

ESTEC SYSTEMS CORP.

Interim Consolidated Financial Statements
March 31, 2011 and 2010

NOTE: These interim financial statements have been prepared by management and have NOT been reviewed by our external auditors

ESTEC SYSTEMS CORP.
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Periods Ended March 2011 and 2010

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ESTEC SYSTEMS CORP.**Interim Consolidated Statements of Comprehensive Income / Loss and Deficit
Three Months Ended March 31, 2011 and 2010**

	Note	2011	2010
REVENUE		\$ 461,745	\$ 448,210
DIRECT EXPENSES*		104,368	33,013
GROSS PROFIT (77%; 2009 – 93%)		357,377	415,197
EXPENSES			
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES		356,768	486,864
AMORTIZATION OF PROPERTY AND EQUIPMENT	3	6,965	8,438
LOSS ON DISPOSAL OF PROPERTY AND EQUIPMENT		-	2,857
		402,972	488,972
(LOSS) INCOME BEFORE INCOME TAX & EXTRAORDINARY ITEMS		(6,356)	(82,962)
INCOME TAXES	8	-	12,974
LOSS ON DISPOSAL OF DEFERRED DEVELOPMENT COSTS	4	23,633	
COSTS OF ACQUISITION OF ENCORE ELECTRONICS INC.		39,239	
NET (LOSS) INCOME AND COMPREHENSIVE (LOSS) INCOME		(69,228)	(69,988)
DEFICIT – BEGINNING OF PERIOD		(1,343,642)	(908,369)
DEFICIT – END OF PERIOD		(1,412,870)	(978,357)
BASIC AND DILUTED (LOSS) INCOME PER SHARE	14	\$ (.01)	\$ (.01)
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING	10	10,461,629	10,461,629

* After an update in the accounting software in the third quarter, labour costs get allocated differently than they have been in the past. The project related labour costs are now allocated to direct expenses whereas previously they were allocated to selling, general and administrative expenses, creating the large difference we see in direct expenses for the three months ended March 31.

ESTEC SYSTEMS CORP.**Interim Consolidated Statements of Comprehensive Income / Loss and Deficit
Nine Months Ended March 31, 2011 and 2010**

	Note	2011	2010
REVENUE			
		\$ 1,381,983	\$ 1,569,475
DIRECT EXPENSES		137,584	107,260
GROSS PROFIT (90%; 2009 – 93%)		1,244,399	1,462,215
EXPENSES			
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES (Schedule 1, Page 18)		1,341,467	1,489,157
AMORTIZATION OF PROPERTY AND EQUIPMENT	3	20,258	22,019
LOSS ON DISPOSAL OF PROPERTY AND EQUIPMENT		-	6,558
(LOSS) INCOME BEFORE INCOME TAX & EXTRAORDINARY ITEMS		(117,325)	(55,519)
INCOME TAXES	8	-	(3,377)
LOSS ON DISPOSAL OF DEFERRED DEVELOPMENT COST	4	23,633	
COSTS OF ACQUISITION OF ENCORE ELECTRONICS INC		39,239	
NET (LOSS) INCOME AND COMPREHENSIVE (LOSS) INCOME		(180,198)	(58,896)
DEFICIT – BEGINNING OF PERIOD		(1,232,672)	(919,461)
DEFICIT – END OF PERIOD		(1,412,870)	\$ (978,357)
BASIC AND DILUTED (LOSS) INCOME PER SHARE	14	\$ (.02)	\$ (.01)
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING	10	10,461,629	10,461,629

ESTEC SYSTEMS CORP.
Interim Consolidated Balance Sheets
Period Ended March 31, 2011 and Year ended June 30, 2010

	Note	31 March 2011	30 June 2010
ASSETS			
CURRENT			
Accounts receivable		\$ 404,649	\$ 466,914
Work in progress		33,757	14,562
Prepaid expenses		22,783	62,701
		461,189	544,177
PROPERTY AND EQUIPMENT	3	102,949	112,869
DEFERRED DEVELOPMENT COSTS	4	-	23,633
GOODWILL	5	75,796	75,796
		\$ 639,934	\$ 756,475
LIABILITIES AND SHAREHOLDERS' EQUITY			
CURRENT			
Bank indebtedness	6	\$ 165,819	\$ 157,580
Accounts payable and accrued liabilities		215,056	144,980
Customer deposits		-	57,000
Income taxes payable		-	-
		380,875	359,560
ADVANCES FROM RELATED PARTIES	7	423,821	381,981
		804,696	741,541
SHAREHOLDERS' EQUITY			
Contributed surplus	9	15,845	15,343
Share capital	10	1,232,263	1,232,263
Deficit		(1,412,870)	(1,232,672)
		(164,762)	14,934
		\$ 639,934	\$ 756,475

ON BEHALF OF THE BOARD

director

director

ESTEC SYSTEMS CORP.
Interim Consolidated Statement of Cash Flow
Three Months Ended March 31, 2011 and 2010

	Note	2011	2010
OPERATING ACTIVITIES			
Net (loss) income		\$ (69,228)	\$ (69,988)
Items not affecting cash;			
Amortization of property and equipment	3	6,965	8,438
Loss on disposal of property & equipment		-	2,857
Loss on disposal of deferred development costs	4	23,633	
Stock based compensation	9	-	0
		(38,630)	(58,693)
Changes in non-cash working capital		108,673	15,029
Cash flow (used by) from operating activities		70,043	(43,664)
Cash flows used by investing activity			
Purchase of property and equipment		(1,245)	(36,860)
Expenditures of deferred development costs		(23,633)	
Cash flows used by financing activity			
Advances from (to) related parties		10,000	0
(DECREASE) INCREASE IN CASH FLOW		55,165	(80,524)
CASH (DEFICIENCY) – BEGINNING OF PERIOD		(220,984)	(23,602)
CASH (DEFICIENCY) – END OF PERIOD	6	(165,819)	\$ (104,126)
CASH FLOWS SUPPLEMENTARY INFORMATION			
Interest paid		2,051	811
Income taxes paid		0	0

ESTEC SYSTEMS CORP.
Interim Consolidated Statement of Cash Flow
Nine Months Ended March 31, 2011 and 2010

	Note	2011	2010
OPERATING ACTIVITIES			
Net (loss) income		\$ (180,198)	\$ (58,896)
Items not affecting cash;			
Amortization of property and equipment	3	20,258	22,019
Loss on disposal of property & equipment		-	6,558
Loss on disposal of deferred development costs	4	23,633	-
Stock based compensation	9	502	2,510
		(135,805)	(27,809)
Changes in non-cash working capital	15	119,697	(48,397)
Cash flow (used by) from operating activities		(16,108)	(76,206)
Cash flows used by investing activity			
Purchase of property and equipment		(10,338)	(45,190)
Expenditures of deferred development costs		(23,633)	-
Cash flows used by financing activity			
Advances from (to) related parties		41,840	804
(DECREASE) INCREASE IN CASH FLOW		(8,239)	(120,592)
CASH (DEFICIENCY) – BEGINNING OF PERIOD		(157,580)	16,466
CASH (DEFICIENCY) – END OF PERIOD	6	(165,819)	\$ (104,126)
CASH FLOWS SUPPLEMENTARY INFORMATION			
Interest paid		5,707	922
Income taxes paid		0	0

ESTEC SYSTEMS CORP.
Notes to the Consolidated Financial Statements
Periods Ended March 31, 2011 and 2010

1. DESCRIPTION OF BUSINESS

ESTec Systems Corp. ("the Company") owns and operates an engineering consulting firm. The principal operating subsidiary of the Company is Allan R. Nelson Engineering (1997) Inc.

The Company was incorporated under the Alberta Business Corporations Act and is traded on the TSX Venture Exchange.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

These consolidated financial statements have been prepared by management in accordance with Canadian generally accepted accounting principles. As the precise determination of many assets, liabilities, revenues and expenses is dependent upon future events, the preparation of financial statements includes the use of estimates and approximations which have been made using careful judgment. The financial statements have, in management's opinion, been properly prepared within reasonable limits of materiality and within the framework of the significant accounting policies summarized below.

Basis of consolidation

These consolidated financial statements are expressed in Canadian dollars and include the accounts of the Company and its wholly-owned subsidiary, Allan R. Nelson Engineering (1997) Inc. All intercompany balances have been eliminated.

Revenue recognition

Sales revenue is comprised of revenues from consulting and engineering contracts. It is recorded when the related service is provided, in the amount as determined by the contract for services with the customer, and collectability is reasonably assured. Customer deposits are occasionally received, and are not recognized as income until performance has been achieved.

Work in progress

Costs recoverable for services provided but not yet billed are shown as work in progress. Cost is measured based on the number of hours allocated to the job multiplied by the hourly payroll rate of the professional and the actual cost of associated disbursements.

Deferred development costs

Costs related to the development of new products are deferred until commercial production has begun. Upon commencement of commercial production, the related costs of the product are amortized on a straight-line basis over five years.

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ESTEC SYSTEMS CORP.
Notes to the Consolidated Financial Statements
Periods Ended March 31, 2011 and 2010

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Income taxes

The Company follows the liability method of accounting for income taxes. Under this method, future tax assets and liabilities are determined based on differences between the financial reporting and tax basis of assets and liabilities, and measured using the substantially enacted tax rates and laws that will be in effect when the differences are expected to reverse. Changes to the balances are recognized in income when they are expected to occur. A valuation allowance is provided to the extent that it is more likely than not that future tax assets may not be realized in the near term.

Property and equipment

Property and equipment are stated at cost less accumulated amortization. Expenditures on major replacements, extensions and improvements are capitalized. The cost of maintenance, repairs and renewals or replacements, other than those of a major nature, are charged to expense as incurred. The Company provides for amortization at an annual rate, which will amortize the original cost to the estimated salvage value over the useful life of the assets.

Amortization is calculated using the declining balance method at the following annual rates:

Computer hardware	20%
Computer software	30%
Equipment	20%
Office equipment	20%
Inspection equipment	20%

The Company regularly reviews its property and equipment to eliminate obsolete items.

Impairment of property and equipment

Property and equipment are tested for impairment whenever events or changes in circumstances indicate that their carrying value may not be recoverable. An impairment loss is recognized when their carrying value exceeds the total undiscounted cash flows expected from their use and eventual disposition. The amount of the impairment loss is determined as the excess of the carrying value of the asset over its fair value. No impairment has been recorded in the current fiscal year.

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ESTEC SYSTEMS CORP.
Notes to the Consolidated Financial Statements
Periods Ended March 31, 2011 and 2010

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Financial Instruments

The Company has designated its financial assets and liabilities as follows:

<u>Financial Statement item</u>	<u>Classification</u>	<u>Measurement</u>
Cash (bank indebtedness)	Held for trading	Fair value
Accounts receivable	Loans and receivables	Amortized cost
Accounts payable and accrued liabilities	Other financial liabilities	Amortized cost
Advances from related parties	Other financial liabilities	Amortized cost

Transaction costs

Transaction costs that are directly attributable to the acquisition or issuance of financial assets or liabilities are accounted for as part of the respective asset or liability's carrying value at inception except for held-for-trading securities where the costs are expensed immediately.

Comprehensive income

Comprehensive income consists of net earnings and other comprehensive income (OCI). OCI represents changes in shareholders' equity during a period arising from transactions and other events and circumstances from non-owner sources and includes unrealized gains and losses on financial assets classified as available for sale and changes in the fair value of the effective portion of cash flow hedging instruments.

Goodwill

Goodwill represents the excess of the purchase price paid for Allan R. Nelson Engineering (1997) Inc. over the fair value of the net assets acquired. Management annually reviews the valuation of this goodwill based on the estimated future cash flows of Allan R. Nelson Engineering (1997) Inc. Management will also review the valuation in the event of any circumstances which might have impaired the fair value. It was concluded that no impairment exists in the value of the goodwill at March 31, 2011 or 2010.

Stock based compensation

The Company has a stock option plan that provides for the issuance of stock options to key employees, directors and officers as described in Note 12. The value is recognized over the applicable vesting period as an increase to compensation expense and contributed surplus. When the options are exercised, the proceeds received by the Company, together with the amount in contributed surplus, are credited to share capital.

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ESTEC SYSTEMS CORP.
Notes to the Consolidated Financial Statements
Periods Ended March 31, 2011 and 2010

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Earnings and loss per share

Earnings and loss per share is calculated using the weighted average number of common shares outstanding during the year. Diluted earnings and loss per share is calculated using the treasury stock method. Under the treasury stock method, deemed proceeds from potentially dilutive securities are considered to be used to acquire common shares at an average stock price during the year.

Shares provided as security for any share purchase financing agreement are excluded from the calculation for the basic earnings and loss per share. These shares have not been included in diluted earnings and loss per share as the result is anti-dilutive.

Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies have been translated into Canadian dollars at the year-end exchange rate and non-monetary assets at the exchange rates prevailing when the assets are required. Foreign currency denominated revenue and expense items have been translated at the rate of exchange in effect at the time of the transaction.

Foreign exchange gains and losses are included in the determination of earnings.

Statements of Cash Flows

The Company is using the indirect method in its presentation of the Statements of Cash Flows.

Leases

Leases are classified as either capital or operating leases. A lease that transfers substantially all of the benefits and risks incident to the ownership of property is classified as a capital lease; all other leases are accounted for as operating leases. At the time the Company enters into a capital lease, an asset is recorded with its related long-term obligation to reflect the acquisition and financing. Rental payments under operating leases are expensed as incurred.

Pension plan

The pension plan is a defined contribution (money purchase) plan, funded wholly by contributions. Pension costs relate to current employee services and are charged to operations on a current basis.

Investment tax credits

The Company annually incurs costs on activities that relate to research and development of new products. The Company plans to apply for scientific research and experimental development ("SRED") income tax credits to assist in cost recovery. If successful, the Company will begin accruing these benefits using the cost reduction approach, when there is reasonable assurance that the credits will be realized.

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ESTEC SYSTEMS CORP.
Notes to the Consolidated Financial Statements
Periods Ended March 31, 2011 and 2010

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Measurement Uncertainty

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities, disclosures of contingent assets and liabilities at the date of the financials statements and the reported amounts of revenues and expenses during the period. Such estimates are periodically reviewed and any adjustments necessary are reported in earnings in the period in which they become known. Actual results could differ from those estimates. The significant estimates pertain to the physical and economic lives of property and equipment, the calculation of stock compensation expenses, and the recoverability of accounts receivable.

3. PROPERTY AND EQUIPMENT

	Cost	Accumulated amortization	2011 Net book value
Computer hardware	67,197	29,807	37,390
Computer software	128,506	96,062	32,444
Equipment	55,912	30,707	25,205
Office equipment	26,169	19,504	6,665
Inspection equipment	8,694	7,449	1,245
	286,478	183,529	102,949

Amortization provided for in the current period totaled \$6,965; (2010 - \$8,438), amortization for the year totaled \$20,258 (2010 - \$22,019).

	Cost	Accumulated amortization	2010 Net book value
Computer hardware	78,360	31,143	47,217
Computer software	126,204	87,303	38,901
Equipment	55,912	24,563	31,349
Office equipment	26,169	17,865	8,304
Inspection equipment	17,296	14,608	2,688
	303,941	175,482	128,459

4. DEFERRED DEVELOPMENT COSTS

Deferred development costs consist of work in progress incurred to develop a new top drive designed to conform to the current American Petroleum Institute's standards. Since FARR has terminated the marketing agreement, these costs of \$23,633 have been written off.

ESTEC SYSTEMS CORP.
Notes to the Consolidated Financial Statements
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5. GOODWILL

	2011	2010
Goodwill, at cost	\$ 133,150	\$ 133,150
Accumulated amortization (prior to 2002)	(57,354)	(57,354)
	\$ 75,796	\$ 75,796

6. CASH AND BANK INDEBTEDNESS

Cash and bank indebtedness is comprised of the following:

	2011	2010
Cash in bank	15,480	29,920
Cheques written in excess of bank balance	(46,299)	(39,046)
Bank operating line	(135,000)	(95,000)
	(165,819)	(104,126)

The bank operating lines are authorized to a total of \$250,000 with interest payable at prime plus 2.00% (2009 - prime plus 2.00%). A general security agreement and limited guarantees from directors and related parties in the amount of \$187,500 have been pledged as collateral for the bank operating lines.

7. RELATED PARTY TRANSACTIONS AND BALANCES

During the period, the Company had business transactions with corporations controlled by certain directors of the Company. These transactions, which were in the normal course of operations and measured at the exchange value agreed between the parties, are as follows:

	2011	2010
Payment of rent to a company controlled by certain directors	67,500	67,500
Advances from related parties:		
Advances from directors, non-interest bearing, unsecured	166,911	166,911
Advances from corporations controlled by directors, non-interest bearing, unsecured	256,910	198,893
	423,821	365,804

Advances from related parties have no fixed terms of repayment and the parties have waived their right to receive any repayment in the current fiscal year, therefore these amounts have been classified as long term.

Included in trade accounts payable is \$11,482 (2010 - \$6,731) owing to a director.

ESTEC SYSTEMS CORP.
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8. INCOME TAXES

Income taxes for the quarters are estimated by taking the profit of the company and using the statutory rate of 28.5% (2010 – 29.5%).

9. CONTRIBUTED SURPLUS

The Company uses the fair value based method to account for stock-based compensation. Fair values are determined using the Black Scholes Model. Compensation costs are recognized over the vesting period as an increase to compensation expense and contributed surplus. When options are exercised, the proceeds received by the Company, together with the fair value amount in contributed surplus, are credited to capital stock.

	2011	2010
Opening Contributed surplus	\$15,343	\$12,833
Fair value of options granted – recorded as compensation expense	502	2,510
	\$15,845	\$15,343

10. SHARE CAPITAL

Authorized:
200,000,000 Common shares without par value

Issued:

	2011		2010	
	Number of Shares	Stated Capital	Number of Shares	Stated Capital
Balance – end of period	10,461,629	\$ 1,232,363	10,461,629	\$1,232,363

ESTEC SYSTEMS CORP.
Notes to the Consolidated Financial Statements
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11. PENSION PLAN

	2011	2010
Employer contributions expensed during the current year	24,578	\$17,312
Employer recovery	(6,154)	-
Estimated value of the plan	113,710	36,644
Total active members	10	12

Pension costs related to current services are charged to operations on current basis and are calculated as a percentage of employees' earnings. The pension plan is a defined contribution plan and is funded wholly by contributions from the employer and employees. The plan inception date was October 1, 2009. The Company's contribution to the plan, on behalf of key management employees, totaled \$3,080 for the period.

12. STOCK OPTION PLAN

The Company has a stock option plan that provides for the issuance of stock options to employees, directors, and officers. Stock options allow the holder to obtain one common share for each stock option exercised. Options granted to Directors vest immediately. Options granted to employees vest over a 4-year period, with 25% of options vesting on each anniversary of the date the options were granted. Outstanding stock options will expire over a period ending no later than July 24, 2014. The Company has reserved 1,046,162 shares in Treasury to meet share options outstanding, less options already issued.

The Company makes options available to all employees, directors and officers in tiered levels based on salary compensation and performance. As options expire or are exercised, new options are issued.

	Shares	Weighted Average Exercise Price 2011	Shares	Weighted Average Exercise Price 2010
Beginning of period	560,000	\$ 0.10	870,000	\$ 0.10
Granted	-		-	
Cancelled or expired	-		-	
Outstanding at end of period	560,000	\$ 0.10	870,000	\$ 0.10

At the end of the period there were 560,000 options, with an exercise price of \$0.10 and weighted average remaining contractual life of 2.47 years, outstanding.

ESTEC SYSTEMS CORP.
Notes to the Consolidated Financial Statements
Periods Ended March 31, 2011 and 2010

13. FINANCIAL INSTRUMENTS

The Company's financial instruments consist of accounts receivable, bank indebtedness, accounts payable and accrued liabilities, and advances from related parties

Fair Value

The Company's carrying value of accounts receivable, bank indebtedness and accounts payable and accrued liabilities approximates its fair value due to the immediate or short-term maturity of these instruments.

The fair value of the advances from related parties are less than carrying value, as the amounts are non-interest bearing. As the advances have no terms of repayment, are not marketable, and do not have terms and conditions typical of arm's length transactions, the fair value cannot be calculated with any degree of certainty. Therefore, fair value has not been estimated.

The fair value of bank indebtedness is measured under level 1 of the fair value hierarchy. The three levels of the fair value hierarchy are described as follows:

- Level 1: Values based on unadjusted quoted prices in active markets that are accessible at the measurement date for identical assets or liabilities.
- Level 2: Values based on quoted prices in markets that are not active or model inputs that are observable either directly or indirectly for substantially the full term of the asset or liability.
- Level 3: Value based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement.

The Company is exposed to risks of varying degrees of significance from its use of financial instruments which could affect its ability to achieve its strategic objectives for growth and stakeholder returns. The principal risks to which the Company is exposed, and the actions taken to manage them, are described below.

Credit Risk

Credit risk arises from the potential that a counter party will fail in its obligations. The Company is exposed to credit risk through trade receivables and work in progress. In the normal course of business, the Company evaluates the financial condition of its customers on a continuing basis and reviews the credit worthiness of all new customers. Management assesses the need for allowances for potential credit losses by considering the credit risk of specific customers, historic trends, and other information.

Management believes that credit risk is mitigated in the insurance claim work they perform, due to insurance companies being required to sequester funds when a claim is pending. Credit risk is mitigated in other segments of their business by progress billing, limiting work for overdue clients, and occasionally requiring deposits.

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ESTEC SYSTEMS CORP.
Notes to the Consolidated Financial Statements
Periods Ended March 31, 2011 and 2010

13. FINANCIAL INSTRUMENTS *(continued)*

Concentration of credit risk arises from exposure to a single customer or to groups of customers having similar characteristics such as industry or geographic area in which the customers operate. The Company is subject to a concentration of credit risk with respect to \$73,265 in accounts receivable from the Company's largest customer at March 31, 2011. Concentration of credit risk is mitigated by having concentrations with credit worthy customers.

Interest Rate Risk

Interest rate risk is the risk that the value of a financial instrument might be adversely affected by a change in the interest rates. In seeking to minimize the risks from interest rate fluctuations, the Company manages exposure through its normal operating and financing activities. The Company does not enter into derivative financing contracts for speculative purposes. The Company is exposed to interest rate risk primarily through its floating interest rate operating line. Based on the amount of the operating line at March 31, 2011, fluctuations in interest rate would not materially affect the operating results of the Company. A change in the Canadian prime rate by 0.25% will increase or decrease interest expense by approximately \$500 per annum.

Liquidity Risk

Liquidity risk is the risk that the Company is not able to meet its financial obligations as they become due, or can only do so at excessive cost. The Company's growth is financed through a combination of cash flows from operations and borrowings under the existing credit facilities. Liquidity risk management serves to maintain a sufficient amount of cash and to ensure the Company has financing sources to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company establishes budgets and cash estimates to ensure it has the necessary funds to fulfil its obligations.

The following monetary liabilities are current in nature, and therefore mature in less than one year:

\$ 46,299	Cheques written in excess of bank balance
\$ 135,000	Bank operating line
<u>\$ 215,056</u>	Accounts payable and accrued liabilities
\$ 396,355	Total

Long term monetary liabilities of \$423,821 consist of advances from related parties with no terms of repayment. Therefore, the effective maturity date is undetermined. The parties have waived their right to payment in the current fiscal year.

Market Risk

The Company is exposed to market risk through its reliance on the oil industry. Management believes the risk faced by the Company with regard to market risk is an acceptable risk faced in the ordinary course of business.

ESTEC SYSTEMS CORP.
Notes to the Consolidated Financial Statements
Periods Ended March 31, 2011 and 2010

14. DILUTED LOSS PER SHARE

Options to purchase 560,000 common shares that were outstanding as of March 31, 2011 were not included in the computation of diluted earnings per share, since the effect of these options was anti-dilutive.

15. CHANGES IN NON-CASH WORKING CAPITAL

	2011	2010
Prepaid expenses	39,918	27,234
Income taxes payable	-	3,377
Accounts payable and accrued liabilities	70,076	(25,058)
Deferred development costs	23,633	-
Accounts receivable	62,265	(24,450)
Work in progress	(19,195)	(29,500)
Customer Deposits	(57,000)	-
	119,697	(48,397)

16. CAPITAL DISCLOSURES

The Company's objectives in managing capital are:

- i. to safeguard its ability to operate as a going concern, and
- ii. to maintain a strong financial position, and
- iii. to maintain a low cost of debt

Through its subsidiary Allan R. Nelson Engineering (1997) Inc. the Company has a \$250,000 line of credit with ATB Financial Services (ATB). ATB has placed conditions on Allan R. Nelson Engineering (1997) Inc. with regards to working capital, debt to equity and debt service. Allan R. Nelson Engineering (1997) Inc. is fully compliant with these conditions at March 31, 2011.

	2011	2010
Related Party Loans	(423,821)	(365,804)
Total Debt	(423,821)	(365,804)
(Bank indebtedness) Cash	(165,819)	(104,126)
Net Debt	(589,640)	(469,930)
Shareholders' equity	(164,762)	(269,249.)
Total Capitalization	(754,402)	(739,179)

ESTEC SYSTEMS CORP.
Notes to the Consolidated Financial Statements
Periods Ended March 31, 2011 and 2010

17. COMPARATIVE FIGURES

Some of the comparative figures have been reclassified to conform to the current year's presentation.

18. FUTURE ACCOUNTING STANDARDS

The Canadian Institute of Chartered Accountants (CICA) has issued several new accounting standards which will affect the Company's financial statements in subsequent fiscal years.

a) Convergence with International Financial Reporting Standards (IFRS)

The Accounting Standards Board ("AcSB") establishes financial accounting and reporting standards for use by Canadian entities. It also participates in the development of internationally accepted accounting standards. The AcSB is accountable to the Accounting Standards Oversight Council, an independent body established in September 2000 by the CICA. On February 13, 2008, the AcSB announced that the use of International Financial Reporting Standards ("IFRS") is required for fiscal years beginning on or after January 1, 2011 for publicly accountable profit-oriented enterprises. IFRS will replace Canada's current GAAP. Entities will be required to provide comparative IFRS information for the previous fiscal year. The Company is evaluating the impact of the adoption of IFRS.

b) Business Combinations, Consolidated Financial Statements and Non-Controlling Interest

In January 2009, the CICA issued CICA Handbook Section 1582, Business Combinations ("Section 1582"), Section 1601, Consolidations ("Section 1601"), AND Section 1602, Non-Controlling Interests ("Section 1602"). These sections replace the former Section 1581, Business Combinations, and Section 1600, Consolidated Financial Statements, and establish a new section for accounting for a non-controlling interest in a subsidiary.

Section 1582 establishes standards for the accounting for a business combination, and states that all assets and liabilities of an acquired business will be recorded at fair value. Obligations for contingent considerations and contingencies will also be recorded at fair value at the acquisition date. The standard also states that acquisition-related costs will be expensed as incurred and that restructuring charges will be expensed in the periods after the acquisition date. It provides the Canadian equivalent to IFRS 3, Business Combinations (January 2008). The section applies prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2011.

Section 1601 establishes standards for the preparation of consolidated financial statements.

Section 1602 establishes standards for accounting for a non-controlling interest in a subsidiary in the preparation of consolidated financial statements subsequent to a business combination. It is equivalent to the corresponding provisions of IFRS International Accounting Standards ("IAS") 27, Consolidated and Separate Financial Statements (January 2008).

Sections 1601 and 1602 apply to interim and annual consolidated financial statements relating to fiscal years beginning on or after January 1, 2011. Earlier adoption of these sections is permitted as of the beginning of a fiscal year. All three sections must be adopted concurrently. The Company is currently evaluating the impact of the adoption of these sections.

ESTEC SYSTEMS CORP.**Consolidated Schedule of Selling, General and Administrative Expenses (Schedule 1)
Periods Ended March 31, 2011 and 2010**

	Note	2011	2010
Salaries and benefits		990,120	1,141,079
Rent	7	67,500	67,500
Professional fees		50,080	53,150
Travel		49,197	29,484
Insurance		36,090	42,700
Repairs and maintenance		33,187	46,985
Advertising and promotion		29,167	24,995
Supplies and maintenance		20,901	25,065
Technology and telecommunications		15,596	16,013
Public company compliance		13,766	10,549
Dues, memberships and business taxes		9,904	8,336
Bad debts		8,267	-
Bank charges and interest		8,212	3,497
Training		6,807	16,146
Courier and freight		2,170	1,148
Stock based compensation	12	502	2,510
		1,341,466	1,489,157