

# **CONDENSED INTERIM FINANCIAL STATEMENTS**

For the Three Months ended March 31, 2019 and 2018

(Expressed in United States Dollars)

(Unaudited)

# NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the condensed interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim financial statements of RIWI Corp. (the "Company") have been prepared by management and approved by the Audit Committee and Board of Directors of the Company. They include appropriate accounting principles, judgment, and estimates in accordance with *International Financial Reporting Standards* for interim financial statements.

The Company's independent auditors have not performed a review of these condensed interim financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of condensed interim financial statements by an entity's auditors.

Condensed Interim Statement of Financial Position As at March 31, 2019 and December 31, 2018 (Unaudited and Expressed in U.S. Dollars)

	March 31, 2019	De	ecember 31, 2018
	2010		2010
Assets			
Current assets			
Cash and cash equivalents	\$ 1,931,104	\$	1,748,728
Accounts receivable (Note 4)	262,336		151,479
Unbilled revenue (Note 15)	481,675		580,507
Prepaid expenses and other current assets	56,912		56,283
Total current assets	2,732,027		2,536,997
Property and equipment (Note 5(a))	26,910		28,935
Right-of-use assets (Note 6)	156,843		-
Intangible assets (Note 5(b))	80,932		83,405
Total assets	\$ 2,996,712	\$	2,649,337
Liabilities  Current liabilities			
Accounts payable and accrued liabilities	\$ 90,288	\$	155,413
Current portion of lease obligations (Note 10)	36,420		2,910
Deferred revenue (Note 15)	32,386		29,171
	159,094		187,494
Non-current lease obligations (Note 10)	135,219		11,800
Total liabilities	294,314		199,294
Shareholders' equity			
Share capital (Note 7)	\$ 4,570,541	\$	4,553,291
Contributed surplus	1,500,211		1,502,004
Accumulated deficit	(3,368,353)		(3,605,252)
Total shareholders' equity	2,702,399		2,450,043
Total liabilities and shareholders' equity	\$ 2,996,712	\$	2,649,337

Nature of business and continuing operations (Note 1)

Approved and authorized for issuance on behalf of the Board on May 14, 2019.

"Neil Seeman" (signed)"Annette Cusworth" (signed)Neil SeemanAnnette CusworthChairman of the Board andChair of the Audit CommitteeChief Executive Officer

(The accompanying notes are an integral part of these condensed interim financial statements)

Condensed Interim Statements of Income/(Loss) and Comprehensive Income/(Loss) For the Three Months ended March 31, 2019 and 2018 (Unaudited and Expressed in U.S. Dollars)

	Three Months March 3			
		2019		2018
Revenues	\$	673,575	\$	355,850
Expenses				
General and administrative (Note 11)		371,162		362,484
Sales and marketing		8,774		13,923
Technology costs		67,062		64,541
Total expenses		446,998		440,948
Earnings/(loss) before interest income		226,577		(85,098)
Interest income		10,323		4,530
Net income/(loss) and comprehensive income/(loss)	\$	236,899	\$	(80,568)
Net income/(loss) per share				
Basic	\$	0.01	\$	(0.00)
Fully diluted	\$	0.01	\$	(0.00)
Weighted average number of common shares outstand	ding			
Basic	J	17,476,853		17,261,647
Fully diluted		19,249,853		17,261,647

RIWI CORP.
Condensed Interim Statements of Changes in Equity
For the Three Months ended March 31, 2019 and 2018
(Unaudited and Expressed in U.S. Dollars)

	Shar	Share Capital			Contribute	ed Su				
				Share-based						
	Number of			payment	Warrants	Oth	er capital	Total	Accumulated	
	Shares	Amount		reserve	reserve	re	eserves	reserves	Deficit	Total Equity
Balance, December 31, 2017	17,261,647	\$ 4,415,556		\$ 926,173	\$ 240,842	\$	28,029	\$ 1,195,043	\$ (4,310,756)	\$ 1,299,843
Adjustment to equity balance as at January 1, 2018										
related to the change in accounting policy	-	-		-	-		-	-	317,395	317,395
Balance January 1, 2018	17,261,647	4,415,556		926,173	240,842		28,029	1,195,043	(3,993,361)	1,617,238
Share-based payment expense	-	-		32,153	-		-	32,153	-	32,153
Net loss and comprehensive loss for the period	-	-		-	-		-	-	(80,568)	(80,568)
Balance, March 31, 2018	17,261,647	4,415,556		958,326	240,842		28,029	1,227,196	(4,073,929)	1,568,823
Balance, December 31, 2018	17,475,742	4,553,291		1,204,706	269,269		28,029	1,502,004	(3,605,252)	\$ 2,450,043
Share-based payment expense	-	-		2,650	-		-	2,650	-	2,650
Stock options exercised	20,000	17,250		(4,444)	-		-	(4,444)	-	12,806
Net income and comprehensive income for the period	-	-		-	-		-	-	236,899	236,899
Balance, March 31, 2019	17,495,742	\$ 4,570,541		\$ 1,202,913	\$ 269,269	\$	28,029	\$ 1,500,211	\$ (3,368,353)	\$ 2,702,399

RIWI CORP.
Condensed Interim Statements of Cash Flows
For the Three Months ended March 31, 2019 and 2018
(Unaudited and Expressed in U.S. Dollars)

	ı	March 31, 2019		March 31, 2018
Operating activities	_		_	
Net income/(loss) for the period	\$	236,899	\$	(80,568)
Non-operating interest income		(10,323)		(4,530)
Items not involving cash:				
Amortization of property and equipment		11,436		217
Amortization of intangible assets		2,473		2,286
Share-based payment expense		2,650		32,153
		243,136		(50,442)
Changes in non-cash operating working capital:				
Accounts receivable		(110,857)		(117,371)
Unbilled revenue		98,832		-
Prepaid expenses and other assets		(629)		5,530
Accounts payable and accrued liabilities		(65,125)		(18,103)
Deferred revenue		3,215		(215,271)
Adjustment to equity balance as at January 1, 2018				
related to the change in accounting policy		-		317,395
Net cash generated/(used) by operating activities		168,573		(78,262)
Investing activities				
Interest income on cash equivalents		10,323		4,530
Leasehold improvements		-		(27,318)
Purchase of property and equipment		_		(1,113)
Application for trademarks		_		(4,929)
Net cash provided/(used) by investing activities		10,323		(28,830)
Figure 1 and 1 state 2				
Financing activities		(40 700)		
Payment of lease obligations		(13,769)		-
Proceeds from exercise of stock options		17,250		
Net cash provided by financing activities		3,481		- (107.005)
Change in cash and cash equivalents		182,376		(107,092)
Cash and cash equivalents, beginning of the period		1,748,728		1,463,405
Cash and cash equivalents, end of the period	\$	1,931,104	\$	1,356,313

Notes to the Condensed Interim Financial Statements Three Months ended March 31, 2019 and 2018 (Unaudited and Expressed in U.S. Dollars)

#### 1. NATURE OF OPERATIONS

RIWI is a public company and its shares are all common shares listed on the Canadian Securities Exchange (CSE: RIW). The Company was originally incorporated under the laws of Canada pursuant to the Canada Business Corporations Act on August 17, 2009. The Company's head office is located at 180 Bloor Street West, Suite 1000, Toronto, Ontario, M5S 2V6 and RIWI's registered and records office is located at Suite 1700, Park Place, 666 Burrard Street, Vancouver, BC, V6C 2X8. The Company also maintains an office in Vancouver, BC.

RIWI is a global trend-tracking and prediction technology firm. Our patented, cloud-based software solutions provide a unique global digital intelligence platform to clients seeking real-time citizen sentiment data anywhere in the world in order to make faster, improved decision-making to grow their earnings, assess consumer behavior, and to monitor and reduce violent conflict. Our platform can be accessed by users within any large enterprise customer, offering our clients continuous, live data feeds and constantly updating analytics. RIWI's machine-learning properties provide real-time applied analytics, forecasts, and data aggregation for our customers seeking actionable business insights, eliminating the need for labour-intensive manual computations. The Company earns revenues through monthly and annual subscriptions and long-term, multi-year agreements with clients in three business lines: Global Private Enterprise, Global Security, and Global Citizen Engagement.

These financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. For the three months ended March 31, 2019, the Company had net income of \$236,899 (2018 – net loss of \$80,568) and net cash provided by operating activities of \$168,573 (2018 – net cash used by operating activities of \$78,262). As at March 31, 2019, the Company had an accumulated deficit of \$3,368,353 (December 31, 2018 – \$3,605,252). The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and/or to generate positive cash flows from operations. The Company has historically been able to fund operations through equity raises. These financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operations. Such adjustments could be material.

# 2. BASIS OF PRESENTATION

These unaudited condensed interim financial statements have been prepared in accordance with *International Financial Reporting Standards* ("IFRS") applicable to interim financial information, as outlined in International Accounting Standard ("IAS") 34, Interim Financial Reporting and using the accounting policies consistent with those in the audited financial statements as at and for the year ended December 31, 2018. These unaudited condensed interim financial statements do not include all disclosures normally provided in annual financial statements and should be read in conjunction with the annual financial statements as at and for the year ended December 31, 2018. Interim results are not necessarily indicative of the results expected for the fiscal year.

These financial statements were authorized for issuance by the Company's Board of Directors on May 14, 2019.

These financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair value, consistent with the Company's significant accounting policies.

Notes to the Condensed Interim Financial Statements Three Months ended March 31, 2019 and 2018 (Unaudited and Expressed in U.S. Dollars)

#### 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### (a) Use of estimates and judgments

The preparation of these financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies regarding certain types of assets, liabilities, revenues and expenses in the preparation of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimates are revised and in any future years affected. Information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts are as follows:

# (i) Going concern

The Company has incurred losses in years prior to 2018 and the Company's ability to execute its strategy by funding future working capital requirements requires judgment. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, such as expectations of future events that are believed to be reasonable under the circumstances.

# (ii) Asset carrying values and impairment charges

In the determination of carrying values and impairment charges, management looks at the higher of recoverable amount or fair value less costs to sell in the case of assets and at objective evidence, significant or prolonged decline of fair value of assets indicating impairment. These determinations and their individual assumptions require that management make a decision based on the best available information at each reporting period.

# (iii) Income taxes and recoverability of potential deferred income tax assets

In assessing the probability of realizing income tax assets recognized, management makes estimates related to expectations of future taxable income, applicable tax planning opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. The Company considers whether relevant tax planning opportunities are within the Company's control, are feasible and are within management's ability to implement. Examination by applicable tax authorities is supported based on individual facts and circumstances of the relevant tax position examined in light of all available evidence. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets recognized. Also, future changes in tax laws could limit the Company from realizing the tax benefits from the deferred income tax assets. The Company reassesses unrecognized income tax assets on an annual basis.

# (iv) Measurement of share-based compensation and warrants

Management determines costs for share-based payments using market-based valuation techniques. The fair value of the market-based and performance-based non-vested share awards are determined at the date of grant using generally accepted valuation techniques. Assumptions are made and judgment used in applying valuation techniques. These assumptions and judgments include estimating the future volatility of the stock price, expected dividend yield, future employee turnover rates and future employee stock option exercise behaviors and corporate performance.

Notes to the Condensed Interim Financial Statements Three Months ended March 31, 2019 and 2018 (Unaudited and Expressed in U.S. Dollars)

# 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(b) Adoption of new and amended accounting pronouncements

IFRS 16, Leases ("IFRS 16")

In January 2016, the IASB issued IFRS 16, Leases. The mandatory effective date of IFRS 16 is for annual periods beginning on or after January 1, 2019. This standard introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of a low value.

The Company adopted IFRS 16 retrospectively from January 1, 2019, but has not restated comparatives for the 2018 reporting period, as permitted under the specific transitional provisions in the standard. The reclassifications and the adjustments arising from the new leasing rules are therefore recognized in the opening Statement of Financial Position on January 1, 2019.

On transition, the Company has opted to apply the following practical expedients:

- (i) Used a single discount rate to the operating leases; and
- (ii) Opted not to apply IFRS 16 to operating leases for which the lease term ends within 12 months of the date of initial application.

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. Assets held under finance leases are stated as assets of the Company at the lower of their fair value and the present value of the minimum lease payments at inception of the lease, less accumulated amortization and impairment losses. The corresponding liability to the lessor is included in the Statement of Financial Position as a finance lease obligation. Finance costs are charged to profit or loss over the term of the relevant lease so as to produce an interest charge on the remaining balance of the lease obligations each month.

Adjustments recognized on adoption of IFRS 16

On adoption of IFRS 16, the Company recognized lease liabilities in relation to leases which had previously been classified as "operating leases" under the principles of IAS 17, Leases. These liabilities were measured at the present value of the remaining lease payments, discounted using the Company's incremental borrowing rate as of January 1, 2019, which was 6%.

As at	Janı	uary 1, 2019
Operating lease obligations as at December 31, 2018	\$	235,932
Discounted using the Company's incremental borrowing rate of 6%		180,409
Lease obligations as at January 1, 2019	\$	180,409
Current portion of lease obligations		35,879
Non-current lease obligations		144,530
Lease obligations as at January 1, 2019	\$	180,409

The right-of-use assets of \$166,254 were measured at the amount equal to the lease obligations of \$180,409, reduced by the prior period lease inducement of \$14,155. There were no onerous lease contracts that would have required an adjustment to the right-of-use assets at the date of initial application.

#### 4. ACCOUNTS RECEIVABLE

Accounts receivable consists of trade receivables from clients. Please see Note 13(a) for aged trade receivable information.

Notes to the Condensed Interim Financial Statements Three Months ended March 31, 2019 and 2018 (Unaudited and Expressed in U.S. Dollars)

# 5. NON-CURRENT ASSETS

# (a) Property and Equipment

Property and equipment consist of computers and leasehold improvements. The Company amortizes its computers using the straight-line method over 24 months. The Company is amortizing the leasehold improvements over the remaining term of its office lease, which terminates on May 31, 2023.

1					
	Leasehold				
2018	Co	mputers	Imp	rovements	Total
Cost:					
December 31, 2017	\$	996	\$	-	\$ 996
Additions		1,113		27,318	28,431
March 31, 2018		2,109		27,318	29,427
Accumulated Amortization:					
December 31, 2017		(249)		-	(249)
Amortization		(217)		-	(217)
March 31, 2018		(466)		-	(466)
Carrying value:					
December 31, 2017		747		-	747
March 31, 2018	\$	1,643	\$	27,318	\$ 28,961
				easehold	
2019	Со	mputers		easehold rovements	Total
<b>2019</b> Cost:	Со	mputers			Total
	Co \$	mputers 3,906			\$ Total 35,402
Cost:		·	Imp	rovements	\$
Cost: December 31, 2018		·	Imp	rovements	\$
Cost: December 31, 2018 Additions March 31, 2019		3,906 -	Imp	31,496	\$ 35,402 -
Cost: December 31, 2018 Additions March 31, 2019  Accumulated Amortization:		3,906	Imp	31,496 - 31,496	\$ 35,402 - 35,402
Cost: December 31, 2018 Additions March 31, 2019  Accumulated Amortization: December 31, 2018		3,906 - 3,906 (1,607)	Imp	31,496 - 31,496 (4,860)	\$ 35,402 - 35,402 (6,467)
Cost: December 31, 2018 Additions March 31, 2019  Accumulated Amortization: December 31, 2018 Amortization		3,906 - 3,906 (1,607) (488)	Imp	31,496 - 31,496 (4,860) (1,537)	\$ 35,402 - 35,402
Cost: December 31, 2018 Additions March 31, 2019  Accumulated Amortization: December 31, 2018		3,906 - 3,906 (1,607)	Imp	31,496 - 31,496 (4,860)	\$ 35,402 - 35,402 (6,467)
Cost: December 31, 2018 Additions March 31, 2019  Accumulated Amortization: December 31, 2018 Amortization March 31, 2019		3,906 - 3,906 (1,607) (488)	Imp	31,496 - 31,496 (4,860) (1,537)	\$ 35,402 - 35,402 (6,467) (2,025)
Cost: December 31, 2018 Additions March 31, 2019  Accumulated Amortization: December 31, 2018 Amortization March 31, 2019  Carrying value:		3,906 - 3,906 (1,607) (488) (2,095)	Imp	31,496 - 31,496 (4,860) (1,537) (6,397)	\$ 35,402 - 35,402 (6,467) (2,025) (8,492)
Cost: December 31, 2018 Additions March 31, 2019  Accumulated Amortization: December 31, 2018 Amortization March 31, 2019		3,906 - 3,906 (1,607) (488)	Imp	31,496 - 31,496 (4,860) (1,537)	\$ 35,402 - 35,402 (6,467) (2,025)

Notes to the Condensed Interim Financial Statements Three Months ended March 31, 2019 and 2018 (Unaudited and Expressed in U.S. Dollars)

# 5. NON-CURRENT ASSETS (continued)

# (b) Intangible Assets

Intangible assets consist of a patent, domain names, and trademarks.

The Company owns US Patent #8,069,078. This patent, which expires in 2027, relates to a method of obtaining a representative online polling sample or ad test globally. The Company has classified the patent as a finite life intangible asset and is amortizing it using the straight-line method over 20 years.

The Company purchased Internet domain names in 2017 which have strategic value for current intellectual property development. The Company has classified the domain names as a finite life intangible asset and is amortizing them using the straight-line method over 10 years.

In 2018, the Company applied for trademarks of the word mark "RIWI" in Canada, United States of America and the European Union. RIWI obtained the trademarks in the USA and the EU, and is currently waiting for the finalization of the Canadian trademark. The Company has classified the trademarks as finite life intangible assets. The Company began amortizing the USA and EU trademarks using the straight-line method over 10 years. Upon finalization of the Canadian trademark, the Company will amortize it using the straight-line method over 10 years.

2018	Patent	Do	main Names	Tr	ademarks	Total
Cost:						
December 31, 2017	\$ 21,239	\$	80,810	\$	-	\$ 102,049
Additions	-		-		4,929	4,929
March 31, 2018	21,239		80,810		4,929	106,978
Accumulated Amortization:						
December 31, 2017	(4,320)		(3,704)		_	(8,024)
Amortization	(265)		(2,020)		_	(2,285)
March 31, 2018	(4,585)		(5,724)		-	(10,309)
Carrying value:						
December 31, 2017	16,919		77,106		-	94,025
March 31, 2018	\$ 16,654	\$	75,086	\$	4,929	\$ 96,669
2019	Patent	Do	main Names	Tr	ademarks	Total
Cost:						
December 31, 2018	\$ 21,239	\$	80,810	\$	5,736	\$ 107,785
Additions	-		-		-	-
March 31, 2019	21,239		80,810		5,736	107,785
Accumulated Amortization:						
December 31, 2018	(12,595)		(11,785)		-	(24,380)
Amortization	(265)		(2,020)		(187)	(2,473)
March 31, 2019	(12,860)		(13,805)		(187)	(26,853)
Carrying value:						
December 31, 2018	8,644		69,025		5,736	83,405
March 31, 2019	\$ 8,379	\$	67,005	\$	5,549	\$ 80,932

Notes to the Condensed Interim Financial Statements Three Months ended March 31, 2019 and 2018 (Unaudited and Expressed in U.S. Dollars)

#### 6. RIGHT-OF-USE ASSETS

The following table presents the right-of-use assets for the Company, which is comprised of the office lease for its head office.

2019	Ri	ght-of-use assets
Cost:		
December 31, 2018	\$	-
Amount recognized on transition to IFRS 16		180,409
Adjustment for prior period lease inducement		(14,155)
January 1, 2019		166,254
Additions		-
March 31, 2019		166,254
Accumulated Amortization: December 31, 2018 Amount recognized on transition to IFRS 16		- -
January 1, 2019		-
Amortization		(9,411)
March 31, 2019		(9,411)
Carrying value: December 31, 2018	\$	156 942
March 31, 2019	ф	156,843

Amortization in the amount of \$9,411 has been included under general and administrative expenses for the three months ended March 31, 2019.

# 7. SHARE CAPITAL

Authorized: unlimited number of common shares without par value.

Issued: As at March 31, 2019, the Company had 17,495,742 common shares issued and outstanding (December 31, 2018 – 17,475,742) having a carrying value of \$4,570,541 as at March 31, 2019 (December 31, 2018 – \$4,553,291).

Net income and comprehensive income were \$236,899 for the three months ended March 31, 2019 (March 31, 2018 – net loss and comprehensive loss of \$80,568), and the basic and fully diluted net income per share was \$0.01 (March 31, 2018 – basic net loss per share \$0.00). The effect of the stock options and warrants at March 31, 2018 was anti-dilutive and the diluted loss per share was thus \$0.00.

# 8. SHARE-BASED PAYMENTS

The Company has a stock option plan under which it is authorized to grant options to directors, employees, and consultants enabling them to acquire in aggregate up to 20% of the issued and outstanding common shares of the Company. Under the plan, the exercise price of each option equals the market price, minimum price, or a discounted price of the Company's shares as calculated on the date of grant. The options can be granted for a maximum term of 10 years and are subject to vesting provisions as determined by the Board of Directors of the Company.

Notes to the Condensed Interim Financial Statements Three Months ended March 31, 2019 and 2018 (Unaudited and Expressed in U.S. Dollars)

# 8. SHARE-BASED PAYMENTS (continued)

The following table summarizes the continuity of the Company's stock options:

	Number of Options	Weighted avera exercise price (CAD)	_
Balance, December 31, 2017 and March 31, 2018	1,779,602	\$ 1	.35
Balance, December 31, 2018 Exercised	1,787,500 (20,000)	. 0	.66 .86
Balance, March 31, 2019	1,767,500	\$ 1	.67

In March 2019, 20,000 stock options were exercised in exchange for 20,000 common shares.

For the three months ended March 31, 2019, the Company recorded share-based payment expense, with a corresponding credit to reserves of \$2,650 (March 31, 2018 – \$32,153).

Additional information regarding stock options outstanding as at March 31, 2019 is as follows:

		Outstanding		E	xer	cisable
R	ange of		Weighted average		٧	Veighted average
exer	cise prices	Number of	remaining contractual life	Number of		exercise price
	(CAD)	shares	(years)	shares		(CAD)
\$	0.86	575,000	1.1	575,000	\$	0.86
\$	2.00	590,000	3.9	577,500	\$	2.00
\$	2.01	120,000	3.5	120,000	\$	2.01
\$	2.04	200,000	3.2	200,000	\$	2.04
\$	2.14	232,500	2.2	232,500	\$	2.14
\$	2.51	50,000	1.9	50,000	\$	2.51
\$	1.67	1,767,500	2.6	1,755,000	\$	1.66

# 9. SHARE PURCHASE WARRANTS

		Weighted aver	age
	Number of	exercise pric	e
	Warrants	(CAD)	
Balance, December 31, 2017 and March 31, 2019	662,071	\$ 3	.48

As at March 31, 2019, the following share purchase warrants were outstanding:

Number of warrants	Ex	ercise price	
outstanding	outstanding (CAD)		Expiry date
656,571	\$	3.50	September 24, 2019
5,500		0.86	February 12, 2020
662,071		_	
	l		

On September 21, 2018, the Company announced that it extended the expiry date of 656,571 outstanding share purchase warrants which were issued as part of a non-brokered private placement completed by the Company on March 24, 2017. The share purchase warrants are exercisable for common shares of RIWI at a price of CAD \$3.50 per share. The expiry date of the share purchase warrants was extended for a period of 12 months from September 24, 2018 to September 24, 2019. All other terms of the share purchase warrants remain the same.

Notes to the Condensed Interim Financial Statements Three Months ended March 31, 2019 and 2018 (Unaudited and Expressed in U.S. Dollars)

#### 10. LEASE OBLIGATIONS

The Company's head office currently shares space with a third-party firm. The total lease payments are \$8,686 per month beginning on June 1, 2018, increasing to \$8,789 per month on June 1, 2020. The Company is responsible for 50% of the monthly lease payments. The office lease expires on May 31, 2023.

	March 31, December 3		ecember 31,
As at	2019		2018
Current portion of lease obligations	\$ 36,420	\$	2,910
Non-current lease obligations	135,219		11,800
Lease obligations	\$ 171,639	\$	14,710

#### 11. GENERAL AND ADMINISTRATIVE EXPENSES

	Three Months Ended March 31			
		2019 2018		
Amortization	\$	13,909	\$	2,503
Professonal and consulting fees		14,425		13,664
Salaries and benefits		290,763		253,454
Share-based payment expense		2,650		32,153
Rent and office expenses		48,928		49,617
Foreign exchange loss		487		11,093
General and administrative	\$	371,162	\$	362,484

# 12. RELATED PARTY TRANSACTIONS

Related party transactions are comprised solely of compensation for the Company's key management personnel.

(a) For the three months ended March 31, 2019, the Company recognized share-based payment expense of \$2,650 (three months ended March 31, 2018 – \$32,153) for stock options granted to directors and officers.

#### 13. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

As at March 31, 2019, the Company's financial instruments are comprised of cash and cash equivalents, accounts receivable, and accounts payable and accrued liabilities. The amounts reflected in the statement of financial position are carrying amounts and approximate their fair values due to their short-term nature. These financial instruments are classified as at March 31, 2019 as follows:

- Cash and cash equivalents amortized cost
- Accounts receivable amortized cost
- Accounts payable and accrued liabilities other financial liabilities

The evaluation of the financial instruments that are measured subsequent to initial recognition at fair value are grouped into Levels 1 to 3 based on the degree to which the fair value is observable.

- Level 1 of the fair value hierarchy includes unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 of the hierarchy includes inputs that are observable for the asset or liability, either directly or indirectly; and
- Level 3 includes inputs for the asset or liability that are not based on observable market data.

The Company has no financial instruments measured at Fair Value Through the Statement of Profit or Loss.

Notes to the Condensed Interim Financial Statements Three Months ended March 31, 2019 and 2018 (Unaudited and Expressed in U.S. Dollars)

# 13. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

The following is a discussion of the Company's risk exposures:

#### (a) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Company's trade accounts receivable are due from customers and are subject to normal credit risk. The following table provides information regarding the aged trade receivables:

	Current	31-60 days	61-90 days	91 days +
March 31, 2019	92%	8%	0%	0%
December 31, 2018	70%	0%	26%	3%

For the three months ended March 31, 2019, four customers individually contributed 10% or more to the Company's accounts receivables. Those customers contributed 33%, 24%, 22% and 10% respectively.

For the three months ended March 31, 2018, four customers individually contributed 10% or more to the Company's accounts receivables. Those customers contributed 27%, 25%, 15% and 24% respectively.

At each period end, the Company reviews the collectability of outstanding receivables. The specific accounts are only written off once all the collection avenues have been explored or when legal bankruptcy has occurred. The Company has a \$nil balance for allowance for doubtful accounts as at December 31, 2018, and March 31, 2019.

The following table identifies customers comprising 10% or more of the Company's revenue for the three months ended March 31, 2019 and March 31, 2018:

	March 31, 2019	March 31, 2018
Customer A	30%	21%
Customer B	22%	7%
Customer C	13%	3%
Customer D	11%	0%
Customer E	0%	14%
Customer F	0%	11%

# (b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they are due. The Company has in place a planning and budgeting process which helps determine the funds required to ensure the Company has the appropriate liquidity to meet its operating and growth objectives.

The Company's financial liabilities consist of accounts payable and accrued liabilities and consist of invoices payable to trade suppliers for online advertising technology services, server hosting, general and administrative, and other expenses and are paid within one year.

The Company expects to fund these liabilities through the use of existing cash resources and funds raised through equity financings, if required.

Notes to the Condensed Interim Financial Statements Three Months ended March 31, 2019 and 2018 (Unaudited and Expressed in U.S. Dollars)

# 13. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

#### (c) Market risk

Market risk is the risk that changes in market prices, such as interest rates and foreign exchange rates will affect the Company's net earnings or the value of financial instruments. The objective of the Company is to manage and mitigate market risk exposures within acceptable limits, while maximizing returns.

- (i) Interest rate risk: The Company has cash balances and no interest-bearing debt, and is not exposed to any significant interest rate risk.
- (ii) Foreign currency risk: The Company's activities are conducted in foreign jurisdictions and a portion of the Company's cash is denominated in Canadian dollars (CAD\$). The Company has not entered into foreign exchange rate contracts to mitigate this risk.

As at March 31, 2019, financial instruments were converted at a rate of US\$1.00 to CAD\$1.3363. Balances denominated in foreign currencies as at March 31, 2019 were as follows:

	In USD	In CAD
Cash and cash equivalents	\$ 1,902,578	\$ 38,121
Accounts Receivable	154,079	145,160
Accounts Payable	1,714	13,771

The estimated impact on net income for the three months ended March 31, 2019 with a +/- 10% change in Canadian Dollar exchange rate is approximately \$25,000 (March 31, 2018 - \$25,000).

# (d) Capital management

The Company's capital is defined to be shareholders' equity. The Company's objective in managing capital is to ensure it has adequate working capital to meet day to day needs and access to sources of capital sufficient to finance its operations and to make planned capital expenditures or capital acquisitions as opportunities present themselves. The Company manages its capital structure and makes changes to it in light of changes in economic conditions, anticipated or planned capital expenditures, opportunities for acquisitions and the risk characteristics of the underlying investments.

The Company is not subject to any externally imposed capital requirements.

# 14. SEGMENT REPORTING

The Company is required to disclose certain information regarding operating segments, products, services and geographic areas. Operating segments are defined as components of an enterprise for which separate financial information is available that is regularly evaluated by the chief operating decision maker in deciding how to allocate resources and in assessing performance. The Company's chief operating decision maker is the Chief Executive Officer. The Company operates as one reportable segment for 2019.

The approximate sales revenue based on geographic location of customers for the three months ended March 31, 2019 and 2018 is as follows:

	March 31, 2019		March 31, 2018		
United States of America	\$	515,526	\$	159,171	
Canada		40,045		65,070	
Europe		118,004		88,759	
Other		-		42,850	
	\$	673,575	\$	355,850	

Notes to the Condensed Interim Financial Statements Three Months ended March 31, 2019 and 2018 (Unaudited and Expressed in U.S. Dollars)

#### 15. REVENUE RECOGNITION

Effective January 1, 2018, the Company adopted IFRS 15, which introduced a single model for recognizing revenue from contracts with customers. This standard applies to all contracts with customers, with only some exceptions, including certain contracts accounted for under other IFRSs. The standard requires revenue to be recognized in a manner that depicts the transfer of promised goods or services to a customer and at an amount that reflects the consideration expected to be received in exchange for transferring those goods or services. This is achieved by applying the following five steps:

- 1. identify the contract with a customer;
- 2. identify the performance obligations in the contract;
- 3. determine the transaction price;
- 4. allocate the transaction price to the performance obligations in the contract; and
- 5. recognize revenue when (or as) the entity satisfies a performance obligation.

Generally, billing occurs after revenue recognition, resulting in unbilled revenue until billing occurs. However, if the Company receives deposits from customers before revenue is recognized, the payments are recognized as deferred revenue. Deferred revenue is recognized as revenue when the Company performs under the contract.