Management Discussion and Analysis

D-BOX Technologies Inc.

Fiscal year ended March 31, 2016

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MANAGEMENT DISCUSSION AND ANALYSIS
D-BOX Technologies Inc.
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1. Scope of the MD&A

This Management's Discussion and Analysis ("MD&A") is intended to provide the reader with a better understanding of the activities of D-BOX Technologies Inc. and its subsidiary, and key elements of its financial results. In particular, it explains changes in the Corporation's financial position and operating results for the fiscal year ended March 31, 2016 by comparing them to the results of the previous fiscal year. It also presents a comparison of the balance sheets as at March 31, 2016 and March 31, 2015.

This MD&A has been prepared in accordance with *National Instrument 51-102*, *Continuous Disclosure Obligations,* and should be read in conjunction with the information included in the audited consolidated financial statements for the fiscal year ended March 31, 2016 and accompanying notes. Unless otherwise indicated, the terms "Corporation" and "D-BOX" refer to D-BOX Technologies Inc.

The audited consolidated financial statements and this MD&A have been reviewed by the Audit Committee and approved by the Corporation's Board of Directors. Unless otherwise indicated, all the amounts in this MD&A are in thousands of Canadian dollars.

2. Forward-looking Statements

Some of the statements made in this MD&A, including, but not limited to, statements about the opinions, the projects, the objectives, the strategies, the estimates, the intentions and the expectations of the Corporation, as well as other statements not referring to historical facts, are forward-looking statements. Forward-looking statements can be identified by terms such as "expects," "anticipates," "estimates," "predicts," "undertakes" and other similar terms and expressions. These statements are based on the information available at the time they were prepared and management's good faith assumptions and expectations regarding future events, and inherently involve known and unknown risks and uncertainties such as, without limitation, competition, the Corporation's ability to build on its technology, the Corporation's ability to continue developing its distribution network and enter into new commercial agreements in the entertainment and simulation and training markets, exchange rate fluctuations, and other factors discussed herein (see "Risks and Uncertainties") or in the Corporation's continuous disclosure filings. The Corporation's actual results may be materially different from those expressed or implied in these forward-looking statements. As a result, you are cautioned not to place undue reliance on these forward-looking statements. These statements do not reflect the potential impact of any special items or of any business combination or other transaction that may be announced or that may occur after the date hereof. Except as required by law, the Corporation does not intend, and undertakes no obligation, to update any forward-looking statements to reflect, in particular, new information or future events.

3. Message to Shareholders

Dear Shareholders,

Once again this year, D-BOX realized many achievements that translated into the highest revenue and adjusted EBITDA on record and a very sound year-end balance sheet. In all key strategical and operational aspects, our team pulled together delivering the goods while reinforcing the Corporation's global positioning as a leading provider of state-of-the-art, cutting edge immersive motion systems.

Over the last year, D-BOX was particularly successful securing new contracts, expanding its global reach and establishing key relationships that should position the company favourably for the convergence of the virtual reality, the entertainment and the simulation and training worlds. In addition, D-BOX also bolstered its financial profile and was successful in attracting new investors.

Amongst the highlights of the year starting with the entertainment market, 119 new screens were installed globally including significant repeat orders from Cinemark, the third largest chain in North America and from Cineplex, a Canadian market leader. In mainland China, where the entertainment market is expanding at a very fast pace, we stepped up our business development activities, hired local resources and we are in the process of opening an office. To support our global theatrical activities, D-BOX motion coded 37 movie titles obtained for the most part from Hollywood's main studios and, as it has been the case in the past, many of these tiles ranked number 1 in the box-office during the opening week-end.

In the simulation and training market, D-BOX continued to reap the benefits of ongoing business development activities and long-established relationships with key partners. Amongst others, D-BOX made significant progress with customers in the heavy equipment/cranes and automotive submarkets and also was recognized for the second year in a row as one of the Top 100 Simulation and Training Companies by the KMI Media Group.

On the financial side, *La Caisse de Dépôt et Placement du Québec* invested $5 M of new capital in the company in the form of a 54-month term loan. Later in the year, Gold-Finance (Canada) Asset Management Limited, a subsidiary of an important Chinese financial group, made a $5 M equity investment for a stake exceeding 6% of the company at a significant premium to the market price of the shares.

Overall, this year's results and the company's unique positioning for the future clearly demonstrate the accuracy of D-BOX's vision and its ability to service the needs of a global customer base while generating recurring revenue and continuously increasing the value of its brand. Looking ahead, in anticipation of the expected growth, D-BOX recently expanded amongst others, its sales and marketing team, adding new employees and more depth to the team. Considering these factors in combination with our healthy financial position, D-BOX is thus in a very enviable place to accelerate penetration of its key markets.

All these achievements would not have been possible without the ongoing support of our dedicated employees, our loyal customers, members of the Board of Directors and all stakeholders. We wish to thank all of them all for their ongoing commitment to our success.

Jean Lamarre	Claude Mc Master
Chairman of the Board	President and Chief Executive Officer

4. Annual and Fourth Quarter Highlights

4.1 Financial Highlights

- Growth in revenue, with the best results ever for the fiscal year and the quarter:
  - ✓ Annual revenue up by 41% to $29,042 k, including $18,201 k of system sales and $6,524 k of recurring revenue for the entertainment market.
  - ✓ Quarterly revenue up by 29% to $8,612 k, including $5,949 k of systems sales and $1,427 k of recurring revenue for the entertainment market.
- Annual net loss of $187 k compared to $478 k last year.
- Record annual adjusted EBITDA*:
  - ✓ Adjusted EBITDA of $3,598 k for the fiscal year compared to $1,304 k last year; and
  - ✓ Adjusted EBITDA of $944 k for the fourth quarter compared to $713 k last year.
- Cash and cash equivalents of $16,454 k as at March 31, 2016 in comparison to $6,710 k as at March 31, 2015. Cash flows generated by operating activities ($1,723 k) and cash flows generated by financing activities ($9,836 k) are higher than cash flows used by investing activities ($1,843 k).

Fourth quarter and fiscal year ended March 31
(in thousands of dollars, except per share amounts)

	Fourth Quarter		Fiscal Year	
	2016	**2015**	**2016**	**2015**
Revenues	**8,612**	6,680	**29,042**	20,588
Adjusted EBITDA*	**944**	713	**3,598**	1,304
Net income (loss)	**(406)**	850	**(187)**	(478)
Basic and diluted net income (loss) per share	**(0.002)**	0.005	**(0.001)**	(0.003)

Information from the consolidated balance sheet

	As at March 31,2016	As at March 31, 2015
Cash and cash equivalents	**16,454**	**6,710**

* See the "Non IFRS Measures" section and the reconciliation table of adjusted EBITDA to the net income (loss) on page 9.

4.2 Operational Highlights

- Continuous and strategic deployment of our motion technology with theatre chains during the fiscal year:
  - ✓ 42% increase in screens installed or in backlog from 401 as at March 31, 2015 to 569 as at March 31, 2016.
  - ✓ Significant growth with Cinemark who committed in December 2015 to deploy 80 new screens in the United States and Latin America over a 24-month period.
  - ✓ Cineplex, the leading Canadian exhibitor, announced 23 additional auditoriums equipped with D-BOX motion systems, a 50% increase to 67 auditoriums.
- In the simulation and training market, D-BOX obtained orders from existing customers while accelerating business development efforts with new key players. D-BOX was also recognized for the second year as one of the Top 100 Simulation and Training Companies by the KMI Media Group.

5. Outlook

D-BOX focuses on two major development areas: the entertainment market and the simulation and training market which have their respective sub-markets. In light of the business development activities in each of these two markets, D-BOX anticipates the general upward trend in revenue to continue. In combination with this expected growth of revenue, D-BOX intends to increase the level of its operating expenses aiming, amongst others, to support the sales and marketing of technological innovations that will help solidify D-BOX's position in existing sub-markets and will facilitate entering new ones. Generally speaking, the Corporation aims to maintain a positive adjusted EBITDA and intends to manage its operations accordingly.

With the advent of the virtual reality (VR) world and with D-BOX expertise in immersive motion and true-to-life simulation, D-BOX has actively been developing new applications for VR and other key markets. D-BOX is well-positioned to become a key player in the VR industry given that its technology can remove motion sickness sometimes associated with such experiences and may be the missing link that will solve one of the main challenges virtual reality needs to overcome. This new and upcoming market will bring significant changes to the entertainment sub-markets (i.e. home and commercial theatres), in addition to obvious immediate applications for simulation and training. D-BOX is particularly excited to be part of the new trend as the size of the virtual and augmented reality markets may soon reach billions of dollars according to many industry sources.

6. Corporate Profile

D-BOX designs, manufactures and commercializes cutting-edge motion systems intended for the entertainment and simulation and training markets. This unique and patented technology uses motion effects specifically programmed for each visual content which are sent to a motion system integrated into either a platform, a seat or any other product. The resulting motion is perfectly synchronized with the on-screen action, thus creating an unparalleled realistic immersive experience.

Three components produce motion synchronized in perfect harmony with image and sound:

1. the creation of motion effects making up the motion code known as D-BOX Motion Code;
2. a motion controller serving as an interface between the optical disk reader or the video server that contains the film and the D BOX motion system; and
3. the D-BOX motion system, consisting amongst other things of electromechanical pistons (actuators) built into a platform, a seat, or another type of equipment.

As at March 31, 2016, D-BOX had 100 employees compared to 84 as at March 31, 2015.

7. Corporate Strategy

The Corporation is a leader with respect to the creation and design of non-distractive immersive motion systems. It is also in a unique position to be part of and to act as a truly differentiating factor for upcoming virtual reality technologies and experiences.

D-BOX continues to develop brand awareness in addition to offering a differentiated asset generating revenue in various business sectors. The Corporation's cutting-edge motion systems target two distinct markets: the entertainment market and the simulation and training market.

Examples of Applications

Entertainment Market	Simulation and Training Market
• Commercial theatres • Home Entertainment: o Home theatre o Video games • Themed Entertainment: o Amusement parks o Arcades o Museums and planetariums	• Simulation and training for: o Automotive o Flight o Heavy equipment/cranes o Racing o Wellness
• Virtual reality for the Entertainment and Simulation and Training markets	

7.1 Revenue Models

The Corporation's revenue streams consist mainly of:

1. the sale or lease of D-BOX motion systems including motion controllers and computer servers in the case of larger installations such as commercial theatres;
2. utilization rights (license) for the D-BOX technology on the sale of admission tickets in commercial theatres which are equipped with this technology to view a motion picture encoded by D-BOX. The Corporation also receives system maintenance revenue relating to the use of systems;
3. direct sales of motion systems to a network of specialized resellers, integrators, equipment or seating manufacturers who market the D-BOX technology under their own brands (Original Equipment Manufacturers or OEMs). This marketing method offers the advantage of minimizing sales and marketing costs; and
4. coding rights for visual content.

7.2 Growth Strategy / Entertainment Market

The Corporation is constantly pursuing opportunities with commercial theatre owners to increase the number of venues equipped with its technology.

Concurrently, the Corporation leverages its relationships and credibility established with Hollywood's major studios and some Asian and European studios in order to provide a wide array of content to its commercial theatres. The Corporation believes that an increase in the offer of motion pictures has a direct impact on the number of equipped venues and that box office revenue for D-BOX motion systems equipped theatres acts as an incentive to:

1. accelerate the deployment of its technology with new commercial theatre exhibitors that want to add a distinctive element to their offering;
2. facilitate the sale of its technology to current exhibitors that may want to equip more than one of their complexes or equip more than one screen within the same complex;
3. generate motion system sales to the home entertainment clientele, who want to experience D-BOX in the comfort of their homes;
4. encourage video game customers to purchase gaming seats equipped with D-BOX motion systems thereby allowing them to add a new level of immersion to their gaming experience;
5. promote the technology to potential customers in the simulation and training market.

As of March 31, 2016, 35 exhibitors had more than one location that integrated the D-BOX motion system and more than 100 locations had more than one screen incorporating our technology within the same complex.

An increase in the number of equipped theatres has a direct impact on the offering of studios which is based on a business model that benefits all parties since they share the new revenue generated by D-BOX.

Access to content is a key factor in accelerating the deployment of D-BOX motion system. The Corporation is constantly expanding its business relationships with new film and gaming content providers. For instance, over 190 titles, including more than 90 which ranked number 1 at the box office on opening weekend, have been coded so far for presentation in commercial theatres.

The D-BOX experience in commercial theatres will continue to expand significantly through the deployment of its motion systems. This vision is strengthened by the fact that the Corporation has continuously coded content from major studios in addition to coding local content in some countries where D-BOX is now present. Furthermore, it has proven its technical and commercial benefits and has received several awards over the last few years.

However, certain seasonal factors may impact the deployment of new D-BOX motion systems in commercial theatres. The Corporation's growth rate for its commercial theatre business activities is not linear but rather subject to a certain level of volatility when comparing consecutive quarters.

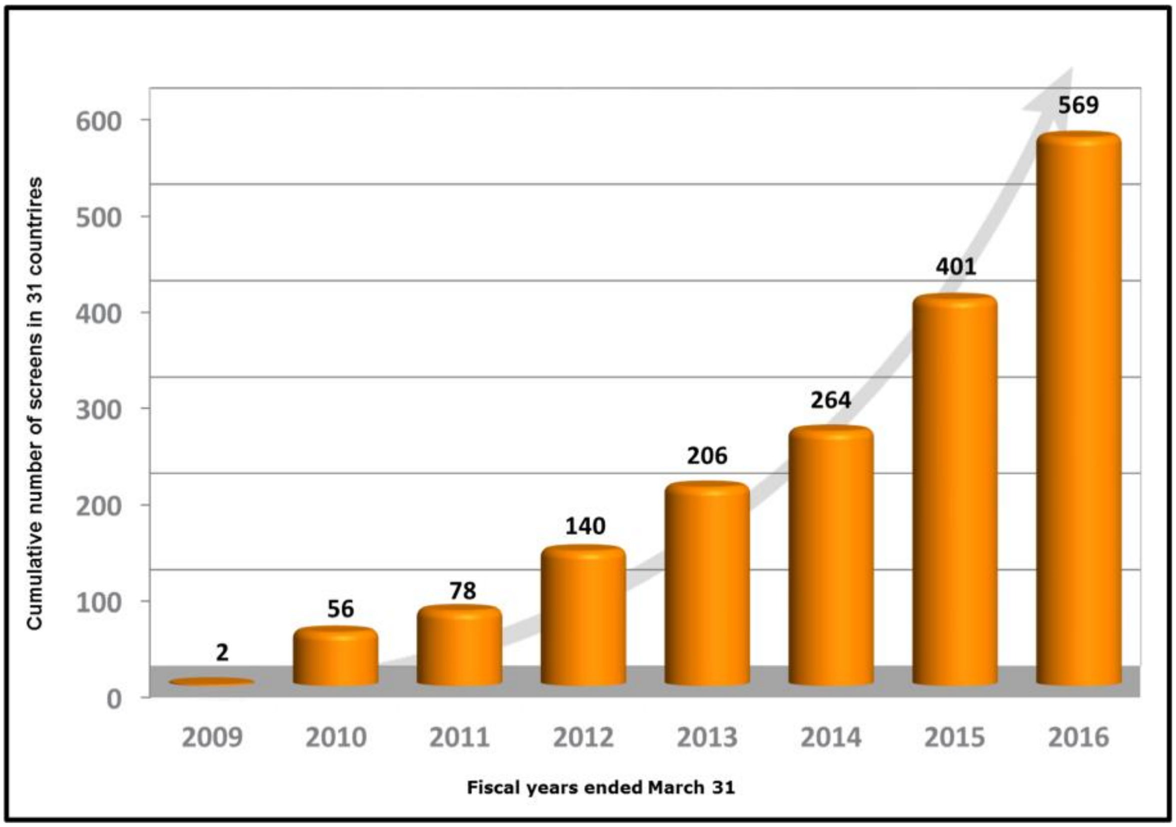
In this respect, the Corporation wishes to remind readers that it remains subject to a number of risks and uncertainties pertaining to its operations (see the "Risks and Uncertainties" section).

Business development efforts targeting commercial theatre chains are handled by an internal business development team and a few external partners in certain countries. Moreover, the Corporation's representatives continue to attend major trade shows. The Corporation believes that the entertainment market is a really good way to demonstrate its technology to the largest number of people possible, and generates significant revenue through utilization rights earned from the use of the technology based on premiums for admission tickets, the sale or rental of motion systems and motion system maintenance contracts. This strategy drives a significant increase in brand awareness.

In measuring achievement of its deployment objectives for theatre chains, the Corporation tracks the installed base of its D-BOX motion systems as well as its backlog. From a practical standpoint, the Corporation defines system backlog as follows: a commitment or an order for D-BOX motion systems received as part of a contractual agreement and for which the installation is scheduled within a twenty-four-month period.

The total screens installed or in backlog increased by 42% and stood at 569 at the end of the quarter in comparison with 401 a year ago.

Worldwide growth of installed screens or in backlog
As at March 31, 2016



With respect to products targeting home entertainment, the Corporation aims to:

1. sell products under its own brand name and under original equipment manufacturers' (OEM), integrators' and resellers' brands;
2. increase the offer of content coded by D-BOX; and
3. create products and form partnerships with strategic players that should accelerate mass market penetration.

In short, D-BOX has demonstrated so far:

- the willingness of moviegoers to pay a premium on an admission ticket to live a non-distractive motion experience;
- that it generates a new source of business traffic and new revenue for commercial theatre operators allowing them to stand out from competitors and increase their revenue ((i) direct revenue from the sale of tickets in the D-BOX zone and (ii) indirect revenue from the sale of food and beverages); and
- that it brings in additional visibility and a new source of revenue for the studios.

7.3 Growth Strategy / Simulation and Training Market

The simulation and training market contributes significantly to the global awareness of the D-BOX brand thereby sparking consumer interest for the realism and efficiency which can stimulate demand for the D-BOX experience in other sub-markets such as: automotive, defense, flight, heavy equipment/cranes, racing, and wellness. The Corporation is mobilizing resources devoted to the business development of this market with the goal of identifying new partners and meeting their needs.

With respect to products earmarked for simulation and training simulation users, the Corporation is following its mission to sell products under its own brand, under original equipment manufacturers' brands (OEM's) and through a network of integrators and resellers. It is also adapting its products to address specific requests of manufacturers and OEM's to penetrate new markets.

In the last few years, the Corporation has stepped up its presence at commercial and industrial trade shows, which raises awareness of D-BOX and its motion technology.

The Corporation recently developed motion systems adapted to the needs of the simulation and training market and their sales should accelerate over the course of the next few quarters. This trend has been observed since the quarter ended December 31, 2015 as newly-developed actuators are gaining in acceptance with existing and new customers.

The Corporation will continue dedicating a team to develop and service this market to identify new potential customers and/or distributors and meet their demands adequately. The main selection criteria for new customers and/or distributors include an efficient international distribution network, a well-renowned name in the market and the willingness to invest the necessary effort and resources to generate new and important revenue streams.

(Amounts in tables are in thousands of Canadian dollars, except for amounts relating to warrant, options, shares and per-share amounts) Page 9

8. Non-IFRS Measures

In this MD&A, the Corporation uses two measures that are non-compliant with International Financial Reporting Standards (IFRS): 1) the adjusted EBITDA and 2) the gross profit excluding amortization. Although these measures supply useful and complementary information, they do not have a standardized meaning under IFRS and are not likely to be comparable to similar measures used by other issuers.

1) The adjusted EBITDA provides useful and complementary information which allows, among other things, the evaluation of profitability and cash flows provided by operations. It is comprised of net income (loss) but excludes the following: items not affecting cash, foreign exchange loss (gain), financial expenses (income) and income taxes.

   The following table explains the reconciliation of adjusted EBITDA to the net income (loss).

	Fiscal year ended March 31		Fourth quarter ended March 31	
	2016	**2015**	**2016**	**2015**
Net income (loss)	**(187)**	(478)	**(406)**	850
Amortization of property and equipment	**2,333**	1,844	**528**	311
Amortization of intangible assets	**536**	392	**137**	74
Amortization of other assets	**114**	72	**10**	13
Write-off of property and equipment	**167**	178	**9**	96
Gain on disposal of property and equipment	—	(36)	—	—
Share-based payments	**224**	409	**46**	84
Foreign exchange loss (gain)	**4**	(1,151)	**456**	(763)
Financial expenses (income)	**379**	36	**135**	11
Income taxes	**28**	38	**29**	37
Adjusted EBITDA	**3,598**	1,304	**944**	713

2) The gross profit excluding amortization serves to evaluate the Corporation's capacity to generate funds through product sales by considering the cost of these products while excluding the main non-cash item, namely amortization (see the table explaining the reconciliation of gross profit to gross profit excluding amortization on page 12).

(Amounts in tables are in thousands of Canadian dollars, except for amounts relating to warrant, options, shares and per-share amounts) Page 10

9. Main Financial Data

The following tables present selected significant financial data for the current fiscal year and the fourth quarter ended March 31, 2016 by comparing them with the corresponding periods of the previous fiscal year.

Information from the Consolidated Statements of Net Income (Loss) and Comprehensive Income (Loss)	Fiscal year ended March 31		Fourth quarter ended March 31	
	2016	2015	**2016**	2015
Revenue	**29,042**	20,588	**8,612**	6,680
Gross profit excluding amortization*	**17,055**	10,961	**4,794**	3,402
Net income (loss)	**(187)**	(478)	**(406)**	850
Adjusted EBITDA*	**3,598**	1,304	**944**	713
Basic and diluted net income (loss) per share	**(0.001)**	(0.003)	**(0.002)**	0.005

* See the "Non-IFRS measures" section on page 9.

Information from the Consolidated Statements of Cash Flows	Fiscal year ended March 31		Fourth quarter ended March 31	
	2016	**2015**	**2016**	**2016**
Goods held for lease	(1,086)	(660)	(78)	(255)
Cash flows relating to operating activities	1,723	1,372	910	2,432
Additions to property and equipment	(968)	(525)	(160)	(146)
Additions to intangible assets	(875)	(1,035)	(169)	(208)
Cash flows relating to financing activities	9,836	1	—	—

The following table presents certain important financial data of the consolidated balance sheet as at March 31, 2016 and as at March 31, 2015.

Information from the Consolidated Balance Sheets	As at March 31, 2016	As at March 31, 2015
Cash and cash equivalents	16,454	6,710
Inventories	5,016	3,903
Working capital	21,455	11,238
Total assets	37,200	24,838
Total current liabilities	6,677	4,245
Long-term debt	4,420	—
Equity	26,103	20,593

10. Operating Results

10.1 Revenue

Revenue for the fiscal year ended March 31, 2016 increased by 41% to $29,042 k compared to $20,588 k for the fiscal year ended March 31, 2015.

For the entertainment market, revenue consists of D-BOX motion system sales to commercial theatre operators, revenue from right of use, rental and maintenance with respect to admission tickets sold in commercial theatres, system sales to home entertainment customers and systems sales to themed entertainment clients.

Revenue also includes motion system sales to customers in the simulation and training market who sell D-BOX motion systems under their own brand names.

During the fiscal year ended March 31, 2016, the entertainment market generated a 43 % increase in revenue to $24,725 k compared to the $17,242 k realized last year. Revenue from commercial theatres increased by 38% from $14,356 k in 2015 to $19,762 k this year. These revenues consist of: i) the sale of D-BOX motion systems which increased by 28% to $13,238 k ($10,326 k in 2015) and ii) revenue from rights for use, rental and maintenance on the sale of admission tickets in commercial theatres which increased by 62% to $6,524 k ($4,030 k in 2015). This increase is mainly due to the box office performance of the movies presented and the deployment of additional screens in the last twelve months.

It is important to note that revenue from rights for use, rental and maintenance can fluctuate from one period to another based on the following factors:

- the box office performance of the movies that are presented, which can vary significantly from one movie to another;
- the revenue sharing with exhibitors and studios;
- the individual performance of exhibitors;
- the average number of D-BOX motion systems deployed, which is constantly evolving;
- the number of weekly screenings of a D-BOX movie, which can vary based on the country in which a film is presented, or from one exhibitor to another; and
- the number of weeks a movie is played, which can vary based on the country due to different launch dates or the decision made by an exhibitor to present a film for a longer or shorter period of time.

As at March 31, 2016, 442 screens were installed around the world compared to 323 screens at the same date last year.

The entertainment market also includes system sales for home entertainment and themed entertainment. Home entertainment increased by 43% to $1,461 k ($1,024 k last year) and is explained for the most part by the new HEMC controller (Home Entertainment Motion Controller) launched last year. Systems sales from themed entertainment increased by 88% to $3,502 k ($1,862 k last year) and is explained by sales to a major client in the amusement parks and arcades sub-markets.

For the simulation and training market, our development strategy consists of selling our motion system technology to customers so they can integrate it into their products. Sales in this market are driven, among other things, by the attendance at commercial and industrial trade shows which contributes to raising awareness to the D-BOX technology and the presentation in commercial theatres of movies integrating the D-BOX Motion Code, which creates a growing demand for the D-BOX experience in numerous other sub-markets.

(Amounts in tables are in thousands of Canadian dollars, except for amounts relating to warrant, options, shares and per-share amounts) Page 12

Sales of motion systems to customers of the simulation and training market increased by 29 % to $ 4,317 k for the fiscal year ended March 31, 2016 compared to $3,346 k realized last year. The increase in sales is mainly driven by simulation and training systems sold to customers in heavy equipment/cranes and automotive sub-markets.

For the fourth quarter of 2016, revenue amounted to $8,612 k in comparison to $6,680 k for the corresponding quarter of last year. This 29% increase is explained by a 28% increase for the entertainment market to $7,376 k ($5,770 k in 2015), and a 36% increase to $1,236 k for the simulation and training market ($910 k in 2015). The increase in the entertainment market is mainly due to a 117 % increase in rights for use, rental and maintenance revenues.

10.2 Gross Profit

The following table explains the reconciliation of gross profit to gross profit excluding amortization.

	Fiscal Year ended March 31		Fourth Quarter ending March 31	
	2016	**2015**	**2016**	**2015**
Revenue	**29,042**	20,588	**8,612**	6,680
Gross profit	**14,842**	9,288	**4,321**	3,169
Amortization related to cost of goods sold	**2,213**	1,673	**473**	233
Gross profit excluding amortization*	**17,055**	10,961	**4,794**	3,402
Gross margin excluding amortization	**59%**	53%	**56%**	51%

* See the "Non-IFRS measure" section on page 9.

For the fiscal year ended March 31, 2016, gross profit increased by 60% amounting to $14,842 k in comparison with $9,288 k for the previous fiscal year. Excluding amortization related to cost of goods sold, gross profit increased by 56% to 17,055 k in 2016 (59% of revenue) in comparison to the 10,961 k (53% of revenue) achieved last year. This increase in gross profit excluding amortization is mainly explained by the good performance in sales of both the entertainment and simulation and training markets.

For the fourth quarter ended March 31, 2016, gross profit amounted to $4,321 k in comparison with $3,169 k for the corresponding period last year. Excluding amortization, gross profit amounted to $4,794 k (56% of revenues) in comparison with $3,402 k (51% of revenues) last year. This 41% improvement of gross profit is also explained by the good performance in sales of both the entertainment and simulation and training markets.

10.3 Operating Expenses

Selling and Marketing: selling and marketing expenses consist primarily of employee costs including share-based payments, professional fees, advertising and point-of-sales material expenses and attendance at trade shows. They also include expenses related to motion coding and other marketing expenses.

For the fiscal year ended March 31, 2016, selling and marketing expenses increased by 27% to $7,230 k (25% of revenue) compared to $5,677 k (28% of revenue) last year. This increase is mostly explained by an increase in employee-related costs, professional fees and promotional costs.

For the fourth quarter ended March 31, 2016, selling and marketing expenses increased by 35% to $1,955 k (23% of revenue) compared with the $1,446 k (22% of revenue) spent in the quarter ended March 31, 2015. This increase is mostly explained by an increase in employee-related costs and professional fees.

Administration: administration expenses consist primarily of employee costs including share-based payments, professional fees as well as other general and administration expenses.

For the fiscal year ended March 31, 2016, administration expenses amounted to $4,523 k (16% of revenue) representing a 31% increase compared to the $3,460 k (17% of revenue) for the fiscal year ended March 31, 2015. This increase is explained essentially by the increase of employee-related costs.

For the fourth quarter ended March 31, 2016, administration expenses amounted to $1,412 k (16% of revenue) which compares to $1,058 k (16% of revenue) for the quarter ending March 31, 2015. This 33% increase is also explained essentially by the increase of employee-related costs.

Research and Development: research and development expenses mainly include costs related to employees, amortization of assets and patents, others costs associated with existing product enhancement, and the cost of adapting products to various international standards, less investment tax credits.

For the fiscal year ended March 31, 2016, research and development expenses amounted to $2,865 k (10% of revenue) which compares to $1,706 k (8% of revenue) for the previous fiscal year. The $1,159 k increase is mostly explained by: i) an increase of $ 758 k in employee costs for the hiring of additional resources associated to product development and enhancement, and other various research and development expenses and ii) a change in estimate of $401 k coming from a reduction of investment tax credits receivable, and an increase related to a liability for investment tax credits (this liability follows reception from relevant tax authorities of an assessment project relative to a previous fiscal year).

For the fourth quarter ended March 31, 2016, research and development expenses increased 40% to $740 k (9% of revenue) compared to $530 k (8% of revenue) for the same quarter of last year. This increase is also explained by employee costs for the hiring of additional resources associated to product development and enhancement, and other various research and development expenses.

Foreign Exchange Gain or Loss: the foreign exchange gain or loss mainly results from the fluctuation of Canadian currency relative to US currency when converting US dollar operations at the prevailing rate on the date of a transaction and the conversion of US dollar monetary assets and liabilities at the end-of-period rate.

Thus, for the fiscal year ended March 31, 2016, the foreign exchange loss amounts to $4 k in comparison to a gain of $1,151 k last year. The foreign exchange variation is explained by the volatility of the Canadian currency in comparison to the US currency over the course of the current year.

For the fourth quarter ended March 31, 2016, the foreign exchange loss amounts to $456 k which compares to a gain of $763 k for the corresponding quarter of 2015. The foreign exchange variation is explained by the volatility of the Canadian currency in comparison to the US currency over the course of each of these two periods.

10.4 Financial Expenses (Income)

For the fiscal year ended March 31, 2016, financial expenses net of interest income amounted to $379 k in comparison with a net financial expense of $36 k realized last year. The increase in financial expenses comes mainly from the interest expense related to the long-term debt issued on August 5, 2015 and amounting to $307 k.

For the fourth quarter ended March 31, 2016, financial expenses net of interest income amounted to $135 k in comparison to $11 k in 2015. Interest expense on long-term debt amounted to $117 k during the quarter.

10.5 Income Taxes

With respect to accounting for future income taxes, the Corporation has concluded that a valuation allowance equal to its future income tax assets should be recorded.

As at March 31, 2016, the Corporation had accumulated net operating loss carryforwards of $26,094 k for federal income tax purposes, $25,998 k for Quebec income tax purposes and $3,983 k for the United States in addition to other unrecognized deferred income tax assets mentioned at note 12 of the consolidated financial statements.

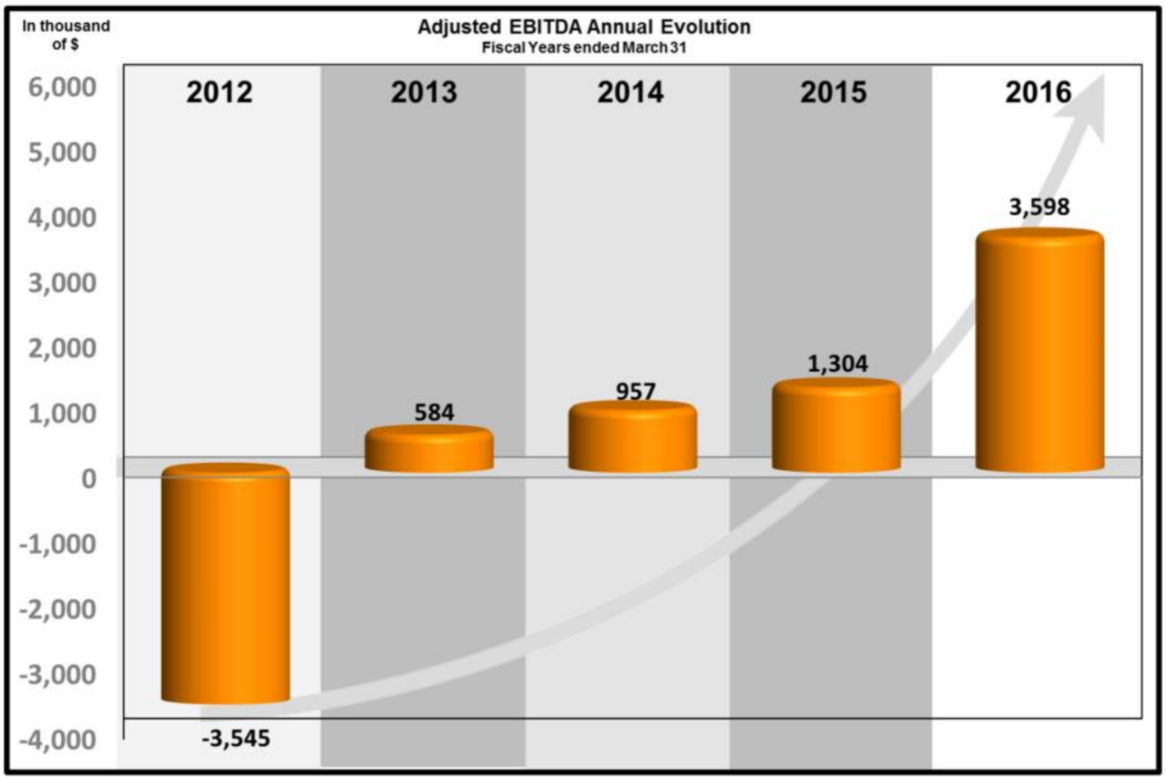
10.6 Net Income (Loss)

Given the aforementioned facts, the net loss for the 2016 fiscal year amounted to $187 k (basic and diluted net loss of $0.001 per share) in comparison to a net loss of $478 k (basic and diluted net loss of $0.003 per share) in 2015.

For the fourth quarter, the net loss amounted to $406 k (basic and diluted net loss of $0.002 per share), compared with a $850 k net income (basic and diluted net income of $0.005 per share) for the same quarter in 2015. The variation of $1,256 k in the net income (loss) for the quarter comes mainly from the foreign exchange gain (loss) variation of $1,219 k and is due to the strong fluctuation of the Canadian currency relative to the US currency during the period.

11. Adjusted EBITDA

The adjusted EBITDA is comprised of net income (loss) but excludes items not affecting cash, foreign exchange loss (gain), financial expenses (income) and income taxes. This measure provides useful and complementary information which allows, among other things, the evaluation of profitability and cash flows provided by operations.



Since the 2013 fiscal year, D-BOX achieved a positive adjusted EBITDA. It has remained positive and has been trending upwards ever since as a result of sustained growth in revenue and a tight control over operating expenses.

Adjusted EBITDA amounted to $3,598 k for the 2016 fiscal year representing a 176% increase in comparison of $1,304 k in the previous fiscal year.

For the fourth quarter, adjusted EBITDA amounted to $944 k representing a 32% increase in comparison to the adjusted EBITDA of $713 k for the same period last year.

12. Liquidity, Capital Resources and Financing Sources

As at March 31, 2016, total assets amounted to $37,200 k compared to $24,838 k as at March 31, 2015. The favorable variation is explained by the increase in cash and cash equivalents as explained by financing activities below.

Working capital stood at $21,455 k as at March 31, 2016 compared with $11,238 k as at March 31, 2015. Accounts receivable, which mostly consist of trade accounts receivable, investment tax credits and commodity taxes receivable, increased to $6,159 k as at March 31, 2016 in comparison to $4,302 k as at March 31, 2015. Inventories increased to $5,016 k as at March 31, 2016 in comparison to $3,903 k as at March 31, 2015. These increase are the result of sales growth for both entertainment and simulation and training markets.

Current liabilities increased by $2,432 k to $6,677 k as of March 31, 2016 which compares to $4,245 k as at March 31, 2015. Current liabilities include accounts payable and accrued liabilities which increased by $2,328 k to $6,114 k. This increase is mostly explained by employee compensation accruals and payables to suppliers at the end of 2016 compared with March 31, 2015.

12.1 Operating Activities

For the fiscal year ended March 31, 2016, cash flows relating to operating activities totalled $1,723 k compared with $1,372 k for the previous fiscal year. This increase of $351 k in cash flows relating to operating activities comes from an increase of $2,227 k in cash generated by operations and before changes in working capital items, and less an increase of $1,876 k in cash needed for the working capital items (mainly accounts receivable and inventories).

12.2 Investing Activities

For the fiscal year ended March 31, 2016, cash flows used by investment activities amounted to $1,843 k in comparison to $1,521 k for the previous fiscal year. Cash flows relating to investing activities include additions to property and equipment which increased by $443 k to $968 k ($525 k in 2015) and costs associated to the additions of intangible assets which decreased by $160 k to $875 k ($1,035 k in 2015).

12.3 Financing Activities

During the year ended March 31, 2016, cash flows generated by financing activities amounted to $9,836 k as a result of the following:

Long-term debt issue: On August 5, 2015, the Corporation issued a loan and 4,500,000 warrants for proceeds of $4,869 k, net of financing fees of $131 k. Each warrant entitles its holder to purchase one Class A common share at $0.50 per share for a 48-month period ending August 5, 2019. The loan bears interest under specific conditions at a rate of either 7% or 10% and matures on February 5, 2020. Interests are payable quarterly and the principal can be reimbursed at any time by the Corporation and is payable in full on the maturity date. The loan is secured and contains certain restrictions, including limitations on the Corporation's ability to incur additional indebtedness, pay dividends and make other distributions. The loan is guaranteed by a general pledge and security agreement against the assets (except for the intellectual property) of the Corporation and its subsidiary.

An amount of gross proceeds of $527 k, net of financing fees, was allocated to the warrants. Financing fees related to long-term debt are capitalized in reduction of long-term debt and amortized using the effective interest rate method. Financing fees related to warrants are capitalized in reduction of equity.

On March 31, 2016, the effective interest rate of long-term debt was 10.7% and the Corporation was in compliance with all debt covenants.

Shares issue: On December 18, 2015, the Corporation issued 11,111,111 Class A common shares and 8,333,333 warrants for gross proceeds of $5,000 k. Each warrant entitles the holder to purchase one Class A common share at $0.60 for an 18-month period ending June 18, 2017. The gross proceeds were allocated to the shares and warrants proportionately to their respective estimated fair values. As a result, $435 k was allocated to warrants and $4,565 k was added to share capital. The issue costs of $40 k were allocated to shares and warrants proportionately to their respective estimated fair values. Accordingly, $37 k was deducted from share capital and $3 k was deducted from warrants.

During the year, the Corporation also issued 33,333 Class A common shares for a total cash consideration of $7 k on exercise of stock options. An amount of $4 k representing the initial fair value of the stock options, was credited to share capital and deducted from the share-based payments reserve.

12.4 Equity

Equity increased by $5,510 k to $26,103 k as at March 31, 2016, compared with $20,593 k as at March 31, 2015. This increase comes mainly from the $5,000 k share issue and warrants realized on December 18, 2015.

(Amounts in tables are in thousands of Canadian dollars, except for amounts relating to warrant, options, shares and per-share amounts) Page 18

13. Quarterly Data

Operating results for each of the past eight quarters are presented in the table below.

	2016				2015			
	Q4	Q3	Q2	Q1	Q4	Q3	Q2	Q1
Revenue from the entertainment market								
Commercial theatres:								
- System sales	4,880	3,586	2,208	2,564	4,418	2,150	1,880	1,878
- Rights for use, rental and maintenance	1,427	1,628	1,193	2,276	658	991	1,238	1,143
	6,307	5,214	3,401	4,840	5,076	3,141	3,118	3,021
Home entertainment system sales	424	472	233	332	254	309	238	223
Themed entertainment system sales	645	1,466	663	728	440	441	405	576
Total revenue Entertainment market	**7,376**	**7,152**	**4,297**	**5,900**	**5,770**	**3,891**	**3,761**	**3,820**
Revenue from the Simulation and training market	**1,236**	**1,069**	**724**	**1,288**	**910**	**1,103**	**593**	**740**
TOTAL REVENUE	**8,612**	**8,221**	**5,021**	**7,188**	**6,680**	**4,994**	**4,354**	**4,560**
Adjusted EBITDA*	944	1,371	132	1,151	713	200	372	19
Net income (loss)	(406)	397	(208)	30	850	(315)	192	(1,205)
Basic and diluted net income (loss) per share	(0.002)	0.002	(0.001)	0.000	0.005	(0.002)	0.001	(0.007)
Weighted average number of common shares outstanding	174,928,906	165,508,616	163,791,129	163,784,462	163,784,462	163,784,462	163,783,665	163,781,129

* See the "Non-IFRS Financial Measures" section on page 9.

The fluctuation of revenue during the last eight quarters is explained, among other reasons, by the uneven growth of the entertainment and simulation and training markets. More specifically, for the entertainment market, revenue fluctuated mostly as per the performance of presented films.

(Amounts in tables are in thousands of Canadian dollars, except for amounts relating to warrant, options, shares and per-share amounts) Page 19

14. Commitments

The Corporation rents premises and equipment under operating leases and has entered into long-term commitments to purchase services. The minimum payments for the coming years are as follows:

	Leases	Other Commitments
2017	263	35
2018 to 2021	649	26
2022 and thereafter	157	—
	1,069	**61**

The Corporation's operating lease expenses amounted to $317 k in 2016 ($273 k in 2015) and has pledged the universality of movable property, both present and future, in favour of the lessors.

15. Fully Diluted Share Capital (June 21, 2016)

	Class A common shares
Class A common shares outstanding	175,003,906
Convertible instruments	
Stock options outstanding	15,251,845
Warrants	14,833,333
	205,089,084

16. Significant Judgments and Estimates and New Accounting Pronouncements

Significant Judgments and Estimates

The preparation of consolidated financial statements requires the Corporation's management to make judgments, estimates and assumptions that could affect the amounts of assets and liabilities at the balance sheet date and the amounts of revenues and expenses.

Judgments

In connection with the application of the Corporation's accounting policies, management made the following judgment which had a material impact on the carrying amount of assets and liabilities reported in the consolidated financial statements.

The Corporation is involved in the rental of motion systems as a lessor. The Corporation has determined, based on its assessment of the terms and conditions of agreements, such as lease term, that it retains substantially all the risks and rewards of ownership of the systems. Accordingly, the Corporation has accounted for these agreements as operating leases.

Estimates

The underlying estimates and assumptions are based on past experience and other factors deemed reasonable in view of the circumstances. Accordingly, they provide a basis for judgments made in determining the carrying amounts of assets and liabilities.

The final amounts appearing in the Corporation's future consolidated financial statements may differ from the amounts currently estimated. These estimates and assumptions are reviewed on an ongoing basis. The main estimates used concern the recognition of deferred tax assets and tax credits.

For further information, see note 2.3 "Significant judgments and estimates" of the audited consolidated financial statements for the fiscal year ended March 31, 2016.

New accounting pronouncements

Standards issued but not yet effective

The Corporation has not yet completed its assessment of the impact of the adoption of these pronouncements on its consolidated financial statements:

- IFRS 9, *Financial Instruments* is required to be applied retrospectively for annual periods beginning on or after January 1, 2018, with early adoption permitted. IFRS 9 simplifies the measurement and classification of financial assets by reducing the number of measurement categories in IAS 39, Financial Instruments: Recognition and Measurement. The new standard also provides for a fair value option in the designation of a non-derivative financial liability and its related classification and measurement, as well as for a new hedge accounting model more closely aligned with risk management activities undertaken by entities.

- IFRS 15, *Revenue from Contracts with Customers* is required to be applied retrospectively for annual periods beginning on or after January 1, 2018, with early adoption permitted. IFRS 15 specifies how and when an entity will recognize revenue as well as requiring such entities to provide users of financial statements with more informative disclosures. The standard provides a single, principles based five-step model to be applied to all contracts with customers.

- IFRS 16, *Leases* is required to be applied retrospectively for annual periods beginning on or after January 1, 2019, with early adoption permitted provided that the IFRS 15 has been applied or is applied at the same time as IFRS 16. IFRS 16 sets out the new principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract. The standard provides lessees with a single accounting model for all leases, with certain exemptions. In particular, lessees will be required to report most leases on their balance sheets by recognizing right-of-use assets and related financial liabilities.

17. Financial Instruments

Interest Rate Risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Corporation is exposed to interest rate risk due to fluctuations in interest rates on cash and cash equivalents that earn interest at market rates. The Corporation does not use derivative instruments to reduce its exposure to interest rate risk. On an annual basis, a 1% change in interest rates would have had a net impact of $165 k on net loss and comprehensive loss [$67 k as at March 31, 2015].

The Corporation manages its interest rate risk by maximizing the interest income earned on excess funds while maintaining the necessary liquidity to conduct its day-to-day operations. Cash equivalents consist of money market funds and other instruments with short-term maturities.

Credit Risk

The Corporation is exposed to credit losses arising from payment defaults by third parties. The Corporation evaluates the creditworthiness of its clients in order to limit the amount of credit extended, where appropriate, and establishes an allowance for doubtful accounts sufficient to cover probable and reasonably estimated losses. Furthermore, the Corporation generally insures its accounts receivable balances with Export Development Canada. As at March 31, 2016, one client accounted for 42% of total trade accounts receivable and 60% of trade accounts receivable were 90% insured [as at March 31, 2015, one client accounted for 47% of total trade accounts receivable and 56% of trade accounts receivable were 90% insured]. Historically, the Corporation has never written off a significant amount of trade accounts receivable. Outstanding trade accounts receivable over 90 days stood at 2% as at March 31, 2016 [11% in 2015]. The allowance for doubtful accounts totalled $7 k as at March 31, 2016 [$11 k as at March 31, 2015]. Accounts receivable include investment tax credits and commodity taxes receivable, which are receivable from the government and are not exposed to significant credit risk. Cash and cash equivalents are contracted with a limited number of Canadian chartered banks.

Maximum exposure to credit risk for financial instruments is equal to their carrying amount as at March 31, 2016 and 2015.

The Corporation also sold 13% of its entertainment market sales to one client [18% to one entertainment market client in 2015] and sold 16% of its simulation and training market sales to one client [33% to one simulation and training client in 2015].

Foreign Exchange Risk

The Corporation is exposed to foreign exchange risk due to cash and cash equivalents, trade accounts receivable, deposits and accounts payable denominated in U.S. dollars. As at March 31, 2016, financial assets, consisting primarily of cash and cash equivalents, trade accounts receivable and deposits denominated in U.S. dollars, totalled $1,974 k, $4,223 k, and $201 k respectively [$1,987 k, $2,615 k, and $286 k respectively, as at March 31, 2015], and financial liabilities denominated in U.S. dollars totalled $1,937 k [$1,124 k as at March 31, 2015]. As at March 31, 2016, a 10% increase or decrease in the exchange rate between the U.S. dollar and the Canadian dollar would have had a $585 k impact on net loss and comprehensive loss [$477 k as at March 31, 2015].

Moreover, the Corporation uses derivative financial instruments to mitigate foreign exchange risk. The Corporation elected not to apply hedge accounting. However, the Corporation considers that those derivative instruments partially hedge the foreign exchange risk related to those transactions.

As at March 31, 2016, the Corporation held foreign exchange contracts with a nominal value of US$3,200 k, allowing it to sell U.S. currency at Canadian dollar exchange rate of 1.2938 to 1.3180, maturing from June 30 to December 31, 2016. As at March 31, 2015, the Corporation held foreign exchange contracts with a nominal value of US$1,000 k, allowing it to sell U.S. currency at Canadian dollar exchange rate of 1.1475 and maturing on June 30, 2015.

Liquidity Risk

Liquidity risk is the risk that the Corporation will be unable to meet its financial obligations as they become due. The Corporation manages its liquidity to allow for the settlement of liabilities when they become due by continuously monitoring actual and expected cash flows. In the past years, the Corporation financed its liquidity needs primarily by issuing debt and equity securities. The Corporation has sufficient liquidity to meet its working capital obligations and carry on its business for the next twelve months. As the Corporation is currently incurring operating losses, additional capital may be required to continue developing and marketing its technology.

As at March 31, 2016, the Corporation's financial liabilities had contractual maturities of under one year and consisted of accounts payable and accrued liabilities and derivative financial instruments, amounting to $6,057 k [$3,887 k as at March 31, 2015]. The loan bears interest payable quarterly at a rate of either 7% or 10% and matures on February 5, 2020.

Our ability to raise capital is subject to certain risks and uncertainties (see section "Risks and Uncertainties").

18. Risk and Uncertainties

We are active in an industry which presents many risks and uncertainties. These risks and uncertainties are described in the Annual Information Form (AIF) dated June 21, 2016 which is available on www.sedar.com.

19. Disclosure Controls and Internal Controls over Financial Reporting

In accordance with National Instrument 52-109 Respecting Certification of Disclosure in Issuers' Annual and Interim Filings, the Corporation has filed certifications signed by the President and Chief Executive Officer and the Chief Financial Officer that, among other things, report on the design and effectiveness of disclosure controls and procedures, and the design and effectiveness of internal control over financial reporting.

Management has designed disclosure controls and procedures to provide reasonable assurance that material information relating to the Corporation is made known to the President and Chief Executive Officer and the Chief Financial Officer, particularly during the period in which annual filings are being prepared. The President and Chief Executive Officer and the Chief Financial Officer evaluated the effectiveness of the Corporation's disclosure controls and procedures and concluded, based on their evaluation, that such disclosure controls and procedures were effective as of March 31, 2016.

Management has also designed internal control over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. The President and Chief Executive Officer and the Chief Financial Officer evaluated the effectiveness of the Corporation's internal control over financial reporting and concluded, based on their evaluation, that such internal control over financial reporting was effective as of March 31, 2016.

Finally, there has been no change in the Corporation's internal control during the financial period beginning January 1, 2016 and ending March 31, 2016 that materially affected, or is likely to materially affect, the Corporation's internal control over financial reporting.

20. Continuous Information and Additional Disclosure

This MD&A was prepared as at June 21, 2016. Additional information can be found on the SEDAR website at www.sedar.com.

D-BOX®, D-BOX Motion Code®, LIVE THE ACTION®, MOTION ARCHITECTS® and MOVE THE WORLD® are trademarks of D-BOX Technologies Inc. Other names are for informational purposes only and may be trademarks of their respective owners.

Consolidated Financial Statements

D-BOX Technologies Inc.

March 31, 2016

MANAGEMENT REPORT

The accompanying consolidated financial statements of **D-BOX Technologies Inc.** and all the information in the management's discussion and analysis ["**MD&A**"] are the responsibility of management.

The consolidated financial statements have been prepared by management in accordance with International Financial Reporting Standards ["**IFRS**"]. The consolidated financial statements include some amounts that are based on estimates and judgments. Management has determined such amounts on a reasonable basis in order to ensure that the consolidated financial statements are presented fairly, in all material respects. Financial information used elsewhere in the MD&A is consistent with that in the consolidated financial statements.

The Board of Directors is responsible for reviewing and approving the consolidated financial statements and the MD&A and ensuring that management fulfills its financial reporting responsibilities. The Board discharges its responsibility primarily through its Audit Committee.

The Audit Committee is appointed by the Board and all its members are independent directors. The Committee meets periodically with management, as well as the independent auditors, to discuss internal control over financial reporting, audit matters and financial reporting issues, to satisfy itself that each party is properly discharging its responsibilities and to review the consolidated financial statements, the independent auditors' report and the MD&A. The Committee reports its findings to the Board for consideration when it approves the consolidated financial statements and the MD&A for issuance to the shareholders.

The consolidated financial statements have been audited by Ernst & Young LLP, the independent auditors, in accordance with Canadian generally accepted auditing standards on behalf of the shareholders. The independent auditors have full and free access to the Audit Committee.

Claude Mc Master
President and Chief Executive Officer
Montreal, Canada

June 21, 2016

INDEPENDENT AUDITORS' REPORT

To the Shareholders of
D-BOX Technologies Inc.

We have audited the accompanying consolidated financial statements of D-BOX Technologies Inc., which comprise the consolidated balance sheets as at March 31, 2016 and 2015, and the consolidated statements of net loss and other comprehensive loss, changes in equity and cash flows for the years then ended, and a summary of significant accounting policies and other explanatory information.

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

Auditors' responsibility
Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the consolidated 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 consolidated financial statements.

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

Opinion
In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of D-BOX Technologies Inc. as at March 31, 2016 and 2015 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Ernst & Young LLP[1]

Montreal, Canada
June 21, 2016

[1] CPA auditor, CA, public accountancy permit no. A118785

D-BOX Technologies Inc.
CONSOLIDATED BALANCE SHEETS

As at March 31
[in thousands of Canadian dollars]

	Notes	2016 $	2015 $
ASSETS	9		
Current assets			
Cash and cash equivalents		**16,454**	6,710
Accounts receivable	3	**6,159**	4,302
Derivative financial instruments	15.3	**25**	—
Inventories	4	**5,016**	3,903
Prepaid expenses and deposits	8	**478**	568
		28,132	15,483
Non-current assets			
Property and equipment	5, 13	**6,940**	7,452
Intangible assets	6	**2,110**	1,771
Other assets	7	**18**	132
		37,200	24,838
LIABILITIES AND EQUITY			
Current liabilities			
Accounts payable and accrued liabilities	8	**6,114**	3,786
Derivative financial instruments	15.3	**—**	120
Warranty provision		**14**	14
Deferred revenues		**549**	325
		6,677	4,245
Non-current liabilities			
Long-term debt	9	**4,420**	—
		11,097	4,245
Equity			
Share capital	10.1	**62,254**	57,715
Share-based payments reserve	10.2	**5,234**	5,014
Warrants reserve	10.3	**959**	—
Foreign currency translation reserve		**(406)**	(385)
Deficit		**(41,938)**	(41,751)
		26,103	20,593
		37,200	24,838

Commitments *[note 13]*

Contingency *[note 17]*

See accompanying notes.

On behalf of the Board,

Jean Lamarre
Director

Claude Mc Master
Director

D-BOX Technologies Inc.
CONSOLIDATED STATEMENTS OF NET LOSS AND OTHER COMPREHENSIVE LOSS

For the years ended March 31
[in thousands of Canadian dollars, except share and per-share amounts]

	Notes	2016 $	2015 $
Revenues	11.2		
Motion systems for:			
Entertainment market:			
Commercial theatres:			
System sales		**13,238**	10,326
Rights for use, rental and maintenance		**6,524**	4,030
		19,762	14,356
Home entertainment system sales		**1,461**	1,024
Themed entertainment system sales		**3,502**	1,862
		24,725	17,242
Simulation and training market		**4,317**	3,346
		29,042	20,588
Cost of goods sold excluding amortization	4, 11.3	**11,987**	9,627
Amortization related to cost of goods sold	5, 6, 7	**2,213**	1,673
Cost of goods sold		**14,200**	11,300
Gross profit		**14,842**	9,288
Other expenses			
Selling and marketing	11.4	**7,230**	5,677
Administration	11.5	**4,523**	3,460
Research and development	11.6	**2,865**	1,706
Foreign exchange loss (gain)		**4**	(1,151)
		14,622	9,692
Income (loss) before financial expenses (income) and income taxes		**220**	(404)
Financial expenses (income)			
Financial expenses		**440**	70
Interest income		**(61)**	(34)
		379	36
Loss before income taxes		**(159)**	(440)
Income taxes	12	**28**	38
Net loss		**(187)**	(478)
Items that will be reclassified to net loss in subsequent periods:			
Foreign currency translation loss		**(21)**	(279)
Comprehensive loss		**(208)**	(757)
Basic and diluted net loss per share		**(0.001)**	(0.003)
Weighted average number of common shares outstanding	10.1	**166,990,837**	163,783,430

See accompanying notes.

D-BOX Technologies Inc.
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the years ended March 31
[in thousands of Canadian dollars]

	Notes	Share capital $	Share-based payments reserve $	Warrants reserve $	Foreign currency translation reserve $	Deficit $	Total $
Balance as at March 31, 2014		57,714	4,605	—	(106)	(41,273)	20,940
Net loss		—	—	—	—	(478)	(478)
Foreign currency translation loss		—	—	—	(279)	—	(279)
Comprehensive loss		—	—	—	(279)	(478)	(757)
Issue of share capital	10.1	1	—	—	—	—	1
Share-based payments	10.2	—	409	—	—	—	409
Balance as at March 31, 2015		**57,715**	**5,014**	—	**(385)**	**(41,751)**	**20,593**
Net loss		—	—	—	—	**(187)**	**(187)**
Foreign currency translation loss		—	—	—	**(21)**	—	**(21)**
Comprehensive loss		—	—	—	**(21)**	**(187)**	**(208)**
Issue of share capital and warrants	**9, 10.1**	**4,576**	**(4)**	**962**	—	—	**5,534**
Shares issue costs	**10.1**	**(37)**	—	**(3)**	—	—	**(40)**
Share-based payments	**10.2**	—	**224**	—	—	—	**224**
Balance as at March 31, 2016		**62,254**	**5,234**	**959**	**(406)**	**(41,938)**	**26,103**

See accompanying notes.

D-BOX Technologies Inc.
CONSOLIDATED STATEMENTS OF CASH FLOWS

For the years ended March 31
[in thousands of Canadian dollars]

	Notes	2016 $	2015 $
OPERATING ACTIVITIES			
Net loss		**(187)**	(478)
Items not affecting cash			
Amortization of property and equipment	5	**2,333**	1,844
Amortization of intangible assets	6	**536**	392
Amortization of other assets	7	**114**	72
Write-off of property and equipment		**167**	178
Gain on disposal of property and equipment		**—**	(36)
Share-based payments	10.2	**224**	409
Unrealized foreign exchange gain		**(249)**	(1,592)
Accretion of interest expense	9	**78**	—
Cash flows from operations before changes in working capital items		**3,016**	789
Changes in working capital items:			
Accounts receivable		**(1,531)**	838
Inventories		**(854)**	1,092
Prepaid expenses and deposits		**93**	(255)
Goods held for lease		**(1,086)**	(660)
Other assets		**—**	(40)
Accounts payable and accrued liabilities		**2,006**	(658)
Derivative financial instruments		**(145)**	78
Deferred revenues		**224**	188
		(1,293)	583
Cash flows relating to operating activities		**1,723**	1,372
INVESTING ACTIVITIES			
Additions to property and equipment		**(968)**	(525)
Disposal of property and equipment		**—**	39
Additions to intangible assets	6	**(875)**	(1,035)
Cash flows relating to investing activities		**(1,843)**	(1,521)
FINANCING ACTIVITIES			
Proceeds from long-term debt, net of financing fees	9	**4,869**	—
Issue of share capital		**5,000**	—
Share issue costs		**(40)**	—
Shares issued on exercise of option	10.1	**7**	1
Cash flows relating to financing activities		**9,836**	1
Effect of exchange rate fluctuations on cash and cash equivalents		**28**	141
Net change in cash and cash equivalents		**9,744**	(7)
Cash and cash equivalents, beginning of year		**6,710**	6,717
Cash and cash equivalents, end of year		**16,454**	6,710
Cash and cash equivalents consist of:			
Cash		**3,044**	2,905
Cash equivalents		**13,410**	3,805
Interest and income taxes included in operating activities:			
Interest paid		**232**	—
Income taxes (received) paid		**(11)**	22

See accompanying notes.

1. DESCRIPTION OF BUSINESS

D-BOX Technologies Inc. [“D-BOX” or the “Corporation”], incorporated under the *Canada Business Corporations Act,* is domiciled at 2172 de la Province Street, Longueuil, Québec, Canada.

D-BOX designs, manufactures and commercializes cutting-edge motion systems intended for the entertainment and simulation and training markets. This unique and patented technology uses motion effects specifically programmed for each visual content which are sent to a motion system integrated into either a platform, a seat or any other product. The resulting motion is perfectly synchronized with the on-screen action, thus creating an unparalleled realistic immersive experience.

Based on the nature of the Corporation’s clients, two significant markets have been identified: the entertainment and the simulation and training markets. The entertainment market comprises motion systems installed in commercial theatres, home entertainment consumer products, particularly video games and home theatres, and themed entertainment motion systems. The simulation and training market consists of products for industrial simulators, industrial training and other applications.

The consolidated financial statements were approved by the Corporation’s Board of Directors on June 21, 2016.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of presentation and statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards [“IFRS”] as issued by the International Accounting Standards Board.

The consolidated financial statements have been prepared on a historical cost basis, except for derivative financial instruments which are measured at fair value. The significant accounting policies are summarized below.

2.2 Basis of consolidation

The consolidated financial statements include the accounts of the Corporation and its wholly owned subsidiary, D-BOX USA INC., which uses the same accounting policies and fiscal year-end as the Corporation. All intercompany balances and transactions have been eliminated on consolidation.

2.3 Significant judgments and estimates

The preparation of consolidated financial statements requires the Corporation's management to make judgments, estimates and assumptions that could affect the amounts of assets and liabilities at the balance sheet date and the amounts of revenues and expenses.

2.3.1 Judgments

In connection with the application of the Corporation's accounting policies, management made the following judgment which had a material impact on the carrying amount of assets and liabilities reported in the consolidated financial statements.

The Corporation is involved in the rental of motion systems as a lessor. The Corporation has determined, based on its assessment of the terms and conditions of agreements, such as lease term, that it retains substantially all the risks and rewards of ownership of the systems. Accordingly, the Corporation has accounted for these agreements as operating leases.

2.3.2 Estimates

The underlying estimates and assumptions are based on past experience and other factors deemed reasonable in view of the circumstances. Accordingly, they provide a basis for judgments made in determining the carrying amounts of assets and liabilities.

The final amounts appearing in the Corporation's future consolidated financial statements may differ from the amounts currently estimated. These estimates and assumptions are reviewed on an ongoing basis. The main estimates used concern the recognition of deferred tax assets and tax credits.

2.3.2.1 Deferred tax assets

Deferred tax assets are measured by management using its estimate of the value of future taxable income against which the deductible temporary differences, unused tax loss carryforwards and unused tax credits can be utilized. Such estimates are made when preparing the budgets and strategic plans by tax jurisdiction on an undiscounted basis. Management exercises judgment to determine the extent to which realization of future taxable benefits is probable, considering factors such as the number of years to include in the forecast period, the history of taxable income and availability of tax planning strategies.

2.3.2.2 Tax credits

Investments tax credits related to eligible expenses are recognized by management based on the estimate of recoverable amounts. These claims are subject to an audit by the tax authorities and may ultimately differ from the initial estimate.

2.4 Foreign currency translation

The Corporation's consolidated financial statements are expressed in Canadian dollars, which is its functional currency.

2.4.1 Foreign currency transactions

Foreign currency transactions are translated into the functional currency using the exchange rate at the date of the transaction. At the end of each reporting period:

- Foreign currency monetary assets and liabilities are translated using the closing rate. Resulting exchange differences are recognized in income (loss) for the year;
- Foreign currency non-monetary assets and liabilities are recognized using the historical rate at the date of the transaction.

2.4.2 Translation of the subsidiary's financial statements

The functional currency of the subsidiary D-BOX USA Inc. is the U.S. dollar. The balance sheet is translated into Canadian dollars at the closing rate, that is, the exchange rate at the end of the reporting period. Income (loss) and cash flows are translated at the average exchange rates. Differences resulting from this translation are recorded as a foreign currency translation loss in other comprehensive income (loss).

On the sale of a foreign entity, the translation differences previously recognized in other comprehensive income (loss) are recognized in the consolidated statements of net loss.

2.5 Cash and cash equivalents

Cash consists of cash and demand deposits with financial institutions. Cash equivalents consist of investments which are readily convertible into a known amount of cash and which have an original maturity of three months or less.

2.6 Inventories

Finished goods, parts and components are valued at the lower of cost and net realizable value. Cost is determined by the first-in, first-out method. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. The amount of the inventory impairment charge may be reversed when the circumstances that gave rise to the impairment no longer exist. The cost of finished goods includes the cost of goods and components, labour costs and a portion of manufacturing overhead costs, based on the Corporation's normal operating capacity.

2.7 Property and equipment, intangible assets and other assets

Property and equipment, intangible assets, and other assets are recorded at cost. Property and equipment and intangible assets are amortized over their estimated useful lives using the following methods and rates:

Nature of amortized asset	Method	Period
Property and equipment		
Goods held for lease	Straight-line or based on commercial usage	Not exceeding 7 years
Furniture and fixtures	Straight-line	7 years
Machinery, equipment, computer hardware and trade show stands	Straight-line	3–7 years
Leasehold improvements	Straight-line	Lease term
Intangible assets		
Patents	Straight-line	Not exceeding 10 years
D-BOX motion technology	Straight-line	3–7 years
Software	Straight-line	4 years
Other assets		
Movie theatre motion systems	Straight-line or based on commercial usage	Not exceeding 7 years

Each time events indicate a risk of impairment of property and equipment and intangible assets, these assets are reviewed in detail to determine their recoverable amount, defined as the higher of their fair value less costs to sell and their value in use. Value in use is determined by discounting the future cash flows expected to arise from the use of an asset and from its disposal.

If the recoverable amount is lower than the net carrying amount, an impairment loss is recognized for the difference.

Impairment losses on property and equipment and intangible assets may be subsequently reversed where the recoverable amount once again exceeds the net carrying amount [to the extent of the initial impairment].

2.8 Warranty provision

A provision for potential warranty claims is recorded upon revenue recognition based on past experience and warranties offered by the Corporation.

2.9 Share-based payment plan

Compensation expense for options granted to employees and directors under the Corporation's share-based payment plan is recognized over their vesting period. Such share-based payment expense is determined under the fair value method using the Black-Scholes option pricing model. Any consideration paid on exercise of stock options together with the related portion previously credited to share-based payment reserve is credited to share capital.

2.10 Revenue recognition

The Corporation's revenues are generated from the sale or lease of motion systems to clients of entertainment market and simulation and training market.

2.10.1 Motion systems for entertainment market clients

The Corporation recognizes revenues arising from the sale of motion systems to home and themed entertainment market clients when persuasive evidence of an arrangement exists, delivery has occurred, the price is fixed or determinable and collection is reasonably assured.

Agreements entered into with commercial theatres occasionally include multiple service delivery revenue arrangements for the lease or sale of motion systems, rights for use of motion technology and maintenance. These multiple deliverable revenue arrangements are divided into more than one unit of accounting and the criteria for revenue recognition are considered separately for each unit of accounting if the following criteria are met:

[i] The delivered item has stand-alone value for commercial theatres, and

[ii] If the arrangement comprises a general right of return relative to the delivered item, performance of the undelivered item is deemed probable and is substantially in the control of the Corporation.

Revenue recognition for the items covered by the arrangements is as follows.

2.10.1.1 Lease and sale of motion systems

Revenues arising from operating leases for motion systems are recognized in income as they become due under the terms of the arrangement, that is, on ticket sales by the commercial theatre for motion system use. System costs are recorded in property and equipment under goods held for lease. As per agreement clauses, the amortization of systems is calculated on a straight-line basis over a seven-year period or based on commercial theatre ticket sales when it is estimated that the system will be fully amortized before the expected agreement term not exceeding seven years. Amortization expense is recognized in income (loss) as cost of goods sold.

Revenues arising from sale of motion systems are recognized in income (loss) when persuasive evidence of an arrangement exists, the product has been delivered, the price is fixed or determinable and collection is reasonably assured. The cost of systems sold is recognized immediately in income (loss) as cost of goods sold. When the criteria for revenue recognition are not fully met, revenues are recognized in income (loss) as they become due under the terms of the arrangement, that is, based on commercial theatre ticket sales for the use of motion systems. In these circumstances, system costs are shown in the consolidated balance sheets under other assets. Other assets are amortized based on commercial usage over a period not exceeding seven years.

2.10.1.2 Rights for use of motion technology and maintenance

Revenues arising from motion technology use and maintenance agreements are recognized in income (loss) as they become due under the terms of the arrangement, that is, on commercial usage of motion systems and when collection is reasonably assured. Costs relating to maintenance are recorded as cost of goods sold as incurred.

2.10.2 Motion systems for simulation and training market clients

The Corporation recognizes revenues arising from the sale of motion systems to simulation and training market clients when persuasive evidence of an arrangement exists, delivery has occurred, the price is fixed or determinable and collection is reasonably assured.

2.11 Encoding costs

The costs for encoding movies and games that support D-BOX motion technology are expensed as incurred and included in selling and marketing expenses.

2.12 Research and development costs

Research costs are charged to income (loss) in the year of expenditure. Development costs are capitalized when they meet the criteria for capitalization in accordance with IFRS.

2.13 Government assistance and investment tax credits

Government assistance and investment tax credits are recognized when there is reasonable assurance that the Corporation has complied with, and will continue to comply with, all conditions necessary to obtain such assistance. The Corporation incurs research and development expenses that are eligible for investment tax credits.

Recognized government assistance and refundable investment tax credits are based on management's estimates of amounts expected to be recovered and are subject to audit by tax authorities.

Government assistance and investment tax credits are recognized as a reduction of the cost of the related assets or expenses in the year in which the expenditures are made when management deems that there is reasonable assurance that the conditions for government assistance or investment tax credits have been met.

2.14 Income taxes

The Corporation follows the liability method of accounting for income taxes. Deferred tax assets and liabilities are determined based on the differences between the financial reporting and tax bases of assets and liabilities, and are measured using substantively enacted tax rates and laws that reflect the tax consequences that would follow from the way that the Corporation expects to recover or settle the carrying amount of its assets and liabilities in the periods in which the deferred tax assets and liabilities are expected to be realized or settled.

Deferred tax assets are recognized to the extent that it is probable that the Corporation's future taxable income will be sufficient to permit the recovery of such assets.

Deferred tax assets and liabilities are accounted for directly through income (loss), other comprehensive income (loss) or equity, based on the classification of the item to which they relate.

2.15 Earnings (loss) per share

Basic earnings (loss) per common share is calculated by dividing the net income (loss) attributable to common shareholders by the weighted average number of common shares outstanding during the year. Diluted earnings (loss) per share is calculated taking into account the dilution that could result if stock options for the issuance of common shares were exercised or converted into common shares at the later of the beginning of the fiscal year or the date of issue. The stock options and warrants were not included in the calculation of diluted loss per share because the Corporation sustained losses and including stock options and warrants would have been antidilutive.

2.16 Leases

All material contracts entered into by the Corporation are reviewed to identify leases. Contracts qualifying as leases are further reviewed to determine whether they are finance leases or operating leases.

Leases in which substantially all the risks and rewards of ownership in respect of the leased property are transferred to the Corporation are accounted for as finance leases by recording assets and liabilities for the present value of payments under the leases. All other leases are recorded as operating leases, and costs thereunder are charged to income (loss) over the lease term.

2.17 Financial instruments

2.17.1 Classification, measurement and recognition

Financial instruments are recognized at the transaction date and classified as held for trading, loans and receivables or other financial liabilities. The Corporation has made the following classification:

- Cash and cash equivalents are classified as financial assets at fair value through profit or loss and measured at fair value. Trade accounts receivable and deposits are classified as loans and receivables and are initially measured at fair value. Subsequent measurements are recorded at amortized cost using the effective interest rate method.
- Trade accounts payable, accrued liabilities, the credit facility and long-term debt are classified as other financial liabilities and are initially measured at fair value. Subsequent measurements are recorded at amortized cost using the effective interest rate method.

Derivative financial instruments consist of foreign exchange contracts [note 15.3] and are accounted for at fair value with changes in fair value recognized in the statements of net loss under "Foreign exchange loss (gain)". Derivative financial instruments are recognized as financial assets where fair value is positive and as financial liabilities where it is negative.

Derivative financial instruments are measured at fair value in the consolidated balance sheets and are grouped into the three levels of the fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, 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 or indirectly;
- Level 3: unobservable inputs for the asset or liability.

The fair value of derivative financial instruments is determined using the Corporation's valuation models. These models project future cash flows and discount the future amounts to a present value using the contractual terms of the derivative instrument and factors observable in external markets data, such as period-end foreign exchange rates [Level 2 inputs].

2.17.2 Impairment

At the end of each reporting period, the Corporation assesses whether there is objective evidence of impairment of a financial asset classified under loans and receivables. Any impairment loss, measured as the difference between the carrying amount and the current fair value, is recognized in the consolidated statements of net loss.

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

2.18 New accounting pronouncements

2.18.1 Standards issued but not yet effective

The Corporation has not yet completed its assessment of the impact of the adoption of these pronouncements on its consolidated financial statements:

- IFRS 9, *Financial Instruments*, is required to be applied retrospectively for annual periods beginning on or after January 1, 2018, with early adoption permitted. IFRS 9 simplifies the measurement and classification of financial assets by reducing the number of measurement categories in IAS 39, *Financial Instruments: Recognition and Measurement*. The new standard also provides for a fair value option in the designation of a non-derivative financial liability and its related classification and measurement, as well as for a new hedge accounting model more closely aligned with risk management activities undertaken by entities.

- IFRS 15, *Revenue from Contracts with Customers,* is required to be applied retrospectively for annual periods beginning on or after January 1, 2018, with early adoption permitted. IFRS 15 specifies how and when an entity will recognize revenue as well as requiring such entities to provide users of financial statements with more informative disclosures. The standard provides a single, principles based five-step model to be applied to all contracts with customers.

- IFRS 16, *Leases,* is required to be applied retrospectively for annual periods beginning on or after January 1, 2019, with early adoption permitted provided that the IFRS 15 has been applied or is applied at the same time as IFRS 16. IFRS 16 sets out the new principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract. The standard provides lessees with a single accounting model for all leases, with certain exemptions. In particular, lessees will be required to report most leases on their balance sheets by recognizing right-of-use assets and related financial liabilities.

3. ACCOUNTS RECEIVABLE

	2016 $	**2015** $
Trade accounts receivable	**5,706**	3,958
Allowance for doubtful accounts	**(7)**	(11)
	5,699	3,947
Investment tax credits	**117**	105
Commodity taxes receivable	**343**	250
	6,159	4,302

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

4. INVENTORIES

	2016 $	2015 $
Parts and components	**3,645**	2,446
Finished goods	**1,371**	1,457
	5,016	3,903

Inventories charged to cost of goods sold amounted to $11,987 in 2016 [$9,627 in 2015].

During the year, an impairment charge of $71 [$110 in 2015] was recognized in connection with certain inventories.

5. PROPERTY AND EQUIPMENT

Cost	**2015** $	**Additions** $	**Disposals** $	**Other changes** $	**2016** $
Goods held for lease	**12,525**	**1,086**	**—**	**(1,605)** [(1)]	**12,006**
Furniture and fixtures	**195**	**116**	**—**	**(1)**	**310**
Machinery and equipment	**491**	**19**	**—**	**—**	**510**
Computer hardware	**919**	**268**	**—**	**(70)**	**1,117**
Trade show stands	**1,609**	**27**	**—**	**(240)** [(2)]	**1,396**
Leasehold improvements	**549**	**590**	**—**	**—**	**1,139**
	16,288	**2,106**	**—**	**(1,916)**	**16,478**

(1) Includes goods held for lease transferred to inventories during fiscal 2016 in the amount of $1,583 and a foreign exchange gain of $258.

(2) Includes the cost of trade show stands transferred to inventories during fiscal 2016 in the amount of $117 and a foreign exchange gain of $29.

Accumulated amortization	**2015** $	**Amortization** $	**Disposals** $	**Other changes** $	**2016** $
Goods held for lease	**6,448**	**1,828**	**—**	**(1,371)** [(1)]	**6,905**
Furniture and fixtures	**146**	**26**	**—**	**(1)**	**171**
Machinery and equipment	**220**	**60**	**—**	**—**	**280**
Computer hardware	**553**	**155**	**—**	**(70)**	**638**
Trade show stands	**944**	**153**	**—**	**(189)** [(2)]	**908**
Leasehold improvements	**525**	**111**	**—**	**—**	**636**
	8,836	**2,333**	**—**	**(1,631)**	**9,538**
Net carrying amount	**7,452**				**6,940**

(1) Includes the accumulated amortization of goods held for lease transferred to inventories during fiscal 2016 in the amount of $1,388 and a foreign exchange loss of $131.

(2) Includes the accumulated amortization of trade show stands transferred to inventories during fiscal 2016 in the amount of $101 and a foreign exchange loss of $13.

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

Cost	**2014**	**Additions**	**Disposals**	**Other changes**	**2015**
	$	$	$	$	$
Goods held for lease	12,047	660	—	(182) [1]	12,525
Furniture and fixtures	217	13	(23)	(12)	195
Machinery and equipment	349	142	—	—	491
Computer hardware	637	282	—	—	919
Trade show stands	1,834	61	—	(286) [2]	1,609
Leasehold improvements	522	27	—	—	549
	15,606	1,185	(23)	(480)	16,288

(1) Includes goods held for lease transferred to inventories during fiscal 2015 in the amount of $1,497 and a foreign exchange gain of $1,490.

(2) Includes the cost of trade show stands transferred to inventories during fiscal 2015 in the amount of $29 and a foreign exchange gain of $178.

Accumulated amortization	**2014**	**Amortization**	**Disposals**	**Other changes**	**2015**
	$	$	$	$	$
Goods held for lease	5,123	1,501	—	(176) [1]	6,448
Furniture and fixtures	162	16	(20)	(12)	146
Machinery and equipment	207	13	—	—	220
Computer hardware	433	120	—	—	553
Trade show stands	1,039	165	—	(260) [2]	944
Leasehold improvements	496	29	—	—	525
	7,460	1,844	(20)	(448)	8,836
Net carrying amount	8,146				7,452

(1) Includes the accumulated amortization of goods held for lease transferred to inventories during fiscal 2015 in the amount of $891 and a foreign exchange loss of $813.

(2) Includes the accumulated amortization of trade show stands transferred to inventories during fiscal 2015 in the amount of $17 and a foreign exchange loss of $87.

The allocation of amortization to the various items in the statements of net loss and other comprehensive loss is disclosed in note 11.

6. INTANGIBLE ASSETS

Cost	**2015**	**Additions**	**Disposals**	**2016**
	$	$	$	$
Patents	**1,390**	**186**	**—**	**1,576**
D-BOX motion technology	**1,309**	**549 [1]**	**—**	**1,858**
Software	**778**	**140**	**—**	**918**
	3,477	**875**	**—**	**4,352**

(1) This amount is reduced by a $71 investment tax credit.

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

Accumulated amortization	**2015** $	**Amortization** $	**Disposals** $	**2016** $
Patents	**997**	**177**	**—**	**1,174**
D-BOX motion technology	**191**	**212**	**—**	**403**
Software	**518**	**147**	**—**	**665**
	1,706	**536**	**—**	**2,242**
Net carrying amount	**1,771**			**2,110**

Cost	**2014** $	**Additions** $	**Disposals** $	**2015** $
Patents	1,254	136	—	1,390
D-BOX motion technology	519	790 (1)	—	1,309
Software	669	109	—	778
	2,442	1,035	—	3,477

(1) This amount is reduced by a $100 investment tax credit.

Accumulated amortization	**2014** $	**Amortization** $	**Disposals** $	**2015** $
Patents	832	165	—	997
D-BOX motion technology	105	86	—	191
Software	377	141	—	518
	1,314	392	—	1,706
Net carrying amount	1,128			1,771

The allocation of amortization to the various items in the statement of net loss and other comprehensive loss is disclosed in note 11. No impairment loss was recognized during fiscal 2016 and 2015.

7. OTHER ASSETS

	2016 **$**	**2015** **$**
Movie theatre motion systems(1)		
Cost	**263**	453
Accumulated amortization	**(245)**	(321)
	18	132

(1) The cost of motion systems sold to movie theatres was recognized in other assets in the consolidated balance sheets of the Corporation as the revenue recognition criteria were not fully met. During fiscal 2016, the amortization expense of these systems charged to cost of goods sold amounted to $114 [$72 in 2015].

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

8. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	2016 $	2015 $
Trade accounts payable	**2,735**	1,701
Accrued liabilities	**3,289**	2,030
Credit facility(1)	**33**	36
Income taxes	**57**	19
	6,114	3,786

(1) As at March 31, 2016, the Corporation had a bank credit facility secured by a senior deposit in the amount of $317 [$280 as at March 31, 2015] accessible in the form of cash advances on credit cards, which charged variable interest rates ranging from 9.90% to 21.99% for 2016 and 2015.

9. LONG-TERM DEBT

	2016 $	2015 $
Loan	**4,420**	—

On August 5, 2015, the Corporation issued a loan and 4,500,000 warrants for proceeds of $4,869, net of financing fees of $131. Each warrant entitles its holder to purchase one Class A common share at $0.50 per share for a 48-month period ending August 5, 2019. The loan bears interest under specific conditions at a rate of either 7% or 10% and matures on February 5, 2020. Interests are payable quarterly and the principal can be reimbursed at any time by the Corporation and is payable in full on the maturity date. The loan is secured and contains certain restrictions, including limitations on the Corporation's ability to incur additional indebtedness, pay dividends and make other distributions. The loan is guaranteed by a general pledge and security agreement against the assets [except for the intellectual property] of the Corporation and its subsidiary.

An amount of gross proceeds of $527, net of financing fees, was allocated to the warrants. Financing fees related to long-term debt are capitalized in reduction of long-term debt and amortized using the effective interest rate method. Financing fees related to warrants are capitalized in reduction of equity.

On March 31, 2016, the effective interest rate of long-term debt was 10.7% and the Corporation was in compliance with all debt covenants.

For the year ended March 31, 2016, the interest expense on long-term debt charged to income amounted to $307, including an amount of $78 related to the accretion of interest.

As at March 31, 2016, the fair value of long-term debt approximates its carrying value because the terms and conditions are comparable to current market terms and conditions.

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

10. EQUITY

10.1 *Share Capital*

10.1.1 Authorized

Unlimited number of Class A common shares without par value, voting and participating.

Class B preferred shares, issuable in series, ranking senior to Class A common shares. The directors are entitled to determine the number of shares per series and their characteristics [rights, privileges and restrictions].

10.1.2 Issued

Changes in Class A common shares of the Corporation are shown in the following table:

	2016		2015	
	#	$	#	$
Balance at beginning of year	**163,784,462**	**57,715**	163,781,129	57,714
Shares issued	**11,111,111**	**4,528**	—	—
Shares issued on exercise of options	**33,333**	**11**	3,333	1
Balance at end of year	**174,928,906**	**62,254**	163,784,462	57,715

Year ended March 31, 2016
The Corporation issued 11,111,111 Class A common shares and 8,333,333 warrants for gross proceeds of $5,000. Each warrant entitles the holder to purchase one Class A common share at $0.60 for an 18-month period ending June 18, 2017. The gross proceeds were allocated to the shares and warrants proportionately to their respective estimated fair values. As a result, $435 was allocated to warrants and $4,565 was added to share capital. The issue costs of $40 were allocated to shares and warrants proportionately to their respective estimated fair values. Accordingly, $37 was deducted from share capital and $3 was deducted from warrants. The fair value of the warrants was estimated using the Black-Scholes option pricing model based on the following assumptions: 0.50% average risk-free interest rate; no dividend; 69.7% average volatility factor for the expected market price of the Corporation’s shares; and an expected average warrant term of 18 months.

During the year, the Corporation also issued 33,333 Class A common shares for a total cash consideration of $7 on exercise of stock options. An amount of $4, representing the initial fair value of the stock options, was credited to share capital and deducted from the share-based payments reserve.

Year ended March 31, 2015
The Corporation issued 3,333 Class A common shares for a total cash consideration of $1 on exercise of stock options. An amount of $0.4, representing the initial fair value of the stock options, was credited to share capital and deducted from the share-based payments reserve.

10.2 *Share-based Payment Plan*

In 1999, the Board of Directors of the Corporation established a stock option plan [the "1999 Plan"] for the directors, officers, employees and consultants of the Corporation and its subsidiary. The plan was amended several times over the years, in particular, to: [i] set the maximum number of Class A common shares that may be issued under the 1999 Plan at 10% of the total number of common shares issued and outstanding; and [ii] extend the maximum term of options that may be granted under the 1999 Plan to ten years.

In 2011, the Board of Directors repealed the 1999 Plan and established a new stock option plan [the "2011 Plan"].

The material terms and conditions of the 2011 Plan are as follows:

[i] The maximum number of Class A common shares in respect of which options may be outstanding at any time under the 2011 Plan, together with shares reserved for issuance or covered by stock options under all other share-based compensation arrangements of the Corporation, must not exceed 10% of the shares issued and outstanding at that time;

[ii] An option may be granted to an option holder under the 2011 Plan only if the total number of Class A common shares [a] that are issued in favour of the Corporation's "insiders" during any one-year period and [b] that may be issued in favour of such "insiders" at any time under the 2011 Plan or combined with all other share-based compensation agreements of the Corporation, does not exceed 10% of the total number of issued and outstanding Class A common shares;

[iii] The exercise price of options is determined by the Board of Directors at the time options are granted, but may not be less than the weighted-average price of all of the Class A common shares of the Corporation traded on the Toronto Stock Exchange during the five days immediately preceding the day on which the option is granted;

[iv] The vesting period in respect of options is determined by the Board of Directors at the time options are granted. If the vesting pattern is not established at the time an option is granted, such option will be deemed to vest over a period of 36 months in three equal instalments of 33⅓% vesting at 12-month intervals;

[v] Options expire on the date set by the Board of Directors at the time options are granted, which date may not be more than 10 years after the grant date.

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

As at March 31, 2016, a maximum of 17,492,890 options [16,378,446 in 2015] were issuable.

The following tables summarize the changes in the Corporation's stock option plan and information on options outstanding as at March 31:

	2016		2015	
	Number	**Weighted average exercise price**	**Number**	**Weighted average exercise price**
	#	$	#	$
Balance, beginning of year	**14,879,345**	**0.37**	14,453,345	0.38
Options granted	**390,000**	**0.34**	825,000	0.26
Options cancelled	**(109,167)**	**0.28**	(245,667)	0.40
Options expired	—	—	(150,000)	0.39
Options exercised	**(33,333)**	**0.20**	(3,333)	0.19
Balance, end of year	**15,126,845**	**0.37**	14,879,345	0.37

	Options outstanding			Options exercisable	
Range of exercise prices	**Number of options**	**Weighted average remaining life**	**Weighted average exercise price**	**Number of options**	**Weighted average exercise price**
$	#	[in years]	$	#	$
0.18 – 0.27	5,730,034	7.48	0.21	3,633,355	0.20
0.28 – 0.42	5,458,811	5.23	0.36	4,918,811	0.37
0.43 – 0.65	3,938,000	4.90	0.62	3,938,000	0.62
	15,126,845	6.00	0.37	12,490,166	0.40

The fair value of the options granted during fiscal 2016 and 2015 was estimated at the date of grant using the Black-Scholes option pricing model based on the following assumptions for 2016: 1.02% weighted average risk-free interest rate [1.65% in 2015]; no dividends; 79.9% weighted average volatility factor of the expected market price of the Corporation's shares [85.91% in 2015]; 3.60% weighted average forfeiture rate [3,69% in 2015]; $0.33 weighted average share price [$0.27 in 2015]; and a 6.1 year expected weighted average option life [5.8 years in 2015]. The expected life of stock options is based on historical data and is not necessarily indicative of exercise patterns that might occur. The expected volatility reflects the assumption that historical volatility over a term similar to the option term is indicative of future trends, which might not be the case. The weighted average of the estimated fair values at the grant date of the options awarded during the year is $0.23 per option [$0.19 per option in 2015], amortized through income (loss) over the vesting periods of the options. For the year ended March 31, 2016, the share-based compensation expense charged to income amounted to $224 [$409 in 2015] with a corresponding amount recognized under share-based payments reserve.

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

10.3 Warrants

Warrants for the year ended March 31, 2016 and 2015 are summarized in the following table:

	2016		2015	
	Number	Exercise Price $	Number	Exercise Price $
Balance, beginning of year	—	—	—	—
Expiring on June 18, 2017	8,333,333	0.60	—	—
Expiring on August 5, 2019	4,500,000	0.50	—	—
Expiring on December 22, 2022	2,000,000	(a)	—	—
Balance, end of year	14,833,333		—	

(a) Exercise price corresponds to the volume weighted average price of the Class A common shares on the Toronto Stock Exchange for the five trading days prior to the exercise date of the warrants. No warrants were vested as at March 31, 2016.

11. SUPPLEMENTARY INFORMATION ON THE CONSOLIDATED STATEMENTS OF NET LOSS AND OTHER COMPREHENSIVE LOSS

11.1 Cost of goods sold and other expenses

Cost of goods sold and other expenses include:

	2016 $	**2015** $
Amortization of property and equipment *[note 5]*	**2,333**	1,844
Amortization of intangible assets *[note 6]*	**536**	392
Amortization of other assets *[note 7]*	**114**	72
Rent	**403**	299
(Gain) loss on derivative financial instruments	**(145)**	78
Investment tax credits reversal (tax credits)	**351**	(68)

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

11.2 Revenue allocation

Revenues are geographically allocated as follows:

	2016 $	2015 $
United States	**8,449**	7,744
South America	**5,450**	3,603
Canada	**5,435**	3,002
Europe	**5,046**	2,998
Asia	**3,463**	2,344
Africa	**747**	2
Oceania	**234**	29
Middle East	**197**	628
Other countries	**21**	238
	29,042	20,588

Revenues are allocated by country based on the client's location.

11.3 Cost of goods sold excluding amortization

The key components of costs of goods sold excluding amortization are detailed as follows:

	2016 $	2015 $
Cost of parts and components *[note 4]*	**10,363**	8,142
Employee costs	**805**	810
Share-based payments	**5**	16
Freight charges and import duties	**269**	203
Outsourcing fees	**205**	76
Production supplies	**126**	78
Impairment of parts and components	**75**	110
Maintenance of goods held for lease	**60**	27
Other	**79**	165
	11,987	9,627

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

11.4 Selling and marketing

The key components of selling and marketing expenses are detailed as follows:

	2016 **$**	**2015** **$**
Employee costs	**4,212**	3,501
Share-based payments	**44**	104
Professional fees	**783**	499
Advertising and promotional material	**663**	127
Trade show expenses	**403**	419
Travel and entertainment expenses	**284**	177
Amortization of property and equipment	**189**	192
Office rental	**113**	64
Freight charges and import duties	**54**	199
Write-off of property and equipment	**51**	95
Other	**434**	300
	7,230	5,677

11.5 Administration

The key components of administration expenses are detailed as follows:

	2016 **$**	**2015** **$**
Employee costs	**2,667**	1,840
Share-based payments	**167**	264
Amortization of property and equipment and intangible assets	**398**	275
Professional fees	**376**	421
Insurance	**194**	172
Costs related to publicly traded company	**191**	143
Non-deductible commodity taxes	**180**	108
Director fees	**170**	103
Other	**180**	134
	4,523	3,460

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

11.6 Research and development

The key components of research and development expenses are detailed as follows:

	2016 **$**	**2015** **$**
Employee costs	**1,600**	1,310
Share-based payments	**8**	25
Investment tax credits reversal (tax credits)	**351**	(68)
Materials and certification	**312**	87
Amortization of property and equipment and intangible assets	**183**	168
Professional fees	**176**	54
Other	**235**	130
	2,865	1,706

11.7 Key management personnel compensation

The management personnel comprise members of the Board of Directors and key senior management of the Corporation and its subsidiary. Their compensation is as follows:

	2016 **$**	**2015** **$**
Salaries and short-term benefits	**1,557**	1,487
Share-based compensation	**165**	293
	1,722	1,780

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

12. INCOME TAXES

12.1 Current income taxes

The income taxes reported in the consolidated statements of net loss and other comprehensive loss stem from the accounts of the U.S. subsidiary. The reconciliation between the income tax expense [or recovery] and the income tax amount computed by applying Canadian statutory income tax rates is as follows:

	2016 **%**	**2015** **%**
Income tax recovery using Canadian statutory rates	**26.90**	26.90
Change in income taxes resulting from:		
Effect of difference in foreign tax rate	**(7.26)**	(1.55)
Non-deductible expenses and other differences	**(27.72)**	(78.42)
Expired loss carryforwards	**(209.48)**	(18.54)
Unrecognized tax benefits of operating losses and other deductions	**192.34**	62.79
	(25.22)	(8.82)

12.2 Deferred income taxes

The key components of the Corporation’s deferred income tax asset and liability are as follows:

	2016 **$**		**2015** **$**	
	Asset	**Liability**	**Asset**	**Liability**
Deferred income tax assets				
Net operating loss carryforwards	**8,548**	—	9,030	—
Research and development expenditures	**2,068**	—	1,991	—
Carrying amounts of property and equipment below tax bases	**—**	(282)	—	(461)
Share issue costs and other differences	**46**	—	124	—
Total deferred income tax assets	**10,662**	(282)	11,145	(461)
Unrecognized deferred income tax assets	**(10,380)**	—	(10,684)	—
	282	(282)	461	(461)

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

The Corporation has accumulated net operating loss carryforwards for federal, Québec and United States tax purposes, which are available to reduce future taxable income. These loss carryforwards expire as follows:

	Federal $	**Québec** $	**United States** $
2026	1,760	1,705	—
2027	1,684	1,649	—
2028	4,350	4,347	—
2029	3,969	3,981	—
2030	4,789	4,802	—
2031	4,441	4,445	—
2032	4,002	4,002	3,907
2033	800	785	76
2034	—	—	—
2035	299	282	—
	26,094	25,998	3,983

The Corporation has approximately $6,415 in scientific research and experimental development expenditures for federal tax purposes and $9,294 for Québec tax purposes available to reduce taxable income in future years and be carried forward over an unlimited period.

Finally, the non-recoverable portion of federal investment tax credits may be applied against future income taxes payable. These investment tax credits expire as follows:

	$
2021	67
2022	60
2023	45
2024	91
2025	159
2026	123
2027	132
2028	118
2029	217
2030	157
2031	177
2032	188
2033	204
2034	210
2035	66
2036	141
	2,155

[Amounts are in thousands of Canadian dollars, except share, warrant, option, per-share and per-option amounts]

13. COMMITMENTS

The Corporation rents premises and equipment under operating leases and has entered into long-term commitments to purchase services. The minimum payments for the coming years are as follows:

	Leases $	Other Commitments $
2017	263	35
2018 to 2021	649	26
2022 and thereafter	157	—
	1,069	**61**

The Corporation's operating lease expenses amounted to $317 in 2016 [$273 in 2015] and has pledged the universality of movable property, both present and future, in favour of the lessors.

14. CAPITAL MANAGEMENT

With regard to capital management, the Corporation's goals include continuing as a going concern to carry on developing and marketing its technology, and financing its working capital and additions to property and equipment, intangible assets and other assets.

The Corporation's definition of capital includes equity as well as the undrawn portion of its bank credit facility.

	2016 $	2015 $
Undrawn bank credit facilities *[note 8]*	**284**	244
Equity	**26,103**	20,593
	26,387	20,837

To maximize its ongoing technology development and marketing initiatives, the Corporation does not pay any dividends.

In addition to the debt covenants on the long-term debt, the Corporation may use its credit facility for cash advances on credit cards.

15. FINANCIAL INSTRUMENTS

15.1 Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Corporation is exposed to interest rate risk due to fluctuations in interest rates on cash and cash equivalents that earn interest at market rates. The Corporation does not use derivative instruments to reduce its exposure to interest rate risk. On an annual basis, a 1% change in interest rates would have had a net impact of $165 on net loss and comprehensive loss [$67 as at March 31, 2015].

The Corporation manages its interest rate risk by maximizing the interest income earned on excess funds while maintaining the necessary liquidity to conduct its day-to-day operations. Cash equivalents consist of money market funds and other instruments with short-term maturities.

15.2 Credit risk

The Corporation is exposed to credit losses arising from payment defaults by third parties. The Corporation evaluates the creditworthiness of its clients in order to limit the amount of credit extended, where appropriate, and establishes an allowance for doubtful accounts sufficient to cover probable and reasonably estimated losses. Furthermore, the Corporation generally insures its accounts receivable balances with Export Development Canada. As at March 31, 2016, one client accounted for 42% of total trade accounts receivable and 60% of trade accounts receivable were 90% insured [as at March 31, 2015, one client accounted for 47% of total trade accounts receivable and 56% of trade accounts receivable were 90% insured]. Historically, the Corporation has never written off a significant amount of trade accounts receivable. Outstanding trade accounts receivable over 90 days stood at 2% as at March 31, 2016 [11% in 2015]. The allowance for doubtful accounts totalled $7 as at March 31, 2016 [$11 as at March 31, 2015]. Accounts receivable include investment tax credits and commodity taxes receivable, which are receivable from the government and are not exposed to significant credit risk. Cash and cash equivalents are contracted with a limited number of Canadian chartered banks.

Maximum exposure to credit risk for financial instruments is equal to their carrying amount as at March 31, 2016 and 2015.

The Corporation also sold 13% of its entertainment market sales to one client [18% to one entertainment market client in 2015] and sold 16% of its simulation and training market sales to one client [33% to one simulation and training client in 2015].