

INTEMA SOLUTIONS INC.

# Interim Financial Statements

for the third quarter ended  
September 30, 2014  
(unaudited)



## MANAGEMENT’S RESPONSIBILITY FOR FINACIAL REPORTING

The interim financial statements of Intema Solutions inc. are the responsibility of management and have been approved by the Board of Directors. The management responsibility in this respect includes the selection of appropriate accounting policies as well as the exercise of sound judgment in establishing reasonable and fair estimates in accordance with International Financial Reporting Standards (IFRS) appropriate in the circumstances.

The Company maintains accounting systems and internal controls designed to provide reasonable assurance that assets are safeguarded against loss or unauthorized use and that we can rely on the accounting records for the preparation of interim financial statements.

The Board of Directors assumes its responsibilities for the interim financial statements principally through its Audit Committee. The Audit Committee reviews the interim financial statements and recommends their approval to the Board of Directors.

.....  
Roger Plourde  
Chief executive officer

.....  
Robert Deslandes  
Chief financial officer

.....  
Sébastien Plourde  
Director and Corporative secretary

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# INTEMA SOLUTIONS INC.

## Interim Condensed Income Statements and Statements of Comprehensive Income

	Third Quarter ended september 30,		Nine Months ended september 30,	
	2014 (unaudited)	2013 (unaudited)	2014 (unaudited)	2013 (unaudited)
(in Canadian dollars)	\$	\$	\$	\$
Revenue from Continuing Operations	429,499	329,667	1,186,467	836,725
Direct Costs	37,600	29,821	85,050	96,708
Direct Labor	33,459	41,602	120,472	126,332
<b>Gross Profit</b>	<b>353,440</b>	<b>258,244</b>	<b>980,945</b>	<b>613,685</b>
Administrative and Sales Expenses	249,398	211,564	688,677	663,655
Research and Development Expenses	16,708	9,697	68,792	45,038
<b>Operating Profit (Loss)</b>	<b>87,334</b>	<b>36,983</b>	<b>233,476</b>	<b>(95,008)</b>
Financial Income (note 4)	—	—	25	—
Financial Expenses (note 4)	7,608	14,676	31,957	55,554
<b>Profit (Loss) Before Following Items</b>	<b>79,726</b>	<b>22,307</b>	<b>191,544</b>	<b>(150,562)</b>
Share-Based payments				8 000
Warrants-Based payments	—	—	455	—
<b>Net Profit(Loss) Before Tax</b>	<b>79,726</b>	<b>22,307</b>	<b>191,089</b>	<b>(158,562)</b>
Income Tax				
Exigibles	—	—	—	—
<b>Net Profit (Loss) and Total Comprehensive Income</b>	<b>70,726</b>	<b>22,307</b>	<b>191,089</b>	<b>(158,562)</b>
Weighted Average Number of Outstanding Shares during the Period (note 5)	41,0169,802	34,074,799	41,0169,802	34,074,799
Earnings (Loss) per Share (note 5)				
Basic and Diluted	0.0019	(0.0044)	0.0046	(0.0053)

The accompanying notes are an integral part of the Interim Financial Statements.

# INTEMA SOLUTIONS INC.

## Interim Condensed Statements of change in Equity

For the period of nine months ended september 30,  
(unaudited)

(in Canadian dollars)

	Share Number	Capital Amount	Warrants	Equity Component of the convertible debentures	Contributed Surplus	Deficit	Total Equity (Deficiency)
	#	\$	\$	\$	\$	\$	\$
Balance as at December 31, 2013	35,594,799	4,241,725	71,470	33,850	134,140	(4,691,384)	(210,199)
Issue of Capital Stock	17,454,980	1,347,729	302,000	(31,150)	213,774		1,832,353
Cost of issuing Share		(437,344)					(437,344)
Share-Based payments			455				455
Net Profit and Total comprehensive income						191,089	191,089
Balance as at September 30, 2014	53,049,779	5,152,110	373,925	2,700	347,914	(4,500,295)	1,376,354
Balance as at December 31, 2012	32,074,799	4,145,392	56,250	33,850	86,830	(4,307,790)	14,532
Issue of Share Capital	2,000,000	92,000	8,000				100,000
Share Capital to be Issued		(10,000)					(10,000)
Cost of issuing Share		(526)				526	
Share-Based payments			300				300
Net Loss and Total comprehensive income						(158,562)	(158,562)
Balance as at September 30, 2013	34,074,799	4,226,866	64,550	33,850	86,830	(4,488,133)	(61,037)

The accompanying notes are integral part of the Interim Financial Statements.

# INTEMA SOLUTIONS INC.

## Interim Condensed Statements of Financial Position

	sept. 30 2014	dec. 31 2013
(in Canadian dollars)	\$	\$
	(unaudited)	(audited)
<b>ASSETS</b>		
<b>Current</b>		
Cash (note 6)	532,515	21,524
Trade and other receivables (note 7)	171,145	116,043
Work in progress	129,569	149,909
Prepaid expenses	96,476	60,020
Research and Development Tax Credit Recoverable	219,065	148,170
<b>Current Assets</b>	<b>1,048,058</b>	<b>495,666</b>
<b>Non-current</b>		
Deposit	49,910	44,451
Investment (note 8)	3,082	35,899
Tangible Assets (note 9)	13,219	13,654
Financial Leasing Equipments (note 10)	78,355	71,292
Goodwill (note 12)	736,181	49,536
Research and Development Tax Credit non Recoverable	614,750	527,997
<b>Non-current assets</b>	<b>1,495,497</b>	<b>742,829</b>
<b>TOTAL ASSETS</b>	<b>2,543,555</b>	<b>1,238,495</b>

# INTEMA SOLUTIONS INC.

## Interim Condensed Statements of Financial Position

(in Canadian dollars)	Sept. 30, 2014 \$ (unaudited)	Dec. 31. 2013 \$ (audited)
<b>LIABILITIES</b>		
<b>Current</b>		
Employees benefits	349,681	365,108
Trade and Other Payables (note 14)	287,945	532,793
Short-term debts (note 15)	—	64,943
Prepaid Income	16,757	7,400
Instalments on Finance leases (note 17)	36,111	26,852
Current portion of long-term debts (note 16)	57,451	151,197
<b>Current Liabilities</b>	<b>747,945</b>	<b>1,148,293</b>
<b>Non-currents</b>		
Instalments on financial leases (note 17)	36,456	42,601
Convertible Debentures (note 18)	382,800	257,800
<b>Non-currents Liabilities</b>	<b>419,256</b>	<b>300,401</b>
<b>Total Liabilities</b>	<b>1,167,201</b>	<b>1,448,694</b>
<b>EQUITY (DEFICIENCY)</b>		
Share Capital (note 19)	5,152,110	4,241,725
Warrants	373,925	71,470
Equity component of the Convertible Debentures	2,700	33,850
Contributed Surplus	347,914	134,140
Deficit	(4,500,295)	(4,691,384)
<b>Total Equity</b>	<b>1,376,354</b>	<b>(210,199)</b>
<b>Total Equity and Liabilities</b>	<b>2,543,555</b>	<b>1,238,495</b>

The accompanying notes are integral part of the Interim Financial Statements.

For the Board of Directors,

(signed) Roger Plourde, Director

(signed) Gerald Desourdy, Director

# INTEMA SOLUTIONS INC.

## Interim Condensed Statements of Cash Flows

Nine months ended september 30,	2014 (unaudited)	2013 (unaudited)
(in Canadian dollars)	\$	\$
Profit (loss) from continuing operations	191,088	(158,562)
Non cash items from		
Variation of the value of an investment	32,817	—
Amortization of tangible assets	2,801	3,537
Amortization leased assets	17,914	13,384
Amortization of long-term debts expenses	12,666	16,285
Implicit interest on convertible debentures	—	5,191
Deposits	(5,460)	—
Change in non-cash working capital items (note 20)	(382,366)	11,313
<b>Net cash flows from operating activities</b>	<b>(18 086)</b>	<b>(108,852)</b>
Computer equipment	(713,989)	47,217
<b>Net cash flow from investing activities</b>	<b>(713,989)</b>	<b>47,217</b>
Short-term debts	(64,943)	(110,057)
Long-term debts	(88,942)	(103,296)
Reimbursement of an Affiliated Company loan	(14,151)	—
Reimbursement of Convertible Debentures	(175,000)	—
Issues of debentures	300,000	—
Financial leases obligations	3,113	34,991
Issues of Share Capital	1,347,625	98,000
Contributed Surplus	213,776	—
Fair value of Convertible Debentures	(31,15)	—
Fair value of Warrants	(301,545)	—
Cost of issuing Shares	166,761	(526)
<b>Net cash flow from financing activities</b>	<b>1,355,5435</b>	<b>(27 745)</b>
Net increase in cash and cash equivalents	511,014	(142,523)
Cash and cash equivalents at beginning of period	21 501	149 107
Cash and cash equivalents at end of period (note 6)	532,515	6,584

The accompanying notes are integral part of the Interim Financial Statements.



## INTEMA SOLUTIONS INC.

### Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

#### Note 1. Governing Statutes, Nature of Operations and Going Concern

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Intema Solutions inc., incorporated under the Canada Business Corporations Act, is a Company which provides consulting services in marketing and Web services, particularly in email campaigning deployment to large businesses. The Company's registered office is located at 1000 Saint-Antoine Street West, Suite 400, Montreal, Quebec, Canada, H3C 3R7. The Company is traded publicly on the TSX Venture Exchange under the symbol «ITM» and has no controlling shareholders.

#### Going Concern

The interim financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and on the basis of the going concern assumption, meaning the Company will be able to realize its assets and discharge its liabilities in the normal course of operations. In light of the operating losses and unfulfilled financial ratios, those material uncertainties raise significant doubt about the Company's ability to continue as a going concern. The Company's ability to realize its assets and discharge its liabilities depends on the continued support of its lenders and shareholders. As at September 30, 2014 the Company has accumulated a working capital deficiency of \$4,500,295 (\$4,691,384 as at December 31, 2013 ) and a net profit of \$191,089 (net loss of \$383,591 as at December 31, 2013). Going concern of the Company depends of, among other things, its to ability achieve a satisfactory level of revenue, the support of its customers, the conclusion of new financial agreements and its ability to raise new sources of funds.

During the year, the Company made the following transactions to compensate for some of the uncertainties above:

- 1) The Company has obtained additional funding by a conversion of debt into common share of \$365 249.
- 2) The Company has obtained additional funding by a private placement in common shares of \$1 000 000
- 3) A shareholder has converted 150,000 warrants at the unit price of \$0.10 totalling \$15,000.

Facing the uncertainties described above, management intends to take the following measures :

- 1) The Company has set up a new business development plan for products oriented toward high potential markets;
- 2) The Company intends to complete additional financing with private placements and the conversion of debts in common shares;
- 3) The Company intends to raise additional funds by a short-term loan on its refundable tax credit receivable in 2014 and 2015.

Management believes that obtaining additional financing, reorienting its activities, and relying on the continued support of its existing customers and its shareholders, will help the Company to operate normally. However, there is no certainty that those measures will be sufficient to allow the continuation of the Company in the normal course of business.

The carrying amounts of assets, liabilities, revenues and expenses presented in the interim financial statements and the statements of financial position classification have not been adjusted as would be required if the going concern assumption was not appropriate.

# INTEMA SOLUTIONS INC.

## Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

### Note 2. Statement of compliance with IFRS

The Company's interim financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and interpretations currently issued and outstanding.

Those interim financial statements were approved by the Board of Directors November 25, 2014.

### Note 3. Operating expenses

Operating expenses include :	Three months ended September 30 (unaudited)		Nine months ended September 30 (unaudited)	
	2014	2013	2014	2013
	\$	\$	\$	\$
Employees benefit	259,783	195,682	728,921	636,993
Production expenses	29,446	22,881	64,334	68,506
Research and development tax credit	(85,798)	(56,594)	(205,106)	(185,702)
Rent	26,310	24,716	66,454	65,498
Office expenses	63,715	55,919	178,339	211,705
Professional fees	35,555	43,140	109,334	117,811
Amortization of tangible assets and of equipment under finance leases	8,154	6,940	20,715	16,922
	337,165	292,684	582,218	639,049
Employees benefits expenses are :				
Salaries and benefits	259,783	195,682	728,921	636,993
	259,783	195,682	728,921	636,993

### Note 4. Financial income and expenses

Financial expenses are detailed as follows :	Three months ended September 30 (unaudited)		Nine months ended September 30 (unaudited)	
	2014	2013	2014	2013
	\$	\$	\$	\$
Interest income from cash and cash equivalents	—	—	25	526
Financial income	—	—	25	526
Interest on payables	—	—	—	248
Interest and financial expenses on short-term debts	1,926	1,114	3,847	5,364
	33,843	1,114	3,847	5,612
Implicit interest on convertible debentures	—	—	—	5,192
Interest on convertible debentures	—	3,996	4,340	11,903
Interest and financial expenses on long-term debts	3,873	4,138	11,104	16,562
	3,873	8,134	15,444	33,657
Issuance cost of long-term debts	1,809	5,428	12,666	16,285
Financial expenses	7,608	14,676	31,957	55,554

# INTEMA SOLUTIONS INC.

## Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

### Note 5. Earnings (Loss) per share

Dilutive potential instruments (convertible debentures, warrants, stock option) have not been included in the calculation of dilutive earnings per share when the price was greater than the value of the common share price, or because of their anti dilutive effect.

### Note 6. Cash and cash equivalent

	Sept 30, 2014 (unaudited)	Dec 31, 2013 (audited)
Cash	\$	\$
\$ CAN	530,204	15,146
\$ U.S.	2,357	6,446
Cash and cash equivalent	532,561	21,592
Bank overdraft	(46)	(68)
Net cash and cash equivalent as of cash flows tables	532,515	21,524

### Note 7. Trade and other receivables

	Sept 30, 2014 (unaudited)	Dec 31, 2013 (audited)
	\$	\$
Trade accounts receivable	178,151	115,843
Allowance for doubtful accounts	(10,000)	(5,000)
	168,151	110,843
Advance to employees without interest	2,994	5,200
Trade and other receivables	171,145	116,043

All amounts have short-term maturities. Their carrying values represent a reasonable approximation of fair

The net book value of outstanding debts of the Company is \$168,151 (\$110,843 in 2013) at the end of the year. The maturities of those loans are detailed in the following table:

Classification of past due receivables but not doubtful accounts:

	Sept 30, 2014 (unaudited)	Dec 31, 2013 (audited)
Non depreciated and issued per :	\$	\$
0 to 30 days	130,494	57,400
31 to 60 days	28,131	36,297
61 to 90 days	1,495	4,990
Over 90 days	8,031	12,156
Total	168,151	110,843

## INTEMA SOLUTIONS INC.

### Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

#### Note 7. Trade and other receivables (cont'd).

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Before accepting a new customer, the Company evaluates the credit quality of the potential customer and sets credit limits for that customer. Credit limits and credit quality evaluation are reviewed each year. To determine the collectability of a trade receivable, the Company considers any change in credit quality from the date the credit was initially granted to the reporting date.

The Company has not set up any provision for the accounts presented in the preceding table since the credit quality of those receivables has not changed significantly and they are still considered collectible. Receivables are normally recovered in 31 days (39 days in 2013).

The Company does not hold any collateral in respect of those receivables.

The following table discloses a reconciliation of changes in the allowance for doubtful accounts:

	Sept. 30 2014 (unaudited)	Dec. 31 2013 (audited)
Balance, beginning of period	\$ 5,000	\$ 59,361
Impairment loss	—	(40,262)
Value loss	—	—
Allowance	5,000	—
Gain on loss value	—	(14,099)
Balance, end of period	10,000	5,000

Receivables are written off when the Company estimates it will not collect the amount accounted for.

#### Note 8. Investment

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The Company has an investment of \$3 082 (\$35 899 in 2013) as the redemption value of life insurance of a member of management. The amount of \$35 000 was cashed in May 14, 2014.

# INTEMA SOLUTIONS INC.

## Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

### Note 9. Property plant and equipment

9.1 Net value	Sept. 30 2014 (unaudited)	Dec. 31 2013 (audited)
	\$	\$
Cost	89,775	87,409
Accumulated depreciation and value loss	76,556	73,755
Net value	13,219	13,654

### 9.2 Reconciliation table

	Computers hardware	Furniture	Leasehold improvements	Total
Costs	\$	\$	\$	\$
Balance as at December 31, 2012	55,935	11,562	18,433	85,930
Additions	1,479	—	—	1,479
Disposals	—	—	—	—
Balance as at December 31, 2013	57,414	11,562	18,433	87,409
Additions	2,366	—	—	2,366
Disposals	—	—	—	—
Balance as at September 30, 2014	59,78	11,562	18,433	89,775
Accumulated depreciation and value loss				
Balance as at December 31, 2012	43,225	7,048	18,433	68,706
Amortization	4,146	903	—	5,049
Disposals	—	—	—	—
Balance as at December 31, 2013	47,371	7,951	18,433	73,755
Amortization	2,260	541	—	2,801
Disposals	—	—	—	—
Balance as at September 30, 2014	49,631	8,492	18,433	76,556

An amortization expense of \$2,801 as been registered as direct costs in the interim financial statements (\$5,049 in 2013).

# INTEMA SOLUTIONS INC.

## Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

### Note 10. Finance leases equipments

#### 10.1 Net Value

	Sept. 30 2014 (unaudited)	Dec. 31 2013 (audited)
Cost	\$ 121,495	\$ 96 518
Accumulated depreciation and value loss	43,140	25 226
Net value	78,355	71 292

#### 10.2 Reconciliation table

	Computer Hardware \$	Total \$
Cost		
Balance as at December 31, 2012	39 315	39 315
Additions	57 203	57 203
Disposals	—	—
Balance as at December 31, 2013	96 518	96 518
Additions	24,977	—
Disposals	—	—
Balance as at September 30, 2014	121,495	96 518
Accumulated depreciation and value loss		
Balance as at December 31, 2012	4 976	4 976
Amortization	20 250	20 250
Disposals	—	—
Balance as at December 31, 2013	25 226	25 226
Amortization	17,914	10 693
Disposals	—	—
Balance as at September 30, 2014	43,140	35 919

An amortization expense of \$17,914 as been registered in direct costs in the interim financial statements (\$20,050 \$ in 2013).

# INTEMA SOLUTIONS INC.

## Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

### Note 11. Intangible assets

#### 11.1 Net value

	Sept. 30 2014 (unaudited)	Dec. 31 2013 (audited)
	\$	\$
Cost	675,000	675,000
Accumulated depreciation and value loss	675,000	675,000
Net value	—	—

#### 11.2 Reconciliation table

	Softwares \$	Total \$
Cost		
Balance as at December 31, 2012	675,000	675,000
Additions	—	—
Disposals	—	—
Balance as at December 31, 2013	675,000	675,000
Additions	—	—
Disposals	—	—
Balance as at September 30, 2014	675,000	675,000
Accumulated depreciation and value loss		
Balance as at December 31, 2012	675,000	675,000
Amortization	—	—
Disposals	—	—
Balance as at December 31, 2013	675,000	675,000
Amortization	—	—
Disposals	—	—
Balance as at September 30, 2014	675,000	675,000

There is no amortization expenses included in the financial statements for 2014 et 2013.

# INTEMA SOLUTIONS INC.

## Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

### Note 12. Goodwill

#### 12.1 Net value

	Sept. 30 2014 (unaudited)	Dec. 30 2013 (audited)
Cost	\$ 736,181	\$ 49,536
Accumulated depreciation and value loss	—	—
Net value	736,181	49,536

#### 12.2 Reconciliation table

	Goodwill \$	Total \$
Cost		
Balance as at December 31, 2012	49,536	49,536
Additions	—	—
Disposals	—	—
Balance as at December 31, 2013	49,536	49,536
Additions	686,645	—
Disposals	—	—
Balance as at September 30, 2014	736,181	49,536
Accumulated depreciation and value loss		
Balance as at December 31, 2012	—	—
Loss of value registered in the net result	—	—
Disposals	—	—
Balance as at December 31, 2013	—	—
Loss of value registered in the net result	—	—
Disposals	—	—
Balance as at September 30, 2014	—	—

#### 12.3 Goodwill impairment testing

The Company has conducted an annual goodwill impairment test in the first quarter of 2014 and in the fourth quarter of 2013 in accordance with the methods described in Note 4 to the financial statements as at December 31, 2013. The recoverable value of the cash-generating units exceeds their carrying amount. Consequently, no impairment loss was recorded for the goodwill for the periods ended September 30, 2014, and December 2013.



## INTEMA SOLUTIONS INC.

### Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

#### Note 12. Goodwill (cont'd)

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##### 12.3 Goodwill impairment testing (cont'd)

The Company has not changed the valuation method used for the goodwill impairment testing from the test performed at the first adoption of International Financial Reporting Standards (IFRS).

##### 12.4 Goodwill addition

The Company has acquired a clients portfolio from Cabestan Canada, an email marketing company, for the total amount of \$600,000. Acquisition costs of \$ 86,645 were capitalized.

#### Note 13. Bank Indebtedness

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The Company as no credit loan or bank loan as at September 30, 2014.

#### Note 14. Trade and other payables

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	Sept. 30 2014 (unaudited)	Dec. 31 2013 (audited)
	\$	\$
Trade and accrued payable	225,037	448,571
Sales tax	43,935	55,906
Interest payable on convertible debentures	4,649	17,309
Interest payable on long-term debts	14,324	11,007
Trade and other payables	287,945	532,793

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#### Note 15. Short-term debts

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As at September 30, 2014, the Company had reimbursed a loan from Investissement Québec of \$62 719 bearing interest at the prime rate plus 5.5%, calculated monthly, secured by a mortgage on the universality of property including refundable tax credits for research and development and by the personal guarantee of a director, refundable on return of the tax credit.

## INTEMA SOLUTIONS INC.

### Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

#### Note 16. Long-term debts

	Sept. 30 2014 (unaudited) \$	Dec. 31 2013 (audited) \$
Bank loans bearing interest at prime rate plus 3%, repayable in monthly installments capital of \$11,910, interests payable monthly, secured by Investissement Québec, by a mortgage on the universality of the assets and by the personal guarantee of a shareholder, maturing in September 2014.	—	84,260
Loan from Canada Economic Development, at average of the key interest rate of the Bank of Canada plus 3%, payable on December 31, 2010 (1)	34,770	34,770
Loan from Canada Economic Development, at average of the key interest rate of the Bank of Canada plus 3%, payable on December 31, 2010 (1)	22,681	30,681
Amount due to a private company owned by a director of the Company, without interest or fixed repayment conditions.	—	14,152
Issuance cost of the long-term debts	—	(12,666)
	57,451	151,197
Current portion of long-term debts	57,451	151,197
Long-term debts	—	—

(1) As at September 30, 2014, and December 31, 2013, the Company is in default with respect to the payment schedule of the debt by Canada Economic Development. Therefore, the balance of this loan is presented in the current liabilities since the Company is considered in default by the creditor. Negotiations are currently in process with Canada Economic Development to modify the terms of repayment.

## INTEMA SOLUTIONS INC.

### Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

#### Note 17. Obligations under finance leases contracts

	Sept. 30 2014 (unaudited)	Dec. 31 2013 (audited)
	\$	\$
Finance lease, 6.25%, maturing in October 2015, guaranteed by computer equipment.	11,875	20,300
Finance lease, 7.78%, maturing in March 2017, guaranteed by computer equipment.	21,761	27,525
Finance lease, 5.87%, maturing in July 2016, guaranteed by computer equipment.	8,999	12,410
Finance lease, 5.87%, maturing in July 2016, guaranteed by computer equipment.	6,849	9,218
Finance lease, 5.87%, maturing in July 2016, guaranteed by computer equipment.	23,083	—
	72,567	69,453
Current portion maturing during the next period	36,111	26,852
	36,456	42,601
<hr/> Minimum payments under finance leases		
Less than a year	39,908	30,672
Over one year and less than five years	38,454	45,351
	78,362	76,023
Interest included in minimum payments	5,795	6,570
Present value of minimum lease payments under finance lease	72,567	69,453

#### Note 18. Convertible debentures

During the year ended December 31, 2012, the Company issued a convertible debenture with a par value of \$90,000 maturing in December 2013 and bearing interest at 6%. Interest is payable monthly. The convertible debenture is unsecured and is convertible into shares at a rate of \$0.10 per common share. In addition the debenture is accompanied by 900,000 warrants at the rate of \$0.12 expiring in December 2014.

## INTEMA SOLUTIONS INC.

### Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

#### Note 18. Convertible debentures (cont'd)

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On September 1, 2014 the Company made the acquisition of a clients portfolio from Cabestan Canada. Debentures totaling \$ 300,000 were issued as consideration.

#### Note 19. Equity

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##### Share Capital Authorised:

The Company's authorized capital stock consists of an unlimited number of voting and participating common shares with no par value.

	Sept. 30	Dec. 31
	2014	2013
	\$	\$
	(unaudited)	(audited)
Issued and fully paid :		
Amount		
Opening balance	4,241,725	4,145,392
Private placement	178,53	96,333
Ending balance	4,420,255	4,241,725
Number of shares	2014	2013
	(number)	(number)
Opening balance	35,594,799	32,074,799
Shares issued	7,304,980	3,520,000
Ending balance	42,899,779	35,594,799

On February 26, 2014, the Company reduced its debts by issuing 7,304,980 common shares at \$0.05 per share totalling \$365,249, including \$175,000 in debentures and issuing 65,960 warrants at an exercise price of \$0.10 during a period of one year from the date of the closing of the private placement and thereafter \$0.15 until February 26, 2016. Share issuance costs totalling \$4,094 were accounted for as part of that transaction.

This transaction includes the conversion of 4,244,640 common shares in exchange of a \$212,232 debt with two two related people.

In August 2014, as part of a private placement, the Company issued 10,000,000 common shares at \$0.10 per share, and of 10,000,000 warrants at the exercise price of \$0.20 for a period of two years following the closing of the private placement for a total amount of \$1,000,000.

In August 2014, the Company issued 150,000 common shares at \$0.10 per share to a holder of warrants exercised his right to purchase shares for the amount of \$15,000.

On September 1st, 2014, the Company acquired the clients portfolio from Cabestan Canada, an email marketing company. In consideration for these assets, the Company made a cash payment of \$ 150,000 with an issuance of 1,304,347 common shares.

## INTEMA SOLUTIONS INC.

### Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

#### Note 19. Equity (cont'd)

##### Warrants issued to shareholders

Changes in the outstanding warrants issued to shareholders are detailed as follows:

	Number	Average exercise price
Outstanding as at December 31, 2012	4,170,000	\$0.125
Issued	1,760,000	\$0.125
Outstanding December 31, 2013	5,930,000	\$0.142
Issued	10,065,960	\$0.125
Converted	(150,000)	\$0.125
Outstanding September 30, 2014	15,845,960	\$0.144

On August 30, 2013, the Company converted 150,000 warrants where converted into 150,000 common shares at the unit price of \$0.10 for a total amount of \$15,000.

On August 8, 2014, the Company issued 10,000,000 warrants within a non-brokered private placement. They were recognized as a reduction of share capital at fair value of \$302,000.

On February 26, 2014, the Company issued 65,960 warrants within the conversion of debts in common shares. They were recognized as a reduction of share capital at fair value of \$455.

On December 18, 2013, the Company issued 760,000 warrants with the issuance of convertible debentures. They were recognized as a reduction of share capital at fair value of \$7,220.

On March 7, 2013, the Company issued 1,000,000 warrants within a non-brokered private placement. They were recognized as a reduction of share capital at fair value of \$8,000.

The fair value of the warrants granted was estimated using the Black-Scholes pricing model using the following assumptions:

Expected life of the warrants	2 years
Expected volatility	71,5 % to 119 %
Risk-free interest rate	1,01 % to 1,10 %
Expected dividends	0,0 %

The expected volatility was determined by calculating the historical volatility of the Company's common share price back from the date of the grant and for a period corresponding to the expected life of the warrants. When computing historical volatility, management may disregard an identifiable period of time in which it considers that the share price was extraordinary volatile because of a specific event that is not expected to recur during the expected life of warrants.

## INTEMA SOLUTIONS INC.

### Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

#### Note 19. Equity (cont'd)

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##### Warrants issued to shareholders (cont'd)

Summary table of outstanding and exercisable warrants as at September 30, 2014:

	Number of options	Number of options	Weighted average remaining term (years)	Weighted average exercise price
2012		900,000	0,38	\$0.12
2012		3,270,000	0,50	\$0.15
2013		1,000,000	0,68	\$0.15
2013		610,000	1,47	\$0.138
2014		65,960	1,66	\$0.133
2014		10,000,000	1,92	\$0.20
		15,845,960	1,35	\$0.179

##### Remuneration and Stock-based Compensation

The shareholders of the Company have adopted shared-based compensation plans under which members of the Board of Directors may award options for common shares to directors, officers, employees and consultants. The conditions and the exercise price of each option are determined by the Board of Directors.

The maximum number of shares issuable under the plans is 5,435,412.

The total number of common shares reserved for stock-based compensation plan to directors, officers and employees shall not represent, over a 12 months period, more than 5% of the Company's common shares issued and outstanding, that number being calculated on the granted date.

The total number of common shares reserved for stock-based compensation plan to consultants and (investor' relationships services' providers) shall not represent, over a 12 months period, more than 2% of the Company's common shares issued and outstanding, that number being calculated on the granted date.

The purchase price of the common shares upon the exercise of each option granted under the stock-based compensation plan will be the price determined by the Board of Directors or the Compensation Committee at the time of each option granted, but that price may not be less than the « Expected price » which means the market price at the time of each option granted less a discount according to the accepted rules by TSX Venture Exchange, subject to a minimum price of \$0.10. The market price at the time of each option granted means the TSX Venture Exchange market closing price on the day before they are granted. If there is no trading on the day before, the closing price is replaced by the average of the bid-and-offered.

## INTEMA SOLUTIONS INC.

### Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

#### Note 19. Equity (Cont'd)

##### Remuneration and Stock-based Compensation (cont'd)

The stock options are exercisable at any time and expire 90 days after the departure date of the holder for directors and officers, and 30 days for consultants.

Changes in the stock options are detailed as follows:

	Number of options	Weighted average exercise price
		\$
Outstanding as at December 31, 2012	1,325,000	\$0.14
Forfeited / Expired	125,000	\$0.17
Granted	1,650,000	\$0.10
Outstanding as at December 31, 2013	2,850,000	\$0.10
Forfeited / Expired	—	—
Granted	—	—
Outstanding September 30, 2014	2,850,000	\$0.10

During the year ended December 31, 2013, the Company granted 500,000 stock options to employees (500,000 in 2012) and 450,000 to non-employees (425,000 in 2012) at the exercise price of \$0.10 maturing on November 23, 2018. (October 17, 2017 in 2012)

During the year ended December 31, 2013, the Company granted 700,000 stock options to consultants at the exercise price of \$0.10 maturing on November 23, 2015.

Compensation expenses and other payments based on shares relatively to options granted for the year ended December 31, 2013 amounted \$24,510 and were recorded in net income under expenses related to stock options. From this amount, \$10,800 was for the shares issued to employees stock options.

The fair value of those stock options has been determined using the Black-Scholes option pricing model and are base based on the following assumptions:

Expected life	2 to 5 years
Expected volatility	102.5% to 159.2%
Risk-free interest rate	1.07% to 1.51%
Expected dividends	0.0%

## INTEMA SOLUTIONS INC.

### Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

#### Note 19. Equity (Cont'd)

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##### Remuneration and Stock-based Compensation (cont'd)

The expected volatility was determined by calculating the historical volatility of the Company's common share price back from the date of the grant and for a period corresponding to the expected life of the options granted. When computing historical volatility, management may disregard an identifiable period of time in which it considers that the share price was extraordinary volatile because of a specific event that is not expected to recur during the expected life of options granted.

##### Summary table of outstanding and exercisable options as at September 30, 2014

Year	Number of options	Weighted average remaining term (years)	Weighted average exercise price \$
2010	275,000	0,50	\$0.10
2012	825,000	3,25	\$0.10
2013	600,000	1,39	\$0.10
2013	850,000	4,39	\$0.10
	2,050,000	2,90	\$0.10

##### Summary table of outstanding and exercisable options as at December 31, 2013

Year	Number of options	Weighted average remaining term (years)	Weighted average exercise price \$
2010	275,000	1,00	\$0.10
2012	925,000	3,75	\$0.10
2013	700,000	1,89	\$0.10
2013	950,000	4,89	\$0.10
	2,850,000	3,40	\$0.10



## INTEMA SOLUTIONS INC.

### Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

#### Note 20. Information on Cash Flows

Change in working capital items are detailed as follows:

Exercises ended as at September 30,	2014 (unaudited)	2013 (audited)
	\$	\$
Trade and other receivables	(65,326)	3,296
Work in process	49,144	(106,313)
Prepaid expenses	(20,964)	(11,828)
Research and Development Tax Credit recoverable	(119,308)	25,433
Trade and other creditors	(82,774)	71,801
Employees benefits	48,872	91,61
Prepaid income	(1,404)	(1,212)
	(191,76)	72,787

Items not affecting cash:

Share issue portion carried to contributed surplus	216,476	—
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#### Note 21. Commitments

The Company is committed to pay under long-term leases agreements, an amount of pay \$65,625 by December 31, 2017. The payments are as follows over the next four years: 2014 - \$49,236; 2015 - \$7,866; 2016 - \$7,866 and 2017 - \$657.

#### Note 22. Related Party Transactions

During the years ended September 30, 2014, and December 31, 2013, the Company made the following transactions with certain of its officers and directors and companies controlled by officers or directors of Intema Solutions Inc.

	Sept. 30 2014 (unaudited)	Dec. 31 2013 (audited)
	\$	\$
<b>Amounts included in financial expenses</b>		
Interest expenses to a Director	1,171	7,5
<b>Amounts included in statements of financial positions</b>		
<b>Directors / managers</b>		
Employees advance	5,175	5,200
Trade and other payables	77,654	120,183
Convertible debentures	—	125,000
<b>Company owned by director \ manager</b>		
Long-term debts	—	14,152

## INTEMA SOLUTIONS INC.

### Notes to Interim Condensed Financial Statements

Nine months ended September 30, 2014

(all amounts are in Canadian dollars, until indication)

(unaudited)

#### Note 22. Related Party Transactions (cont'd)

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The transactions were carried out in the normal course of operations. They are measured at the fair value, which is the amount of consideration established with non related parties.

Company's key management personnel are members of the Board of directors, President and Chief Executive Officer, the Chief Operating Officer and the Chief Financial Officer. Key management personnel remuneration includes the following expenses:

	Three months ended September 30,		Nine months ended September 30,	
	2014	2013	2014	2013
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
	\$	\$	\$	\$
Salaries and Benefits	51,385	51,704	84,861	103,408
Tokens	—	—	—	1,500
Professional fees	19,995	33,84	33,190	39,240
	71,380	85,544	118,051	144,148

Salaries and benefits include the remuneration of the President and Chief Executive Officer and the Chief Operating Officer and various indirect benefits.

The remuneration payable to directors totalled \$149,455 at September 30, 2014 (\$181,616 at December 31, 2013)

#### Note 23 Economic Dependence

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During the quarter ended September 30, 2014, the Company made sales to two major clients for amounts totalling \$330,902 (\$432,392 in 2013) and \$578,785 (\$70,185 in 2013), respectively.

The management of the Company assesses the degree of dependence associated with those clients as important given the recurrence of their contracts.