



# **RIWI CORP.**

## **CONDENSED INTERIM FINANCIAL STATEMENTS**

**For the Three Months ended March 31, 2021 and 2020**

(Expressed in United States Dollars)

(Unaudited)

# RIWI CORP.

## 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.

**RIWI CORP.**

Condensed Interim Statements of Financial Position  
As at March 31, 2021 and December 31, 2020  
(Unaudited and Expressed in U.S. Dollars)

	March 31, 2021	December 31, 2020
<b>Assets</b>		
Current assets		
Cash and cash equivalents	\$ 3,605,205	\$ 4,058,588
Accounts receivable (Note 4)	995,908	692,926
Unbilled revenue (Note 10(b))	360,445	437,455
Prepaid expenses and other current assets	67,708	88,084
<b>Total current assets</b>	<b>5,029,267</b>	<b>5,277,053</b>
Property and equipment (Note 5(a))	15,172	17,182
Right-of-use assets (Note 6)	92,940	103,664
Intangible assets (Note 5(b))	78,475	70,149
Deferred tax asset	8,284	8,284
<b>Total assets</b>	<b>\$ 5,224,138</b>	<b>\$ 5,476,332</b>
<b>Liabilities</b>		
Current liabilities		
Accounts payable and accrued liabilities	\$ 79,252	\$ 275,370
Income taxes payable	659	94,864
Current portion of lease obligations (Note 9)	47,593	46,886
Deferred revenue (Note 10(b))	103,615	77,115
	<b>231,119</b>	<b>494,235</b>
Non-current lease obligations (Note 9)	59,636	71,803
<b>Total liabilities</b>	<b>290,755</b>	<b>566,038</b>
<b>Shareholders' equity</b>		
Share capital (Note 7)	\$ 4,940,930	\$ 4,940,930
Contributed surplus (Note 7)	2,073,994	2,008,266
Accumulated deficit	(2,081,541)	(2,038,902)
<b>Total shareholders' equity</b>	<b>4,933,383</b>	<b>4,910,294</b>
<b>Total liabilities and shareholders' equity</b>	<b>\$ 5,224,138</b>	<b>\$ 5,476,332</b>

Nature of business and continuing operations (Note 1)

Approved and authorized for issuance on behalf of the Board on April 28, 2021.

*"Neil Seeman" (signed)*

Neil Seeman  
Chairman of the Board and  
Chief Executive Officer

*"Annette Cusworth" (signed)*

Annette Cusworth  
Chair of the Audit Committee

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

**RIWI CORP.**

Condensed Interim Statements of (Loss)/Income and Comprehensive (Loss)/Income  
For the Three Months ended March 31, 2021 and 2020  
(Unaudited and Expressed in U.S. Dollars)

	Three Months Ended March 31	
	2021	2020
Revenues (Note 10)	\$ 1,095,205	\$ 1,322,216
Expenses		
General and administrative (Note 11)	432,757	289,680
Sales and marketing (Note 11)	407,381	381,999
Technology costs (Note 11)	287,595	160,758
Total expenses	1,127,733	832,437
(Loss)/income before interest and taxes	(32,528)	489,779
Net interest (expense)/income	(1,354)	8,658
(Loss)/income before taxes	(33,882)	498,437
Income tax expense	(8,757)	-
Net (loss)/income and comprehensive (loss)/income	\$ (42,639)	\$ 498,437
Net income per share		
Basic and diluted	\$ (0.00)	\$ 0.03
Weighted average number of common shares outstanding		
Basic	18,004,428	17,857,382
Diluted	19,026,928	18,949,882

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

**RIWI CORP.**

Condensed Interim Statements of Changes in Equity  
For the Three Months ended March 31, 2021 and 2020  
(Unaudited and Expressed in U.S. Dollars)

	Number of Shares	Share Capital Amount	Contributed Surplus	Accumulated Deficit	Total Equity
Balance, December 31, 2019	17,751,700	4,782,546	1,983,836	(2,695,436)	4,070,946
Share-based payment expense	-	-	-	-	-
Stock options exercised	182,728	98,503	(53,166)	-	45,337
Net income and comprehensive income for the period	-	-	-	498,437	498,437
<b>Balance, March 31, 2020</b>	<b>17,934,428</b>	<b>\$ 4,881,049</b>	<b>\$ 1,930,670</b>	<b>\$ (2,196,999)</b>	<b>\$ 4,614,719</b>
Balance, December 31, 2020	18,004,428	4,940,930	2,008,266	(2,038,902)	4,910,294
Share-based payment expense	-	-	65,728	-	65,728
Net (loss) and comprehensive (loss) for the period	-	-	-	(42,639)	(42,639)
<b>Balance, March 31, 2021</b>	<b>18,004,428</b>	<b>\$ 4,940,930</b>	<b>\$ 2,073,994</b>	<b>\$ (2,081,541)</b>	<b>\$ 4,933,383</b>

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

**RIWI CORP.**

Condensed Interim Statements of Cash Flows  
For the Three Months ended March 31, 2021 and 2020  
(Unaudited and Expressed in U.S. Dollars)

	Three Months Ended March 31	
	2021	2020
Operating activities		
Net (loss)/income for the period	\$ (42,639)	\$ 498,437
Less: non-operating net interest income	1,354	(8,658)
Items not involving cash:		
Amortization of property and equipment, right-of-use assets, and intangible assets	15,904	13,437
Share-based payment expense	65,728	-
	<b>40,347</b>	503,217
Changes in non-cash operating working capital:		
Accounts receivable	(302,982)	(1,010,610)
Unbilled revenue	77,010	403,685
Prepaid expenses and other assets	20,375	2,251
Accounts payable and accrued liabilities	(196,118)	286,610
Income taxes payable	(94,205)	-
Deferred revenue	26,500	(57,150)
Net cash (used)/generated by operating activities	<b>(429,073)</b>	128,002
Investing activities		
Interest income	369	11,080
Additions of property and equipment, right-of-use assets, and intangible assets	(11,496)	(898)
Net cash (used)/provided by investing activities	<b>(11,126)</b>	10,181
Financing activities		
Lease payments	(13,183)	(13,065)
Exercise of stock options	-	45,337
Net cash (used)/provided by financing activities	<b>(13,183)</b>	32,273
Change in cash and cash equivalents	<b>(453,383)</b>	170,456
Cash and cash equivalents, beginning of the period	<b>4,058,588</b>	3,047,399
Cash and cash equivalents, end of the period	<b>\$ 3,605,205</b>	\$ 3,217,855

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

## **RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
Three Months ended March 31, 2021 and 2020  
(Unaudited and Expressed in U.S. Dollars)

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### **1. NATURE OF OPERATIONS**

RIWI Corp. (“RIWI” or the “Company”) is a public company and its shares are all common shares listed on the TSX Venture Exchange (TSXV: RIWI). 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 office is located at Suite 1700, Park Place, 666 Burrard Street, Vancouver, BC, V6C 2X8.

RIWI is a global trend-tracking and prediction technology firm. Our patented, cloud-based software solutions provide a global digital intelligence platform to clients seeking real-time consumer and citizen sentiment data anywhere in the world in order to improve business performance, evaluate program effectiveness, enhance customer engagement, and to monitor and reduce emerging threats and violent conflict.

These unaudited condensed interim financial statements of the Company for the three months ended March 31, 2021 (the “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.

### **2. BASIS OF PRESENTATION**

These 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, 2020. These 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, 2020. Interim results are not necessarily indicative of the results expected for the fiscal year.

These Financial Statements were authorized for issuance by RIWI’s Board of Directors on April 28, 2021.

These Financial Statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at amortized cost, consistent with the Company’s significant accounting policies. The Company’s functional and reporting currency is the United States Dollar.

### **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. 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 Quarter 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) Asset carrying values and impairment charges**

Management exercises judgement at each reporting period to determine whether there are indicators of impairment of RIWI’s non-financial assets. If such indicators are identified, management will perform an impairment test to determine whether the recoverable amount of the asset is in excess of the carrying value of RIWI’s one cash generating unit (“CGU”). In order to determine the recoverable amount, management must use judgement to determine the appropriate methodology to use to determine the fair value less costs of disposal and value in use. Determining the recoverable amounts requires the use of estimates such as estimated future cash flows, terminal growth rates and discount rates.

**RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
Three Months ended March 31, 2021 and 2020  
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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES** (continued)

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

## (ii) 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 considering 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 judgements regarding the application of existing tax laws. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates and judgements 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.

## (iii) Measurement of share-based compensation

Management determines costs for share-based payments using market-based valuation techniques. The fair value of the share awards are determined at the date of grant using the Black-Scholes Method. 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.

## (iv) Depreciation and amortization

The Company makes estimates when determining the estimated useful lives of its property, equipment and intangible assets, taking into consideration company specific factors such as the intended use of the assets and technological advancements. Management also applies judgement when determining the pattern in which the assets' future economic benefits are expected to be consumed by the Company.

## (v) Revenue

The Company exercises judgement in measuring its progress towards complete satisfaction of its performance obligations. RIWI uses the output method to measure progress. Each of the Company's contracts is comprised of one performance obligation comprising a number of milestones, and the Company assesses the stage of completion at each milestone.

**4. ACCOUNTS RECEIVABLE**

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



**RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
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**5. NON-CURRENT ASSETS**

## (a) Property and Equipment

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

<b>2020</b>	Computers	Leasehold Improvements	Total
Cost:			
December 31, 2019	\$ 3,221	\$ 31,496	\$ 34,717
Additions	3,732	-	3,732
December 31, 2020	6,953	31,496	38,449
Accumulated depreciation:			
December 31, 2019	(2,367)	(10,914)	(13,281)
Depreciation	(1,962)	(6,024)	(7,986)
December 31 2020	(4,329)	(16,938)	(21,267)
Carrying value:			
December 31, 2019	854	20,582	21,436
December 31 2020	\$ 2,624	\$ 14,558	\$ 17,182
<b>2021</b>	Computers	Leasehold Improvements	Total
Cost:			
December 31, 2020	\$ 6,953	\$ 31,496	\$ 38,449
Additions	-	-	-
March 31, 2021	6,953	31,496	38,449
Accumulated depreciation:			
December 31, 2020	(4,329)	(16,938)	(21,267)
Depreciation	(503)	(1,506)	(2,009)
March 31, 2021	(4,832)	(18,444)	(23,277)
Carrying value:			
December 31, 2020	2,624	14,558	17,182
<b>March 31, 2021</b>	<b>\$ 2,121</b>	<b>\$ 13,052</b>	<b>\$ 15,172</b>

Depreciation in the amount of \$2,009 has been included under general and administrative expenses for the three months ended March 31, 2021 (2020 – \$1,891).

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Notes to the Condensed Interim Financial Statements  
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**5. NON-CURRENT ASSETS** (continued)

## (b) Intangible Assets

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

The Company owns US Patent #8,069,078. This patent, which expires in July 2030, 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 ongoing intellectual property development. The Company has classified the domain names as finite life intangible assets 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. In 2020, RIWI obtained the trademarks in the USA and the EU, and in 2021, obtained the Canadian trademark. The Company has classified the trademarks as finite life intangible assets. The Company is amortizing the trademarks using the straight-line method over 10 years.

The Company updated its website to ensure technical privacy compliance. The Company is amortizing this capital expenditure using the straight-line method over 3 years.

<b>2020</b>	Patent	Domain Names	Trademarks	Website	Total
Cost:					
December 31, 2019	\$ 21,239	\$ 80,810	\$ 5,736	\$ 5,072	\$ 112,857
Additions	-	-	1,280	-	1,280
December 31, 2020	21,239	80,810	7,017	5,072	114,137
Accumulated Amortization:					
December 31, 2019	(13,658)	(19,866)	(524)	(704)	(34,752)
Amortization	1,051	(8,081)	(516)	(1,690)	(9,237)
December 31, 2020	(12,607)	(27,947)	(1,040)	(2,394)	(43,988)
Carrying value:					
December 31, 2019	7,581	60,944	5,212	4,368	78,105
December 31, 2020	\$ 8,632	\$ 52,863	\$ 5,976	\$ 2,678	\$ 70,149
<b>2021</b>	Patent	Domain Names	Trademarks	Website	Total
Cost:					
December 31, 2020	\$ 21,239	\$ 80,810	\$ 7,017	\$ 5,072	\$ 114,137
Additions	-	-	-	11,496	11,496
March 31, 2021	21,239	80,810	7,017	16,567	125,633
Accumulated Amortization:					
December 31, 2020	(12,607)	(27,947)	(1,040)	(2,394)	(43,988)
Amortization	(227)	(2,020)	(179)	(743)	(3,169)
March 31, 2021	(12,834)	(29,967)	(1,220)	(3,137)	(47,158)
Carrying value:					
December 31, 2020	8,632	52,863	5,976	2,678	70,149
<b>March 31, 2021</b>	<b>\$ 8,405</b>	<b>\$ 50,843</b>	<b>\$ 5,797</b>	<b>\$ 13,430</b>	<b>\$ 78,475</b>

Amortization in the amount of \$3,169 has been included under general and administrative expenses for the three months ended March 31, 2021 (2020 – \$2,719).

**RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
Three Months ended March 31, 2021 and 2020  
(Unaudited and Expressed in U.S. Dollars)

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**6. RIGHT-OF-USE ASSETS**

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

	Right-of-use assets
<b>2020</b>	
Cost:	
December 31, 2019	\$ 189,455
Additions	-
December 31, 2020	189,455
Accumulated Amortization:	
December 31, 2019	(42,895)
Amortization	(42,896)
December 31, 2020	(85,791)
Carrying value:	
December 31, 2019	146,560
December 31, 2020	\$ 103,664
<b>2021</b>	Right-of-use assets
Cost:	
December 31, 2020	\$ 189,455
Additions	-
March 31, 2021	189,455
Accumulated Amortization:	
December 31, 2020	(85,791)
Amortization	(10,724)
March 31, 2021	(96,515)
Carrying value:	
December 31, 2020	103,664
<b>March 31, 2021</b>	<b>\$ 92,940</b>

Amortization in the amount of \$10,724 has been included under general and administrative expenses for the three months ended March 31, 2021 (2020 – \$10,724).

**7. SHARE CAPITAL**

Authorized: unlimited number of common shares without par value.

**RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
 Three Months ended March 31, 2021 and 2020  
 (Unaudited and Expressed in U.S. Dollars)

**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 maximum of 3,600,885 shares of the Company. Under the plan, the exercise price of each option shall equal the market price of RIWI's common share on grant date, a minimum price, or a discounted amount of the Company's common share price as calculated on the date of grant. The options can be granted for a maximum term of five years and are subject to vesting provisions as determined by the Board of Directors of the Company.

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

	Number of Options	Weighted average exercise price (CAD)
Balance, December 31, 2019	1,757,500	\$ 2.10
Exercised	(245,000)	0.86
Balance, March 31, 2020	1,512,500	\$ 2.30
Balance, December 31, 2020	1,531,312	\$ 2.44
Granted	145,140	2.47
Expired	(50,000)	2.51
Balance, March 31, 2021	1,626,452	\$ 2.44

On March 3, 2021, the Company granted an aggregate of 145,140 stock options to certain independent directors. These stock options expire on March 3, 2026 and are exercisable at a price of CAD\$2.47 per share. These options vest 25% on each of the following dates: March 31, 2021; June 30, 2021; September 30, 2021; and December 31, 2021.

On May 22, 2020, the Company granted an aggregate of 88,812 stock options to certain independent directors. These stock options expire on May 22, 2025 and are exercisable at a price of CAD\$3.56 per share. These options vested 25% on each of the following dates: June 30, 2020; September 30, 2020; December 31, 2020; and March 31, 2021.

The fair value for stock options granted have been estimated using the Black-Scholes option pricing model assuming no expected dividends and the following weighted average assumptions:

	2021	2020
Risk-free interest rate	0.29%	0.34%
Expected life	3.0 years	2.9 years
Expected volatility	98%	118%
Forfeiture rate	10%	10%

For the three months ended March 31, 2021, the Company recorded share-based payment expense, with a corresponding credit to reserves of \$65,728 (March 31, 2020 – \$nil).

Additional information regarding stock options outstanding as at March 31, 2021 is as follows:

Range of exercise prices (CAD)	Outstanding		Exercisable	
	Number of shares	Weighted average remaining contractual life (years)	Number of shares	Weighted average exercise price (CAD)
\$ 2.00	590,000	1.9	590,000	\$ 2.00
\$ 2.04	200,000	1.2	200,000	\$ 2.04
\$ 2.14	232,500	0.2	232,500	\$ 2.14
\$ 2.47	145,140	4.9	36,285	\$ 2.47
\$ 3.25	370,000	3.1	370,000	\$ 3.25
\$ 3.56	88,812	4.1	88,812	\$ 3.56
\$ 2.44	1,626,452	2.2	1,517,597	\$ 2.43

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Notes to the Condensed Interim Financial Statements  
 Three Months ended March 31, 2021 and 2020  
 (Unaudited and Expressed in U.S. Dollars)

**9. LEASE OBLIGATIONS**

The Company's head office currently shares space with a third-party firm, and RIWI is responsible for 50% of the monthly lease payments. The Company's lease payments are CAD \$5,968 (US \$4,746) per month and the office lease expires on May 31, 2023.

Contractual Obligations	Payments due by Period			
	Total	April 1, 2021 - Dec. 31, 2021	Jan. 1, 2022 - Dec. 31, 2024	Jan. 1, 2025 - beyond
Office leases	\$ 123,399	42,715	80,684	-

For the three months ended March 31, 2021, the lease accretion was \$14,134 (2020 – \$10,643) and the payments totaled \$14,117 (2020 – \$13,065).

**10. REVENUE**

## (a) Revenue streams

The Company generates revenue primarily from the provision of analytical solutions to its clients in the form of compilation, analysis and communication of real-time data. All the Company's revenue is generated from contracts from customers in relation to the Company's principal activities. RIWI's revenue disaggregated by geographical locations is analyzed in Note 14.

## (b) Unbilled revenue and deferred revenue

Unbilled revenue relates to RIWI's right to consideration for work completed but not yet billed. RIWI transfers unbilled revenue to accounts receivable on invoicing. Below is a summary of unbilled revenue from contracts with customers and the significant changes in those balances during the three months ended March 31, 2021 and 2020.

	Three Months Ended March 31	
	2021	2020
Balance, beginning of the period	\$ 437,455	\$ 762,283
Additions during the period	256,457	386,706
Reclassification of unbilled revenue to accounts receivable	(333,467)	(790,391)
Balance, end of the period	\$ 360,445	\$ 358,598

Deferred revenue primarily relates to advance consideration received from customers for services yet to be performed. Deferred revenue will be recognized as revenue over time as RIWI achieves the delivery milestones. Below is a summary of deferred revenue from contracts with customers and the significant changes in those balances during the three months ended March 31, 2021 and 2020.

	Three Months Ended March 31	
	2021	2020
Balance, beginning of the period	\$ 77,115	\$ 91,010
Deferred revenue recognized during the period	210,789	(474,000)
Net additions from contracts with customers	(184,289)	416,850
Balance, end of the period	\$ 103,615	\$ 33,860

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Notes to the Condensed Interim Financial Statements  
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**11. OPERATING EXPENSES**

## (a) General and Administrative Expenses

	Three Months Ended March 31	
	2021	2020
Personnel costs	\$ 189,829	\$ 165,229
Director cash compensation	86,171	-
Consulting and professional fees	31,043	17,365
Share-based payment expense	65,728	-
Occupancy and office costs	51,791	47,517
Depreciation	15,902	13,438
Foreign exchange (gain)/loss	(7,707)	46,131
	<u>\$ 432,757</u>	<u>\$ 289,680</u>

## (b) Sales and Marketing Expenses

	Three Months Ended March 31	
	2021	2020
Personnel costs	\$ 271,990	\$ 130,144
Third party consulting fees	86,197	52,500
Promotion and travel	13,721	1,978
Recruiting fees	35,473	41,797
Strategic partnership payments	-	155,580
	<u>\$ 407,381</u>	<u>\$ 381,999</u>

## (c) Technology Expenses

	Three Months Ended March 31	
	2021	2020
Personnel costs	\$ 59,185	\$ 48,084
Third party consulting fees	25,324	3,236
Project costs	203,086	109,438
	<u>\$ 287,595</u>	<u>\$ 160,758</u>

## (d) Government Subsidies

The governments of various jurisdictions have approved legislation and taken actions intended to aid businesses that have been adversely impacted by COVID-19. Some of these actions include providing subsidies to eligible entities to subsidize or offset qualifying expenses. RIWI received \$2,454 of the Canadian Emergency Wage Subsidy ("CEWS") subsidy from the Government of Canada during the three months ended March 31, 2021, and have recorded the CEWS subsidy received as a reduction in general and administrative expense of \$639, as a reduction in sales and marketing expenses of \$1,567 and as a reduction in technology expenses of \$258. RIWI received \$1,297 of the Canadian Emergency Rent Subsidy ("CERS") subsidy from the Government of Canada during the year ended March 31, 2021, and has recorded the CERS subsidy received as a reduction in general and administrative expense.

**RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
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**12. RELATED PARTY TRANSACTIONS**

- (a) For the three months ended March 31, 2021, the Company provided cash compensation to independent directors in the amount of \$86,171 (2020 – \$nil), and recognized share-based payment expense of \$65,728 (2020 – \$nil) for stock options granted to independent directors.
- (b) The Company entered into an office lease agreement in a building owned by an officer of the Company starting on September 1, 2020 that enabled safe physical distancing for staff and clients. The monthly rent was CAD \$2,300. The Company terminated this lease on February 28, 2021. For the three months ended March 31, 2021, the expense recognized for this lease agreement was \$3,601 (2020 – \$nil).

**13. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**

As at March 31, 2021, the Company's financial instruments are comprised of cash and cash equivalents, accounts receivable, and accounts payable and accrued liabilities. The carrying values of these financial instruments 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 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.

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, 2021	51%	5%	0%	44%
December 31, 2020	96%	4%	0%	0%

The following table identifies customers comprising 10% or more of the Company's accounts receivable for the three months ended March 31, 2021 and March 31, 2020:

	March 31, 2021	December 31, 2020
Customer A	45%	65%
Customer B	21%	1%
Customer C	19%	0%
Customer D	0%	18%

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**13. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT** (continued)

## (a) Credit risk (continued)

At each period end, the Company reviews the collectability of outstanding accounts receivable and estimates a credit loss provision. 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 March 31, 2021 and December 31, 2020.

The following table identifies customers comprising 10% or more of the Company's revenue for the three months ended March 31, 2021 and March 31, 2020:

	March 31, 2021	March 31, 2020
Customer A	39%	0%
Customer B	19%	13%
Customer C	13%	1%
Customer D	0%	59%

## (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 comprised of invoices and accruals payable to trade suppliers for operating expenses, wages and salaries payable, and other expenses and are paid within one year.

The Company expects to fund these liabilities through the use of existing cash resources and its continuing operations.

## (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; the majority of the Company's operating expenses are in Canadian dollars; and a portion of the Company's cash is denominated in Canadian dollars. The Company has not entered into foreign exchange rate contracts to mitigate this risk.

As at March 31, 2021, financial instruments were converted at a rate of US\$1.00 to CAD\$1.2575. Balances denominated in foreign currencies as at March 31, 2021 were as follows:

	In CAD	Converted to USD
Cash and cash equivalents	\$ 203,166	\$ 161,558
Accounts receivable	610,200	485,231
Accounts payable and accrued liabilities	201,187	159,984

The estimated impact on net income for the three months ended March 31, 2021 with a +/- 10% change in Canadian Dollar exchange rate is approximately \$66,000 (2020 – \$7,000).



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**13. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT** (continued)

## (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 its Chief Executive Officer. The Company operates as one reportable segment for 2021.

The approximate sales revenue based on geographic location of customers for the three months ended March 31, 2021 and 2020 is as follows:

	March 31, 2021		March 31, 2020	
United States of America	\$	836,177	\$	393,125
Canada		60,231		912,096
Europe		198,797		16,995
Other		-		-
	\$	1,095,205	\$	1,322,216

All of RIWI's non-current assets are held in Canada.

**15. COVID-19 PANDEMIC**

On January 30, 2020, the World Health Organization ("WHO") declared the ongoing COVID-19 outbreak a global health emergency and on March 10, 2021, the WHO expanded its classification of the outbreak to a pandemic. Federal, provincial and municipal governments in Canada have enacted measures to combat the spread of COVID-19. The COVID-19 pandemic continues to rapidly evolve and is causing business disruptions across the entire global economy and society.

The Company's revenue and profits were affected during a period of organizational change for certain of RIWI's clients amid COVID-19. As a result of operational interruptions facing RIWI's clients, the Company encountered postponements of the initiation of certain projects by clients, and experienced delayed receivables for completed work.

The Company has taken measures to mitigate risks of COVID-19, including: closing its offices and having all staff work from home; enacting strict travel restrictions in accordance with provincial and federal rules; and recommending all staff to practice safe physical distancing in accordance with the guidelines of the health authorities.

The duration and impact of the COVID-19 pandemic, as well as the effectiveness of government responses, remains unclear at this time.