

THE ATTACHED UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS FORM AN INTEGRAL PART OF THIS MANAGEMENT DISCUSSION AND ANALYSIS AND ARE HEREBY INCLUDED BY REFERENCE



**Management Discussion and Analysis of the Financial Condition and Results of Operations for the three month period ended March 31, 2015**

*Certain statements in this report may constitute forward-looking statements that are subject to risks and uncertainties. A number of important factors could cause actual outcomes and results to differ materially from those expressed in these forward-looking statements. Consequently, readers should not place any undue reliance on such forward-looking statements. In addition, these forward-looking statements relate to the date on which they were made. See notes to the financial statements regarding going concern, commitments, contingencies, legal matters, and other matters, which could materially affect the Company's future business, results of operations, financial position and liquidity.*

*This Management Discussion and Analysis ("MD&A") should be read in conjunction with the unaudited condensed consolidated interim financial statements for the period ended March 31, 2015 and the audited financial statements for the year ended December 31, 2014 and the notes contained therein, of Decisive Dividend Corporation (the "Company"). This MD&A covers the three month period ended March 31, 2015 and the subsequent period up to the date of filing.*

*The unaudited condensed consolidated interim financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB"). The unaudited condensed consolidated interim financial statements follow the same accounting policies and methods of application as our most recent audited financial statements and do not include all of the information required for full audited financial statements. All amounts are expressed in Canadian dollars unless otherwise noted. Readers are encouraged to read the Company's public information filings on SEDAR at [www.sedar.com](http://www.sedar.com).*

*The accompanying Interim Financial Statements include the accounts of the Company and its wholly owned subsidiaries. All inter-company balances and transactions have been eliminated on consolidation.*

This MD&A was prepared effective May 29, 2015.

**Corporate overview**

The Company was incorporated under the British Columbia Business Corporations Act on October 2, 2012 and was classified as a Capital Pool Company ("CPC") as defined in Policy 2.4 of the TSX Venture Exchange Inc. ("the Exchange"). The address of the Company's registered office is #104, 1420 St. Paul Street, Kelowna, B.C. V1Y 2E6.

On September 19, 2013, the Company completed its IPO for the issuance of 1,500,000 common shares at a price of \$1.00 per common share for gross proceeds of \$1,500,000. The agents to the offering have received a commission of 8% of total proceeds resulting in a total commission of \$120,000. In addition, the agents were paid a corporate finance fee of \$12,500 and were reimbursed for their disbursements in

the amount of \$3,468. Legal costs associated with the financing incurred were \$35,328. As a result the total cash costs related to the offering were \$171,296. In addition, the agents were granted 120,000 agents' options, at a price of \$1.00 per common share, which may be exercised for a period of 24 months from the date of listing of the common shares on the TSXV.

The principal business of the Company at this time was to identify and evaluate assets or businesses with a view to potentially acquiring them or an interest therein by completing a purchase transaction, by exercising of an option or by any associated transaction.

### **Qualifying Transaction**

On February 27, 2015, the Company announced that it had acquired all of the issued and outstanding shares of PGR Ventures Inc. ("PGR") (the "PGR Shares"). PGR owns all of the issued and outstanding shares of Valley Comfort Systems Inc. ("Valley Comfort"), which owns all of the issued and outstanding shares of Blaze King Industries, Inc. ("Blaze King USA") and Blaze King Industries Canada Ltd. ("Blaze King Canada"). PGR, Valley Comfort, Blaze King USA and Blaze King Canada are referred to herein collectively as "Blaze King". The Share Purchase Agreement contains standard representations, warranties and covenants for a transaction of this nature.

The aggregate purchase price paid for the PGR Shares by the Company was \$6,915,104, of which \$6,339,014 was paid in cash, and the remaining \$576,090 was the fair value amount of the common shares issued as part of the transaction ("Common Shares"). A holdback of \$660,000 was applied to secure the post-Closing obligations of the Vendors.

On February 25, 2015, the Company completed a brokered private placement offering (the "Private Placement") of subscription receipts ("Subscription Receipts"). The 1,004,250 subscription receipts of the Company that were issued at a price of \$2.00 per Subscription Receipt were each exchanged, for no additional consideration, for one Common Share pursuant to the subscription receipt agreement entered into on February 25, 2015 among the Company, Industrial Alliance Securities Inc. and Computershare Trust Company of Canada ("Computershare"). In addition, the \$2,008,500 in gross proceeds raised pursuant to this offering were released from escrow, less the fees of Computershare.

This transaction constituted a "Qualifying Transaction" ("QT") for purposes of the Exchange and on March 13<sup>th</sup>, 2015 the shares were approved for trading under the symbol "DE".

Upon closing of the transaction, the shareholders of the Company owned 90.4% of the common shares of the resulting entity, and so the transaction is being accounted for using the acquisition method of accounting.

### **On-going acquisitions**

The Company is an acquisition-oriented corporation focused on opportunities in manufacturing. The business plan of the Company is to invest in profitable, well-established companies with strong cash flows. The objectives of the Company are:

- (i) to provide shareholders with stable and growing dividends;
- (ii) to maximize share value through on-going active monitoring of its operating subsidiary; and
- (iii) to continue to acquire additional companies or businesses or interests therein in order to expand and diversify the Company's investments.

## Products and Services

The Blaze King name is a recognized leader in the fabrication of high quality and high efficiency wood stoves. Blaze King designs and builds very efficient, eco-friendly hearth products.

Wood stove efficiency generally means that the stove generates minimal pollutants and conforms to EPA standards. Blaze King wood stoves far exceed current EPA requirements. For a wood stove to be truly efficient, it must also burn less fuel and provide heat for longer. Blaze King wood stoves provide extremely long burn times and excellent heat production. Overall, Blaze King's wood stoves burn up to a third less wood than its competitors' stoves.

Blaze King's classic wood stove models feature a bimetal coil thermostat. This simple thermostat evens out the uneven nature of burning wood. Nearly all other wood stoves have a damper to regulate air-flow and require frequent adjusting. Blaze King's Princess and King stove models have six and nine inches of depth below the door respectively. This means less frequent cleaning of ashes, the ability to load up to ninety pounds of wood per load and most importantly, they are safer to load since hot coals and embers are kept well below the door opening.

Throughout their history, Blaze King has been committed to leading the hearth industry in developing pollution-reducing hearth products. In 1984, Oregon's Department of Environmental Quality awarded their very first wood stove certification to Blaze King USA. By 1992, Blaze King USA's catalytic wood stoves led the industry for efficiency and burn times. In 1992, Blaze King USA expanded its line of hearth products to include gas stoves and fireplace inserts.

In 2015, Blaze King will mark its 38<sup>th</sup> year of operation. Blaze King manufactures the top two most efficient wood stoves in North America. The King model is number one at 88% LHV and 82% EPA listed efficiency and the Princess model is number two at 88% LHV and 81% EPA listed efficiency. Blaze King also builds five of the top eight most efficient wood stoves listed on the EPA web site.

Set forth below is a list of the top eight most efficient wood stove brands of Blaze King and how they are rated by the EPA.

<b>Model</b>	<b>Model #</b>	<b>Lower Heating Value (LHV) Tested Efficiency</b>	<b>Higher Heating Value (HHV) Tested Efficiency</b>
King	KE 1107	88%	82%
Princess	PE 1006	88%	81%
Chinook 30	SC 30	81%	75%
Sirocco 30	CK 30	81%	75%
Chinook 20	SC 20	83%	77%
Sirocco 20	SC 20	83%	77%
Briarwood II	BR II/90	80%	71 %
Royal Guardian	RGT 3001	83%	71 %

Blaze King currently produces the following products:

## Wood Stoves

### King

#### (Extra large catalytic wood stove)

Heats 1,500 – 3,000 Square Feet  
40 Hour Low Burn Times  
Thermostatically Controlled  
4.32 Cubic Foot Firebox  
Max Heat Input 703,390 BTUs  
88% LHV Efficiency (82% HHV)  
51,582 BTU's/h constant output for 12 hours  
Up to 23" Log Length  
EPA Emissions 1.76 gr/hour

### Princess

#### (Large catalytic wood stove)

Heats 1,200 – 2,500 Square Feet  
30 Hour Low Burn Times  
Thermostatically Controlled  
2.85 Cubic Foot Firebox  
Max Heat Input 464,012 BTUs  
88% LHV Efficiency (81% HHV)  
40,863 BTU's/h constant output for 10 hours  
Up to 20" Log Length  
EPA Emissions 2.42 gr/hour

### Ashford 30

#### (Large catalytic wood stove)

Heats 1,100 – 2,400 Square Feet  
30 Hour Low Burn Times  
Thermostatically Controlled  
2.75 Cubic Foot Firebox  
Max Heat Input 447,760 BTUs  
81% Optimum Efficiency (75% EPA Listed)  
36,269 BTU's/h constant for output 10 hours  
Up to 18" Log Length  
EPA Emissions 0.97 gr/hour

### Chinook 30

#### (Large catalytic wood stove)

Heats 1,100 – 2,400 Square Feet  
30 Hour Low Burn Times  
Thermostatically Controlled  
2.75 Cubic Foot Firebox  
Max Heat Input 447,760 BTUs  
81% Optimum Efficiency (75% EPA Listed)  
36,269 BTU's/h constant for output 10 hours  
Up to 18" Log Length  
EPA Emissions 0.97 gr/hour

### Sirocco 30

#### (Large catalytic wood stove)

Heats 1,100 – 2,400 Square Feet  
30 Hour Low Burn Times  
Thermostatically Controlled  
2.75 Cubic Foot Firebox  
Max Heat Input 447,760 BTUs  
81% Optimum Efficiency (75% EPA Listed)  
36,269 BTU's/h constant for output 10 hours  
Up to 18" Log Length  
EPA Emissions 0.97 gr/hour

### Sirocco 20

#### (Medium catalytic wood stove)

Heats 900 – 1,500 Square Feet  
20 Hour Low Burn Times  
Thermostatically Controlled  
1.8 Cubic Foot Firebox  
Max Heat Input 293,079 BTUs  
83% LHV Efficiency (77% HHV)  
30,407 BTU's/h constant output for 8 hours  
Up to 16" Log Length  
EPA Emissions 1.3 gr/hour

### **Briarwood II**

#### **(Medium wood stove)**

Heats 600 – 1,200 Square Feet  
7 Hour low Burn Times  
2.1 Cubic Foot Firebox  
79.7% LHV Efficiency (71.4% HHV)  
Max BTU 40,000  
Up to 22" Log Length  
EPA Emissions 3.5 gr/hour  
22" x 11" Wide Screen Viewing Area  
Optional Door Trim

### **Royal Guardian**

#### **(Medium wood stove)**

Heats 700 – 1,300 Square Feet  
10 Hour Low Burn Times  
Up to 16" Log Length  
1.74 Cubic Foot Firebox  
83% LHV Efficiency (71.1% HHV)  
Max BTU 40,741  
EPA Emissions 5.8 gr/hour  
14 ¼" x 8 ¾" Viewing Area  
Optional Door Trim

## **Gas Stoves**

### **Torino II**

Heats 800 – 1800 Square Feet  
Remote Control – Thermostat  
30,500 BTU Input  
80.5% LP, 78% NG Steady State Efficiency  
73% EnerChoice P4 Efficiency  
50% Turndown on LP (33% NG)  
Electronic Ignition  
Drift Wood Log set  
7 Color Brick liner  
Standard Variable Speed Fan  
Unique Curved Design

### **Contemporary**

Heats 600 – 1500 Square Feet  
27,000 BTU Input  
71% Steady State Efficiency  
62.8% EnerGuide P4 Efficiency  
33% Turndown  
Glowing Ceramic Log set  
6 Color Firebox Brick liner  
Top Vent  
Standard Variable Speed Fan  
Unique Curved Design  
Small Footprint

### **Tuscany**

Heats 600 – 1500 Square Feet  
27,000 BTU Input  
71% Steady State Efficiency  
62.8% EnerGuide P4 Efficiency  
33% Turndown  
Glowing Ceramic Log set  
6 Color Firebox Brick liner  
Top Vent  
Standing Pilot  
Standard Variable Speed Fan  
Cast Iron Design

## **Wood Furnaces**

### **Apex**

Heats 800 – 1,400 Square Feet  
Stand Alone Furnace  
Combination Furnace  
Up to 26" Log Length  
5.7 Cubic Foot Firebox  
Max Heat Input 928,084 BTUs  
90.7% LHV Efficiency (87.2% HHV)  
Over-night Burn  
Hybrid Burner System  
Cast Iron Lined Firebox  
Wall Mounted Thermostat  
Optional VB 1000 Blower  
EPA Emissions 3.3 gr/hour

### **MP80**

Heats 800 – 1,400 Square Feet  
Stand Alone Furnace  
Combination Furnace  
Up to 24" Log Length  
4 Cubic Foot Firebox  
Max Heat Input 651,287 BTUs  
80,000 BTU's/h output  
6 to 8 hour burn times  
4 Port Secondary Air Burner System  
Cast Iron Lined Firebox  
Wall Mounted Thermostat  
Optional 900cfm Blower

### **VC120**

Heats 800 – 1,400 Square Feet  
Stand Alone Furnace  
Combination Furnace  
Up to 25" Log Length  
8.5 Cubic Foot Firebox  
Max Heat Input 1,383,985 BTUs  
120,000 BTU's/h output  
6 to 10 hour burn times  
4 Port Secondary Air Burner System  
Cast Iron Lined Firebox  
Wall Mounted Thermostat  
Optional 900cfm Blower

## **Markets and Trends**

### ***Regulatory Trends***

On March 15<sup>th</sup> 2015, EPA published its new emission standards. The rule has two phases of implementation. The first phase will lower emissions to the current Washington state standard of 4.5 grams per hour and will cover a 5 year period to the year 2020. The majority of stoves on the market today already meet that standard. The new rule will have one standard for the entire market and will

include products such as pellet stoves that were previously exempt. The new ruling came into effect on May 15<sup>th</sup> 2015. The second phase, which will start in 2020, has been set at 2.0 grams.

Almost 100% of Valley Comfort/Blaze King products already meets phase 1 requirements. Only one model, the RGT, which produces minimal sales, has been discontinued. Most other product lines manufactured by Valley Comfort/Blaze King meet or exceed phase 2 requirements for 2020. The King, Chinook 20, Sirocco 20, Ashford 20, Chinook 30, Sirocco 30, and Ashford 30 all meet the phase 2 requirements. The Princess free-stand model and fireplace insert meet phase 1 but not phase 2 standards. Replacements for these stoves have been designed and are currently being beta tested and exceed phase 2 requirements for 2020.

The new EPA ruling included wood furnaces for the first time. The EPA has chosen to use the CSA standard B.4-15.1 and the Blaze King Apex furnace meets this requirement. This makes Valley Comfort/Blaze King one of a select few manufacturers with an EPA certified wood furnace. This is only relevant to the USA and provinces that require EPA certification (Quebec, New Brunswick, Yukon and BC). Provinces that previously did not recognize EPA requirements have remained the same. Other products in this category, VC 120, MP 80, VC 95, can still be sold in provinces that have not adopted this CSA/EPA standard, such as Alberta, Ontario and Manitoba. Valley Comfort/Blaze King sales of these models are mainly in Western Canada, and so BC sales will likely be the largest impacted, but will also lead to increased sales of the Apex model, which is premium-priced to current product offerings.

While it is too soon to measure the impact, management believes that the new standard will result in some stability in the US, as various individual US States and the EPA have been in conflict for several years in developing the new standards. Management anticipates that Blaze King will be able to meet future standards and, consequently, should have a competitive advantage over its competitors who may less easily be able to adapt to these regulations.

The US Department of Energy (“DOE”) is attempting to regulate the gas stove industry by imposing a ban on standing pilots in gas products sold in the hearth industry. This has been resisted by the industry as many of the units produced today are considered a decorative appliance versus a heating appliance. The outcome of the US DOE’s efforts is still unknown as of the date hereof.

All units require independent laboratory testing for safety and emissions in order to achieve certification. The certifying agencies must carry out periodic site visits to verify compliance.

### ***Industry Trends***

The current major trend in the North American hearth industry is that the consumer is now considering the wood or gas stove as a piece of furniture with styles that match the current European designs. This demand extends not only to wood stoves but to fireplace inserts as well.

A second trend, becoming extremely popular in south-western US states and especially in California, is the outdoor kitchen concept, complete with gas fireplaces, wood burning pizza ovens, fireplace inserts and free-standing wood stoves.

Blaze King has launched a number of new products over the last five years to address the styling issue in wood stoves. These new products include the Chinook, Ashford and Sirocco models which are offered in both cast iron and traditional steel options. In 2015, Blaze King plans on offering for sale a more modern European-styled catalytic fireplace insert, which it feels will capitalize on both the trend towards modern European styling, and also will appeal to the California market demand for modern fireplace inserts in outdoor kitchens.

The hearth industry is a seasonal business and therefore the second and third quarters are usually the weakest.

## **Strategy**

Blaze King is focused on producing very efficient, well-built, eco-friendly hearth products. Management of Blaze King believes that its stoves are recognized as being some of the longest-burning, highest efficiency stoves in the hearth market and that its stoves have a reputation for quality. These traits have helped build the Blaze King brand and reputation, which drives sales through dealer and customer loyalty.

There are two main channels of distribution in the hearth industry, new construction and the independent retailer channel. The new construction channel is now dominated by the two largest entities in the North American hearth market and is the most price competitive segment. Opportunities do exist at the higher end of the hearth market where price is not a consideration, and many gas manufacturers compete in this segment. In the retailer channel, price is not the biggest consideration. Blaze King competes in the high end of the retailer channel.

In the retailer channel, management of Blaze King believes that the most important factors to customers are the features of each model, company reputation and product quality. These are the product differentiators. Blaze King's stoves have a unique advantage because the catalytic market occupies a market niche in comparison to the majority of other manufacturers, and this allows for premium pricing of Blaze King's products.

Delivery is important to retailers as most no longer carry a large amount of back room stock, and also expect manufacturers to have adequate inventory on hand. Management of Blaze King believes that competitors who focus on lower price point products also attempt to market product to big box retailers, and do not achieve the same degree of loyalty as Blaze King's stoves do from the true independent retailer.

Management of Blaze King believes that the hearth business is very much dependent on personal relationships. In order to build these relationships, Blaze King has created and maintains an effective outside sales force that has had a positive effect on building personal relationships with dealers and distributors in all markets. This approach has been extremely important in expanding Blaze King's dealer network. Blaze King's brand reputation for efficiency, quality and customer service has also been important in building customer relationships.

Expansion of Blaze King's dealer network into new markets has been a goal of the Blaze King sales department for several years. Since 2012, Blaze King has expanded beyond its traditional markets in

Alaska, western Canada and the Pacific north-west of the US, and into eastern Canada and the north eastern United States.

Blaze King is on a Lean manufacturing journey to eliminate waste, increase productivity and efficiency, and produce the most cost efficient products in the industry. Also, other positive attributes of Lean include being responsive to customer and retailer demands, and as well, promoting a culture of innovation.

### **Non-IFRS Measures**

In this MD&A, reference is made to the measure “Adjusted EBITDA”, which is believed to be meaningful in the assessment of the Company’s performance. This metric is a non-standard measure under IFRS, and may not be identical to similarly titled measures reported by other companies. Also, in the future, we may disclose different non-IFRS financial measures in order to help our investors more meaningfully evaluate and compare our future results of operations to our previously reported results of operations. Readers are cautioned that the disclosure of these items is meant to add to, and not replace, the discussion of financial results as determined in accordance with IFRS. The primary purpose of these non-IFRS measures is to provide supplemental information that may prove useful to investors who wish to consider the impact of certain non-cash or uncontrollable items on the Company’s operating performance and who wish to separate sales and related costs associated with patient acquisition that may not be ongoing.

#### *Adjusted EBITDA*

In calculating Adjusted EBITDA certain items are excluded from net income or loss including interest, taxes, amortization and non-cash stock-based compensation. Set forth below are descriptions of the financial items that have been excluded from net income or loss to calculate Adjusted EBITDA and the material limitations associated with using this non-IFRS financial measure as compared to net income or loss.

- Amortization expense may be useful for investors to consider because they generally represent the wear and tear on our property and equipment used in our operations. However, we do not believe these charges necessarily reflect the current and ongoing cash charges related to our operating costs.
- The amount of interest expense we incur or interest income we generate may be useful for investors to consider and may result in current cash inflows or outflows. However, we do not consider the amount of interest expense or interest income to be a representative component of the day-to-day operating performance of our business.
- Income tax expense may be useful for investors to consider because it generally represents the taxes which may be payable for the period and the change in deferred income taxes and may reduce the amount of funds otherwise available for use. However, we do not consider the amount of income tax expense to be a representative component of the day-to-day operating performance of our business.
- Acquisition costs are a non-recurring item that affected our costs in Q1. While a necessary expense as part of closing our acquisition of Blaze King, these items will not be occurring in every quarter, and as such, we do not consider the amount of acquisition costs incurred to be a representative component of the day-to-day operating performance of the business.



- While not affecting this quarter in particular, stock-based compensation may be useful for investors to consider because it is an estimate of the non-cash component of compensation received by the Company's directors, officers, employees and consultants. However, stock-based compensation is being excluded from the Company's operating expenses because the decisions which gave rise to these expenses were not made to increase revenue in a particular period, but were made for the Company's long-term benefit over multiple periods. While strategic decisions, such as those to issue stock-based awards are made to further the Company's long-term strategic objectives and do impact the Company's earnings under IFRS, these items affect multiple periods and management is not able to change or affect these items within any particular period.

## Financial Performance

The financial metrics for the Company for the periods indicated below are as follows:

<b>FINANCIAL PERFORMANCE</b>						
	<b>For the three months ended March 31, 2015</b>	<b>per share fully</b>		<b>For the three months ended March 31, 2014</b>	<b>per share fully</b>	
	<b>(\$)</b>	<b>basic</b>	<b>diluted</b>	<b>(\$)</b>	<b>basic</b>	<b>diluted</b>
Total revenue	1,243,943			-		
Gross margin	515,018			-		
Operating expenditures <sup>(1)</sup>	(411,422)			(31,505)		
Adjusted EBITDA <sup>(2)</sup>	103,596			(31,505)		
Amortization	(38,628)			-		
Interest expense	(1,244)					
Acquisition costs	(115,850)					
Interest revenue	1,051			4,303		
Net loss before tax	(51,075)	(0.01)	(0.01)	(27,202)	(0.01)	(0.01)
Net loss after tax	(77,242)	(0.02)	(0.02)	(27,202)	(0.01)	(0.01)
Dividends declared	-	-	-	-	-	-
<b>FINANCIAL POSITION</b>	<b>March 31, 2015</b>	<b>December 31, 2014</b>				
Working capital	2,247,196	1,241,199				
Capital assets	889,538	-				
Total assets	8,344,057	1,368,194				
Bank debt	3,500,000	-				
Equity	3,527,934	1,241,199				
<b>SHARE INFORMATION</b>	<b>March 31, 2015</b>	<b>December 31, 2014</b>				
Common shares issued	3,450,282	2,090,000				

(1) Operating expenditures include all expenses other than amortization, interest and acquisition costs.

(2) "Adjusted EBITDA" is used as a profitability measure in this document. Please refer to the "Non-IFRS Measures" section of this MD&A for further discussion on these measures.

As the purchase of Blaze King closed at the end of February 2015, the consolidated results for the quarter ended March 31, 2015 include one month of operations of Blaze King. The revenue for the month of March 2015 for Blaze King was \$1,243,943, and gross margin was \$515,018, or 41.4%. Blaze King experienced higher revenues and a higher margin in the month of March comparable to March 2014, owing in part to an increased distribution network and a higher US dollar.

G&A expenses included acquisition costs in the first quarter of \$115,850. By the end of the second quarter 2015, it is expected that all costs of the acquisition of Blaze King will be incurred and expensed.

The outlook for the remainder of the 2015 year is for increasing sales over the prior year as continued sales efforts continue to expand the dealer network across the United States and Canada, and as new markets open up in Europe and Asia.

## Summary of Quarterly Results

	For the three months ended March 31, 2015	For the three months ended December 31, 2014	For the three months ended September 30, 2014	For the three months ended June 30, 2014	For the three months ended March 31, 2014
	(\$)	(\$)	(\$)	(\$)	(\$)
Revenue	1,243,943	-	-	-	-
Interest revenue	1,051	4,884	4,408	4,351	4,303
Net loss	(77,242)	(213,045)	(30,329)	(32,036)	(27,202)
Total assets	8,344,057	1,368,194	1,470,372	1,516,823	1,532,004
Common shares issued	3,450,282	2,090,000	2,090,000	2,090,000	2,090,000
Weighted average shares outstanding	2,566,135	2,090,000	2,090,000	2,090,000	2,090,000
Net loss per share - basic and diluted	(0.02)	(0.10)	(0.01)	(0.02)	(0.01)

## Fluctuations in Results

### Three months ended March 31, 2015

#### **Blaze King**

During the three month period ended March 31, 2015, the Company completed its qualifying transaction. The consolidated financials include one month of Blaze King's operations, in which revenue of \$1,243,943 was recorded. The next quarter ended June 30, 2015 will include a full three-month operating quarter. Blaze King's business is seasonal in nature, and it is expected that the next quarter will be the one of the weakest operating quarters of the year. Blaze King's revenue has historically occurred approximately as follows:

- 15 – 20% in Q1 – January to March
- 10 – 15% in Q2 – April to June
- 28 – 32% in Q3 – July to September
- 33 – 37% in Q4 – October to December

#### **Decisive Dividend Corporation**

During the three month period ended March 31, 2015, the Company expended \$162,190 on corporate activities. The majority of expenditures were related to costs incurred in legal and accounting fees related to the qualifying transaction, and for public listing costs. The most significant expenses during this period were legal fees of \$58,794, accounting and audit fees of \$43,836, listing and exchange fees of \$21,444, transaction advisory fees of \$10,000, salaries of \$10,000, and directors' and officers' insurance fees of \$3,803.

### Three months ended March 31, 2014

During the three month period ended March 31, 2014, the Company expended \$31,505 on corporate activities. The majority of expenditures were related to costs incurred in the search of a qualifying transaction and for public listing costs. The most significant expenses during this period were transaction

advisory fees of \$10,976, listing and exchange fees of \$8,251, accounting and audit fees of \$3,000, directors' and officers' insurance fees of \$2,250, and rent of \$2,250.

### Liquidity and Capital Resources

As at March 31, 2015, the Company had a net cash position of \$754,605 (December 31, 2014 - \$1,354,579) and net working capital of \$2,606,485 (December 31, 2014 - \$1,241,199).

	<b>March 31</b>	<b>December 31</b>	
	<b>2015</b>	<b>2014</b>	<b>Change</b>
Cash and cash equivalents	\$ 754,605	\$ 1,354,579	\$ (599,974)
Accounts receivable	944,631	5,438	939,193
Inventory	1,888,215	-	1,888,215
Prepaid expenses	260,243	8,177	252,066
Accounts payable	(1,145,240)	(126,995)	(1,018,245)
Warranty provision	(105,258)	-	(105,258)
Current portion of long-term debt	(350,000)	-	(350,000)
Net working capital	\$ 2,247,196	\$ 1,241,199	\$ 1,005,997

### Equity

On February 25, 2015, the Company completed a brokered private placement offering (the "Private Placement") of subscription receipts ("Subscription Receipts"). The 1,004,250 subscription receipts of the Company that were issued at a price of \$2.00 per Subscription Receipt were each exchanged, for no additional consideration, for one Common Share pursuant to the subscription receipt agreement entered into on February 25, 2015 among the Company, Industrial Alliance Securities Inc. and Computershare Trust Company of Canada ("Computershare"). In addition, the \$2,008,500 in gross proceeds raised pursuant to this offering were released from escrow, less the fees of Computershare.

### Short-term debt facilities

On February 27, 2015, the Company entered into an operating loan facility, with an authorization up to \$2,000,000, bearing interest at prime plus 0.75%. As at March 31, 2015, none of this facility was drawn. As at May 29, 2015, none of this facility was drawn.

The Company's operating loan facility and long-term debt are secured by general security agreement, assignment of insurance, and guarantees. In addition, the Company and its subsidiaries have agreed to maintain the following ratios as a group:

- Debt service coverage of not less than 120%, based on a rolling four quarter test
- Maintain a funded debt to earnings before interest, tax and amortization (EBITDA) ratio not exceeding 3.0x at date of funding and stepping down to 2.75x in 2015, 2.50x in 2017, and 2.25x in 2018, to be tested on a rolling four quarter average.

As at March 31, 2015, the Company was in compliance with these ratios.

### **Long-term debt**

On February 27, 2015, the Company entered into a term loan agreement with the Toronto Dominion bank in the amount of \$3.5 million, repayable in monthly instalments of \$29,167 per month at an interest rate of prime plus 1.5%. The loan matures in five years, at which point the remaining \$1,750,000 is repayable in full.

Principal payments required over the next five years are estimated as follows:

2015	350,000
2016	350,000
2017	350,000
2018	350,000
2019	350,000
2020	1,750,000

### **Off-Balance Sheet Arrangements**

There are no off-balance sheet arrangements.

### **Related Party Transactions**

There were no related party transactions during the period.

### **Critical Accounting Estimates**

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered to be relevant under the circumstances. Revisions to estimates on the resulting effects of the carrying amounts of the Company's assets and liabilities are accounted for prospectively.

All of the Company's significant accounting policies and estimates are included in Note 3 of its financial statements for the three month period ended March 31, 2015.

### **Future Changes in Accounting Policies**

#### **Recent accounting pronouncements**

##### *a) Accounting standards issued and effective January 1, 2016*

The IASB issued amendments to IAS 16 *Property, Plant and Equipment*, and IAS 38 *Intangible Assets* to address depreciation and amortization methods which are based on revenue. The amendment to IAS 16 prohibits the use of a revenue-based depreciation method as this reflects a pattern other than the consumption of economic benefits consumed through the use of the asset. The amendment to IAS 18 introduced a rebuttable presumption that a revenue based amortization method for intangible assets is inappropriate. This presumption can be overcome only if the intangible asset is expressed as a measure of revenue or it can be demonstrated that revenue and consumption of the economic benefits of the intangible asset are highly correlated. Early application of this standard is permitted. The Company does not expect this amendment to have significant impact on its financial statements.

*b) Accounting standards issued and effective January 1, 2017*

IFRS 15 Revenue from Contracts with Customers will replace IAS 18 Revenue and IAS 11 Construction Contracts. The new standard provides guidance on whether revenue is to be recognized over time or at a point in time, and expands and improves disclosures about revenue. The standard does not apply to certain contracts such as lease, insurance, financing arrangements, and guarantees other than product warranties. Early application of this standard is permitted. The Company has not yet reviewed the impact of this standard on its financial statements.

*c) Accounting standards issued and effective January 1, 2018*

IFRS 9 *Financial Instruments* will replace IAS 39 *Financial Instruments: Recognition and Measurement*. The new standard replaces the current multiple classification and measurement models for financial assets and liabilities with a single model that has only two classification categories: amortized cost and fair value. IFRS 9 has also been amended not to require the restatement of comparative period financial statements for the initial application of the classification and measuring requirements of IFRS 9, but instead requires modified disclosures on transition to IFRS 9. Early application of this standard is permitted. The Company has not yet reviewed the impact of this standard on its financial statements.

### **Internal Controls over Financial Reporting**

The Chief Executive Officer and Chief Financial Officer, in accordance with National Instrument 52-109 (“NI 52-109”), have both certified that they have reviewed the interim financial report and this MD&A (the “interim Filings”) and that, based on their knowledge having exercised reasonable diligence, that (a) the interim Filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made with respect to the period covered by the interim Filings; and (b) the interim financial report together with the other financial information included in the interim Filings fairly present in all material respects the financial condition, financial performance and cash flows of the issuer as of the date of and for the periods presented in the interim Filings.

Investors should be aware that there are inherent limitations on the ability of certifying officers of a Venture issuer to cost effectively design and implement Disclosure Controls and Procedures and Internal Controls over Financial Reporting as defined in NI 52-109. This may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

### **Critical Accounting and Estimates**

*a) Use of Estimates*

The preparation of consolidated financial statements requires management to use judgment in applying its accounting policies and estimates and assumptions about the future. Estimates and other judgments are continuously evaluated and are based on management’s experience and other factors, including expectations about future events that are believed to be reasonable under the circumstances. The following discusses the most significant accounting judgments and estimates that the Company has made in the preparation of these condensed consolidated financial statements. These underlying assumptions are reviewed on an ongoing basis. Actual results could differ materially from those estimates.

### ***Business Combination***

The Company's acquisitions have been accounted for using the acquisition method of accounting. Under the acquisition method, the acquiring company adds to its statement of financial position the estimated fair values of the acquired company's assets and assumed liabilities. There are various assumptions made when determining the fair values of the acquired company's assets and assumed liabilities. The most significant assumptions and those requiring the most judgment involve the estimated fair values of intangible assets. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred by the former owners of the acquiree and the equity interests issued by the Company. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Any contingent consideration to be transferred by the Company is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized in accordance with IAS 39 in profit or loss. Contingent consideration that is classified as equity is not re-measured and its subsequent settlement is accounted for within equity.

The initial recognition of intangible assets acquired that require critical accounting estimates are manufacturing technology, customer relationships, and brand name. To determine the fair value of the manufacturing technology intangible asset, the Company adopted the multi-period excess earning method. This valuation technique values the intangible assets based on the discounting of the excess earnings. The prospective earnings of the manufacturing technology were isolated by identifying and subtracting earnings attributable to the contributory assets, thereby estimating the 'excess earnings' of the manufacturing technology. Significant assumptions include, among others, the determination of projected revenues, cash flows, obsolescence rates, discount rates and anticipated average income tax rates. To determine the fair value of the customer relationships intangible asset, the Company adopted the distributor method. This valuation technique values the intangible assets based on the discounting of the customer relationships' specific cash flows. Under a distributor method approach, the cash flows considered were those a distributor would earn from the existing customers, net of the contributory assets, necessary to support the customer relationships. Significant assumptions include, among others, the determination of projected revenues, cash flows, attrition rates, discount rates and anticipated average income tax rates. To determine the fair value of the brand name intangible asset, the Company adopted the relief from royalty method. This valuation technique values the intangible assets based on the present value of the expected after-tax royalty cash flow stream using a hypothetical licensing arrangement. Significant assumptions include, among others, the determination of projected revenues, royalty rate, discount rates and anticipated average income tax rates.

### ***Depreciation & Amortization Period for Long-lived Assets***

The Company makes estimates about the expected useful lives of long-lived assets and the expected residual values of the assets based on the estimated current fair value of the assets. Changes to these estimates, which can be significant, could be caused by differences in the utilization of major manufacturing equipment and buildings. Estimates and assumptions are evaluated at least annually. Generally, these adjustments are accounted for on a prospective basis through depreciation and amortization expense.

#### ***b) Revenue Recognition***

The Company recognizes product revenue when the title has been passed to the customer, at the time the effective control of the product and the risks and rewards of ownership have been passed to the buyer.

*c) Principles of consolidation*

These interim condensed consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries PGR, Valley Comfort and Blaze King. All material inter-company balances and transactions have been eliminated.

*d) Inventory*

Inventory is measured at the lower of cost and net realizable value. Cost is determined using the first-in-first-out method.

*e) Foreign currency*

Foreign currency denominated monetary assets and liabilities are translated to Canadian dollars at the exchange rate in effect at the balance sheet date, which is also the Company's functional currency. Foreign currency denominated non-monetary assets and liabilities are translated to Canadian dollars at the exchange rate in effect on the transaction date. Revenue and expense items are translated at the exchange rate in effect at the time of transaction. Amortization and property write-downs are translated at the same exchange rate as the assets to which they relate. Foreign exchange gains or losses are included in the determination of net earnings for the year.

*f) Property, plant and equipment*

Property, plant and equipment are reported at cost, or deemed cost, less accumulated amortization. Amortization is provided annually at the following rates and methods over the estimated useful lives of the assets:

Building	4% declining balance
Office equipment	20% declining balance
Manufacturing equipment	20% declining balance
Computer equipment	30% declining balance
Computer software	30% declining balance
Automotive equipment	30% declining balance
Leasehold improvements	20% straight-line

Additions are amortized at one-half their normal rates in the year of acquisition, and no amortization is taken in the year of disposition. Property, plant and equipment are reviewed for impairment whenever events or changes in the circumstances indicate that the carrying value may not be recoverable. If the total of the estimated undiscounted future cash flows is less than the carrying value of the asset, an impairment loss is recognized for the excess of the carrying value over the fair value of the asset during the year the impairment occurs.

*g) Goodwill*

The Company records goodwill using the acquisition method for business combinations. Goodwill is tested for impairment when events or changes in circumstances indicate that the fair value of the reporting unit to which goodwill is allocated may be less than its carrying amount. An impairment loss is recorded for the excess of the carrying amount over its fair value until goodwill is eliminated.

*h) Intangible assets*

Intangible assets are recorded at cost. The Company has some intangible assets with indefinite lives which are not amortized, and other intangible assets with finite lives that are amortized as follows:

Customer relationships	Straight-line over 5 years
Manufacturing technology	Straight-line over 10 years

The depreciation method and estimates of useful lives ascribed to other identifiable intangible assets are reviewed at least each financial year end and if necessary amortization is adjusted on a prospective basis.

The indefinite life intangible assets are tested for impairment annually, or more frequently if events or changes in circumstances indicate that the asset may be impaired. The assessment of indefinite life is reviewed each period to determine whether the indefinite life assumption continues to be supportable. If it is deemed unsupported, the change in the useful life from indefinite to finite life is made and amortization recognized on a prospective basis.

*i) Income taxes*

The Company uses the future income taxes method of accounting for income taxes.

**Risk Factors**

***General Economic Conditions***

Demand for the Company's products will be affected by general economic conditions influencing the level of consumer confidence and the level of housing starts. Reduced new home construction activity, as a result of high interest rates or other economic factors, could lead to a reduction in sales by the Company. In addition, reduced consumer spending on home improvement items, as a result of interest rate factors or other economic developments, could lead to a reduction in sales by the Company.

***Government Regulation***

The wood burning stove market is affected by government regulation and standards and these regulations are constantly changing. There can be no assurance that the Company's prospects would not be adversely affected in the event of additional regulation in the wood burning stove market.

***Environmental Regulation***

The past and present operation and ownership by Blaze King of manufacturing facilities and real property are subject to extensive and changing federal, provincial, state and local environmental laws and regulations, including those relating to discharges in air, water and land, the handling and disposal of solid and hazardous waste and the remediation of contamination associated with releases of hazardous substances. Compliance with environmental regulations has not had a material effect on the capital expenditures, earnings or competitive position of Blaze King to date; however, compliance with current laws or more stringent laws or regulations which may be imposed on the Company in the future, stricter interpretation of existing laws or discoveries of contamination at the real property sites of the Company which occurred prior to Blaze King's ownership or the advent of environmental regulation may require the Company to incur additional expenditures in the future, some of which may be material.



### ***Dependence on Distributors and Strategic Relationships***

The future revenue growth of the Company will depend in large part upon its ability to successfully establish and maintain a network of suppliers and distributors as well as its ability to enter into strategic alliances. The Company may not be able to successfully manage such relationships. If the Company is unable to attract such distributors and strategic partners, it may not be able to generate sufficient revenues to maintain profitability.

### ***Demographics***

Management of the Issuer and PGR believe that demographic trends, such as the tendency of aging, affluent baby-boomers to spend more leisure time in larger, better-appointed homes will contribute to the Company's growth. Management of the Issuer and Blaze King believe that these consumers may be drawn to the wood burning stove products manufactured and distributed by Blaze King.

### ***Ability to Develop New Products***

The Company's market position is dependent on its ability to effectively anticipate consumer habits and expectations and develop new or modified products in a timely fashion to satisfy these expectations. New product introductions have historically represented a significant portion of wood burning stove sales in any given year and management believes that new product introductions will be necessary to sustain the Company's market share and revenue growth in these parts of its business.

### ***Weather and Related Customer Buying Patterns and Manufacturing Issues***

In the wood burning stove market, moderate fall or early winter temperatures may result in reduced demand for the Company's products. Weather may also extend or delay consumer purchases of certain products.

### ***Supply and Cost of Raw Materials and Purchased Parts***

The Company will rely on a stable and consistent supply of materials and finished goods in carrying out its operations. Blaze King secures its supplies of raw materials and finished goods from various suppliers on an ongoing basis at negotiated prices. An interruption in the availability of these raw materials or finished goods, whether it be due to geopolitical factors in certain parts of the world, other factors not within the control of the Company or otherwise, or significant increases in the prices paid by the Company for them, could have a material effect on the Company's business.

The pricing of certain commodities used to produce Blaze King's products, such as steel, are still largely driven by overall market conditions and increases in the cost of these components could increase the Company's manufacturing costs.

### ***Foreign Exchange Exposure***

The Company's products will be sold in markets outside of Canada, while most of its operating expenses and capital expenditures are denominated in Canadian dollars. As a result, the Company will be exposed to fluctuations in the foreign exchange rates between the Canadian dollar and the currency in which a particular sale is transacted, which may result in foreign exchange losses that could affect earnings.

### ***Implementation of the Growth Strategy***

As part of its business strategy, the Company will expand its operations and may complete new acquisitions. The Company may not effectively select acquisition candidates or successfully negotiate or finance such acquisitions. There can be no assurance the acquisitions will be completed on acceptable terms or that the newly acquired companies will be successfully integrated into the Company's

operations. The Company may be subject to increased production costs or problems, difficulty in obtaining financing, increased cost of borrowing and the local and global economy.

### ***Competition***

The wood burning stove industry is competitive and the Company will compete with a substantial number of companies which have greater technical and financial resources. There can be no assurance that such competitors will not substantially increase the resources devoted to the development and marketing of products and services that compete with those of the Company or that new or existing competitors will not enter the various markets in which the Company is active. In certain aspects of its business, the Company also competes with a number of small and medium-sized companies, which, like the Company, have certain competitive advantages such as low overhead costs and specialized regional strengths.

There can be no assurance that competitors will not develop new and unknown technologies with which the Company may have difficulty competing. As well, without remaining cost competitive there is also a risk that the Company may lose business to its competitors.

### ***Reliance on Management and Key Personnel***

The Company's success and future operations will be dependent upon the abilities, expertise, experience, judgment and efforts of senior management and key personnel of the Company. Any loss of the services of these personnel could have a materially adverse impact on the Company's business, technical capabilities, operating results or financial condition or could result in delays to or abandonment of the Company's projects and ultimately the shareholders' investments could be negatively affected.

### ***Financial Risk***

In order to execute its business plan, the Company may require a combination of additional debt and equity financing to support ongoing operations, to undertake capital expenditures or to undertake acquisitions or other business combination transactions. There can be no assurance that additional financing will be available to the Company when needed or on terms acceptable to the Company. The Company's inability to raise financing to support ongoing operations or to fund capital expenditures or acquisitions could limit the Company's growth and may have a material adverse effect upon the Company.

### ***Litigation***

Although there are currently no material legal proceedings outstanding or threatened against the Company, the Company may become party to litigation from time to time in the ordinary course of business, which could adversely affect its business.

### ***Product Liability and Warranty Claims***

The Company will be subject to potential product liabilities connected with its operations, including liabilities and expenses associated with product defects. The Company's operations will be covered by liability and other insurance coverage that management of the Company believes is generally in accordance with the market practice in its industry, but there can be no assurance that the Company will always be adequately insured against all such potential liabilities.

A malfunction or the inadequate design of the Company's products could result in product liability or other tort claims. Accidents involving the Company's products could lead to personal injury or physical

damage. Any liability for damages resulting from malfunctions could be substantial and could materially adversely affect the Company's business and results of operations. In addition, a well-publicized actual or perceived problem could adversely affect the market's perception of the Company's products. This could result in a decline in demand for the Company's products, which would materially adversely affect the Company's financial condition and results of operations.

The sale and use of products developed by the Company may entail potential liability and possible warranty claims. The Company may be subject to personal injury claims for injuries resulting from use of its products. Although the Company will maintain product liability insurance, there can be no assurance that such insurance will continue to be available on commercially reasonable terms and that it will be sufficient to cover all claims.

#### ***Reliance on Technology***

The Company will depend upon improvements in technology to meet customer demands in respect of performance and cost, and to explore additional business opportunities. There can be no assurance that the Company will be successful in its efforts in this regard or that it will have the resources available to meet this demand. The commercial advantage of the Company will depend to an extent on the intellectual property and proprietary technology of the Company. Blaze King currently relies on intellectual property rights and other contractual or proprietary rights, including (without limitation) copyright, trade secrets, confidential procedures, contractual provisions, licenses and patents, to protect its proprietary technology. The Company may have to engage in litigation in order to protect its patents or other intellectual property rights, or to determine the validity or scope of the proprietary rights of others. This type of litigation can be expensive and time consuming, regardless of whether or not the Company is successful. The Company may seek patents or other similar protections in respect of particular technology; however, there can be no assurance that any future patent applications will actually result in issued patents, or that, even if patents are issued, they will be of sufficient scope or strength to provide meaningful protection or any commercial advantage to the Company. Moreover, the process of seeking patent protection can itself be long and expensive. In the meantime, competitors may develop technologies that are similar or superior to the technology of the Company or design around the patents owned by the Company, thereby adversely affecting the Company's competitive advantage in one or more of its businesses.

#### ***Trading Volatility of Common Shares***

Management of the Issuer cannot predict at what price the Common Shares will trade and there can be no assurance that an active trading market for the Common Shares will be sustained. The market prices of the Common Shares could be subject to significant fluctuations in response to variations in financial results, general trends in the industry and other factors, including extreme price and volume fluctuations which have been experienced by the securities markets from time to time.

#### **Share Capital Data**

The following table sets forth the Company's share capital data as at May 29, 2015.

	<b>Expiry Date</b>	<b>Exercise Price</b>	<b>Options Outstanding</b>	<b>Common Shares on Exercise</b>
Common Shares				3,695,650
Stock Options	December 18, 2017	\$1.00	11,800	11,800
	April 25, 2018	\$1.00	5,900	5,900
	September 24, 2018	\$1.00	30,000	30,000
	April 1, 2020	\$2.00	143,000	143,000
Agents' options	February 25, 2017	\$2.00	70,298	70,298

During the quarter, the Company issued 70,298 agent options at a price of \$2.00, to agents that participated in the financing that closed on February 25, 2015. This event resulted in issuance costs of \$62,169 being recorded for the estimated fair value of the agents' options granted.

Subsequent to the end of Q1, 149,000 stock options were granted to directors, employees and consultants of the Company. This issuance resulted in \$265,694 being recorded in April 2015 as stock compensation expense for the estimated fair value of the stock options granted.

Subsequent to the end of Q1, 120,000 agents' options that were granted at a price of \$1.00 were exercised for proceeds of \$120,000. Also subsequent to the end of Q1, 145,400 stock options granted at a price \$1.00 were exercised by directors of the Company, for proceeds of \$145,400, and 6,000 stock options granted at a price of \$2.00 were exercised for proceeds of \$12,000.

### **Escrow Shares**

According to TSX Venture Exchange policies, all shares issued at a price lower than the price of the IPO shares and all securities acquired by non-arm's length parties to the Company, and all securities acquired by a founding shareholder will be held in escrow and will be released over a period of three years from acceptance of the Company's Qualifying Transaction. Additionally, all common shares acquired on exercise of stock options, granted to directors and officers prior to the completion of a Qualifying Transaction must also be deposited in escrow until the final exchange bulletin is issued. As a result of the completion of receipt of the Final Exchange Bulletin from the TSXV for the QT, 10% of all escrowed stock was released on March 19, 2015.

As at March 31, 2015 and as at May 29, 2015, there are 852,750 of these shares still in escrow (December 31, 2014 – 947,500). The release dates are as follows:

- 142,125 on September 19, 2015
- 142,125 on March 19, 2016
- 142,415 on September 19, 2016
- 142,415 on March 19, 2017
- 142,415 on September 19, 2017
- 142,415 on March 19, 2018

### **Outlook**

With the completion of our QT and the purchase of PGR, management believes that the strength of the Company's balance sheet and the continued positive outlook for both PGR's varied hearth products, as

well as continued strength in the North American hearth industry, will allow the Company to effectively follow through with its mandate to pay a monthly dividend return to investors. Management remains confident in its strategic and operational plans and has a seasoned leadership team to guide the Company.

The Company continues to develop and expand its network of referral sources that regularly present it with potential acquisitions. The Company also independently assesses certain markets and regions to identify potential targets and believes that its disciplined approach to acquisitions is largely responsible for the success that has been experienced to date. While the deal flow brought to the Company is considered strong, there can be no assurance target companies meeting its standards will be identified.

#### **Subsequent Event**

On May 12, 2015, the Company announced that the directors had adopted a dividend policy and had declared a dividend of \$0.02 per common share for the month of June 2015. The dividend is payable on June 15, 2015 to the shareholders of record at the close of business on May 31, 2015. Under the dividend policy, the Corporation intends to declare and pay monthly dividends in the amount of \$0.02 per common share (\$0.24 per common share on an annualized basis). The declaration of monthly dividends is subject to the satisfaction of solvency tests under applicable corporate law.

#### **Further Information**

Additional information about the Company is available at the Canadian disclosure website [www.sedar.com](http://www.sedar.com), or on the company's website at [www.decisivedividend.com](http://www.decisivedividend.com).