

# **Symbility Solutions Inc.**

## **Management's Discussion and Analysis**

### **November 29, 2017**

The following Management's Discussion and Analysis ("MD&A") of Symbility Solutions Inc. (the "Corporation") should be read in conjunction with the interim condensed consolidated financial statements and accompanying notes, which are prepared in accordance with International Accounting Standard 34, "Interim Financial Reporting" ("IAS 34") for the three and nine months ended September 30th, 2017, the 2016 Annual MD&A and the Corporation's audited consolidated financial statements and accompanying notes as of December 31st, 2016 and 2015 ("Audited Financial Statements"), all available on SEDAR. Any reference to the Corporation specifically relates to the company as separate from its operating segments. All operating results refer to the consolidated financials of the parent company and its subsidiaries unless specifically noted otherwise. Additional information about the Corporation is available on SEDAR at [www.sedar.com](http://www.sedar.com).

All amounts are expressed in thousands of Canadian dollars unless otherwise noted.

This document is intended to assist the reader in better understanding operations and key financial results as of the date of this report. The interim condensed consolidated financial statements and this MD&A have been reviewed by the Corporation's Audit Committee and approved by its Board of Directors.

As at September 30th, 2017, CoreLogic, Inc. and its affiliates (collectively "CoreLogic") own 67,739,821 common shares representing approximately 28% of the outstanding shares of the Corporation. Marshall & Swift/Boeckh ("MSB"), and CoreLogic Asia are wholly owned subsidiaries of CoreLogic, and are related parties as a result of a common significant shareholder.

#### **Forward-looking Statements**

This MD&A contains certain information that may constitute forward-looking information within the meaning of securities laws. In some cases, forward-looking information can be identified by the use of terms such as "may", "will", "should", "expect", "plan", "anticipate", "believe", "intend", "estimate", "predict", "potential", "continue" or other similar expressions concerning matters that are not historical facts. Forward-looking information may relate to management's future outlook and anticipated events or results, and may include statements or information regarding the future financial position, business strategy and strategic goals, research and development activities, projected costs and capital expenditures, financial results, the ability to raise capital, taxes and plans and objectives of or involving the Corporation.

Without limitation, information regarding the Corporation's future cost structure, future sales and marketing activities, increased penetration into certain markets through strategic partnerships, the impact of the introduction of new products, the ability of management to leverage sales opportunities, increase in the size of certain markets, expected increases in revenue, expected revenue from certain contracts, customer rollout plans for specific products, expected increase in gross margins, Symbility Health software product placement targets and Symbility Property product placement targets are forward-looking information.

Forward looking-information is subject to certain factors, including risks and uncertainties that could cause actual results, events or developments to be materially different from what we currently expect. These risks include,

among others, product development risk, potential product liability, risks related to third party contractual performance, customer demand, competition and the risks posed by potential technological advances, risks relating to the protection of the Corporation's intellectual property, risks relating to fluctuation in foreign currency exchange rates, and exposure to increased credit and liquidity risk. You should not place undue importance on forward-looking information and should not rely upon this information as of any other date. While the Corporation may elect to, the Corporation does not undertake to update this information at any particular time unless required by law. Unless otherwise indicated, this MD&A was prepared by management from information available up to November 29<sup>th</sup>, 2017.

### **Non-IFRS Measures**

In addition to disclosing results in accordance with IFRS as issued by the IASB, the Corporation also provides supplementary non-IFRS measures as a method of evaluating the Corporation's performance.

Management uses Adjusted EBITDA as a measure of enterprise-wide performance. Adjusted EBITDA is defined as earnings before interest income, taxes, depreciation and amortization, impairment losses, stock-based compensation, and other non-recurring gains or losses including transaction costs related to acquisitions. Management believes Adjusted EBITDA is a useful measure that facilitates period-to-period operating comparisons. Adjusted EBITDA does not have any standardized meaning prescribed by IFRS and is not necessarily comparable to similar measures presented by other companies. Adjusted EBITDA should not be considered in isolation or as a substitute for net income (loss) prepared in accordance with IFRS as issued by the IASB.

### **Overall Performance**

This financial information has been prepared in accordance with IAS 34. For further information and significant accounting policies, please see Notes 2 and 3 of the 2016 Audited Financial Statements.

<i>Selected Financial Information</i>	Three months ended September 30th,		Nine months ended September 30th,	
	<b>2017</b>	2016	<b>2017</b>	2016
Revenue	<b>\$11,274</b>	\$8,693	<b>\$30,405</b>	\$25,269
Cost of Sales	<b>\$3,365</b>	\$3,080	<b>\$9,498</b>	\$7,957
Expenses	<b>\$7,334</b>	\$6,138	<b>\$22,352</b>	\$20,060
Net Income (loss)	<b>\$580</b>	(\$530)	<b>(\$1,453)</b>	(\$2,769)
Adjusted EBITDA	<b>\$1,608</b>	\$265	<b>\$1,634</b>	(\$3)
Income (loss) per share <sup>(1)</sup>	<b>\$0.00</b>	(\$0.00)	<b>(\$0.01)</b>	(\$0.01)

<sup>(1)</sup> in Canadian dollars, rounded to the nearest cent

<i>As at September 30th, 2017 and December 31<sup>st</sup>, 2016</i>	<b>2017</b>	2016
Cash and cash equivalents	<b>\$6,447</b>	\$7,976
Total assets	<b>\$37,328</b>	\$38,021
Total long term liabilities	<b>\$389</b>	\$396

In the three months ended September 30th, 2017, consolidated revenue increased by 30% due to the incremental revenue from Symbility Strategic Services and organic growth in Symbility Property. Operating expenses

(including non-cash expenses) increased by 19% in order to support the growth of the existing businesses. Adjusted EBITDA was \$1,608 compared to \$265 for the comparative quarter. The net income for the three months ended September 30th, 2017 is \$580 compared to net loss of (\$530) for the comparable quarter. The Corporation had 179 employees as at September 30th, 2017 (September 30th, 2016 – 158).

In the nine months ended September 30th, 2017, consolidated revenue increased by 20% due to the incremental revenue from Symbility Strategic Services and Symbility Property. Cost of Sales increased by 19% due to costs associated with higher Symbility Strategic Services and Symbility Property revenue. Operating expenses (including non-cash expenses) increased by 11% as compared to the comparative period in order to support the growth of the existing businesses. Adjusted EBITDA was \$1,634 compared to (\$3) for the comparative period. The net loss for the nine months ended September 30th, 2017 is \$1,453 compared to net loss of \$2,769 for the comparable period.

### Adjusted EBITDA

The reconciliation of Adjusted EBITDA to IFRS net loss is presented in the following table:

	Three months ended September 30th,		Nine months ended September 30th,	
	2017	2016	2017	2016
IFRS Net Income (loss)	<b>\$580</b>	(\$530)	<b>(\$1,453)</b>	(\$2,769)
Finance income, net	<b>(3)</b>	(6)	<b>(12)</b>	(16)
Depreciation and amortization	<b>454</b>	672	<b>1,559</b>	2,050
Stock-based compensation	<b>193</b>	118	<b>606</b>	695
Restructuring Cost	-	-	-	-
Transaction Related Expenses	<b>386</b>	-	<b>914</b>	-
Income tax expense	<b>(2)</b>	11	<b>20</b>	37
<b>Adjusted EBITDA</b>	<b>\$1,608</b>	\$265	<b>\$1,634</b>	(\$3)

The Corporation believes Adjusted EBITDA is a useful measure as a proxy for operating cash flow and facilitates period-to-period operating comparisons. We believe Adjusted EBITDA is useful to an investor in evaluating our operating performance because:

- it is widely used by investors in our industry to measure a company's operating performance without regard to items such as depreciation and amortization which can vary substantially from company to company depending upon accounting methods and book value of assets, financing methods, capital structure and the method by which assets were acquired;
- It helps investors more meaningfully evaluate and compare the results of our operations from period-to-period by removing the impact of our asset base (primarily depreciation and amortization) and actions that do not affect liquidity (stock-based compensation expenses) from our operating results; and
- It helps investors identify items that are within our operational control within the period. Depreciation and amortization charges, while a component of operating income are determined at the time of the asset purchase in accordance with the depreciable lives of the related asset and as such are not a directly controllable period operating charge.

The Corporation uses Adjusted EBITDA in calculating incentive compensation for its officers and employees to measure achievement.

The Corporation ended the nine months ended September 30th, 2017 with cash and cash equivalents of \$6,447 (December 31st, 2016 - \$7,976). Cash provided by operating activities (excluding changes in working capital) was \$712, offset by cash used in non-cash working capital changes (excluding the effect of exchange rate changes) was (\$2,083) and the purchase of capital assets of (\$193). Cash used in non-cash working capital changes were a decrease in accounts payable, accrued liabilities and provisions of (\$505) and an increase in accounts receivable of (\$2,139) and prepaid expenses of (\$361). Cash provided by non-cash working capital changes were an increase in deferred revenue of \$676 and a decrease in tax credits receivable of \$223. Overall, cash decreased by \$1,529 for the nine months ended September 30th, 2017.

### **Overall Outlook**

As described below, the Corporation has provided activities associated with each segment's outlook. The Corporation estimates that it will achieve between \$40 to \$42 million in 2017 in consolidated revenue and \$2 to \$3 million in Adjusted EBITDA. In 2017, the Corporation will continue to invest in its global expansion and R&D expenses associated with new products and enhancements; all of which will impact expenses. The Corporation believes these investments will provide a foundation for revenue growth in 2018 and 2019.

### **Operating segments**

The Corporation has three operating segments, which offer different products and services:

- Symbility Property™ (property and casualty software) provides powerful, accurate and easy-to-use claims processing and estimating software for Property and Casualty Insurers.
- Symbility Health™ (group insurance software) provides an advanced and practical software that enables Insurers, Third-Party Administrators, Employee Benefits Brokers, and the Pharma industry to re-define collaboration in the healthcare system.
- Symbility Strategic Services (mobile and application software) designs and develops leading technologies in the area of mobile applications, the Internet of Things, Machine-to-machine and wearables to different industries.

Corporate expenses have been excluded from the operating segments to provide comparability between the segments. Corporate expenses include general and administrative expenses related to the overall company, including the Chief Executive Officer, Chief Financial Officer, board expenses, investor relations, public company costs, transaction expenses and related expenses.

The Corporation's operating segments, reported the following business developments in 2017:

## **Symbility Property**

Symbility Property's Market Position, Sales & Marketing Initiatives and Product Strategy disclosed in the 2016 Annual MD&A dated April 10, 2017 are substantially unchanged at this time.

### *Outlook*

The focus of 2017 will be on signing additional new carriers and large supply chain clients to grow 2017 revenue in North America and internationally. As well, the Corporation expects to achieve revenue growth in its existing clients in 2017. The 2017 plans are initiatives to expand the product offerings to include; applications for customer self service allowing policy holders to monitor their claim process, a new mobile application which will enable the policy holders to submit a claim directly to the insurance courier without the need for a claim specialist review. There initiatives are to enhance the policy holder experience with our customers, the insurance carriers. In addition to the mobile application developments, with a history of over 5 million claims, Symbility Property is planning to have an Artificial Intelligence (AI) strategy by early of 2018 around this data to help with fraud detection vendor, optimization and a host of automation which will help our product continuously learn and refine the accuracy of the estimates they provide. Symbility Property's total multiyear pipeline of opportunities is \$105 million (\$70 million of which are outside of North America) and \$27 million of which are in the later stages of the sales cycle.

## **Symbility Health**

Symbility Health's Market Position, Product Strategy and Sales and Marketing Initiatives disclosed in the 2016 Annual MD&A dated April 10, 2017 are substantially unchanged at this time.

### *Outlook*

Management has focused its plans for 2017 on the core products and believes that 2017 is a year to maximize the existing opportunities and focus on client satisfaction and quality. Symbility Health launched a new mobile application which allows our clients to brand the mobile application and integrate with any platform through a robust API. This fast, flexible, user friendly tool offers a fully white labelled solution from end to end. This application is critical for improving the benefits experience for the end user and allows our customers to offer their own unique customizable experience.

## **Symbility Strategic Services**

Symbility Strategic Services' Market Position, Product Strategy and Sales and Marketing Initiatives disclosed in the 2016 Annual MD&A dated April 10, 2017 are substantially unchanged at this time.

Symbility Strategic Services has continued to have success in the Fintech and Insurtech markets, with 53% of their projects being in these two market verticals.

### *Outlook*

Management believes that Symbility Strategic Services has a unique opportunity in providing its services to not only its historical account base, but to clients in the Symbility Property and Symbility Health segments. Several of these cross segment opportunities have resulted in revenue.

## **Discussion of Operations**

The following discussion includes an explanation of the primary factors in changes in operations in the three months ended September 30th, 2017 ("Q3 2017") and nine months ended September 30<sup>th</sup>, 2017 ("YTD 2017") over the comparable periods. Additional, less significant changes are not articulated.

**Revenue**

	Three months ended September 30th,		Nine months ended September 30th,	
	2017	2016	2017	2016
Symbility Property	<b>\$6,973</b>	\$5,414	<b>\$19,015</b>	\$16,354
Symbility Health	<b>1,466</b>	1,510	<b>4,654</b>	4,648
Symbility Strategic Services	<b>2,835</b>	1,769	<b>6,736</b>	4,267
<b>Total</b>	<b>\$11,274</b>	\$8,693	<b>\$30,405</b>	\$25,269

In Q3 2017, Symbility Property's revenue growth relates to greater use of existing and new products of \$1,246 and incremental revenue from resold products of \$313 in different geographic regions. The impact of weather events in Q3 2017 also resulted in incremental revenue. Symbility Health's slight decline was due to lower programming services. Symbility Strategic Services' revenue growth of \$1,066 is from professional services. The revenue growth in Symbility Strategic Services was 60%, however included in Q3 2017 revenue is approximately \$400 for work performed in previous quarters in anticipation of new contracts or prior to change authorizations being signed.

In YTD 2017, Symbility Property's revenue growth of \$2,661 relates to the incremental revenue from new and existing customers in different geographic regions. The impact of weather events in Q3 2017 resulted in approximately \$900 in incremental revenue. Symbility Health revenues remained constant. Symbility Strategic Services' revenue growth of \$2,469 is from professional services. The organic revenue growth in Symbility Strategic Services was 58%.

**Cost of Sales**

	Three months ended September 30th,		Nine months ended September 30th,	
	2017	2016	2017	2016
Symbility Property	<b>\$1,303</b>	\$1,353	<b>\$3,220</b>	\$3,232
Symbility Health	<b>701</b>	656	<b>2,097</b>	2,036
Symbility Strategic Services	<b>1,361</b>	1,017	<b>4,181</b>	2,689
<b>Total</b>	<b>\$3,365</b>	\$3,080	<b>\$9,498</b>	\$7,957

In Q3 2017, Symbility Property's decrease in cost of sales relates to decreased costs associated with the provision of software to clients of (\$367) and offset by increase in resold products of \$251. Symbility Property's cost of sales includes non-cash amortization expense of the database and technology licenses of \$220 for the three months ended September 30, 2017 (September 30, 2016 – \$220). Symbility Health cost of sales represents costs of certain insurance premiums as well as fees paid to third parties. Cost of sales is directly variable with revenue for Symbility Health. Symbility Health cost of sales increased to 48% of revenue (September 30th, 2016 – 43%). Symbility Strategic Services changes relate to personnel and contractor costs for delivery of services and includes \$23 for non-cash stock based compensation expense. Symbility Strategic Services cost of sales represents 48% of revenue in three months ended September 30th, 2017 (September 30<sup>th</sup>, 2016 – 61%).

In YTD 2017, Property's decrease in cost of sales relates to decreased costs associated with the provision of software to clients of (\$579) and offset by increase in resold products of \$494. Symbility Property's cost of sales

includes non-cash amortization expense of the database of \$660 for the nine months ended September 30th, 2017 (September 30th, 2016 – \$660). Symbility Health cost of sales represents costs of certain insurance premiums as well as fees paid to third parties. Cost of sales is directly variable with revenue for Symbility Health. Symbility Health cost of sales is at 45% of revenue (September 30th, 2016 – 44%). Symbility Strategic Services changes relate to personnel and contractor costs for delivery of services and includes \$112 for non-cash stock based compensation expense. Cost of sales represents 62% of revenue in nine months ended September 30th, 2017 (September 30th, 2016 – 63%).

### ***Sales and Marketing***

	Three months ended September 30th,		Nine months ended September 30th,	
	2017	2016	2017	2016
Symbility Property	<b>\$2,479</b>	\$2,440	<b>\$8,132</b>	\$8,172
Symbility Health	<b>322</b>	339	<b>948</b>	963
Symbility Strategic Services	<b>529</b>	353	<b>1,576</b>	1,142
<b>Total</b>	<b>\$3,330</b>	\$3,132	<b>\$10,656</b>	\$10,277

In Q3 2017, Symbility Property had changes in Sales and Marketing expenses consisting of personnel compensation of \$63, travel expense of \$98, offset by non-cash stock based compensation expense of (\$125). Symbility Health had changes in Sales and Marketing expenses related to consulting fees (\$18). Symbility Strategic Services had changes in Sales and Marketing expenses consisting of personnel of \$164 and travel of \$24. Also included in the Sales and Marketing expenses is non-cash stock based compensation expense of \$193 (Q3 2016 - \$118) and non-cash based amortization of customer relationships and backlog of \$123 (Q3 2016 - \$292).

In YTD 2017, Symbility Property had changes in Sales and Marketing expenses consisting of non-cash stock based compensation expenses of (\$376) and offset by changes in personnel compensation of \$188 and consulting fees of \$82. Symbility Health had changes in Sales and Marketing expenses related to marketing expense of (\$33) and travel of (\$20) and offset by changes in consulting fees of \$26 all incurred to support our growth. Symbility Strategic Services had Sales and Marketing expenses related to personnel compensation of \$494 and travel of \$42 and offset by non-cash stock based compensation expenses of (\$68). Also included in the Sales and Marketing expenses is non-cash stock based compensation expense of \$268 (YTD 2016 - \$324) and non-cash based amortization of customer relationships and backlog of \$535 (YTD 2016 - \$914).

### ***General and Administration***

	Three months ended September 30th,		Nine months ended September 30th,	
	2017	2016	2017	2016
Symbility Property	<b>\$1,014</b>	\$1,083	<b>\$3,437</b>	\$3,168
Symbility Health	<b>153</b>	121	<b>512</b>	337
Symbility Strategic Services	<b>310</b>	605	<b>964</b>	1,051
Corporate	<b>978</b>	552	<b>2,143</b>	1,829
<b>Total</b>	<b>\$2,455</b>	\$2,361	<b>\$7,056</b>	\$6,385

In Q3 2017, Symbility Property had changes in General and Administration expenses consisting of professional fees of (\$69) and facility expenses of (\$23), offset by changes in computer expenses of \$41. Symbility Health had changes in facilities expenses of \$32. Symbility Strategic Services had changes in General and Administration expenses related to provision for doubtful accounts of (\$380) and offset by changes in personnel compensation of \$65. Corporate had General and Administration expenses related to personnel compensation of \$52, public company expense and professional fees of \$187, and marketing expenses of \$153.

In YTD 2017, Symbility Property had changes in General and Administration expenses consisting of personnel compensation of \$234, and professional fees of \$32, computer expenses of \$86 but was offset by facility expenses of (\$88). Symbility Health had changes in professional fees of \$81, facilities expenses of \$49 and non-cash stock based compensation of \$28. Symbility Strategic Services had changes in General and Administration expenses related to provision for doubtful accounts of (\$382), offset by changes in personnel compensation of \$171, professional fees of \$44, and computer expenses of \$57. Corporate had General and Administration expenses related to public company expense and legal cost of \$128, marketing expenses of \$163 and non-cash stock based compensation of \$28.

### ***Research and Development***

	Three months ended September 30th,		Nine months ended September 30th,	
	2017	2016	2017	2016
Symbility Property	<b>\$752</b>	\$553	<b>\$2,263</b>	\$1,752
Symbility Health	<b>270</b>	331	<b>1,078</b>	924
Total	<b>\$1,022</b>	\$884	<b>\$3,341</b>	\$2,676

In Q3 2017, Symbility Property had changes in Research and Development expenses related to personnel compensation of \$107 and consulting fees of \$78. Symbility Health had changes in Research and Development expenses related to consulting fees of (\$62).

In YTD 2017, Symbility Property had changes in Research and Development expenses related to personnel compensation of \$315, consulting fees of \$150, and computer expenses of \$19. Symbility Health had changes in Research and Development expenses related to personnel compensation of \$70 and consulting fee of \$91.

### ***Depreciation, Amortization and Foreign Exchange Expenses***

	Three months ended September 30th,		Nine months ended September 30th,	
	2017	2016	2017	2016
Depreciation and amortization	<b>\$110</b>	\$148	<b>\$363</b>	\$476
Foreign exchange (gain) loss, net	<b>31</b>	(387)	<b>22</b>	246
Total	<b>\$141</b>	(\$239)	<b>\$385</b>	\$722

Other operating expenses include depreciation and amortization (excluding intangible assets acquired in acquisitions which is included in Sales and marketing expenses) and foreign exchange. In Q3 2017, the Corporation recorded a loss of \$31 (Q3 2016 – gain of \$387), respectively, related to the consolidation of foreign financial statements into the functional currency.

In addition to the depreciation and amortization expenses above, the amortization expense of database and technology licenses for the three-month and nine-month periods ended Sep 30, 2017 were \$220 and \$660, respectively (Sep. 30, 2016 - \$220 and \$660) are included in the cost of sales, and amortization expenses of customer relationships and backlog for the three-month and nine-month periods ended \$123 and \$535, respectively (Sep. 30, 2016 - \$292 and \$914) are included in the sales and marketing expenses.

### ***Transaction Expenses***

	Three months ended September 30th,		Nine months ended September 30th,	
	2017	2016	2017	2016
Total	<b>386</b>	-	<b>914</b>	-

Transaction expenses include incremental professional expenses, advisors and corporate costs related to potential transactions.

### ***Finance income, net***

	Three months ended September 30th,		Nine months ended September 30th,	
	2017	2016	2017	2016
Total	<b>(\$3)</b>	(\$6)	<b>(\$12)</b>	(\$16)

The change is related to the Finance income earned from its cash balances and short-term investments.

### **Summary of Quarterly Results**

The following table shows selected financial information for each of the eight most recently completed quarters reported below in thousands of dollars, except per share amounts.

	Sep 30, 2017	Jun 30, 2017	Mar 31, 2017	Dec 31, 2016	Sep 30, 2016	Jun 30, 2016	Mar 31, 2016	Dec 31, 2015
<b>Symbility Property</b>	\$6,973	\$6,390	\$5,652	\$5,537	\$5,416	\$5,643	\$5,297	\$5,137
<b>Symbility Health</b>	\$1,466	\$1,591	\$1,597	\$1,612	\$1,510	\$1,576	\$1,562	\$1,456
<b>Symbility Strategic Services</b>	\$2,835	\$1,815	\$2,086	\$1,877	\$1,767	\$1,446	\$1,052	\$1,482
<b>Consolidated Revenue</b>	\$11,274	\$9,796	\$9,335	\$9,026	\$8,693	\$8,665	\$7,911	\$8,075
<b>Adjusted EBITDA</b>	\$1,608	\$389	(\$363)	\$66	\$265	\$286	(\$553)	\$776
<b>Net Income (Loss)</b>	\$580	(\$899)	(\$1,134)	(\$597)	(\$530)	(\$718)	(\$1,521)	(\$876)
<b>Net Income (Loss) per share <sup>(1)</sup></b>	\$0.00	(\$0.00)	(\$0.00)	(\$0.00)	(\$0.00)	(\$0.00)	(\$0.01)	(\$0.00)

Over the past eight quarters, revenue has changed for the following reasons:

- Symbility Property had grown revenue from the growth in its customers and users.
- For the quarter ended September 30, 2017 the weather events contributed to growth in the quarter
- Symbility Health has incremental growth in existing customers despite the decline in Q3 2017 due to lower non-recurring programming services. Claims and license revenues were consistent with prior quarters.
- Symbility Strategic Services revenue is impacted by the timing of new contracts.

Historically, Symbility Property revenue was based in part on claims volumes and typically has higher claims in the second and third quarter based on seasonal weather effects. As the result of the growth in breadth and depth of our customer base and the evolution of the pricing model to annual licenses, this seasonality is expected to be reduced from historical levels. Symbility Health has limited seasonality other than the timing of health claims. Symbility Strategic Services has limited seasonality associated with the number of billable days in a quarter and timing of new contracts.

Adjusted EBITDA is impacted by the seasonality of claim volume which impacts revenue, the cost base of the segment and the timing of activities such as marketing events generally determined by the industry.

### **Liquidity and Capital Resources**

The Corporation has a working capital surplus of \$7,990 at September 30th, 2017 as compared to \$7,432 of working capital surplus at December 31st, 2016.

The Corporation's current assets consist of cash and cash equivalents of \$6,447, accounts receivable of \$8,586, prepaid expenses of \$1,552, and tax credits receivable of \$522. Current liabilities consist of accounts payable of \$1,924, accrued liabilities of \$4,009, provisions of \$701 and deferred revenue of \$2,483.

The Corporation believes it is sufficiently capitalized with a working capital surplus of \$7,990 at September 30th, 2017. The Corporation's commitments disclosed in the 2016 Annual MD&A issued on April 10, 2017 are substantially unchanged at this time.

### **Capital Resources**

Management has decided that it is essential to invest in additional computer equipment and software to support the growth of the Corporation. Subsequent to September 30th, 2017, the Corporation has entered into commitments for capital expenditures under this plan of approximately \$70.

### **Off Balance Sheet Arrangements**

The Corporation did not enter into any off balance sheet arrangements during the period ended September 30th, 2017.

### **Related Party Transactions**

For the three-month and nine-month periods ended September 30, 2017, the Corporation expensed \$688 and \$1,952, respectively (September 30, 2016 - \$556 and \$1,774) for services under the services agreement, the database license agreement and for products resold by the Corporation under a reseller agreement with MSB. As at September 30, 2017, the Corporation owed \$493 (December 31, 2016 - \$349) to MSB.

For the three-month and nine-month periods ended September 30, 2017, the Corporation earned \$250 and \$699, respectively (September 30, 2016 - \$125 and \$332) for software and services provided to CoreLogic. As at September 30, 2017, the Corporation had receivables of \$33 (December 31, 2016 - \$18) due from CoreLogic for software provided.

### **Significant Accounting Policies and Critical Accounting Estimates**

We describe our significant accounting policies and critical accounting estimates in Note 3 to the audited consolidated financial statements and the MD&A for the year ended December 31, 2016. The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Corporation's annual consolidated financial statements for the year ended December 31, 2016.

The following new accounting standard applied or adopted during the nine month period ended Sep. 30, 2017 have had no material impact on the unaudited interim condensed consolidated financial statements.

#### ***Disclosure Initiative Amendments to IAS 7: Statement of Cash Flows ("IAS 7")***

In 2016, the IASB issued amendments to IAS 7. The amendments are intended to enable users of financial statements to evaluate changes in liabilities arising from financing activities. The amendments will require entities to provide disclosures that enable investors to evaluate changes in liabilities arising from financing activities, including changes arising from cash flows and non-cash changes. The Corporation is not required to provide additional disclosures in its interim condensed consolidated financial statements, but will disclose additional information in its annual audited consolidated financial statements for the year ended December 31, 2017.

### **Changes in Accounting Policies Not Yet Adopted**

The following accounting pronouncements issued by the International Accounting Standards Board ("IASB") were not effective as of Sep. 30, 2017. Management is currently evaluating the potential impact the adoption of these accounting pronouncements will have on the Corporation's consolidated financial statements:

#### ***Amendments to IFRS 2: Share-based Payment ("IFRS 2")***

In 2016, the IASB issued the final amendments to IFRS 2 in relation to the classification and measurement of share-based payment transactions. The amendments are intended to eliminate diversity in practice in three main areas: the effects of vesting conditions on the measurement of cash-settled share-based payments; the classification of a share-based payment transaction with net settlement features for withholding tax obligations; and the accounting where a modification to the terms and conditions of a share-based payment transaction changes its classification from cash-settled to equity-settled. The amendments are effective for annual periods beginning on or after January 1, 2018, with earlier adoption permitted. The amendments are to be applied prospectively. However, retrospective application is permitted if elected for all three amendments and other criteria are met.

#### ***IFRS 9 Financial Instruments: Classification and Measurement ("IFRS 9")***

In July 2014, the IASB issued the final amendments to IFRS 9, which provides guidance on the classification and measurement of financial assets and liabilities, impairment of financial assets, and general hedge accounting. The classification and measurement portion of the standard determines how financial assets and financial liabilities are accounted for in the financial statements and, in particular, how they are measured on an ongoing basis. The amended IFRS 9 introduced a new, expected-loss impairment model that will require more timely recognition of expected credit losses. In addition, the amended IFRS 9 includes a substantially reformed model for hedge

accounting, with enhanced disclosures about risk management activity. The new standard is effective for annual periods beginning on or after January 1, 2018, with earlier adoption permitted. The Corporation is in the process of evaluating the impact of these amendments on the Corporation's consolidated financial statements.

#### ***IFRS 15: Revenue from Contracts with Customers ("IFRS 15")***

In May 2014, the IASB issued IFRS 15, which covers principles for reporting about the nature, amount, timing and uncertainty of revenue and cash flows arising from contracts with customers. The core principle of the new standard is that an entity recognizes revenue to represent the transfer of goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The standard also provides a model for the recognition and measurement of gains or losses from sale of non-financial assets. IFRS 15 is effective for annual periods beginning on or after January 1, 2018 with earlier adoption permitted. The standard permits the use of either full or modified retrospective application. This new accounting guidance will also result in enhanced disclosures about revenue. The Corporation is evaluating the effect that IFRS 15 will have on its consolidated financial statements, and related disclosures, as well as the transition method to apply the new standard.

#### ***IFRS 16: Leases ("IFRS 16")***

In 2016, the IASB issued IFRS 16 replacing IAS 17, Leases and related interpretations. The standard introduces a single on-balance sheet recognition and measurement model for lessees, eliminating the distinction between operating and finance leases. Lessors continue to classify leases as finance and operating leases. IFRS 16 becomes effective for annual periods beginning on or after January 1, 2019, and is to be applied retrospectively. Early adoption is permitted if IFRS 15 has been adopted. The Corporation is in the process of evaluating the impact that IFRS 16 may have on the Corporation's consolidated financial statements.

#### ***IFRIC Interpretation 22: Foreign Currency Transactions and Advance Consideration ("IFRIC 22")***

In 2016, the IASB issued IFRIC 22, which provides requirements about which exchange rate to use when recognizing revenue in circumstances where an entity has received advance consideration in a foreign currency. IFRIC 22 is effective for annual periods beginning on or after January 1, 2018, with earlier adoption permitted. On initial application, entities have the option to apply either retrospectively or prospectively.

#### **Financial Instruments and Risk Management**

The Corporation's financial instruments consist of cash and cash equivalents, accounts receivable and other, loan receivables, accounts payable and accrued liabilities and finance lease obligations and their carrying value approximates fair value due to their immediate or short-term maturity.

## **Risks and Uncertainties**

The results of operations and financial condition of the Corporation are subject to a number of risks and uncertainties, and are affected by a number of factors outside of the control of Management. For a detailed discussion regarding the relevant risks and uncertainties, see the Corporation's annual MD&A and Annual Information Form for the year ended December 31st, 2016. There have been no changes during the period ended September 30th, 2017.

### **Foreign Currency risk**

The Corporation's activities that result in exposure to fluctuations in foreign currency exchange rates consist of the sale of products and services to customers invoiced in foreign currencies and the purchase of services invoiced in foreign currencies.

The Corporation's significant accounts receivable and accounts payable by foreign currency are as follows:

<i>As at Sep 30, 2017 and December 31, 2016</i>	<b>2017</b>	2016
<b>Accounts Receivable</b>		
U.K. pound sterling	<b>16%</b>	17%
U.S. dollars	<b>28%</b>	15%
<b>Account payable and accrued liabilities</b>		
U.S. dollars	<b>23%</b>	18%

The Corporation's significant revenues and expenses by foreign currency are as follows:

	Three months ended Sep 30th,		Nine months ended Sep 30th,	
	<b>2017</b>	2016	<b>2017</b>	2016
Revenue - U.K. pound sterling	<b>14%</b>	15%	<b>15%</b>	18%
Revenue - U.S. dollars	<b>42%</b>	39%	<b>39%</b>	39%
Expenses - U.S. dollars	<b>15%</b>	21%	<b>19%</b>	21%

### **Credit risk**

There was no customer accounted for more than 10% of the Corporation's total accounts receivable (December 31st, 2016 – no customer).

### **Liquidity risk**

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Corporation's objective in managing liquidity risk is to maintain sufficient readily available cash reserves in order to meet its liquidity requirements at any point in time. The Corporation achieves this by maintaining sufficient cash and cash equivalents, managing cash from operations and through the raising of equity financing. As at September 30th, 2017, the Corporation was holding cash and cash equivalents of \$6,447 (December 31st, 2016 - \$7,976).

**Disclosure of Outstanding Share Data**

The following table summarizes each of the equity securities outstanding as of the date hereof:

<b><u>Equity Security</u></b>	<b><u>Number Outstanding</u></b>
Common Shares	239,473,840
Restricted Shares	500,000
Warrants	1,000,000
Stock Options	19,960,855

**Additional Information**

Additional information concerning the Corporation, is available on SEDAR at [www.sedar.com](http://www.sedar.com).