



Unaudited Condensed Consolidated Interim Financial Statements

EQ INC.

Three and nine months ended September 30, 2016 and 2015

Notice of disclosure of non-auditor review of unaudited condensed consolidated interim financial statements (“interim financial statements”) pursuant to National instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators.

The accompanying unaudited condensed consolidated interim financial statements of the Company for the three and nine months ended September 30, 2016 and 2015 have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting as issued by the International Accounting Standard Board and are the responsibility of the Company’s management. The Company’s independent auditors have not performed an audit or a review of these unaudited condensed consolidated interim financial statements.

EQ INC.

Unaudited Condensed Consolidated Interim Statements of Financial Position
(In thousands of Canadian dollars)

September 30, 2016 and December 31, 2015

	September 30, 2016	December 31, 2015
Assets		
Current assets:		
Cash	\$ 158	\$ 115
Accounts receivable (note 16 (a))	653	677
Other current assets	145	202
	956	994
Non-current assets:		
Investment (note 3)	–	251
Property and equipment (note 9)	10	16
Domain properties and other intangible assets (note 10)	143	242
	153	509
	\$ 1,109	\$ 1,503
Liabilities and Shareholders' Deficiency		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 1,745	\$ 2,050
Deferred lease inducement	20	20
Loans and borrowings (note 11 (a) and (b))	263	1,323
Derivative liability - warrants (note 11 (c))	–	259
Deferred revenue	15	22
	2,043	3,674
Non-current liabilities:		
Loans and borrowings (note 11 (a) and (b))	1,963	–
Derivative liability - warrants (note 11 (c))	527	–
Deferred lease inducement	47	63
	\$ 2,537	\$ 63
Shareholders' deficiency (note 12)	(3,471)	(2,234)
	\$ 1,109	\$ 1,503

Going concern (note 2(a))

See accompanying notes to unaudited condensed consolidated interim financial statements.

EQ INC.

Unaudited Condensed Consolidated Interim Statements of Loss and Comprehensive Loss
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Revenue (note 4)	\$ 731	\$ 922	\$ 2,409	\$ 2,829
Expenses:				
Publishing cost	369	451	1,195	1,391
Employee compensation and benefits	411	447	1,236	1,524
Other operating expenses	271	367	1,048	1,346
Depreciation of property and equipment	3	30	10	110
Amortization of domain properties and other intangible assets	29	28	87	83
	1,083	1,323	3,576	4,454
Loss from operations	(352)	(401)	(1,167)	(1,625)
Finance income (note 6)	21	60	201	41
Gain (loss) on derivative liability – warrants (note 11 (c))	(20)	–	239	–
Finance costs (note 6)	(183)	(35)	(438)	(81)
	(182)	25	2	(40)
Loss before income taxes	(534)	(376)	(1,165)	(1,665)
Income tax recovery (note 7)	–	–	–	18
Loss for the period	(534)	(376)	(1,165)	(1,647)
Other comprehensive income (loss), net of tax:				
Items that reclassified to net (income) loss				
Net change in fair value for available-for-sale financial assets	–	–	(201)	–
Foreign currency translation adjustments to equity	(26)	(104)	129	(116)
Total comprehensive loss for the period	\$ (560)	\$ (480)	\$ (1,237)	\$ (1,763)
Loss per share (note 8):				
Basic and diluted	\$ (0.03)	\$ (0.02)	\$ (0.07)	\$ (0.10)

See accompanying notes to unaudited condensed consolidated interim financial statements.

EQ INC.

Unaudited Condensed Consolidated Interim Statements of Changes in Shareholders' Deficiency (In thousands of Canadian dollars)

Nine months ended September 30, 2016 and 2015

Nine months ended September 30, 2016	Common shares		Contributed surplus	Accumulated other comprehensive income (loss)	Deficit	Total deficiency
	Number of shares	Amount				
Balances, January 1, 2016	15,857,225	\$ 66,278	\$ 2,509	\$ (1,861)	\$ (69,160)	\$ (2,234)
Net loss	-	-	-	-	(1,165)	(1,165)
Amount reclassified to income for the period	-	-	-	(201)	-	(201)
Foreign currency translation adjustments	-	-	-	129	-	129
Balance, September 30, 2016	15,857,225	\$ 66,278	\$ 2,509	\$ (1,933)	\$ (70,325)	\$ (3,471)

Nine months ended September 30, 2015	Common shares		Contributed surplus	Accumulated other comprehensive income (loss)	Deficit	Total deficiency
	Number of shares	Amount				
Balances, January 1, 2015	15,857,225	\$ 66,278	\$ 2,450	\$ (1,866)	\$ (66,864)	\$ (2)
Net loss	-	-	-	-	(1,647)	(1,647)
Share-based payments (note 13)	-	-	5	-	-	5
Foreign currency translation adjustments	-	-	-	(116)	-	(116)
Balance, September 30, 2015	15,857,225	\$ 66,278	\$ 2,455	\$ (1,982)	\$ (68,511)	\$ (1,760)

See accompanying notes to unaudited condensed consolidated interim financial statements.

EQ INC.

Unaudited Condensed Consolidated Interim Statements of Cash Flows (In thousands of Canadian dollars)

Nine months ended September 30, 2016 and 2015

	2016	2015
Cash flows from operating activities:		
Net loss	\$ (1,165)	\$ (1,647)
Adjustments to reconcile net loss to net cash flows from operating activities:		
Depreciation of property and equipment	10	110
Amortization of domain properties and other intangible assets	87	83
Amortization of deferred lease inducement	(15)	(16)
Gain on derivative liability – warrants	(239)	-
Share-based payments (note 13)	-	5
Unrealized foreign exchange (gain) loss	(6)	24
Finance costs, net	72	77
Gain on sale of available-for-sale financial assets	(201)	-
Change in non-cash operating working capital (note 17)	205	(31)
Cash used in operating activities	(1,252)	(1,395)
Income tax received	-	18
Net cash used in operating activities	(1,252)	(1,377)
Cash flows from financing activities:		
Repayment of finance lease	-	(64)
Repayment of term loan	(102)	(29)
Loans and borrowings	1,155	1,510
Interest paid	(10)	(20)
Net cash from financing activities	1,043	1,397
Cash flows from investing activities:		
Addition of property and equipment	(5)	-
Interest income received	-	4
Net proceeds from disposal of available-for-sale financial assets	251	-
Net cash from investing activities	246	4
Increase in cash	37	24
Foreign exchange gain (loss) on cash held in foreign currency	6	(24)
Cash, beginning of period	115	311
Cash, end of period	\$ 158	\$ 311

See accompanying notes to unaudited condensed consolidated interim financial statements.

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

1. Corporate information:

EQ Inc. ("EQ Works") (the "Company") uses real-time technology and advanced analytics to improve performance for all web, mobile, social and video advertising initiatives. The Company balances the many components that comprise the complex advertising ecosystem and establishes equilibrium for reaching the right audience at the right time through any web or mobile device. The Company is governed by the Ontario Business Corporations Act and is domiciled in Canada. The address of the Company's registered office is 1255 Bay Street, Suite 400, Toronto, ON, M5R 2A9. The Company is a publicly listed on the TSX Venture Exchange ("TSX-V").

2. Basis of preparation:

(a) Statement of compliance and basis of presentation:

These unaudited condensed consolidated interim financial statements (the "interim financial statements") have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34") as issued by the International Accounting Standards Board ("IASB") and on a basis consistent with the accounting policies disclosed in the Company's annual audited consolidated financial statements for the year ended December 31, 2015 (the "2015 financial statements"). The accounting policies applied in these interim financial statements are based on International Financial Reporting Standards ("IFRS") issued and outstanding as of the date the Board of Directors authorized the statements for issue.

The notes presented in these interim financial statements include, in general, only significant changes and transactions occurring since the Company's last year end, and are not fully inclusive of all disclosures required by IFRS for annual financial statements. These interim financial statements should be read in conjunction with the 2015 financial statements, including the notes thereto.

The interim financial statements were authorized for issue by the Board of Directors on November 24, 2016.

The interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and using accounting principles applicable to a going concern. The going concern basis of presentation assumes that the Company will continue in operation for the foreseeable future and be able to realize the carrying value of its assets and discharge its liabilities in the normal course of operations. However, there is significant doubt about the appropriateness of the use of the going concern assumption because the Company has experienced losses and negative cash flows that exceeded expectations in the current period.

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

2. Basis of preparation: (continued)

(a) Statement of compliance and basis of presentation: (continued)

The Company's ability to continue as a going concern is dependent upon its ability to obtain additional financing from existing shareholders or other sources and/or generate cash flows from operations in the future. There is no certainty that the Company will be able to secure additional forms of financing which are not yet committed or generate cash flows from operations in the foreseeable future.

If the going concern assumption was not appropriate for these interim financial statements, then adjustments would be necessary to the carrying values of assets and liabilities, the reported net loss, and the classifications used in the statement of financial position. The interim financial statements do not reflect adjustments that would be necessary if the going concern assumption was not appropriate.

These interim financial statements have been prepared mainly on a historical cost basis. Other measurement bases used are described in the applicable notes to these interim financial statements.

(b) Functional and presentation currencies:

These unaudited condensed consolidated interim financial statements are presented in Canadian dollars. The Company's functional currency is the U.S. dollar. The Company has elected its presentation currency to be the Canadian dollar as it is listed on the TSX-V and its shareholders are primarily Canadian.

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Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

2. Basis of preparation: (continued)

(c) Significant accounting policies:

(a) Use of estimates and judgments:

The preparation of consolidated financial statements and application of IFRS often involve management's judgment and the use of estimates and assumptions deemed to be reasonable at the time they are made. The Company reviews estimates and underlying assumptions on an ongoing basis. Revisions are recognized in the period in which the estimates are revised and may impact future periods as well. Other results may be derived with different judgments or using different assumptions or estimates and events may occur that could require a material adjustment. EQ Works is using management judgment to assess whether financial liabilities have been extinguished by barred under the limitation Act, 2002. Under limitation Act, 2002 (Ontario) the standard limitation period for a preceding in respect of a claim is two years from the day on which the claim was discovered. As a result the Company is in the process of analyzing the liabilities and may discharge the liabilities based on the outcome.

(b) Financial instruments:

(i) Non-derivative financial assets:

The Company initially recognizes loans and receivables and deposits on the date they originate. All other financial assets (including assets designated at fair value through profit or loss) are recognized initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

Financial assets and liabilities are offset and the net amount presented in the consolidated statements of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

2. Basis of preparation: (continued)

(i) Non-derivative financial assets: (continued)

Financial instruments are, for measurement purposes, grouped into categories. The classification depends on the purpose and is determined upon initial recognition. The Company has the following categories of non-derivative financial assets: financial assets at fair value through profit or loss, loans and receivables and available-for-sale financial assets.

Financial assets at fair value through profit or loss:

(a) A financial asset is classified at fair value through profit or loss if it is classified as held-for-trading or is designated as such upon initial recognition. Financial assets are designated at fair value through profit or loss if the Company manages such investments and makes purchase and sale decisions based on their fair value in accordance with the Company's documented risk management or investment strategy. Upon initial recognition, attributable transaction costs are recognized in profit or loss as incurred. Financial assets at fair value through profit or loss are measured at fair value, and changes therein are recognized in profit or loss.

(b) Loans and receivables:

Loans and receivables, which include cash and accounts receivable and other current assets, are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortized cost using the effective interest method, less any impairment losses. Accounts receivable comprise trade receivables, net of allowance for doubtful accounts. Cash comprise cash balances and cash deposits. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash for the purpose of the consolidated statements of cash flows.

(c) Available-for-sale financial assets:

Available-for-sale financial assets are non-derivative financial assets that are designated as available-for-sale and that are not classified in any of the previous categories, and include investments. Subsequent to initial recognition, they are measured at fair value and changes therein, other than impairment losses and foreign currency differences on available-for-sale equity instruments, are recognized in OCI and presented within equity in the accumulated other comprehensive income ("OCI"). When an investment is derecognized, the cumulative gain or loss in OCI is transferred to profit or loss.

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Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

2. Basis of preparation: (continued)

(ii) Non - derivative financial assets and liabilities:

The Company initially recognizes debt securities issued and subordinated liabilities on the date that they are originated. All other financial liabilities (including liabilities designated at fair value through profit or loss) are recognized initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument. The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled or expired.

The Company's non-derivative financial liabilities consist of accounts payable and accrued liabilities and loans and borrowings. Such financial liabilities are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition and measurement, these financial liabilities are measured at amortized cost using the effective interest method.

(iii) Derivative financial assets and liabilities:

The Company's derivative financial assets and liabilities consist of warrant liabilities. Derivatives are recognized initially at fair value and attributable transaction costs are recognized in profit or loss as incurred. Subsequent to initial recognition, derivatives are re-measured each period with the movement being recorded as a gain or loss in the statement of profit or loss.

(iv) Fair value measurement:

The Company provides disclosure of the three-level hierarchy that reflects the significance of the inputs used in making the fair value measurement. The three levels of fair value hierarchy based on the reliability of inputs are as follows:

- Level 1 - inputs are quoted prices in active markets for identical assets and liabilities;
- Level 2 - inputs are based on observable market data, either directly or indirectly other than quoted prices; and
- Level 3 - inputs are not based on observable market data.

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Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

2. Basis of preparation: (continued)

(v) Recently issued accounting pronouncements:

These interim financial statements follow the same accounting policies and methods of application as the annual audited consolidated financial statements for the year ended December 31, 2015, with the exception of the following new accounting standards and amendments which the Company adopted and are effective for the Company's interim and annual consolidated financial statements commencing January 1, 2016 and 2018 and earlier application is permitted.

The accounting standards and amendments to standards adopted by the Company that had an impact on financial results or require further explanation are explained as follows:

Effective for annual periods beginning on or after January 1, 2016

- (i) IAS 1 Presentation of Financial Statements was amended by the IASB in December 2014. The amendments are designed to further encourage companies to apply professional judgement in determining what information to disclose in their financial statements. For example, the amendments make clear that materiality applies to the whole of financial statements and that the inclusion of immaterial information can inhibit the usefulness of financial disclosures. Furthermore, the amendments clarify that companies should use professional judgement in determining where and in what order information is presented in the financial disclosures. Earlier application is permitted.
- (ii) IAS 16 Property, Plant and Equipment and IAS 38 Intangible Assets were amended by the IASB in May 2014. Amendments clarify that the use of revenue-based methods to calculate the depreciation of an asset is not appropriate because revenue generated by an activity that includes the use of an asset generally reflects factors other than the consumption of the economic benefits embodied in the asset. The IASB also clarified that revenue is generally presumed to be an inappropriate basis for measuring the consumption of the economic benefits embodied in an intangible asset. This presumption, however, can be rebutted in certain limited circumstances. Earlier application is permitted.

Effective for annual periods beginning on or after January 1, 2018

- (iii) IFRS 15 Revenue from Contracts with Customers was issued by the IASB in May 2014. The core principle of the new standard is for companies to recognize revenue to depict the transfer of goods or services to customers in amounts that reflect the consideration (that is, payment) to which the company expects to be entitled in exchange for those goods or services. The new standard will also result in enhanced disclosures about

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

2. Basis of preparation: (continued)

(v) Recently issued accounting pronouncements: (continued)

revenue, provide guidance for transactions that were not previously addressed comprehensively (for example, service revenue and contract modifications) and improve guidance for multiple-element arrangements. Earlier application is permitted. IFRS 15 supersedes the following standards: IAS 11 Construction Contracts, IAS 18 Revenue, IFRIC 13 Customer Loyalty Programmes, IFRIC 15 Agreements for the Construction of Real Estate, IFRIC 18 Transfers of Assets from Customers, and SIC-31 Revenue—Barter Transactions Involving Advertising Services.

(iv) IFRS 9 Financial Instruments was issued by the IASB in July 2014 and will replace IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. Earlier application is permitted.

The Company is assessing the impact of these new standards on its interim financial statements.

3. Available-for-sale Investment:

In July 2012, the Company acquired 116,267 shares of an available-for-sale equity investment in a private company for \$50. On February, 2016, EQ Works was able to negotiate and sell its investment for \$251. The gross realized gain on the sale of such available-for-sale investment was \$201.

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

4. Revenue:

The Company sub-classifies revenue into the following components: advertising and marketing services revenue.

Advertising revenue is derived from the on-line network connecting advertisers and publishers to execute advertising. Marketing services revenue is derived from consulting services and developing advertising strategies for the Company's customers.

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Advertising	\$ 678	\$ 799	\$ 2,155	\$ 2,499
Marketing Services	53	123	254	330
	\$ 731	\$ 922	\$ 2,409	\$ 2,829

5. Segment information:

The Company has one operating segment and report as such. EQ Works business focuses on targeted advertising and incorporates the most sophisticated advertising technologies, data analytics and programmatic media buying capabilities into a single system. The chief operating decision maker evaluates the Company's performance, makes operating decision, and allocates resources based on financial data consistent with the presentation in these financial statements.

The Company's assets and operations are substantially all located in Canada; however, the Company services many customers in the United States and internationally.

The Company generates revenue across three geographical regions; customer revenue by region is as follows:

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

5. Segment information: (continued)

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Canada	\$ 719	\$ 889	\$ 2,309	\$ 2,559
U.S.	10	28	86	260
Outside North America	2	5	14	10
	\$ 731	\$ 922	\$ 2,409	\$ 2,829

For the three months ended September 30, 2016, there were three customers that comprised 32%, 13% and 10% of the Company's total revenue and three customers that comprised 13%, 12% and 11% of the Company's total revenue for the same period in 2015. For nine months ended September 30, 2016, there was one customer that comprised 25% of the Company's total revenue. For the same period in 2015, there were two customers that comprised 13% and 10% of the Company's total revenue.

6. Finance income and finance cost:

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Finance income:				
Interest income on cash	\$ -	\$ -	\$ -	\$ 4
Foreign exchange gain, net	21	60	-	37
Gain on sale of available-for-sales Investment (note 3)	-	-	201	-
Total finance income	21	60	201	41
Finance cost:				
Other interest expense	(3)	(5)	(9)	(17)
Accretion of interest – warrants	(135)	-	(252)	-
Interest on loans and borrowings	(45)	(30)	(105)	(64)
Foreign exchange loss, net	-	-	(72)	-
Total finance cost	(183)	(35)	(438)	(81)
Net finance cost recognized in profit or loss	\$ (162)	\$ 25	\$ (237)	\$ (40)

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

7. Income taxes:

The Company recorded an income tax recovery of nil for the three and nine months ended September 30, 2016. The Company recorded an income tax recovery of nil and \$18 for the three and nine months ended September 30, 2015.

8. Loss per share:

The computations for basic and diluted loss per share for the three and nine months ended September 30, 2016 and 2015 are as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2016	2015	2016	2015
Loss for the period	\$ (534)	\$ (376)	\$ (1,165)	\$ (1,647)
Weighted average number of shares outstanding: Basic and diluted	15,857,225	15,857,225	15,857,225	15,857,225
Loss per share: Basic and diluted	\$ (0.03)	\$ (0.02)	\$ (0.07)	\$ (0.10)

Warrants to purchase 18,030,845 common shares were outstanding as at September 30, 2016 but were not included in the computation of diluted loss per share because the warrants' exercise price was greater than the average market price of the common shares. The total number of warrants that were excluded from the calculation of diluted loss per share, because their inclusion would have been anti-dilutive for the three and nine months ended September 30, 2016, was 18,030,845 (2015 - nil).

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Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

9. Property and equipment:

	Furniture and fixtures	Computer equipment	Leasehold improvements	Total
Cost				
Balance, January 1, 2016	\$ 1,192	\$ 4,611	\$ 496	\$ 6,299
Addition	–	5	–	5
Effect of movements in exchange rates	(120)	(361)	(44)	(525)
Balance, September 30, 2016	\$ 1,072	\$ 4,255	\$ 452	\$ 5,779
Depreciation				
Balance, January 1, 2016	\$ 1,187	\$ 4,600	\$ 496	\$ 6,283
Depreciation	2	8	–	10
Effect of movements in exchange rates	(120)	(360)	(44)	(524)
Balance, September 30, 2016	\$ 1,069	\$ 4,248	\$ 452	\$ 5,769
Carrying amounts				
December 31, 2015	\$ 5	\$ 11	\$ –	\$ 16
September 30, 2016	3	7	–	10

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Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
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10. Domain properties and other intangible assets:

Intangible assets by category are as follows:

	Customer relationships	Technology	Domain properties and content	Computer software	Total
Cost					
Balance, January 1, 2016	\$ 18,207	\$ 11,098	\$ 7,876	\$ 1,408	\$ 38,589
Effect of movements in exchange rates	(40)	(249)	(70)	(65)	(424)
Balance, September 30, 2016	\$ 18,167	\$ 10,849	\$ 7,806	\$ 1,343	\$ 38,165
Amortization and impairment loss					
Balance, January 1, 2016	\$ 18,207	\$ 11,072	\$ 7,660	\$ 1,408	\$ 38,347
Amortization	–	12	75	–	87
Effect of movements in exchange rates	(40)	(247)	(60)	(65)	(412)
Balance, September 30, 2016	\$ 18,167	\$ 10,837	\$ 7,675	\$ 1,343	\$ 38,022
Carrying amounts					
December 31, 2015	\$ –	\$ 26	\$ 216	\$ –	\$ 242
September 30, 2016	–	12	131	–	143

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Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

11. Loans and borrowings:

(a) Bank credit facilities:

The Company has a credit card facility with a Canadian chartered bank. As at September 30, 2016, \$44 was outstanding under the credit card facility (2015 - \$57) included in accounts payable.

The Company fully repaid the non-revolving demand facility in July 2016.

(b) Promissory note payable:

During March 2015, the Company entered into promissory notes ("Notes") in the amount of \$700, due on September 10, 2015. The Notes, which are non-convertible, bear interest at an annual rate of 15% with principal and interest payment due on maturity date. \$300 of such Notes have been subscribed for by certain insiders of the Company. On November 2015 the Notes, along with accrued interest were refinanced.

On November 2015, the Company entered into new promissory notes ("New Notes") in the amount of \$1,421 due on November 25, 2016. The New Notes, which are non-convertible, bear interest at an annual rate of 8% with principal and interest payment due on maturity date. The lenders received seven non-transferable warrants (the "Bonus Warrants") for each dollar of principal amount of New Notes, with each Bonus Warrant being exercisable for a period of twelve months from the date of issuance for one common share of the Company (a "Bonus Share") at an exercise price of \$0.10 per Bonus Share. All Bonus Warrants will be subject to a four months hold period from the date of issuance in accordance with the applicable securities law. \$587 of such New Notes have been subscribed for by certain insiders of the Company.

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Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

11. Loans and borrowings: (continued)

(b) Promissory note payable: (continued)

On August 18, 2016, the Company announced that, subject to final TSX Venture Exchange approval, the Corporation completed the first tranche of a debt financing (the "August 2016 Financing"), the terms of which were previously announced on June 22, 2016. Pursuant to this first tranche closing, the Corporation issued \$1,155 non-convertible secured promissory notes (the "New Promissory Notes"). The New Promissory Notes will accrue interest at a rate of 8% per annum, calculated annually, and will be due eighteen months from the date of issuance. \$400 of such New Promissory Notes have been subscribed for by certain insiders of the Company.

In connection with the issuance of the New Promissory Notes, the lenders received seven non-transferable warrants (the "New Bonus Warrants") for each dollar of principal amount of New Promissory Notes, with each New Bonus Warrant being exercisable for a period of eighteen months from the date of issuance for one common share of the Corporation (a "Common Share") at an exercise price of \$0.08 per Common Share.

The Company also extended the maturity dates of \$1,175 of the outstanding 8% secured promissory notes of the Corporation (the "Existing Promissory Notes"), from November 25, 2016 to eighteen months from the date of issuance of the New Promissory Notes. \$246 of the outstanding 8% secured promissory notes of the Corporation was not extended and, plus accrued interest of \$17, classified as current liabilities.

In connection with the above-mentioned extension of \$1,175 of the Existing Promissory Notes, the Corporation cancelled the existing non-transferable Bonus Warrants that were previously issued (and outstanding) in connection with that particular portion of the Existing Promissory Notes that had their maturity dates extended, and replaced those cancelled Bonus Warrants with New Bonus Warrants on a one-for-one basis.

As the Existing Promissory Notes and New Promissory Notes are denominated in Canadian dollars, a currency different from the functional currency of the Company, the embedded derivative is recognized as a liability. The embedded derivative is recorded at fair value and re-measured each period with the movement being recorded as a gain or loss in consolidated statement of operations. The New and Existing Promissory Notes are classified as liability, less the portion relating to the embedded derivative feature. As a result, the recorded liability to repay the New and Existing Promissory Notes are lower than its face value. Using effective interest rate method of 26.21% rate implicit in the calculation, the difference of \$507 characterized as the notes discount, is being charged to interest expenses accreted to the liability over the term of the New and Existing Promissory Notes.

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
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Three and nine months ended September 30, 2016 and 2015

11. Loans and borrowings: (continued)

(b) Promissory note payable: (continued)

The following table outlines the activity for loans and borrowings as at September 30, 2016:

Balance, January 1, 2016	\$	1,221
New Promissory Notes on August 18, 2016		1,155
Derivative liability – warrants		(507)
Accretion of interest – warrants		252
Accrued interest on New Notes		105
	\$	2,226
Term loan, January 1, 2016		102
Repayment of term loan		(102)
	\$	-
Total loans and borrowings	\$	2,226

(c) Derivative liability - warrants:

The Company's functional currency is US dollars and the New Bonus Warrants have an exercise price denominated in Canadian dollars. The Company has determined that the New Bonus Warrants with an exercise price that is different from the entity's functional currency are classified as derivative liability based on the revaluation of the Bonus Warrant's settlement provisions, and carried at their fair value.

Any changes in the fair value from the period are recorded as a gain or loss in the statement of comprehensive income.

The fair value of the derivative for the New Bonus Warrants has been estimated using Black-Scholes pricing model as it is considered as a Level 3 financial instrument in the fair value hierarchy with significant unobservable inputs. Assumptions used in the pricing model for September 30, 2016 is provided below.

	September 30, 2016	December 31, 2015
Expected volatility	128%	151%
Average risk free interest rate	0.51%	0.48%
Forfeiture rate	0%	0%
Expected life (year)	1.38	0.90
Expected dividends	-	-

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
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11. Loans and borrowings: (continued)

(c) Derivative liability - warrants: (continued)

The fair value of the derivative liability for the bonus warrants is as follows:

Balance, January 1, 2016	\$	259
Gain on revaluation of derivative liability for the period (i)		(259)
Derivative liability August 18, 2016		507
Loss on revaluation of derivative liability for the period		20
Derivative balance – September 30, 2016	\$	527

(i) The Bonus Warrants from November 2015 financing was amortized in full as at June 30, 2016.

12. Shareholders' deficiency:

Common shares:

The authorized share capital of the Company comprises an unlimited number of common shares without par value. The holders of common shares are entitled to receive dividends when declared and are entitled to one vote per share at annual meetings of the Company.

13. Share-based payments:

During the three and nine months ended September 30, 2016, the Company recorded share-based payments of nil compared to nil and \$5 during the three and nine months ended September 30, 2015. In February 2015, the Company forfeited and cancelled the issued and outstanding stock options.

During the three and nine months ended September 30, 2016 and 2015, no stock options were granted and no stock options were exercised.

14. Fair values of financial instruments:

Classification of financial instruments:

The following table provides the allocation of financial instruments, their associated financial instrument classifications, their carrying values, and fair values including their most appropriate level within the fair value hierarchy, based on the inputs used to determine the fair value at the measurement date:

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
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14. Fair values of financial instruments: (continued)

Classification of financial instruments: (continued)

September 30, 2016 Measurement basis	Loans and receivables / other financial liabilities	Available – for – sale securities	Carrying value total	Fair value total
	Amortized cost	Fair value		
Financial assets:				
Cash	\$ 158	\$ –	\$ 158	\$ 158
Accounts receivable	653	–	653	653
	\$ 811	\$ –	\$ 811	\$ 811
Financial liabilities:				
Accounts payable and accrued liabilities	\$ 1,745	\$ –	\$ 1,745	\$ 1,745
Derivative liability- warrants (level 3)	527	–	527	527
Loans and borrowings	2,226	–	2,226	2,226
	\$ 4,498	\$ –	\$ 4,498	\$ 4,498

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
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Three and nine months ended September 30, 2016 and 2015

14. Fair values of financial instruments: (continued)

Classification of financial instruments: (continued)

December 31, 2015 Measurement basis	Loans and receivables / other financial liabilities	Available – for – sale securities	Carrying value total	Fair value total
	Amortized cost	Fair value		
Financial assets:				
Cash	\$ 115	\$ –	\$ 115	\$ 115
Accounts receivable	677	–	677	677
SR&ED credits receivable	69	–	69	69
Investment (level 3) (i)	-	251	251	251
	\$ 861	\$ 251	\$ 1,112	\$ 1,112
Financial liabilities:				
Accounts payable and accrued liabilities	\$ 2,050	\$ –	\$ 2,050	\$ 2,050
Derivative liability- warrants (level 3)	259	–	259	259
Loans and borrowings	1,323	–	1,323	1,323
	\$ 3,632	\$ –	\$ 3,632	\$ 3,632

⁽ⁱ⁾The Company initially measured the available-for-sale equity investment purchased in 2012 based on the cash exchanged between the parties in 2014. In 2015 the investment appreciated in value due to the valuation and the Company recognize \$201 of gain.

There have been no transfers of assets between levels between December 31, 2015 and September 30, 2016.

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
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Three and nine months ended September 30, 2016 and 2015

15. Capital risk management:

The Company's objectives in managing capital are to ensure sufficient liquidity to pursue its strategy of organic growth combined with strategic acquisitions and to provide returns to its shareholders. The Company defines capital that it manages as the aggregate of its shareholders' equity, which comprises issued capital, contributed surplus, accumulated other comprehensive income and retained earnings (deficit). The Company manages its capital structure and makes adjustments to it in light of general economic conditions, the risk characteristics of the underlying assets and the Company's working capital requirements. In order to maintain or adjust its capital structure, the Company, upon approval from its Board of Directors, may issue shares, repurchase shares, pay dividends or raising capital and borrowings, as deemed appropriate under the specific circumstances. The Company is not subject to externally imposed capital requirements. There has been no change to the Company's capital management approach in 2016 from 2015.

16. Financial risk management:

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Audit Committee reviews the Company's risk management policies on an annual basis. The finance department identifies and evaluates financial risks and is charged with the responsibility of establishing controls and procedures to ensure that financial risks are mitigated in accordance with the approved policies.

(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 and arises from the Company's accounts receivable and cash. The majority of the Company's customers are located in the United States and Canada. At September 30, 2016, two customers represented 36% and 12% of the gross accounts receivable balance of \$726. At December 31, 2015, three customers represented 16%, 13% and 12% of the gross accounts receivable balance of \$724, respectively. The accounts receivable balances due from this significant customer was aged less than 60 days and classified as current at September 30, 2016. No other individual customers represented more than 10% of accounts receivable.

EQ INC.

Notes to Unaudited Condensed Consolidated Interim Financial Statements (continued)
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Three and nine months ended September 30, 2016 and 2015

16. Financial risk management: (continued)

(b) Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's approach to managing liquidity is to ensure, to the extent possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company manages its liquidity risk by continually monitoring forecasted and actual revenue and expenditures and cash flows from operations. Management is also actively involved in the review and approval of planned expenditures. The Company's principal cash requirements are for principal and interest payments on its debt, capital expenditures and working capital needs. The Company uses its operating cash flows, operating facilities and cash balances to maintain liquidity.

EQ INC.

Notes to Consolidated Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

16. Financial risk management: (continued)

(b) Liquidity risk: (continued)

The following are the contractual maturities for the Company's obligations:

September 30, 2016	Carrying amount	Contractual cash flow	Less than 1 year	1 - 3 years	>3 years
Trade and other payables ⁽ⁱ⁾	\$ 1,745	\$ 1,745	\$ 1,745	\$ –	\$ –
Operating leases	816	816	76	554	186
Loan and borrowings	2,226	2,226	263	1,963	–
	\$ 4,787	\$ 4,787	\$ 2,084	\$ 2,517	\$ 186

December 31, 2015	Carrying amount	Contractual cash flow	Less than 1 year	1 - 3 years	>3 years
Trade and other payables ⁽ⁱ⁾	\$ 2,050	\$ 2,050	\$ 2,050	\$ –	\$ –
Operating leases	1,171	1,171	291	646	234
Loan and borrowings	1,323	1,323	1,323	–	–
	\$ 4,544	\$ 4,544	\$ 3,664	\$ 646	\$ 234

⁽ⁱ⁾Trade and other payables exclude sales tax payable and other non-contractual liabilities.

EQ INC.

Notes to Consolidated Financial Statements (continued)
(In thousands of Canadian dollars, except per share amounts)

Three and nine months ended September 30, 2016 and 2015

17. Consolidated statements of cash flows:

The change in non-cash operating working capital comprises the following:

	Nine months ended September 30,	
	2016	2015
Accounts receivable	\$ 36	\$ 193
Other current assets	84	(36)
Accounts payable and accrued liabilities	89	(59)
Deferred revenue	(4)	(129)
	\$ 205	\$ (31)

18. Related party transactions and balances:

During November 2015, the Company announced the closing of the aforementioned financing involving the New Notes, which consisted of \$1,421 New Notes, \$587 of such New Notes having been subscribed for by officers and directors of the Company.

On August 18, 2016, the Company announced the closing of the first tranche of a debt financing which consisted of \$1,155 New Promissory Notes, \$400 of the New Promissory Notes having been subscribed for by officers and directors of the Corporation.

EQ INC.

Notes to Consolidated Financial Statements (continued)
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Three and nine months ended September 30, 2016 and 2015

19. Subsequent event:

On November 18, 2016, the Company announced that, subject to final TSX Venture Exchange (“TSX-V”) approval, it has completed the second tranche of a debt financing, the terms of which were previously announced on June 22, 2016. Pursuant to this second tranche closing, the Corporation issued \$345 non-convertible secured promissory notes (the “New Promissory Notes”). The New Promissory Notes will accrue interest at a rate of 8% per annum, calculated annually, and will be due fifteen months from the date of issuance.

In connection with the issuance of the New Promissory Notes, the lenders received seven non-transferable warrants (the “New Bonus Warrants”) for each dollar of principal amount of New Promissory Notes, with each New Bonus Warrant being exercisable for a period of fifteen months from the date of issuance for one common share of the Corporation (a “Common Share”) at an exercise price of \$0.08 per Common Share. All Common Shares will be subject to a four month hold period from the date of issuance in accordance with applicable securities law.