

## FINANCIAL STATEMENTS

### NuTech Energy Resources, Inc.

(formerly known as EcoEmissions Solutions, Inc.)  
(A Development Stage Company)  
Annual Financial Statements  
(Unaudited)

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**NuTech Energy Resources, Inc.**  
(formerly known as EcoEmissions Solutions Inc.)  
(A Development Stage Company)  
Balance Sheets  
(Unaudited)

	Year Ended May 31, 2015	Year Ended February 28, 2015
<b>ASSETS</b>		
Current Assets		
Cash	\$ -0-	-0-
Total Current Assets	-0-	-0-
Royalties Receivable (Note 7)		1
Total Assets	\$ -0-	1
<b>LIABILITIES</b>		
Current		
Accounts Payable and accrued liabilities	\$ 2,508,724	2,508,724
Convertible Debt (Note 5)	765,520	765,520
Common stock to be issued (Note 6)	1,642,522	1,642,522
Total Current Liabilities	4,916,766	4,916,766
Total Liabilities	\$ 4,916,766	4,916,766
<b>STOCKHOLDERS' EQUITY</b>		
Authorized:		
250,000,000 common and 10,000,000 preferred shares, Issued and outstanding at May 31, 2015 and February 28, 2015-154,765,781 common shares, respectively and 1,000,000 preferred shares	154,766	154,766
Preferred shares	10,000	10,000
Additional paid-in capital -	10,149,641	10,149,641
Deficit Accumulated During the Developmental Stage	(15,231,034)	(15,231,034)
Accumulated OCI – Foreign Exchange	(144)	(144)
Total Stockholders' Equity	(4,916,765)	(4,916,765)
Total Liabilities and Stockholders' Equity	\$	1

The accompanying notes are an integral part of these Financial Statements

Statements of Operations  
(Unaudited)

	Year Ended May 31, 2015	Year Ended February 28, 2015
<u>Revenue</u>		
Income	\$ -	\$ -
<u>Expenses</u>		
General, Administration and Professional Fees	128,500	248,500
Impairment Expense-	-0-	-0-
<b>Total Expenses</b>	<u>128,500</u>	<u>248,500</u>
Net Loss from Operations	(128,500)	(248,500)
<u>Other Income and Expenses</u>		
Interest Expense –	(109,453)	(437,811)
Loss For The Period	<u>\$ (237,953)</u>	<u>\$ (686,311)</u>
Basic And Diluted Loss Per Common Share	<u>(0.00154)</u>	<u>(0.004438)</u>
Weighted Average Number of Common Shares Outstanding	154,765,781	154,765,781

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**NuTech Energy Resources, Inc.**  
(formerly known as EcoEmissions Solutions Inc.)  
(A Development Stage Company)  
Statements of Cash Flows  
(Unaudited)

	Year Ended May 31, 2014	Year Ended February 28, 2015
Operating Activities		
Net Income (Loss)	\$ 0	\$ (686,311)
Adjustments To Reconcile Net Loss To Net Cash		
Provided by Operations		
Stock Issued for Services		-
Issue Dividend in Warrants		-
Impairment of Mining Property		-
Change in Assets and Liabilities		-
Increase (decrease) in Accrued Liabilities and Payables	0	686,311
Net Cash Provided (Used) by Operating Activities	0	(-0-)
Investing Activities		
Cash Paid for Mining Property		-
Net Cash Provided (Used) by Investing Activities		-
Financing Activities		
Cash provided by (used) Notes Payable-Related Party-Net		-
Cash Received from issuance of stock		-
Net Cash Provided (Used) by Financing Activities		-
Increase (Decrease) in Cash from Continuing Operations	0	(-0-)
Accumulated OCI-Foreign Exchange	0	(-0-)
Cash and Cash Equivalents at Beginning of Period	0 \$	-0-
Cash and Cash Equivalents at End of Period	\$ 0	\$ -0-
Supplemental Information		
Cash Paid For:		
Interest	0	-0-
Income Taxes	0	-0-

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**NuTech Energy Resources, Inc.**  
(Formerly known as EcoEmissions Solutions Inc)  
(A Development Stage Company)  
Statements of Stockholders' Equity  
(Unaudited)

	<u>Common Stock</u>		Additional Paid-In Capital	Preferred Stock Shares	Preferred Stock Amount	Accumulated OCI-Foreign Exchange	Deficit Accumulated During the Development Stage	Total
	Shares	Amount						
Balance Forward March 1, 2013	154,765,781	\$154,761	\$10,149,641	1,000,000	\$10,000	\$ (144)	\$(13,954,283)	\$3,640,015
Deficit for Period Ended February 28, 2014							(590,440)	( 590,440)
Balance February 28, 2014	154,765,781	\$154,761	\$10,149,641	1,000,000	\$10,000	\$ (144)	\$(14,544,723)	(4,230,455)
Deficit for Period ended February 28, 2015							(686,311)	(686,311)
Balance May 31, 2015	154,765,781	\$154,761	\$10,149,641	1,000,000	\$10,000	\$ (144)	\$(15,231,034)	(4,916,765)

The accompanying notes are an integral part of these Financial Statements

**NuTech Energy Resources, Inc.**  
(formerly known as EcoEmissions Solutions Inc)  
(A Development Stage Company)  
Notes to Financial Statements  
(Unaudited)

## **NOTE 1 - BASIS OF PRESENTATION AND DESCRIPTION OF BUSINESS**

### **a) Basis of Presentation**

The information presented in the accompanying financial statements for the Quarter ended May 31, 2015 and February 28, 2015, are unaudited and includes all adjustments, which are, in the opinion of the management of NuTech Energy Resources, Inc. (formerly EcoEmissions Solutions Inc.) (the “Company”), necessary to present fairly the financial position, results of operations and cash flows in the periods presented.

### **b) Reclassifications**

Certain reclassifications have been made to the prior years’ financial statements to conform to the current year presentation. On the Statement of Operation, we have consolidated expense item Filing Fees into Office Administration, Legal and Consulting, and Audit Fees are now included under Professional Fees. These reclassifications had no effect on previously reported results of operations or retained earnings.

### **c) Development Stage Activities**

The Company is in the development stage and has not yet realized any revenues from its planned operations. Based upon the Company's business plan, it is a development stage enterprise. The Company presents its financial statements in conformity with generally accepted accounting principles (GAAP) in the United States of America that apply in establishing operating enterprises. As a development stage enterprise, the Company discloses the deficit accumulated during the development stage and the cumulative statements of operations and cash flows from inception to the current balance sheet date.

### **d) Organization**

The Company was incorporated as Resource Group Inc, in the State of Delaware, United States of America on April 2, 2007. The Company’s year-end is February 28.

We were originally structured and organized as a resource company, planning to acquire mining properties in Canada while remaining open to the acquisition of other base and precious metal property opportunities worldwide.

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## **NOTE 1 - BASIS OF PRESENTATION AND DESCRIPTION OF BUSINESS -continued**

During the year ended February 28, 2009, the Company acquired a Molybdenum – Gold property located at Strohn Creek, British Columbia, Canada, further described as the Meziadin Lake Project.

On June 1, 2009 the Company entered into a Memorandum of Understanding with EcoEmissions System, Inc of Tempe Arizona (ECO) to acquire 100 % of ECO which was subsequently changed to an Asset Purchase Agreement. Also in June 2009 the Company changed its name to EcoEmissions Solutions, Inc. In December 2014 the Company sold this business to an unrelated third party and retained a royalty interest ranging from 5% to 15% on future sales over the next five years.

During 2014 the Company began negotiations to acquire approximately 1,000 coal bed methane gas wells in the State of Wyoming and concurrent with those negotiations the acquisition of patented technology for an environmentally friendly way to produce that gas without the associated water production which reduces operating costs.

In January 2015 the Company concurrent with the approval of over 50% of the voting rights of its shareholders agreed to the following changes to its Articles of Incorporation:

- A name change to NuTech Energy Resources, Inc.
- An increase in the authorized common shares from 250,000,000 to 35,000,000,000
- An increase in the authorized preferred shares from 10,000,000 to 100,000,000
- A decrease in par value from \$0.001 to \$0.0001

## **NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES**

This summary of significant accounting policies is presented to assist in understanding the Company's financial statements. The financial statements and notes are representations of the Company's management who is responsible for their integrity and objectivity. These accounting policies conform to generally accepted accounting principles in the United States of America and have been consistently applied in the preparation of the financial statements. The financial statements are stated in United States of America dollars.

### Organizational and Start-up Costs

Costs of start-up activities, including organizational costs, are expensed as incurred in accordance with ASC 720-15.

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## **NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES -continued**

### Income Taxes

The Company uses the asset and liability method of accounting of income taxes. Under the asset and liability method deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

### Basic and Fully-Diluted Loss Per Share

The basic loss per common share is computed by dividing net loss available to common stockholders by the weighted average number of common shares outstanding. Fully-Diluted loss per common share is computed similar to basic loss per common share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. At May 31, 2015 and February 28, 2015 the Company had no stock equivalents that were anti-dilutive and excluded in the earnings per share computation.

### Estimated Fair Value of Financial Instruments

The carrying value of the Company's financial instruments, consisting of accounts payable and accrued liabilities approximate their fair value due to the short-term maturity of such instruments. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial statements.

### Basic and Fully-Diluted Loss Per Share

The basic loss per common share is computed by dividing net loss available to common stockholders by the weighted average number of common shares outstanding. Fully-Diluted loss per common share is computed similar to basic loss per common share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. At February 28, 2015 and February 28, 2014 the Company had no stock equivalents that were anti-dilutive and excluded in the earnings per share computation.



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## **NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES-continued**

### Revenue Recognition

The Company has had limited revenues to date. It is the Company's policy that product revenues (or service revenues) will be recognized when persuasive evidence of an arrangement exists, delivery has occurred (or service has been performed), the sales price is fixed and determinable and collectability is reasonably assured.

### Concentrations

Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash and cash equivalents. At May 31, 2015 and February 28, 2015, the Company had \$-0- and \$-0- respectively, in funds in deposits in a business bank account, which are not insured by agencies of the U.S. Government.

### Currency

The functional currency of the Company is the United States Dollar.

### Use of Estimates

The preparation of financial statements in accordance with generally accepted accounting principles in the United States of America require the use of estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities known to exist as of the date the financial statements are published, and the reported amounts of revenues and expenses during the reporting period. Uncertainties with respect to such estimates and assumptions are inherent in the preparation of the Company's financial statements; accordingly, it is possible that the actual results could differ from these estimates and assumptions and could have a material effect on the reported amounts of the Company's financial position and results of operations.

### Cash and Cash Equivalents

The Company considers all highly liquid debt instruments with an original maturity of three months or less to be cash equivalents.

### Recent Accounting Pronouncements

The Company management has reviewed recent accounting pronouncements issued through the date of the issuance of financial statements. In management's opinion, except for those pronouncements detailed below, no other pronouncements apply or will have a material effect on the Company's financial statements.

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**NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES-continued**

In May 2009, the FASB issued ASC 855 Subsequent Events, which establishes principles and requirements for subsequent events. In accordance with the provisions of ASC 855, the Company currently evaluates subsequent events through the date the financial statements are available to be issued.

**NOTE 3 - BASIS OF PRESENTATION – GOING CONCERN**

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles (“GAAP”) in the United States of America, which contemplates the Company’s continuation as a going concern. However, the Company is entering into a new business operation and has losses to date of approximately \$15,231,034. These matters raise substantial doubt about its ability to continue as a going concern. In view of these matters, realization of certain of the assets in the accompanying balance sheet is dependent upon its ability to meet its financing requirements, raise additional capital, and the success of its future operations. The Company acquired operating capital through equity offerings to the public and through the sale of notes to related parties, to fund its business plan. There is no assurance that the funds received will be sufficient to assure the Company’s eventual profitability. Management believes that actions planned and presently being taken to revise its operating and financial requirements provide the opportunity for it to continue as a going concern. The financial statements do not include any adjustments that might result from these uncertainties.

**NOTE 4 - INCOME TAXES**

The Company is subject to U.S. federal income taxes. It has had losses to date, and therefore, has paid no income tax.

Deferred income taxes arise from temporary timing differences in the recognition of income and expenses for financial reporting and tax purposes. The Company’s deferred tax assets consist entirely of the benefit from net operating loss (“NOL”) carry-forwards. Its deferred tax assets are offset by a valuation allowance due to the uncertainty of the realization of the NOL carry-forwards. NOL carry-forwards may be further limited by a change in Company ownership and other provisions of the tax laws.

The deferred tax assets, valuation allowance and change in valuation allowance are as follows:

Period Ending	Estimated NOL Carry- forward	Estimated Tax	NOL Expires	Benefit from NOL	Changes in and Valuation Allowance	Net Tax Benefit
February 28, 2014	\$ 590,440		2034	(\$88,566)	(\$88,566)	-0-
February 28, 2015	\$ 686,311		2035	(\$102,647)	(\$102,647)	-0-

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**NOTE 4 - INCOME TAXES-continued**

Income taxes at the statutory rate are reconciled to the Company's actual income taxes as follows:

Income tax benefit at statutory rate resulting from NOL carry-forwards	(15%)
Deferred income tax valuation allowance	15%
Actual tax rate	0%

**NOTE 5 – CONVERTIBLE DEBT**

Since 2010 the Company has outstanding convertible debt on which is owed \$765,520. This debt has the right to convert into common shares at a 50% of the average of the bid and ask in the preceding five trading days

**NOTE 6 – COMMON STOCK TO BE ISSUED**

The Company has agreed to issue an additional 245,234,219 common shares to satisfy previously issued convertible debt for a total amount of 1,642,522.

**NOTE 7 –ROYALTY RECEIVABLE**

In December 2014 the Company sold this business to an unrelated third party and retained a royalty interest ranging from 5% to 15% on future sales over the next five years.

**NOTE 8- SUBSEQUENT EVENTS**

The Company has reviewed subsequent events up to and including the issuance date of these statements, and determined that except for those events disclosed herein, no additional subsequent events have occurred.