

**VALDOR TECHNOLOGY INTERNATIONAL INC.**

**CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

June 30, 2015 and 2014

(Stated in US Dollars)

(Unaudited – Prepared by Management)

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UNAUDITED FINANCIAL STATEMENTS: In accordance with National Instrument 51-102 of the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the unaudited financial statements for the six months ended June 30, 2015 and 2014.

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**VALDOR TECHNOLOGY INTERNATIONAL INC.**  
**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
June 30, 2015 and December 31, 2014  
(Stated in US Dollars)  
(Unaudited - Prepared by Management)

	June 30, <u>2015</u>	December 31, <u>2014</u>
<b><u>ASSETS</u></b>		
Current		
Cash	\$ 7,892	\$ 130,772
Accounts receivable	197,318	78,210
Inventories	348,818	463,872
Prepaid expenses and deposit – Note 12	<u>20,792</u>	<u>73,527</u>
	574,820	746,381
Equipment – Note 6	139,482	161,624
Intangible assets – Note 7	<u>226,967</u>	<u>279,300</u>
 Total Assets	 <u>\$ 941,269</u>	 <u>\$ 1,187,305</u>
<b><u>LIABILITIES</u></b>		
Current		
Accounts payable and accrued liabilities	\$ 623,949	\$ 565,642
Deferred revenue	47,080	57,992
Promissory note payable – Note 5	350,000	350,000
Loans payable	2,402	-
Due to related parties – Note 9	167,891	194,624
Current portion of lease obligation – Note 15a	10,867	10,867
Current portion of contingent consideration – Note 5	<u>7,616</u>	<u>7,616</u>
	1,209,805	1,186,741
Convertible debentures – Note 10	297,449	313,324
Lease obligation – Note 15a	13,793	19,955
Contingent consideration – Note 5	<u>286,852</u>	<u>276,888</u>
	<u>1,807,899</u>	<u>1,796,908</u>
<b><u>SHAREHOLDERS' DEFICIENCY</u></b>		
Equity portion of convertible debentures – Note 10	45,385	45,385
Share capital – Note 11	22,821,846	21,889,807
Subscriptions received (receivable) – Note 11	(40,030)	166,466
Contributed surplus	3,456,165	3,286,632
Accumulated other comprehensive income	93,566	24,854
Accumulated deficit	<u>(26,596,954)</u>	<u>(25,403,911)</u>
Attributable to parent	(220,022)	9,233
Attributable to non-controlling interest	<u>(646,608)</u>	<u>(618,836)</u>
Total Shareholders' Deficiency	<u>(866,630)</u>	<u>(609,603)</u>
 Total Liabilities and Shareholders' Deficiency	 <u>\$ 941,269</u>	 <u>\$ 1,187,305</u>

APPROVED ON BEHALF OF THE BOARD OF DIRECTORS:

<i>"Elston Johnston"</i>	Director	<i>"Brian Findlay"</i>	Director
_____ Elston Johnston		_____ Brian Findlay	

SEE ACCOMPANYING NOTES

**VALDOR TECHNOLOGY INTERNATIONAL INC.**  
**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS AND**  
**COMPREHENSIVE LOSS**  
for the three and six months ended June 30, 2015 and 2014  
(Stated in US Dollars)  
(Unaudited - Prepared by Management)

	Three months ended June 30,		Six months ended June 30,	
	<u>2015</u>	<u>2014</u>	<u>2015</u>	<u>2014</u>
Sales	\$ 273,700	\$ 201,274	\$ 503,699	\$ 446,855
Cost of goods sold	<u>123,390</u>	<u>56,825</u>	<u>276,125</u>	<u>139,868</u>
Gross profit	<u>150,310</u>	<u>144,449</u>	<u>227,574</u>	<u>306,987</u>
Expenses				
Administration and general – Schedule 1	310,037	788,832	1,009,952	1,217,667
Marketing	36,139	50,601	101,413	66,933
Research and development	12,775	24,150	26,983	45,796
Interest and accretion	32,993	8,410	66,033	23,921
Amortization	40,062	4,339	74,475	5,988
Share-based payments – Note 10	<u>67,618</u>	<u>19,121</u>	<u>169,533</u>	<u>89,526</u>
	<u>499,624</u>	<u>895,453</u>	<u>1,448,389</u>	<u>1,449,831</u>
Net loss for the period	(349,314)	(751,004)	(1,220,815)	(1,142,844)
Other Comprehensive (Loss) Income				
Exchange differences on translating into functional currency	<u>(1,632)</u>	<u>(34,185)</u>	<u>68,712</u>	<u>(15,876)</u>
Total comprehensive loss for the period	<u>\$ (350,946)</u>	<u>\$ (785,189)</u>	<u>\$ (1,152,103)</u>	<u>\$ (1,158,720)</u>
Net loss attributable to non-controlling interest	(9,471)	(10,724)	(27,772)	(11,123)
Net loss attributable to parent	<u>(339,843)</u>	<u>(740,280)</u>	<u>(1,193,043)</u>	<u>(1,131,721)</u>
Net loss for the period	<u>\$ (349,314)</u>	<u>\$ (751,004)</u>	<u>\$ (1,220,815)</u>	<u>\$ (1,142,844)</u>
Total comprehensive loss attributable to non-controlling interest	(9,471)	(10,724)	(27,772)	(11,123)
Total comprehensive loss attributable to parent	<u>(341,475)</u>	<u>(774,465)</u>	<u>(1,124,331)</u>	<u>(1,147,597)</u>
Total comprehensive loss for the period	<u>\$ (350,946)</u>	<u>\$ (785,189)</u>	<u>\$ (1,152,103)</u>	<u>\$ (1,158,720)</u>
Basic and diluted loss per share	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.01)</u>	<u>\$ (0.00)</u>
Weighted average number of shares outstanding	<u>111,942,220</u>	<u>89,227,220</u>	<u>104,840,320</u>	<u>82,253,753</u>

SEE ACCOMPANYING NOTES

**VALDOR TECHNOLOGY INTERNATIONAL INC.**  
**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS**  
for the six months ended June 30, 2015 and 2014  
(Stated in US Dollars)  
(Unaudited - Prepared by Management)

	Six months ended June 30,	
	<u>2015</u>	<u>2014</u>
Operating Activities		
Net loss for the period	\$ (1,220,815)	\$ (1,142,844)
Charges to income not affecting cash:		
Amortization	74,475	5,988
Accretion	30,356	-
Unrealized foreign exchange	14,399	(19,545)
Share-based payments	<u>169,533</u>	<u>89,526</u>
	(932,052)	(1,066,875)
Changes in non-cash working capital balances related to operations:		
Accounts receivable	(118,431)	176,359
Subscriptions receivable	(1,005)	(323,162)
Inventories	115,054	(56,041)
Prepaid expenses	56,016	(84,927)
Accounts payable and accrued liabilities	71,740	174,533
Deferred revenue	<u>(10,912)</u>	<u>-</u>
	<u>(819,590)</u>	<u>(1,180,113)</u>
Financing Activities		
Increase in due to related parties	(26,687)	16,427
Increase in loans payable	3,543	-
Increase (decrease) in advances on private placement	-	(423,940)
Increase (decrease) in promissory note payable	-	(150,000)
Increase in convertible debentures payable	-	365,351
Repayment of lease obligation	(6,162)	-
Proceeds from issuance of common shares - net	<u>726,098</u>	<u>1,801,613</u>
	<u>696,792</u>	<u>1,609,451</u>
Investing Activity		
Acquisition of Videoware assets	<u>-</u>	<u>(500,000)</u>
Effect of unrealized foreign exchange gain or loss on cash	<u>(82)</u>	<u>(2,462)</u>
Decrease in cash during the period	(122,880)	(73,124)
Cash, beginning of the period	<u>130,772</u>	<u>214,372</u>
Cash, end of the period	<u>\$ 7,892</u>	<u>\$ 141,248</u>
Supplementary Disclosure of Statements of Cash Flows Information		
Cash paid for:		
Interest	<u>\$ -</u>	<u>\$ -</u>
Income taxes	<u>\$ -</u>	<u>\$ -</u>

SEE ACCOMPANYING NOTES

**VALDOR TECHNOLOGY INTERNATIONAL INC.**  
**CONDENSED INTERIM CONSOLIDATED STATEMENT OF SHAREHOLDERS' DEFICIENCY**  
for the six months ended June 30, 2015  
(Stated in US Dollars)  
(Unaudited - Prepared by Management)

	Share capital Issued Shares	Amount	Subscriptions received in advance	Equity portion of convertible debentures	Contributed Surplus	Accumulated Other Comprehensive Income (loss)	Accumulated Deficit	Non- Controlling Interest	Total
Balance, December 31, 2013	79,903,720	\$ 20,088,194	\$ -	\$ -	\$ 3,164,162	\$ 5,314	\$ (22,937,427)	\$ (568,364)	\$ (248,121)
Shares issued for cash:									
Pursuant to a private placement									
– at CND\$0.10	19,480,000	1,801,613	-	-	-	-	-	-	1,801,613
Shares issued as finders fees	722,000	65,991	-	-	-	-	-	-	65,991
Share issue cost	-	(65,991)	-	-	-	-	-	-	(65,991)
Fair market value of stock based compensation	-	-	-	-	89,526	-	-	-	89,526
Exchange differences on translating to presentation currency	-	-	-	-	-	(15,876)	-	-	(15,876)
Net loss for the period	-	-	-	-	-	-	(1,131,721)	(11,123)	(1,142,844)
Balance, June 30, 2014	100,105,720	21,889,807	-	-	3,253,688	(10,562)	(24,069,148)	(579,487)	484,298
Shares issued for cash:									
Pursuant to a private placement									
– at CND\$0.10	-	-	-	-	-	-	-	-	-
Shares issued as finders fees	-	-	-	-	-	-	-	-	-
Share issue cost	-	-	-	-	-	-	-	-	-
Share subscriptions received	-	-	166,466	-	-	-	-	-	166,466
Fair value of conversion feature	-	-	-	45,385	-	-	-	-	45,385
Share-based payments	-	-	-	-	32,944	-	-	-	32,944
Exchange differences on translating to presentation currency	-	-	-	-	-	35,416	-	-	35,416
Net loss for the period	-	-	-	-	-	-	(1,334,763)	(39,349)	(1,374,112)
Balance, December 31, 2014	100,105,720	21,889,807	166,466	45,385	3,286,632	24,854	(25,403,911)	(618,836)	(609,603)

SEE ACCOMPANYING NOTES

**VALDOR TECHNOLOGY INTERNATIONAL INC.**  
**CONDENSED INTERIM CONSOLIDATED STATEMENT OF SHAREHOLDERS' DEFICIENCY**  
for the six months ended June 30, 2015  
(Stated in US Dollars)  
(Unaudited - Prepared by Management)

	Share capital Issued Shares	Share capital Amount	Subscriptions received (receivable)	Equity portion of convertible debentures	Contributed Surplus	Accumulated Other Comprehensive Income (loss)	Accumulated Deficit	Non- Controlling Interest	Total
Balance, December 31, 2014	100,105,720	21,889,807	166,466	45,385	3,286,632	24,854	(25,403,911)	(618,836)	(609,603)
Shares issued for cash:									
Pursuant to a private placement									
– at CND\$0.10	11,710,500	932,039	-	-	-	-	-	-	932,039
Shares issued as finders fees	126,000	10,028	-	-	-	-	-	-	10,028
Share issue cost	-	(10,028)	-	-	-	-	-	-	(10,028)
Share subscriptions received (receivable)	-	-	(206,496)	-	-	-	-	-	(206,496)
Share-based payments	-	-	-	-	169,533	-	-	-	169,533
Exchange differences on translating to presentation currency	-	-	-	-	-	68,712	-	-	68,712
Net loss for the period	-	-	-	-	-	-	(1,193,043)	(27,772)	(1,220,815)
Balance, June 30, 2015	<u>111,942,220</u>	<u>\$ 22,821,846</u>	<u>\$ (40,030)</u>	<u>\$ 45,385</u>	<u>\$ 3,456,165</u>	<u>\$ 93,566</u>	<u>\$ (26,596,954)</u>	<u>\$ (646,608)</u>	<u>\$ (866,630)</u>

SEE ACCOMPANYING NOTES

**VALDOR TECHNOLOGY INTERNATIONAL INC.**  
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS  
June 30, 2015  
(Stated in US Dollars)  
(Unaudited - Prepared by Management)

Note 1      Nature of Operations

The Company was incorporated under the British Columbia Company Act on March 19, 1984 and is publicly traded on the TSX Venture Exchange. The Company's principal business is developing, manufacturing and marketing of fiber optic products and the developing, manufacturing and marketing of video streaming products following the completion of a business acquisition (Note 5).

The address of the Company's corporate office is 450 - 789 West Pender Street, Vancouver, BC V6C 1H2 and the Company's operations are at 1321 Valwood Parkway, Suite 660, Carrollton, Texas 75006.

Note 2      Basis of Preparation

a) Statement of Compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and in accordance with International Accounting Standard ("IAS") IAS 34 "Interim Financial Reporting".

These condensed interim consolidated financial statements do not include all of the information and disclosures required to be included in annual consolidated financial statements prepared in accordance with IFRS. These condensed interim consolidated financial statements should be read in conjunction with the Company's audited annual consolidated financial statements for the year ended December 31, 2014.

The condensed interim consolidated financial statements were authorized for issue by the Board of Directors on August 31, 2015.

b) Going Concern of Operations

These condensed interim consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company was not expected to continue operations for the foreseeable future. As at June 30, 2015, the Company has not achieved profitable operations and has accumulated losses of \$26,596,954 since inception and expects to incur further losses in the development of its business which casts significant doubt about the Company's ability to continue as a going concern. The Company's continuation as a going concern is dependent upon its ability to attain profitable operations to generate funds and/or its ability to raise equity capital or borrowings sufficient to meet its current and future obligations. Although the Company has been successful in the past in raising funds to continue operations and management is intending to secure additional financing as may be required, there is no assurance it will be able to do so in the future. These financial statements do not include any adjustments that might result from the outcome of this uncertainty.



Note 2      Basis of Preparation – (cont'd)

c) Basis of Measurement

The preparation of financial statements in compliance with IFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, profit and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the revision affects both current and future periods. See Note 4 for use of estimates and judgements made by management in the application of IFRS.

The condensed interim consolidated financial statements have been prepared on a historical cost basis, except for financial instruments classified as fair value through profit or loss and available-for-sale financial assets. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

The condensed interim consolidated financial statements have been presented in US dollars.

Note 3      Summary of Significant Accounting Policies

These condensed interim consolidated financial statements have been prepared using accounting policies consistent with those used in the preparation of the Company's annual audited consolidated financial statements for the year ended December 31, 2014.

The Company's significant accounting policies are disclosed in Note 3 to the annual financial statements and these condensed interim consolidated financial statements should be read in conjunction with the Company's annual audited consolidated financial statements for the year ended December 31, 2014.

Future Accounting Pronouncements

The following new standards and interpretations are not yet effective and have not been applied in preparing these condensed interim consolidated financial statements. The Company is currently evaluating the potential impacts of these new standards; however, the Company does not expect them to have a significant effect on its financial statements.

- IFRS 9, *Financial Instruments* introduces new requirements for the classification and measurement of financial assets, and will replace 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 classification options available in IAS 39. This standard is effective for reporting periods beginning on or after January 1, 2018.

Note 3 Summary of Significant Accounting Policies – (cont'd)

Future Accounting Pronouncements – (cont'd)

- IFRS 15 *Revenue from Contracts with Customers* provides a single principle-based framework to be applied to all contracts with customers. IFRS 15 replaces the previous revenue standard IAS 18, Revenue, and the related Interpretations on revenue recognition. The standard scopes out contracts that are considered to be lease contracts, insurance contracts and financial instruments. The new standard is a control-based model as compared to the existing revenue standard which is primarily focused on risks and rewards. Under the new standard, revenue is recognized when a customer obtains control of a good or service. Transfer of control occurs when the customer has the ability to direct the use of and obtain the benefits of the good or service. This standard is effective for reporting periods beginning on or after January 1, 2017.

Note 4 Use of Estimates and Judgments

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

Critical estimates which are most subject to uncertainty and have the most significant risk of resulting in a material adjustment to the carrying values of assets and liabilities within the next twelve months are as follows:

a) Recoverability of accounts receivable and allowance for doubtful accounts

The Company makes allowances for doubtful accounts based on an assessment of the recoverability of account receivables. Allowances are applied to account receivables where events or changes in circumstances indicate that the carrying amounts may not be recoverable. Management analyses historical bad debts, customer concentrations, customer creditworthiness, current economic trends and changes in customer payment terms when making a judgment to evaluate the adequacy of the allowance for doubtful accounts. Where the expectation is different from the original estimate, such difference will impact the carrying value of trade receivables.

b) Valuation of inventories and allowance for inventory obsolescence

The Company determines its allowance for inventory obsolescence based upon expected inventory turnover, inventory aging, and current and future expectations with respect to product offerings. Assumptions underlying the allowance for inventory obsolescence include future sales trends and offerings and the expected inventory requirements and inventory composition necessary to support these future sales offerings. The estimate of the Company's allowance for inventory obsolescence could materially change from period to period due to changes in product offerings and consumer acceptance of those products.

Note 4      Use of Estimates and Judgments – (cont'd)

c) Share-based payment transactions

The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in note 11.

d) Contingent consideration

Pursuant to the business acquisition, the Company shall pay a royalty to the Videoware on future sales (note 5). A contingent liability has been recognized at management's best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

e) Warranty obligations

A subsidiary of the Company provides a limited warranty on its products for a standard period of one year from the date goods are sold, and customers may purchase extended warranty for up to an additional two years. A provision was not recognized based on management's best estimate that the amount required to settle the obligation is not material as at June 30, 2015 and December 31, 2014.

f) Convertible debentures

The determination of the fair value of the convertible debentures required management to make estimates regarding the market rate of interest that the Company would have obtained for a similar unsecured loan without a conversion option. The allocation between debt and equity for the convertible debentures was determined based on the results of the fair value analysis above. Any change in these estimates or inputs use to determine fair value could result in a significant impact of the Company's future operating results.

Note 4      Use of Estimates and Judgments – (cont'd)

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements is included in the following notes:

a) Business combinations

The Company's acquisition has been determined to be a business combination, and consequently has been accounted for by applying the acquisition method. Applying the acquisition method requires recognizing and measuring (i) the identifiable assets acquired, the liabilities assumed and any non-controlling interest in the acquiree, and (ii) goodwill or a gain from a bargain purchase.

The Company's application of the recognition principle may result in recognizing some assets (often intangible) and liabilities that the acquiree had not previously recognized as assets and liabilities in its financial statements. In a business combination, identifiable assets, liabilities and contingent liabilities are recorded at the date of acquisition at their respective fair values.

One of the most significant areas of estimation and judgment relates to the valuation of intangible assets. Valuation techniques applied to intangible assets are usually based on an estimate of total expected future net cash flows. Management must make assumptions regarding the future performance of the assets concerned and the appropriate discount rate. The measurement of each business combination requires management estimation in determining the fair value of assets and liabilities acquired as well as the fair value of any intangible assets identified. Management is required to estimate future cash flows, discount rates and market conditions at the date of acquisition in order to determine the fair value of certain identified intangible assets.

b) Recoverability of intangible assets

Changes in the circumstances or expectations of future performance of an intangible asset may be an indicator that the asset is impaired requiring the book value to be written down to its recoverable amount. Impairments are reversed if conditions for impairment are no longer present. Evaluating whether an asset is impaired or if an impairment should be reversed requires a high degree of judgement.

Where there is an indication of impairment, the carrying value of intangible asset is compared to the recoverable amount, which may be determined based on a value in use calculation. There is a material degree of uncertainty with respect to the estimates of the recoverable amount of the intangible asset given the necessity of making key economic assumptions about the future.

Note 4 Use of Estimates and Judgments – (cont'd)

c) Income taxes

Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. Deferred income taxes are based on estimates as to the timing of the reversal of temporary differences, tax rates currently substantively enacted and the determination of tax assets not recognized. Tax assets not recognized are based on estimates of the probability of the Company utilizing certain tax pools and losses in future periods.

d) Functional currency

The analysis of the functional currency for each entity of the Company is a significant judgment. In concluding that the Canadian dollar is the functional currency of the parent and the US dollar is the functional currency of the subsidiaries, management considered the currency that mainly influences the costs of providing goods and services in each jurisdiction in which the Company operates.

Note 5 Business Acquisition

By an agreement dated February 14, 2014, the Company acquired 100% of the business and certain assets of Videoware Inc. ('Videoware'), a wholly owned subsidiary of ViewCast.com Inc. located in Grapevine, Texas for consideration of \$1,384,000 and the assumption of debt.

The Company has determined that this transaction is a business combination as the assets acquired and liabilities assumed constitute a business. The transaction was accounted for using the acquisition method of accounting whereby the assets acquired and the liabilities assumed were recorded at their estimated fair value at the acquisition date. The allocation of the purchase price to the total identifiable net assets acquired is as follows:

Accounts receivables	\$ 300,675
Inventories	758,287
Machinery and equipment	80,700
Intangible property (patents and trademarks)	100,000
Intangible property (customer relationships)	<u>284,000</u>
	1,523,662
Assumption of liabilities	<u>(139,662)</u>
Fair value of identifiable net assets acquired	<u>\$ 1,384,000</u>
Consideration paid:	
Cash	\$ 500,000
Promissory note (non-interest bearing, due March 21, 2014)	600,000
Contingent consideration	<u>284,000</u>
	<u>\$ 1,384,000</u>

Valdor Technology International Inc.  
Notes to the Condensed Interim Consolidated Financial Statements  
June 30, 2015  
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Note 5 Business Acquisition – (cont'd)

The fair value of the accounts receivable, inventories, and machinery and equipment acquired and liabilities assumed as part of the purchase approximates their gross carrying values. The Company incurred legal fees on the acquisition in the amount of \$25,231, which was shown as part of legal and accounting fees in the Schedule 1 to the consolidated financial statements.

During the year ended December 31, 2014, the Company recognized an impairment loss in the amount of \$188,742 with respect to the inventories acquired and bad debt expense in the amount of \$79,873 with respect to the accounts receivables acquired.

In addition, the Company will pay Videoware a royalty of 7% of the gross product sales for a period of five years commencing on July 1, 2014 with a maximum paid royalty of \$1,750,000. The fair value of the contingent consideration associated with these royalties was based on management's projection of royalties over the royalty period in the amount of \$584,500 using a discount rate of 25%. The projected gross royalties of \$584,500 are based on a range of gross sales from \$1,000,000 to \$2,500,000.

Contingent consideration, February 14, 2014	\$ 284,000
Royalties incurred during 2014	(38,695)
Accretion	35,504
Change in estimated outflows	<u>3,695</u>
Contingent consideration, December 31, 2014	284,504
Royalties incurred during 2015	(25,603)
Accretion	<u>35,567</u>
Contingent consideration, June 30, 2015	<u>\$ 294,468</u>
Current portion	\$ 7,616
Long-term portion	<u>286,852</u>
Contingent consideration, June 30, 2015	<u>\$ 294,468</u>

As at June 30, 2015, the Company has a balance owing of \$350,000 (December 31, 2014: \$350,000) remaining on the promissory note and has defaulted on the note. To secure payment of the debt, the Company granted VideoWare a security interest in the assets described above.

Note 6 Equipment

	<u>Information system</u>	<u>Office equipment</u>	<u>Machinery and equipment</u>	<u>Total</u>
<u>Cost</u>				
Balance December 31, 2013	\$ -	\$ 4,967	\$ 2,615	\$ 7,582
Additions	89,798	-	-	89,798
Additions – Note 5	<u>-</u>	<u>-</u>	<u>80,700</u>	<u>80,700</u>
Balance December 31, 2014 and June 30, 2015	<u>\$ 89,798</u>	<u>\$ 4,967</u>	<u>\$ 83,315</u>	<u>\$ 178,080</u>

Valdor Technology International Inc.  
Notes to the Condensed Interim Consolidated Financial Statements  
June 30, 2015  
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Note 6 Equipment – (cont'd)

	<u>Information system</u>	<u>Office equipment</u>	<u>Machinery and equipment</u>	<u>Total</u>
<u>Depreciation and impairment loss</u>				
Balance December 31, 2013	\$ -	\$ 184	\$ 160	\$ 344
Depreciation	-	797	15,315	16,112
Balance December 31, 2014	-	981	15,475	16,456
Depreciation	<u>8,235</u>	<u>368</u>	<u>13,539</u>	<u>22,142</u>
Balance June 30, 2015	<u>\$ 8,235</u>	<u>\$ 1,349</u>	<u>\$ 29,014</u>	<u>\$ 38,598</u>
<u>Carrying amounts</u>				
Balance, December 31, 2014	<u>\$ 89,798</u>	<u>\$ 3,986</u>	<u>\$ 67,840</u>	<u>\$ 161,624</u>
Balance, June 30, 2015	<u>\$ 81,563</u>	<u>\$ 3,618</u>	<u>\$ 54,301</u>	<u>\$ 139,482</u>

The net carrying amount of asset under capital lease as at June 30, 2015 is \$32,072 (December 31, 2014 - \$35,634).

Note 7 Intangible Assets

	<u>Patents and Trademarks</u>	<u>Customer relationships</u>	<u>Total</u>
<u>Cost</u>			
Balance December 31, 2013	\$ -	\$ -	\$ -
Additions – Note 5	<u>100,000</u>	<u>284,000</u>	<u>384,000</u>
Balance December 31, 2014 and June 30, 2015	<u>\$ 100,000</u>	<u>\$ 284,000</u>	<u>\$ 384,000</u>
<u>Amortization and impairment loss</u>			
Balance December 31, 2013	\$ -	\$ -	\$ -
Amortization	<u>10,000</u>	<u>94,700</u>	<u>104,700</u>
Balance December 31, 2014	10,000	94,700	104,700
Amortization	<u>5,000</u>	<u>47,333</u>	<u>52,333</u>
Balance June 30, 2015	<u>\$ 15,000</u>	<u>\$ 142,033</u>	<u>\$ 157,033</u>
<u>Carrying amounts</u>			
Balance, December 31, 2014	<u>\$ 90,000</u>	<u>\$ 189,300</u>	<u>\$ 279,300</u>
Balance, June 30, 2015	<u>\$ 85,000</u>	<u>\$ 141,967</u>	<u>\$ 226,967</u>

Note 8      Advances on Private Placements

The advances on private placements were non-interest bearing, unsecured and due on demand. During the year ended December 31, 2014, \$117,525 (CDN\$125,000) was applied towards the subscription of the February 19, 2014 private placement and \$329,070 (CDN\$350,000) towards the issuance of the convertible debentures.

Note 9      Due to Related Parties

Due to related parties, representing amounts due to current directors and officers of the Company and companies controlled by directors and officers, and are non-interest bearing, unsecured and are due on demand.

Note 10     Convertible Debentures

During the year ended December 31, 2014, the Company issued CDN\$401,000 convertible debentures of which 20% of the principal amount of the debentures may be convertible into units consisting of one common share and one non-transferable share purchase warrant at CDN\$0.10 of principal outstanding (ie. up to 802,000 units may be issued upon conversion). Each warrant will have a term of three years from the date of issuance of the debentures and entitle the holder to purchase one common share. The non-transferable share purchase warrants are exercisable at the price of CDN\$0.20 per share. The convertible debentures are unsecured, bear interest at 12% per annum and mature on February 18, 2017. On initial recognition, the Company bifurcated \$45,385 (CDN\$49,710) to equity and \$366,113 (CDN\$351,290) to the carrying value of the loan, which will be accreted to \$320,728 (CDN\$401,000) over the term of the convertible debentures. During the six months ended June 30, 2015, the Company recognized accretion of \$6,514 (CDN\$8,047). During the year ended December 31, 2014, the Company recognized accretion of \$11,040 (CDN\$12,195). The effective interest rate of the debentures is 18%.



Note 11 Share Capital

a) Authorized:

Unlimited common shares without par value  
50,000,000 preferred shares without par value

Nature and Purpose of Equity and Reserves:

The reserves recorded in equity on the Company's consolidated statements of financial position include 'Contributed Surplus', 'Accumulated Other Comprehensive Income', 'Accumulated Deficit' and 'Non Controlling Interest'.

'Contributed Surplus' is used to recognize the value of stock option grants prior to exercise and the allocated value of the warrants granted as part of unit issuances.

'Accumulated Other Comprehensive Income' is used to record the change in cumulative foreign currency adjustment on conversion from the functional currency of the parent to the presentation currency.

'Accumulated Deficit' is used to record the Company's change in deficit from earnings or losses from year to year.

'Non Controlling Interest' is used to record the change in equity in subsidiaries not attributable, directly or indirectly, to the Company.

b) Issued:

Shares issued during the six months ended June 30, 2015

On February 11, 2015, the Company completed a non-brokered private placement for a total of 11,710,500 units at a price of CDN\$0.10 per unit for gross proceeds of CDN\$1,171,050 of which CDN\$193,166 (\$166,466) was received during the year ended December 31, 2014 and is recorded as subscriptions received in advance. Each unit consists of one common share and one non-transferable share purchase warrant. Each warrant will entitle the holder to purchase one common share of the Company at a price of CDN\$0.10 on or before February 11, 2018. Finders' fees of 126,000 units were paid in respect to this financing and have similar terms as the non-brokered private placement.

The Company fair valued the finders' units at \$Nil.

Note 11 Share Capital – (cont'd)

b) Issued – (cont'd):

Shares issued during the year ended December 31, 2014

On February 19, 2014, the Company completed a non-brokered private placement for a total of 5,280,000 units at a price of CDN\$0.10 per unit for gross proceeds of \$478,315 (CDN\$528,000). Each unit consists of one common share and one non-transferable share purchase warrant. Each warrant will entitle the holder to purchase one common share of the Company at a price of CDN\$0.20 on or before February 19, 2017. Using the residual value method, the Company valued the share component of the private placement units at CDN \$0.10 and the share purchase warrant component at CDN \$nil. Finders' fees of 497,000 units were paid in respect to this financing and have similar terms as the non-brokered private placement.

The Company fair valued the finders' units at \$45,023.

On June 23, 2014, the Company completed a non-brokered private placement for a total of 14,200,000 units at a price of CDN\$0.10 per unit for gross proceeds of \$1,323,298 (CDN\$1,420,000). Each unit consists of one common share and one non-transferable share purchase warrant. Each warrant will entitle the holder to purchase one common share of the Company at a price of CDN\$0.20 on or before June 23, 2017. Using the residual value method, the Company valued the share component of the private placement units at CDN \$0.10 and the share purchase warrant component at CDN \$nil. Finders' fees of 225,000 units were paid in respect to this financing and have similar terms as the non-brokered private placement.

The Company fair valued the finders' units at \$20,968.

c) Commitments:

Stock-Based Compensation Plan

The Company has established a formal stock option plan in accordance with the policies of the TSX-V under which it is authorized to grant options up to a maximum of 20,000,000 common shares to officers, directors, employees and consultants. The exercise price of each option is not less than the market price of the Company's stock on the trading day immediately before the date of grant. No option will be exercisable until it has vested. Options vest immediately unless a vesting schedule is imposed by the board, or unless the options are granted to an Eligible Person providing Investor Relations Activities to the Company, in which case a maximum of 25% of the options vest on a quarterly basis. The options are for a maximum term of ten years.

The Company has granted employees and directors common share purchase options. These options are granted with an exercise price in accordance with the stock option plan.

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Note 11 Share Capital – (cont'd)

c) Commitments: – (cont'd)

Stock-Based Compensation Plan – (cont'd)

Share-based payments are expensed for stock options granted and vested with a corresponding increase to contributed surplus. Upon exercise of stock options, consideration paid on the exercise of stock options and purchase of stock is credited to share capital.

On January 2, 2015, the Company granted 4,400,000 share purchase options to directors, officers and consultants exercisable at CDN\$0.10 per share expiring on January 2, 2020. These share purchase options vest immediately on the date of grant.

During the six months ended June 30, 2015, the Company recorded stock-based compensation expense of \$169,533 (June 30, 2014: \$89,526) on revaluation of stock options as of the reporting period and for stock options vested during the period. The fair value of share purchase options granted was estimated on the grant date for options granted to employees and each vesting date for options granted to consultants using the Black Scholes option pricing model. The assumptions used in calculating fair value were as follows: 0.48% - 0.96% (June 30, 2014 – 1.13% - 1.63%) risk free rate, 0% (June 30, 2014 – 0%) dividend yield, 64% - 82% (June 30, 2014 - 82% – 140%) expected volatility and 0.82 – 5.00 years (June 30, 2014 – 3.72 – 5.00 years) weighted average expected stock option life.

A summary of the status of the stock option plan as of June 30, 2015 and 2014 and changes during the periods then ended on those dates is presented below:

	2015		2014	
	<u>Options</u>	<u>Weighted Average Exercise Price</u>	<u>Options</u>	<u>Weighted Average Exercise Price</u>
Outstanding at the beginning of the period	9,325,000	CDN\$0.11	5,077,500	CDN\$0.12
Granted	9,050,000	CDN\$0.10	4,325,000	CDN\$0.10
Expired/Forfeited	(850,000)	CDN\$0.14	(127,500)	CDN\$0.15
	<u>17,525,000</u>	<u>CDN\$0.11</u>	<u>9,275,000</u>	<u>CDN\$0.12</u>
Options outstanding at end of the period				
	<u>9,256,250</u>		<u>5,460,000</u>	
Options exercisable at end of the period				

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Note 11 Share Capital – (cont'd)

c) Commitments: – (cont'd)

Stock-Based Compensation Plan – (cont'd)

At June 30, 2015, the Company has 17,525,000 share purchase options outstanding entitling the holders thereof the right to purchase one common share for each option held as follows:

Number	Exercise Price	Expiry Date
40,000	CDN \$0.16	December 8, 2015
350,000	CDN \$0.10	January 23, 2016
415,000	CDN \$0.15	October 6, 2016
1,600,000	CDN \$0.10	November 23, 2017
510,000	CDN \$0.10	December 19, 2017
735,000	CDN \$0.13	January 7, 2018
600,000	CDN \$0.13	May 14, 2018
400,000	CDN \$0.10	February 3, 2019
3,225,000	CDN \$0.10	March 11, 2019
200,000	CDN \$0.10	August 1, 2019
400,000	CDN \$0.10	August 3, 2019
4,400,000	CDN \$0.10	January 2, 2020
<u>4,650,000</u>	CDN \$0.10	May 1, 2020
<u>17,525,000</u>		

As of June 30, 2015, the 17,525,000 share purchase options outstanding have a weighted average remaining contractual life of 3.86 years.

Share Purchase Warrants

A summary of the status of share purchase warrants as of June 30, 2015 and 2014 and changes during the periods then ended on those dates is presented below:

	2015		2014	
	Warrants	Weighted Average Exercise Price	Warrants	Weighted Average Exercise Price
Balance, beginning of the year	55,303,000	CDN\$0.20	35,101,000	CDN\$0.20
Issued	11,836,500	CDN\$0.10	20,202,000	CDN\$0.20
Balance, end of the year	<u>67,139,500</u>	<u>CDN\$0.18</u>	<u>55,303,000</u>	<u>CDN\$0.20</u>

Valdor Technology International Inc.  
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Note 11 Share Capital – (cont'd)

c) Commitments: – (cont'd)

Share Purchase Warrants – (cont'd)

At June 30, 2015, the Company has 67,139,500 share purchase warrants outstanding as follows:

Number	Exercise Price	Expiry Date
14,227,000	CDN \$0.20	November 23, 2015
20,874,000	CDN \$0.20	June 10, 2016
5,777,000	CDN \$0.20	February 19, 2017
14,425,000	CDN \$0.20	June 23, 2017
<u>11,836,500</u>	CDN \$0.10	February 12, 2018
<u>67,139,500</u>		

Note 12 Related Party Transactions

The Company incurred the following expenses with related parties of the Company:

	Three months ended		Six months ended	
	June 30,		June 30,	
	<u>2015</u>	<u>2014</u>	<u>2015</u>	<u>2014</u>
Administrative expenses				
Consulting fees	341	-	\$ 70,638	\$ -
Office and miscellaneous				
– secretarial services	1,384	1,041	3,076	3,872
Rent	5,492	5,992	10,930	11,917
Share-based payments	<u>1,574</u>	<u>5,676</u>	<u>9,651</u>	<u>20,303</u>
	<u>8,791</u>	<u>12,709</u>	<u>94,295</u>	<u>36,092</u>
Key management compensation				
Consulting fees	48,965	125,273	129,536	169,920
Management fees	17,083	34,166	34,003	68,332
Salaries, wages and benefits	21,478	21,814	73,614	44,299
Share-based payments	<u>18,289</u>	<u>4,180</u>	<u>75,569</u>	<u>16,027</u>
	<u>105,815</u>	<u>185,433</u>	<u>312,722</u>	<u>298,578</u>
	<u>\$ 114,606</u>	<u>\$ 198,142</u>	<u>\$ 407,017</u>	<u>\$ 334,670</u>

These transactions were measured by the amounts agreed upon by the related parties.

Included in prepaid expenses at June 30, 2015 is \$1,801 (December 31, 2014: \$1,940) of prepaid rent paid to a company controlled by a director.

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Note 13 Segmented Information and Economic Dependence

The Company's principal business location and operations are Carrollton, Texas in the United States of America. During the three and six months ended June 30, 2015, the Company was economically dependent on three (June 30, 2014: two) customers each accounted for more than 10% of sales and in aggregate accounted for 45% (June 30, 2014: 55%) of sales.

The Company's sales revenues are allocated to geographic segments for the three and six months ended June 30, 2015 and 2014 are as follows:

	Three months ended		Six months ended	
	June 30,		June 30,	
	<u>2015</u>	<u>2014</u>	<u>2015</u>	<u>2014</u>
United States of America	\$ 208,775	\$ 162,479	\$ 316,687	\$ 303,034
Asia	44,447	17,006	107,198	92,907
Europe	18,082	21,083	40,967	25,333
Other	<u>2,396</u>	<u>706</u>	<u>38,847</u>	<u>25,581</u>
	<u>\$ 273,700</u>	<u>\$ 201,274</u>	<u>\$ 503,699</u>	<u>\$ 446,855</u>

Net losses

	Three months ended		Six months ended	
	June 30,		June 30,	
	<u>2015</u>	<u>2014</u>	<u>2015</u>	<u>2014</u>
Canada	\$ 191,461	\$ 572,272	\$ 514,290	\$ 957,460
United States of America	<u>157,853</u>	<u>178,732</u>	<u>462,873</u>	<u>185,384</u>
	<u>\$ 349,314</u>	<u>\$ 751,004</u>	<u>\$ 1,220,815</u>	<u>\$ 1,142,844</u>

Total Assets

	June 30,	June 30,
	<u>2015</u>	<u>2014</u>
Canada	\$ 9,257	\$ 660,031
United States of America	<u>932,012</u>	<u>1,403,868</u>
	<u>\$ 941,269</u>	<u>\$ 2,063,899</u>

Note 14 Financial Instruments

A fair value hierarchy prioritizes the input to valuation techniques used to measure fair value as follows:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;  
Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and  
Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Cash, accounts receivable, accounts payable and accrued liabilities, advances on private placements, promissory note payable, and due to related parties carrying amounts approximate their fair values due to their short term nature.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

a) 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. The Company reduces its credit risk on cash by placing these instruments with institutions of high credit worthiness. The Company provides credit to its clients in the normal course of operations. It carries out, on a continuing basis, credit checks on its clients and maintains provisions for contingent losses. The Company's maximum exposure to credit risk is the carrying amounts of cash and accounts receivable on the consolidated statements of financial position.

a) Liquidity Risk

Liquidity risk is the risk that the Company is not able to meet its financial obligations as they become due. As at June 30, 2015, the Company has a working capital deficiency of \$634,985. There can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. The Company may seek additional financing through equity and debt offerings and advances from related parties, but there can be no assurance that such financing will be available on terms acceptable to the Company.

Future minimum annual lease payments due under lease obligation are as follows:

2015	\$ 8,681
2016	15,072
2017	<u>7,537</u>
Total minimum lease payments	31,290
Less amount representing imputed interest of 22%	<u>6,630</u>
Balance of obligation	24,660
Current portion	<u>10,867</u>
Long-term portion	<u><u>\$ 13,793</u></u>

Note 14 Financial Instruments – (cont'd)

b) Interest Rate Risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The company is not exposed to significant risks associated with the effects of fluctuations in the prevailing levels of market interest rates.

c) Foreign Currency Risk

Foreign currency exchange rate risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in foreign exchange rates. The majority of the Company's operations are carried out in the United States of America; however the majority of financing is carried out in Canada. The parent company's operations are in Canada and operate in Canadian dollars. As June 30, 2015, the Company has Canadian dollars cash of \$992 (December 31, 2014: \$1,352), accounts receivable of \$8,322 (December 31, 2014: \$11,490), accounts payable of \$246,182 (December 31, 2014: \$239,228), convertible debentures payable of \$401,000 (December 31, 2014: \$401,000), and due to related parties of \$209,707 (December 31, 2014: \$225,782), translated at USD\$1 for every CDN\$1.2490. These factors expose the Company to foreign currency exchange rate risk, which could have a material adverse effect on the profitability of the Company. A 10% change in the exchange rate would change other comprehensive income/loss by approximately \$86,600. The Company currently does not plan to enter into foreign currency future contracts to mitigate this risk.

Note 15 Management of Capital

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern to pursue the development of fiber optics and video streaming businesses and to maintain a flexible capital structure which optimizes the cost of capital within a framework of acceptable risk. In the management of capital, the Company includes the components of shareholders' deficit, as well as cash.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash.

The Company is dependent on the capital markets as its main source of operating capital and the Company's capital resources are largely determined by the strength of the junior resource markets and by the status of the Company's projects in relation to these markets, and its ability to compete for investor support.

The Company is not subject to any external capital requirements. There is no change to the Company's approach to capital management during the years ended June 30, 2015 and 2014.



Note 16     Contingency

The Company is required to file certain foreign reporting information tax returns, and may be exposed to interest and penalties, estimated by management to be \$119,000. Management believes it is unlikely that any interest and penalties would be assessed once the Company files the forms to comply with the filing requirement, and accordingly has not accrued any amounts in the consolidated financial statements.

Note 17     Subsequent Event

The Company issued 100,000 common shares pursuant to the exercise of share purchase warrants at \$0.10 per share for proceeds of \$10,000.

**VALDOR TECHNOLOGY INTERNATIONAL INC.** Schedule I  
**CONDENSED INTERIM CONSOLIDATED SCHEDULE OF ADMINISTRATIVE AND  
GENERAL EXPENSES**

for the three and six months ended June 30, 2015 and 2014

(Stated in US Dollars)

(Unaudited - Prepared by Management)

	Three months ended		Six months ended	
	June 30,		June 30,	
	<u>2015</u>	<u>2014</u>	<u>2015</u>	<u>2014</u>
Consulting fees – Note 12	\$ 68,338	\$ 415,856	\$ 453,888	\$ 549,343
Entertainment and travel	18,030	15,537	34,500	24,606
Investor relations	6,096	13,862	11,132	47,944
Legal and accounting fees	19,826	29,668	34,714	93,921
Licenses and permits	2,655	908	3,697	1,951
Management fees – Note 12	17,083	34,166	34,003	68,332
Office and miscellaneous – Note 12	14,794	21,384	28,990	36,606
Rent – Note 12	28,062	22,162	50,856	36,472
Repairs and maintenance	10,704	70,111	26,332	85,200
Salaries, wages and benefits – Note 12	111,593	132,815	294,301	223,999
Stock exchange filing fees	1,749	23,049	17,045	33,939
Telephone and utilities	8,242	7,467	17,134	11,539
Transfer agent fees	2,865	1,847	3,360	3,815
	<u>\$ 310,037</u>	<u>\$ 788,832</u>	<u>\$ 1,009,952</u>	<u>\$ 1,217,667</u>