The fair value of the Company's financial assets and liabilities approximates their respective carrying values as at the balance sheet dates because of the short term maturity of these instruments. The fair value of the financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

7. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT, (continued)

Financial instruments recorded at fair value on the balance sheet are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 - valuation based on quoted prices (unadjusted) observed in active markets for identical assets or liabilities.
Level 2 - valuation techniques based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly or indirectly.
Level 3 - valuation techniques based on inputs for the asset or liability that are not based on observable market data.

The fair value of cash is measured based on Level 1 inputs referred to in the three levels of the hierarchy noted above. The Company does not have any Level 2 or Level 3 fair value measurements and thus no continuity schedule has been presented. In addition, there have been no significant transfers between levels.

(b) Risk management policies
The Company is exposed to risks of varying degrees of significance which could affect its ability to achieve its strategic objectives for growth and in maximizing shareholders' returns. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions and the Company's activities.

Market risk
Market risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will significantly fluctuate due to changes in market prices. The value of the financial instruments can be affected by changes in interest rates, foreign exchange rates, and equity prices. The Company is not exposed to this risk as it does not hold financial instruments at fair value, other than bank indebtedness.

Credit risk
Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's cash and accounts receivable. The carrying amount of financial assets represents the maximum credit exposure to the Company.

Liquidity risk
Liquidity risk is the risk that the Company is not able to meet its financial obligations as they become due. The Company has no income and relies on equity financing to support operations and product development. The Company does not have sufficient capital to pay its liabilities and fund its operations over the next twelve months and will need to obtain external financing.

8. SUBSEQUENT EVENT

On November 24, 2014, Coltrane, Acpana Business Systems Inc. ("Acpana"), operating as Data Deposit Box, and 2441043 Ontario Inc., entered into an amalgamation agreement (the "Amalgamation Agreement") dated as of November 17, 2014, pursuant to which the parties intend to complete a business combination by way of a three-cornered amalgamation (the "Amalgamation") under the *Business Corporations Act* (Ontario).

Pursuant to the terms of the Amalgamation Agreement, each shareholder of Acpana and 2441043 Ontario Inc will be entitled to receive one (1) common share (a "Coltrane Share") of Coltrane for every one (1) common share of Acpana or common share of 2441043 Ontario Inc , as applicable, held by such shareholder. In addition, each holder of a stock option or warrant of Acpana and each holder a warrant or a broker warrant of 2441043 Ontario Inc. will receive an equal number replacement stock options ("Coltrane Options"), warrants ("Coltrane Warrants") and broker warrants ("Coltrane Broker Warrants") of Coltrane, as applicable.

Private Placements
Prior to the Amalgamation, 2441043 Ontario Inc. will complete a series of private placements (collectively, the "Private Placements") resulting in the issuance of up to 5,500,000 units of 2441043 Ontario Inc. (the "Units") for gross proceeds of up to $1,230,000. Each Unit will be comprised of one common share (a "Subco Share") and one Subco Share purchase warrant (a "Subco Warrant"), each Subco Warrant will entitle the holder thereof to acquire a Subco Share at a price of $0.30 or $0.50, as applicable, per share for a period of eighteen (18) months from the date of issuance. In addition, 2441043 Ontario Inc. will pay a commission to eligible person equal to 8% of the gross proceeds of the Private Placements and issue broker warrants ("Subco Broker Warrants") equal to 8% of the Units issued pursuant to the Private Placements.

Each Subco Broker Warrant will entitle the holder to acquire one Unit for a period of eighteen (18) months following the listing of the Coltrane Shares on a recognized stock exchange.

The Amalgamation and the Subdivision must be approved by two-thirds of the votes cast by shareholders present and voting at the special meeting of Acpana shareholders to be held on November 28, 2014. The board of directors of each of the companies have approved the Amalgamation and the board of directors of Acpana has unanimously resolved to recommend that its shareholders vote their securities in favour of the Amalgamation and the Subdivision.

Resulting Capitalization
After completion of the Amalgamation, assuming completion of the Private Placement and the Subdivision, an aggregate of 23,043,408 Coltrane Shares will be issued and outstanding with former shareholders of Acpana holding 16,524,408 Coltrane Shares, representing approximately 71.7% of the then outstanding Coltrane Shares, former shareholders of 2441043 Ontario Inc. holding approximately 5,500,000 Coltrane Shares, representing approximately 23.8% of the then outstanding Coltrane Shares and the original shareholders of Coltrane holding 1,019,000 Coltrane Shares, representing approximately 4.4% of the then outstanding Coltrane Shares.

The transaction closed on March 18, 2015.