NAPIER ENVIRONMENTAL TECHNOLOGIES INC.

CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2005

Deloitte & Touche LLP
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AUDITORS' REPORT

The Shareholders,
Napier Environmental Technologies Inc.

We have audited the consolidated balance sheets of Napier Environmental Technologies Inc. as at December 31, 2005 and 2004 and the consolidated statements of operations and deficit and cash flows for the years ended December 31, 2005 and 2004. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the company as at December 31, 2005 and 2004 and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

"DELOITTE & TOUCHE LLP"

Chartered Accountants
Vancouver, British Columbia

March 24, 2006

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying consolidated financial statements of Napier Environmental Technologies Inc. are the responsibility of management and have been approved by the Board of Directors.

The financial statements have been prepared by management conforming to accounting principles generally accepted in Canada. These statements include some amounts that are based on best estimates and judgements. Management has determined such amounts on a reasonable basis in order to ensure that the financial statements are presented fairly, in all material respects.

The company maintains a system of internal control, which provides management with reasonable assurance that assets are safeguarded and that reliable financial records are maintained.

The Board of Directors carries out its responsibility for the financial statements principally through its Audit Committee, consisting of a majority of outside directors. The Audit Committee meets periodically with management, as well as the external auditors, to review the financial statements and to satisfy itself that each party is properly discharging its responsibilities.

The external auditors, Deloitte & Touche LLP, have been appointed by the shareholders to render their opinion on the financial statements. The auditors have full and free access to the Audit Committee and their report is included herein.

"Stephen Balmer"
President and COO

"Anthony Traub"
Secretary and CFO

March 24, 2006

NAPIER ENVIRONMENTAL TECHNOLOGIES INC.
CONSOLIDATED BALANCE SHEETS
December 31

		2005		2004
				(Note 17)
ASSETS				
Current				
Cash	**$**	**10,413**	$	73,163
Accounts receivable		**308,541**		362,710
Inventory (Note 4)		**730,478**		943,950
Prepaid expenses		**42,004**		14,141
		1,091,436		1,393,964
Deferred leasehold inducements (Note 3)		**403,445**		-
Deferred financing costs (Note 9e)		**588,000**		-
Property, plant and equipment (Note 5)		**423,712**		550,625
	$	**2,506,593**	$	1,944,589
LIABILITIES				
Current				
Loans payable (Note 6)	**$**	**1,800,000**	$	225,778
Accounts payable		**702,225**		3,348,703
Current portion of long term debt (Note 8)		**300,000**		-
Deferred revenue (Note 7)		**33,250**		33,250
Capital lease obligations		**-**		50,619
		2,835,475		3,658,350
Long term debt (Note 8)		**1,200,000**		-
		4,035,475		3,658,350
SHAREHOLDERS' DEFICIENCY				
Capital stock (Note 9)		**23,368,041**		23,368,041
Convertible debenture (Note 10)		**-**		165,014
Contributed surplus (Notes 9 and 10)		**975,195**		131,265
Deficit		**(25,872,118)**		(25,378,081)
		(1,528,882)		(1,713,761)
	$	**2,506,593**	$	1,944,589

Continuing Operations (Note 1)

Approved by the Directors:

"David E. Lancaster"
David E. Lancaster

"Stephen C. Balmer"
Stephen C. Balmer

NAPIER ENVIRONMENTAL TECHNOLOGIES INC.
CONSOLIDATED STATEMENTS OF OPERATIONS AND DEFICIT
Years Ended December 31

	2005	2004
		(Note 17)
Sales	$ 4,189,417	$ 6,674,512
Cost of sales	2,976,114	4,301,023
Gross profit	1,213,303	2,373,489
	28.96%	35.56%
Expenses		
General and administrative (Schedule)	1,400,276	1,808,279
Selling and marketing (Schedule)	613,539	2,234,557
Interest and finance costs	309,368	536,815
Research and development	195,481	227,854
Amortization of deferred financing costs	42,000	-
	2,560,664	4,807,505
Operating loss	(1,347,361)	(2,434,016)
Other items		
Gain on settlement of debt, net of restructuring costs (Note 13)	881,753	-
Gain on sale of intangible asset	-	166,250
Loss on sale of capital asset	-	(1,259)
Foreign exchange loss	(28,429)	(65,917)
Equity loss in investment	-	(17,655)
Gain on sale of investment	-	55,000
Interest and other	-	1,072
	853,324	137,491
Net loss for the year	(494,037)	(2,296,525)
Deficit at beginning of the year	(25,378,081)	(23,081,556)
Deficit at end of the year	$ (25,872,118)	$ (25,378,081)
Weighted average shares outstanding:	47,768,042	47,754,343
Loss per share	$ (0.01)	$ (0.05)

NAPIER ENVIRONMENTAL TECHNOLOGIES INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
Years Ended December 31

		2005		2004 (Note 17)
Operating activities				
Net loss for the year	$	**(494,037)**	$	(2,296,525)
Items not involving cash				
Depreciation and amortization		**146,975**		209,732
Amortization of deferred leasehold inducements		**15,095**		-
Amortization of deferred financings costs		**42,000**		-
Gain on settlement of debt (Note 13)		**(1,885,669)**		-
Stock based compensation		**48,916**		69,956
Accretion of convertible debenture		-		153,874
Equity loss in investment		-		17,655
Gain on sale of intangible asset		-		(166,250)
Gain on sale of investment		-		(55,000)
Loss on sale of property, plant and equipment		-		1,259
		(2,126,720)		(2,065,299)
Change in non-cash operating working capital				
Accounts receivable		**54,169**		(20,532)
Inventory		**213,472**		494,784
Prepaid expenses		**(27,863)**		142,979
Accounts payable		**(760,809)**		1,079,201
Deferred revenue		-		33,250
		(521,031)		1,729,682
		(2,647,751)		(335,617)
Financing activities				
Proceeds from loans		**1,800,000**		225,778
Repayment of loans		**(225,778)**		-
Repayment of capital lease obligations		**(50,619)**		(64,349)
Proceeds from long term debt		**1,500,000**		-
		3,023,603		161,429
Investing activities				
Purchase of property, plant and equipment		**(20,062)**		(70,670)
Deferred leasehold inducements		**(418,540)**		-
Proceeds on disposal of property, plant and equipment		-		554
Proceed on sale of intangible assets		-		166,250
Proceeds on sale of investment		-		55,000
		(438,602)		151,134
Change in cash during the year		**(62,750)**		(23,054)
Cash at beginning of the year		**73,163**		96,217
Cash at end of the year	**$**	**10,413**	$	73,163
Supplemental information				
Interest paid	**$**	**231,843**	$	322,747

1. CONTINUING OPERATIONS

The Company is governed by the *Business Corporations Act* (British Columbia) and is primarily involved in the manufacture and distribution of a wide range of products created through environmentally advanced technology. These include coating removal and wood restoration products.

The consolidated financial statements of the Company have been prepared on the basis of accounting principles applicable to a going concern. While the Company renegotiated its unsecured debt obligations and obtained additional financing during the year it still has operating losses, negative working capital and shareholder's deficiency and its ability to continue as a going concern remains dependant on the continued cooperation of its lenders. Management has implemented initiatives aimed at financial stability, sales and marketing and controlling of fixed costs.

If the going concern assumption were not appropriate for these consolidated financial statements, adjustments would be necessary to the carrying values of assets and liabilities and the reported net income and the balance sheet classifications used.

2. BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES

a) Basis of presentation

These consolidated financial statements include the accounts of the Company and its wholly owned subsidiary. Inter-company balances and transactions are eliminated upon consolidation.

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the revenues and expenses during the reporting period. Actual results could differ from those estimates.

b) Inventory

Raw materials are valued at the lower of cost and replacement cost. Finished goods are valued at the lower of cost and net realizable value.

c) Property, plant and equipment

Property, plant and equipment is recorded at cost. Amortization is provided under the straight-line method at annual rates varying from 2 to 10 years.

2. BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

d) Impairment of long-lived assets

The company reviews the carrying amount of long-lived assets for impairment whenever events or changes or circumstances indicate that the carrying amount may not be recoverable or has been impaired. The determination of any impairment would be based on a comparison of estimated future cash anticipated to be generated during the remaining life of the asset to the net carrying value of the asset. If impairment is determined, assets held for use are written down to their fair values.

e) Asset retirement obligations

Legal obligations related to asset retirement obligations are recognized when a reasonable estimate of fair value can be made. These obligations are recorded at fair value with a corresponding increase in asset value. The liability is accreted over the life of the asset to fair value and the increase in asset value is depreciated over the remaining useful life of the asset. This includes future removal and site restoration costs as required due to environmental law or contracts. Management has determined that the Company has no asset retirement obligations at year end.

f) Revenue recognition

Revenue is recognized when goods are shipped, significant risks and benefits of ownership are transferred, and collection is reasonably assured.

g) Income taxes

Income taxes are accounted for using the liability method whereby future income tax assets and liabilities are recognized for temporary differences between the tax and accounting bases of assets and liabilities as well as for the benefit of tax losses that are likely to be realized. Future income tax assets and liabilities are measured using enacted tax rates that are expected to be effective when recovered or settled. The net change in recorded future income tax assets and liabilities is recognized in income in the period in which the change occurs including any change in applicable future tax rates.

h) Deferred financing costs

Costs associated with obtaining financing are deferred and amortized over a period that is equal to the term of the financing.

2. BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

i) Deferred leasehold inducements

Leasehold inducements related to the sublease outlined in Note 3 are deferred and amortized to rent expense over 51 months from the commencement date of the sublease.

j) Stock options

The Company uses the fair value based method of accounting for employee stock based compensation. The fair value based method requires the Company to estimate compensation costs on the date the options are granted, using an option-pricing model, and expense it as compensation over the vesting period.

k) Foreign currency translation

The functional currency of the Company's operations is the Canadian dollar. Transactions and account balances originally stated in currencies other than the Canadian dollar have been translated into Canadian dollars using the temporal method as follows:

- Revenue and expense items at the rate of exchange in effect on the dates they occur;
- Non-monetary assets and liabilities at historical exchange rates; and
- Monetary assets and liabilities at the exchange rate at the balance sheet dates.

Exchange gains and losses are included in the determination of income in the period in which they occur.

l) Loss per share

Loss per share is calculated based on the weighted average number of shares outstanding during the period. Potentially dilutive items are described in Note 9. Fully diluted loss per share is the same as basic loss per share as the exercise of options and warrants would reduce the loss per share.

3. RELATED PARTY TRANSACTIONS

On April 20, 2005, the Company received interim financing from I.C.T.C. Investments Corporation, a company that is controlled by an individual who is both an officer and a director of the Company. The interim financing was used to repay an existing loan from an unrelated party and was repaid when the loans described in note 6 and 8 were advanced. Total interest paid on this loan was $48,732.

During the year ended December 31, 2005 the Company obtained financing, described in notes 6 and 8, from companies controlled by directors and officers of the Company. Total interest paid on these loans was $128,921.

On September 1, 2005, the Company entered into a management services agreement with I.C.T.C. Holdings Corporation ("I.C.T.C."), a company that is controlled in common with the related parties described in the preceding paragraph. Pursuant to the agreement, the Company reimburses I.C.T.C., at their cost, for personnel expenditures incurred on the Company's behalf. The company incurred costs of $60,516 related to the management services agreement. These transactions are in the normal course of operations.

On October 31, 2005 the Company entered into a sublease agreement whereby half of the Company's premises have been subleased to I.C.T.C until July 30, 2007. As a condition of this agreement, the Company incurred $419,913 for leasehold inducements related to I.C.T.C.'s relocation costs and costs associated with the cancellation of I.C.T.C's existing lease. Should the Company and I.C.T.C. decide not to exercise the option to extend the lease to January 31, 2010 the unamortized balance of the leasehold inducements will be repaid by I.C.T.C.

4. INVENTORY

Inventory is comprised of:

	2005	2004
Raw materials	**$ 411,682**	$ 485,687
Finished goods	**318,796**	458,263
	$ 730,478	$ 943,950

5. PROPERTY, PLANT AND EQUIPMENT

	2005			2004
	Cost	**Accumulated Amortization**	**Net Book Value**	Net Book Value
Machinery and equipment	**$ 1,019,507**	**$ 808,816**	**$ 210,691**	$ 284,431
Furniture and fixtures	**213,035**	**131,004**	**82,031**	104,649
Leasehold improvements	**277,544**	**146,554**	**130,990**	161,545
	$ 1,510,086	**$ 1,086,374**	**$ 423,712**	$ 550,625

6. LOANS PAYABLE

Loans payable consist of two loan facilities, each to a maximum of $1,750,000 from each of 6408753 Canada Corporation and 6408788 Canada Corp. (see Note 3) secured as outlined in Note 8. The term of each loan is 364 days and is renewable for successive 364-day terms by giving notice to the lenders and obtaining their consent, at least 90 days prior to the expiry. Interest is payable on the last day of each month at a rate of prime plus 2%.

These loans are subject to the following margins: (i) 50% of the aggregate amount of eligible inventory minus the aggregate amount of accounts payable plus (ii) 75% of the aggregate amount of eligible accounts receivable.

At the time of advancement and at December 31, 2005, the lenders acknowledge that the Company did not meet the margin requirements required under these loans.

7. DEFERRED REVENUE

On March 30, 2004, the Company sold a formula for a non-strategic product for proceeds of $166,250 and a 5% royalty based on sales over the next five years. The Company received a $33,250 initial payment on this royalty that will be recognized as revenue when the royalty is earned. The purchaser of this formula has not begun to market the product; therefore, no revenue has been recognized as a result of this transaction.

8. LONG TERM DEBT

Long term debt consists of two term loans, each in the amount of $750,000 payable to 6408753 Canada Corporation and 6408788 Canada Corp. (see Note 3). The term of each loan is five years and interest is payable monthly at a rate of prime plus 2%. Annual principal repayments of $300,000 in aggregate are required on each of the anniversary dates of the loans until maturity on July 14, 2010. As a condition of these loans, share purchase warrants were issued to the lenders on August 30, 2005 (Note 9). Long term debt and the loans payable (Note 6) are secured by a general security agreement and an assignment of general insurance.

9. CAPITAL STOCK

a) Authorized:

145,635,962 common shares

b) Issued:

	2005		2004	
	Number of shares	**$**	Number of shares	$
Beginning of the year	**47,768,042**	**23,368,041**	47,668,042	23,343,041
Issued on conversion of debenture	**-**	**-**	100,000	25,000
End of the year	**47,768,042**	**23,368,041**	47,768,042	23,368,041

During the year ended December 31, 2004 the Company issued 100,000 common shares and 50,000 warrants on conversion of $25,000 of the convertible debenture.

c) Stock options

Under the terms of the Company's incentive stock option plan, options are granted to employees and directors upon approval by the Board of Directors and the exercise price of each option is determined by reference to the market price of the Company's stock. Options are normally exercisable within 5 years from the date of grant or an alternate period as determined by the Board and within 30 days of termination of employment. Options normally vest over a period of five years.

9. CAPITAL STOCK (continued)

The following table summarizes the status and changes in stock options outstanding at December 31, 2005 and 2004:

	2005		2004	
	Number	**Weighted average price**	Number	Weighted average price
Outstanding, beginning of year	**1,788,000**	**$0.44**	2,735,000	$0.49
Granted	**2,900,000**	**0.04**	971,000	0.13
Cancelled / expired	**(1,297,000)**	**(0.49)**	(1,918,000)	0.36
Outstanding, end of year	**3,391,000**	**0.08**	1,788,000	0.44
Exercisable, end of year	**1,791,000**	**$0.12**	1,788,000	$0.44
Options reserved for issuance, under stock option plan	**1,229,000**		2,832,000	

The following table summarizes information about stock options outstanding at December 31, 2005:

Range of exercise prices	Number of options	Weighted average remaining contractual life	Weighted average exercise price
$0.04	2,800,000	4.7 years	$0.04
$0.15 - $0.28	513,000	2.0 years	$0.21
$0.40	50,000	1.2 years	$0.40
$1.10	28,000	0.1 years	$1.10
	3,391,000	3.6 years	$0.08

d) Stock-based compensation

During the year the Company recorded compensation expense, with a corresponding credit to contributed surplus of $48,916 (2004 - $69,956) relating to the stock options that vested during the year. Total fair value of the 2,900,000 (2004 – 971,000) stock options granted during the year was $89,210 (2004 - $80,693).

9. CAPITAL STOCK (continued)

d) Stock-based compensation (continued)

The Black Scholes option-pricing model assumptions used to compute the fair value of options granted are as follows:

	2005	2004
Dividend yield	**0%**	0%
Expected volatility	**108% - 111%**	75% - 79%
Expected life	**3 - 5 yrs**	5 yrs
Risk free rate of return	**4.25%**	3.5%
Weighted average fair value of options granted	**$ 0.03**	$ 0.07

e) Warrants

	2005	2004
Outstanding, beginning of year	**2,987,120**	2,937,120
Issued	**82,153,700**	50,000
Expired	**(2,987,120)**	-
Outstanding, end of year	**82,153,700**	2,987,120

As a condition of obtaining the loans described in Note 6 and 8, the Company granted the lenders warrants entitling the lenders to purchase, from treasury, up to 30% each of the common shares of the Company, calculated on a fully-diluted basis, upon payment of $0.01 per share at any time up to August 31, 2010. During the year the company recorded $630,000 of deferred financing charges with a corresponding increase to contributed surplus related to the fair value of these warrant.

The Black Scholes option-pricing model assumptions used to compute the fair value of warrants issued are as follows:

	2005
Dividend yield	**0%**
Expected volatility	**102%**
Expected life	**5 yrs**
Risk free rate of return	**3.8%**

10. CONVERTIBLE DEBENTURE

The principal amount of the $500,000 convertible debenture issued in 2003 was apportioned to its liability and equity components, using the residual value method based on discounted future cash flow at a rate of 20% per annum at the date of issuance as follows: $326,300 to long term debt and $173,700 to equity. During the year ended December 31, 2004 the company issued 100,000 common shares and 50,000 warrants on conversion of $25,000. On conversion capital stock increased by $25,000 and the liability and equity component of the debenture decreased by $16,314 and $8,686 respectively resulting in $475,000 payable at maturity.

During the year ended December 31, 2004, as a result of the restructuring described in note 13, the liability component of the convertible debenture was accreted by $153,874 to reflect the convertible debenture at its full face value of $475,000. In addition the liability component of $475,000 was reclassified to accounts payable and the deferred charges related to the debenture were written off.

During the year ended December 31, 2005 and as part of the debt restructuring, the equity component of the convertible debenture in the amount of $165,014 was reclassified to contributed surplus.

11. INCOME TAXES

The approximate tax effect of temporary differences and income tax loss carry-forwards that give rise to the Company's future income taxes are as follows:

	2005	2004
Capital assets	**$ 1,759,000**	$ 1,752,000
Investments and other	**(300,000)**	57,000
Tax loss carryforwards	**3,548,000**	3,515,000
	5,007,000	5,324,000
Less valuation allowance	**5,007,000**	5,324,000
	$ -	$ -

11. INCOME TAXES (continued)

The income tax recovery and change in valuation allowance differs from the amounts computed by applying Canadian statutory rates to net loss for the year before income taxes as follows:

	2005	2004
Income tax recovery at statutory rate of 35.6%	**$ (176,000)**	$ (818,000)
Amortization	**73,000**	75,000
Gain on forgiveness of debt	**(672,000)**	-
Other	**(90,000)**	73,000
Valuation allowance	**865,000**	670,000
Income tax recovery	**$ -**	$ -

The Company has loss carry-forwards available for income tax purposes as follows:

Expiry date	Amount
December 31, 2007	**$ 291,000**
December 31, 2008	**3,000,000**
December 31, 2009	**1,017,000**
December 31, 2010	**1,478,000**
December 31, 2011	**1,919,000**
December 31, 2015	**2,428,000**
	$ 10,133,000

The Company has capital loss carry-forwards available for income tax purposes in the amount of $1,194,000 that do not expire.

12. SEGMENTED INFORMATION

The Company operates in one industry segment, which is the manufacture and distribution of coatings removal products and restoration products in Canada and internationally. Within this general industry segment the Company distributes to both retail or consumer and industrial sectors. All of the Company's capital assets are located in Canada.

		2005		2004
Sales by region				
Canadian	**$**	**1,430,238**	$	2,253,606
U.S. and International		**2,759,179**		4,420,906
	$	**4,189,417**	$	6,674,512
Sales by sector				
Consumer	**$**	**2,579,558**	$	3,495,263
Industrial		**1,609,859**		3,179,249
	$	**4,189,417**	$	6,674,512

13. CORPORATE RESTRUCTURING

A formal proposal was presented and accepted by the unsecured creditors on July 5, 2005, approved by the courts on July 8, 2005 and closed on July 14, 2005 resulting in forgiveness of debt totalling $1,885,669. During the year, the Company incurred certain costs directly related to the restructuring of its unsecured debt obligations. These non-recurring costs consist of legal fees, consulting fees paid to the chief restructuring officer, trustee fees and similar payments totalling $1,003,916, respectively, resulting in a gain on settlement of debt, net of restructuring costs, of $881,753.

14. COMMITMENTS

The Company leases its premises under operating leases. The aggregate minimum rental payments under these leases are approximately 2006 - $342,240; 2007 - $199,640.

15. CONTINGENT LIABILITY

As part of the restructuring agreement described in Note 13, in the event the Company reaches sales of $5,000,000 between July 15, 2005 and July 14, 2006 the Company is required to pay an additional fee to the unsecured creditors equal to 25% of sales in excess of $5,000,000 to a maximum of $250,000. Management is of the opinion that the company will not reach this level of sales during the specified time period and has not recorded any amount in these financial statements.

16. FINANCIAL INSTRUMENTS

a) Fair Values

The carrying values of cash, accounts receivable, accounts payable and loans approximate their fair value based on their liquidity and short-term nature.

Long-term debt, including the current portion, bears interest at current rates of interest, and as a result, their carrying values approximate their fair market value.

b) Foreign Exchange

The Company undertakes certain transactions in foreign currencies, and as a result is exposed to financial risk resulting from the fluctuations in foreign exchange rates and the degree of volatility of these rates. The Company does not use derivative financial instruments to reduce its exposure to rate changes.

17. COMPARATIVE FIGURES

Certain of the prior year period comparative figures have been reclassified to conform to the current period presentation.

NAPIER ENVIRONMENTAL TECHNOLOGIES INC.
CONSOLIDATED SCHEDULES
Years Ended December 31

GENERAL AND ADMINISTRATIVE

	2005	2004 (Note 17)
Salaries and wages	**$ 537,454**	$ 803,067
Professional fees	**257,085**	182,030
Insurance	**130,088**	228,917
Corporate relations	**119,724**	113,922
Office	**111,192**	101,360
Consulting	**57,906**	191,050
Occupancy	**40,622**	30,265
Travel	**21,346**	8,258
Telecommunications	**18,237**	22,574
Regulatory and filing fees	**18,132**	26,190
Amortization	**88,490**	100,646
	$ 1,400,276	$ 1,808,279

SELLING AND MARKETING

	2005	2004 (Note 17)
Salaries and wages	**$ 355,745**	$ 787,258
Travel and entertainment	**91,365**	376,225
Marketing	**90,257**	406,204
Consulting	**52,283**	320,084
Communications and other	**26,302**	60,878
Commissions	**25,391**	184,390
Bad debt expense (recovery)	**(27,804)**	99,518
	$ 613,539	$ 2,234,557