

iLOOKABOUT Corp.

Consolidated Financial Statements

For the years ended December 31, 2015 and 2014

To the Shareholders of iLOOKABOUT Corp.:

Management is responsible for the preparation and presentation of the accompanying consolidated financial statements of the Company and its subsidiaries, including responsibility for significant accounting judgments and estimates. Management's responsibility includes selecting appropriate accounting principles and methods, and making decisions affecting the measurement of transactions in which judgment is required. These financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS").

Management is also responsible for establishing and maintaining adequate internal control over financial reporting processes that include those policies and procedures that provide reasonable assurance over the safeguarding of assets and over the completeness, fairness and accuracy of the financial statements and other financial information.

The Board is responsible for overseeing management in the performance of its financial reporting responsibilities. To fulfill these responsibilities, the Board reviews the financial information prepared by management and discusses relevant and significant matters with management. The Board carries out its responsibility principally through its Audit Committee. The Board appoints an Audit Committee, which meets at least quarterly with management and regularly with the external auditors, KPMG LLP. The Audit Committee reports its findings to the Board who ultimately approve the financial statements for issuance to the shareholders. The Audit Committee also considers, for review by the Board and approval by the shareholders, the engagement or reappointment of the external auditors.

KPMG LLP, an independent firm of Licensed Public Accountants, was appointed by the shareholders to audit the consolidated financial statements and report directly to them. Their report follows. The external auditors have full and free access to, and meet periodically and separately with, both the Audit Committee and management to discuss their audit findings.

"Robin Dyson"
Robin Dyson, CPA, CA
Chief Financial Officer
April 25, 2016

"Jeff Young"
Jeff Young
Chief Executive Officer
April 25, 2016



KPMG LLP
140 Fullarton Street Suite 1400
London, ON N6A 5P2
Canada

Telephone (519) 672-4880
Fax (519) 672-5684
Internet www.kpmg.ca

INDEPENDENT AUDITORS' REPORT

To the Shareholders of iLOOKABOUT Corp.

We have audited the accompanying consolidated financial statements of iLOOKABOUT Corp., which comprise the consolidated statements of financial position as at December 31, 2015 and 2014, the consolidated statements of comprehensive loss, changes in shareholders' equity (deficiency) and cash flows for the years then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of iLOOKABOUT Corp. as at December 31, 2015 and 2014, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards.

Chartered Professional Accountants, Licensed Public Accountants

April 25, 2016

London, Canada

iLOOKABOUT Corp.
Consolidated Statements of Financial Position
(in Canadian dollars)

As at December 31	Note	2015	2014
Assets			
Current Assets:			
Cash		\$ 2,600,269	\$ 2,634,779
Trade and other receivables		525,849	525,622
Prepaid expenses and other current assets		158,902	155,574
		<u>3,285,020</u>	<u>3,315,975</u>
Non-current Assets:			
Equipment	4	394,076	477,417
Intangible assets	5	2,079,385	26,167
		<u>2,473,461</u>	<u>503,584</u>
Total Assets		<u>\$ 5,758,481</u>	<u>\$ 3,819,559</u>
Liabilities and Shareholders' Equity			
Current Liabilities:			
Accounts payable and accrued liabilities		\$ 1,244,414	\$ 822,204
Unearned revenue		746,584	808,403
Current portion of long-term debt	7	607,159	744,169
		<u>2,598,157</u>	<u>2,374,776</u>
Non-current Liabilities:			
Unearned revenue		673,124	458,056
Long-term debt	7	29,013	623,561
Provision	7	-	121,000
		<u>702,137</u>	<u>1,202,617</u>
Shareholders' Equity	8	2,458,187	242,166
Commitments	16		
Subsequent events	19		
Total Liabilities and Shareholders' Equity		<u>\$ 5,758,481</u>	<u>\$ 3,819,559</u>

The accompanying notes are an integral part of these consolidated financial statements.

iLOOKABOUT Corp.
Consolidated Statements of Comprehensive Loss
(in Canadian dollars)

Years ended December 31	Note	2015	2014
Revenue	<i>10</i>	\$ 7,481,725	\$ 5,657,167
Direct operating expenses		3,383,267	2,706,118
Gross margin		4,098,458	2,951,049
Other operating expenses:			
Technology		1,182,050	1,018,632
Selling and business development		1,250,383	820,618
General and administration		2,774,086	1,909,195
		5,206,519	3,748,445
Loss from operations		(1,108,061)	(797,396)
Finance costs	<i>13</i>	(128,222)	(267,101)
Foreign exchange gain		276,447	121,448
Loss for the year		\$ (959,836)	\$ (943,049)
Other comprehensive loss:			
Items that will not be reclassified to loss for the year:			
Foreign exchange loss on the translation of foreign operations		(151,376)	(105,564)
Comprehensive loss for the year		\$ (1,111,212)	\$ (1,048,613)
Weighted average number of common shares			
Basic and diluted	<i>14</i>	59,383,629	46,681,920
Loss per share			
Basic and diluted	<i>14</i>	\$ (0.02)	\$ (0.02)

The accompanying notes are an integral part of these consolidated financial statements.

iLOOKABOUT Corp.
Consolidated Statements of Changes in Shareholders' Equity (Deficiency)
(in Canadian dollars)

Year ended December 31, 2015

	Note	Common share capital	Warrant capital	Conversion option reserve	Contributed surplus	Deficit	Translation reserve	Total Equity
Balance at December 31, 2014		\$ 10,507,651	\$ 619,676	\$ 139,468	\$ 3,855,424	\$ (14,687,050)	\$ (193,003)	\$ 242,166
Loss for the period		-	-	-	-	(959,836)	-	(959,836)
Other comprehensive loss:								
Foreign exchange loss on the translation of foreign operations		-	-	-	-	-	(151,376)	(151,376)
Comprehensive loss for the period		-	-	-	-	(959,836)	(151,376)	(1,111,212)
Dividend conversion	8 (a)	61,661	-	-	-	-	-	61,661
Issuance of common shares for asset purchase	8 (d)	2,279,550	-	-	-	-	-	2,279,550
Conversion of preference shares	8 (e)	324,638	97,554	(66,479)	-	-	-	355,713
Redemption of preference shares	7 (b)	-	-	(72,989)	72,989	-	-	-
Share-based compensation	12	-	-	-	630,309	-	-	630,309
Balance at December 31, 2015		\$ 13,173,500	\$ 717,230	\$ -	\$ 4,558,722	\$ (15,646,886)	\$ (344,379)	\$ 2,458,187

Year ended December 31, 2014

	Note	Common share capital	Warrant capital	Conversion option reserve	Contributed surplus	Deficit	Translation reserve	Total (Deficiency) Equity
Balance at December 31, 2013		\$ 8,834,916	\$ 207,254	\$ 139,468	\$ 3,526,394	\$ (13,744,001)	\$ (87,439)	\$ (1,123,408)
Loss for the period		-	-	-	-	(943,049)	-	(943,049)
Other comprehensive loss:								
Foreign exchange gain on the translation of foreign operations		-	-	-	-	-	(105,564)	(105,564)
Comprehensive loss for the period		-	-	-	-	(943,049)	(105,564)	(1,048,613)
Dividend conversion	8 (a)	71,607	-	-	-	-	-	71,607
Issuance of common shares and warrants	8 (b)	1,576,828	412,422	-	-	-	-	1,989,250
Options exercised	8 (c)	24,300	-	-	(9,300)	-	-	15,000
Share-based compensation	12	-	-	-	338,330	-	-	338,330
Balance at December 31, 2014		\$ 10,507,651	\$ 619,676	\$ 139,468	\$ 3,855,424	\$ (14,687,050)	\$ (193,003)	\$ 242,166

The accompanying notes are an integral part of these consolidated financial statements.

iLOOKABOUT Corp.
Consolidated Statements of Cash Flows
(in Canadian dollars)

Years ended December 31	Note	2015	2014
Cash flows from operating activities			
Loss for the period		\$ (959,836)	\$ (943,049)
Adjustments for:			
Loss on disposal of equipment	4	5,211	2,255
Amortization of equipment	4	177,063	194,682
Amortization of intangible assets	5	228,624	104,666
Unrealized foreign exchange gain		(268,824)	(59,723)
Finance costs	13	128,222	267,101
Share-based compensation expense	12	630,309	338,330
		(59,231)	(95,738)
Changes in non-cash working capital	15	189,585	(180,914)
Interest paid		(34,108)	(45,723)
Interest received		1,708	252
Tax credits received	11	245,923	53,990
Cash provided by (used in) operating activities		343,877	(268,133)
Cash flows from financing activities			
Repayment of debt financing of software licence		-	(64,115)
Repayment of debt financing of vehicles	7 (c)	(9,712)	(4,372)
Redemption of preference shares	7 (b)	(405,992)	-
Proceeds from debt financing of vehicles	7 (c)	-	53,409
Proceeds from issuance of common shares and warrants	8 (b)	-	2,000,000
Proceeds from options exercised	8 (c)	-	15,000
Corporate transaction costs		(3,896)	(16,775)
Cash provided by (used in) financing activities		(419,600)	1,983,147
Cash flows from investing activities			
Purchase of equipment	4	(103,260)	(170,139)
Proceeds on disposal of equipment	4	4,327	819
Purchase of intangible asset	5	(1,842)	-
Cash used in investing activities		(100,775)	(169,320)
Increase (decrease) in cash during the period		(176,498)	1,545,694
Effect of exchange rate fluctuations on cash		141,988	30,893
Cash - beginning of period		2,634,779	1,058,192
Cash - end of period		\$ 2,600,269	\$ 2,634,779

The accompanying notes are an integral part of these consolidated financial statements.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

1. Corporate Information

iLOOKABOUT Corp. and its subsidiaries are engaged in the visual and data intelligence business of collecting, processing and geo-coding street-level image data; aggregating additional value-added property based data; providing image and related data management and data analysis software; developing custom software applications; and providing real estate consulting services with a focus on Property Tax and Valuation sectors.

The consolidated financial statements comprise iLOOKABOUT Corp., and its wholly-owned subsidiaries iLOOKABOUT Inc., iLOOKABOUT (US) Inc., and Municipal Tax Advisory Group Inc. (together referred to as the “Company”). iLOOKABOUT Corp., iLOOKABOUT Inc. and Municipal Tax Advisory Group Inc. are incorporated under the laws of the Province of Ontario, and iLOOKABOUT (US) Inc. is incorporated under the laws of the State of Delaware. iLOOKABOUT Corp. and its subsidiaries each have a December 31 year end.

The Company’s principal place of business is located at 383 Richmond Street, Suite 408, London, Ontario, Canada.

The Company’s shares are traded in Canada on the TSX Venture Exchange (“TSX-V”) under the symbol ILA.

2. Basis of Preparation

(a) Statement of compliance

These consolidated financial statements have been prepared by management in compliance with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”).

These consolidated financial statements for the years ended December 31, 2015 and 2014 were authorized for issuance by the Board of Directors of the Company on April 25, 2016.

(b) Basis of measurement

These consolidated financial statements are prepared mainly on the historical cost basis. Other measurement bases used are described in the applicable notes.

The consolidated statements of comprehensive loss are presented using the functional classification for expenses.

(c) Functional and presentation currency

These consolidated financial statements are presented in Canadian dollars (“CAD”), which is the Company’s functional currency.

(d) Use of estimates and judgements

Critical accounting estimates

The preparation of these consolidated financial statements requires management to apply judgement when making estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results could differ materially from these estimates.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 2 - continued)

Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. Key areas of estimation are as follows:

Revenue recognition

Revenue from sales arrangements that include multiple elements is allocated amongst the separately identifiable components based on the relative fair value of the components included in the arrangement. In order to allocate the total revenue from an arrangement with multiple elements, management is required to estimate the fair value of each of those elements. These estimates can affect the timing of revenue recognition over the term of the sales arrangement.

Share-based compensation

Management is required to make certain estimates and assumptions when determining the grant date fair value of stock option awards and the number of awards that are expected to vest. Fair value is determined using the Black-Scholes option pricing model. Estimates are made with respect to risk-free interest rates, expected share volatility, expected dividend yield, forfeiture rates, and expected life.

Warrants

Management is required to make certain estimates and assumptions when determining the fair value of warrants. Fair value is determined using the Black-Scholes option pricing model. Estimates are made with respect to inputs to the Black-Scholes model including risk-free interest rates, expected share volatility, expected dividend yield, and expected life.

Provision

To establish a provision with respect to a bonus interest payment which will be due upon maturity of the secured term credit facility, Management was required to make estimates with respect to the Company's expected financial results in previous years, as it is the financial results for fiscal 2014 and 2015 upon which the bonus interest amount is to be calculated.

Intangible assets

Management is required to make certain estimates related to the expected useful lives of intangible assets, upon which amortization for those assets are based.

Impairment of non-financial assets

When the Company identifies indicators of a potential impairment of non-financial assets, analysis is performed to estimate the recoverable amount of such assets. The recoverable amount of an asset or Cash Generating Unit ("CGU") is the greater of its value in use and its fair value less costs to sell. In calculating the value in use, the Company uses expected future cash flows which are discounted using a rate specific to the asset or CGU. Significant estimates used in the preparation of the value in use calculation include future cash flows and projections, estimates of achieving specific operating results, estimates of future capital expenditures and the weighted average cost of capital used to discount the future cash flows.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 2 - continued)

Critical judgements in applying accounting policies

In the preparation of these consolidated financial statements management has made judgements, aside from those that involve estimates, in the process of applying the accounting policies. These judgements can have an effect on the amounts recognized in the financial statements.

Revenue recognition

Management must use judgement in determining whether the Company is acting as an agent or principal in a transaction based on an evaluation of risks and responsibilities taken by the Company. Judgement is required in each applicable revenue arrangement and all relevant facts and circumstances must be considered.

Management must also use judgement in determining whether components within a revenue arrangement have stand alone value.

Income tax

Management is required to apply judgement in determining whether it is probable that deferred income tax assets will be realized. At December 31, 2015 and 2014, management had determined that future realization of its deferred income tax assets did not meet the threshold of being probable, and as such, has not recognized any deferred income tax assets in the consolidated statements of financial position.

In addition, the measurement of income taxes payable and deferred income tax assets and liabilities requires management to make judgements in the interpretation and application of the relevant tax laws. The actual amount of income taxes only becomes final upon filing and acceptance of the tax return by the relevant authorities, which occurs subsequent to the issuance of the financial statements.

Accounts receivable

Management is required to use judgement in assessing the collectability of accounts receivable. Factors considered in making these judgements include, but are not limited to, age of the receivable, payment history and financial condition of the debtor.

Impairment of non-financial assets

Management exercises judgement in assessing whether there are indications that an asset may be impaired. Factors considered include whether an active market exists for the output produced by the asset or group of assets, as well as how management monitors and makes decisions about the Company's operations. Management must also use judgement in regularly assessing whether any previously recorded impairment losses should be reversed.

Cash Generating Units

Cash Generating Units ("CGUs") are defined as the lowest grouping of integrated assets that generate identifiable cash inflows that are largely independent of the cash inflows of other assets or groups of assets. The classification of assets into CGUs requires significant judgment and interpretations with respect to the integration between assets, the existence of active markets, external users, shared infrastructures and the way in which management monitors operations.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

3. Significant Accounting Policies

The significant accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements, unless otherwise indicated.

The accounting policies have been consistently applied by the Company's subsidiaries.

(a) Basis of consolidation

Subsidiaries are legal entities controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The consolidated financial statements include the accounts of iLOOKABOUT Corp. and its wholly-owned subsidiaries iLOOKABOUT Inc., iLOOKABOUT (US) Inc., and Municipal Tax Advisory Group Inc.

(b) Revenue recognition

The Company earns revenue primarily from its StreetScape imagery, GeoViewPort geographical information system ("GIS") application, and related services which can be sold on a stand-alone basis or in a sales arrangement with multiple components. The Company also generates revenue from the provision of professional services.

Licence and transaction based revenue is primarily generated from the delivery of geo-coded, street-level images and related data. This revenue is recognized as service is delivered, when persuasive evidence of an arrangement exists, the fee is fixed and determinable and collection is considered probable. Revenue for long term licensing contracts is generally recognized over the life of the contract, in accordance with contract terms, as service is provided. Transaction based revenue is recognized as transactions are completed and service is provided.

Revenue related to professional services is recognized as service is delivered, when persuasive evidence of an arrangement exists, the amount of revenue can be measured reliably, and collection is considered probable.

Revenue from sales arrangements that include multiple components is allocated amongst the components based on the relative fair value of the components included in the arrangement. An element is considered to be separately identifiable if the service delivered has stand-alone value to the customer and the fair value can be measured reliably. If these criteria are not met, revenue for the arrangement as a whole is accounted for as a single unit of accounting. The amount recognized as revenue for each component is the fair value of the element in relation to the fair value of the arrangement as a whole. The fair value of each component is based on a hierarchy of (1) vendor specific objective evidence ("VSOE") of selling price, if available, (2) third-party evidence ("TPE") of selling price, if VSOE is unavailable, and (3) the cost-plus-margin ("CPM") method if neither VSOE nor TPE is available.

Amounts billed in accordance with customer contracts, but not yet earned, are recorded and presented as unearned revenue.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 3 - continued)

(c) Financial instruments – non-derivative

(i) Initial recognition

The Company recognizes loans and receivables on the date that they originate. All other financial assets and financial liabilities are recognized initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument. All of the Company's financial assets are classified as loans and receivables. Under IFRS, loans and receivables are defined as financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value less any directly attributable transaction costs.

All of the Company's financial liabilities are classified as other liabilities. Other liabilities are recognized initially at fair value less any directly attributable transaction costs.

(ii) Measurement

Subsequent to initial recognition, loans and receivables are measured at amortized cost using the effective interest rate method less any impairment losses. Loans and receivables comprise cash and trade and other receivables.

Subsequent to initial recognition, other liabilities are measured at amortized cost using the effective interest method. Accounts payable, accrued liabilities, and long-term debt are classified as other liabilities.

(iii) Offsetting policy

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

(iv) De-recognition policy

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. Any interest in transferred financial assets that is created or retained by the Company is recognized as a separate asset or liability. The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire.

(v) Impairment

A financial asset carried at amortized cost is considered impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flow of that asset that can be estimated reliably. Individually significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively.

An impairment loss in respect of a financial asset is measured at amortized cost, calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 3 - continued)

In assessing collective impairment, the Company uses historical trends of the probability of default, timing of recoveries and the amount of loss incurred, adjusted for management's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or less than suggested by historical trends. Losses are recognized in the statements of comprehensive loss and reflected in an allowance account against accounts receivable.

(vi) Compound financial instruments

Compound financial instruments issued by the Company comprise Series I Preference Shares that were convertible into common shares and warrants. The financial liability component of a compound financial instrument is recognized initially at the fair value of a similar liability that does not have an equity conversion option. The equity component, representing the holders' option to convert into the Company's common shares, is recognized initially at fair value determined as the excess of the face value of the compound financial instrument and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortized cost using the effective interest method. The equity component of a compound financial instrument is not re-measured subsequent to initial recognition.

Interest, dividends, losses and gains relating to the financial liability are recognized in profit or loss.

(d) Equipment

Equipment is stated at cost less accumulated amortization. Cost includes expenditures that are directly attributable to the acquisition of the asset. When significant parts of an item of equipment have different useful lives, those components are accounted for as separate items of equipment and amortized separately.

Gains and losses on disposal are determined by comparing the proceeds from disposal with the carrying amount of equipment and are recognized in profit or loss.

Equipment is amortized over the estimated useful life of the asset based on the following:

Asset	Rate	Depreciation Method	Recorded as
Computer hardware	30%	Declining balance	Direct operating expenses
Equipment – StreetScape Imaging	2-4 years	Straight-line	Direct operating expenses
Furniture and equipment	20%	Declining balance	General and administration expenses
Leasehold improvements	lease term	Straight-line	General and administration expenses
Vehicles	30%	Declining balance	Direct operating expenses

In the year of acquisition, a half-year of amortization is recorded.

Management reviews amortization methods and rates annually and adjusts amortization accordingly on a prospective basis.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 3 - continued)

(e) Intangible assets

Intangible assets are stated at cost less accumulated amortization and accumulated impairment losses. Intangible assets include (i) a software licence which was acquired to service a revenue contract which licence expired in March 2015, and (ii) Real Property Tax Analytics and Realty Tax Management (the "Software") purchased in February 2015. Amortization is recorded in direct operating expense on a straight-line basis over (i) three years, which corresponds to the term of the licence, and (ii) ten years which corresponds to the expected useful life of the Software.

Annually, Management assesses the appropriateness of the estimated useful lives and amortization methods.

(f) Impairment of non-financial assets

At each reporting date, the Company's non-financial assets, such as equipment and intangible assets, are reviewed to determine whether there is an indication that those assets are impaired. If such an indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss.

At each reporting date, Management assesses whether there is an indication that a previously recognised impairment loss has reversed, and accordingly whether the impairment loss should be reversed.

The recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted at a rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generate cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. When an impairment loss is subsequently reversed, the carrying amount of the asset is increased to the revised estimate of its recoverable amount so that the increased carrying amount does not exceed the carrying amount that would have been recorded had no impairment losses been recognized for the asset in prior years.

(g) Research and development

Research costs are expensed as incurred. Development costs are expensed as incurred, unless certain criteria are met for recognition as an intangible asset. Software development costs incurred prior to establishment of technological feasibility do not meet these criteria. To date, the Company has not recognized any development costs as intangible assets.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 3 - continued)

(h) Provision

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are measured at the estimated future cash flows required to settle the present obligation based on the most reliable evidence available at the reporting date. The estimated cash flows are discounted at a rate that reflects current market assessments of the time value of money and the risks specific to the liability. The amortization of the discount and the change in the estimate of the provision are recognized as part of finance costs.

(i) Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized through profit or loss unless they arise from business combinations or items charged directly to equity or in other comprehensive loss.

Current tax is the expected taxes payable or receivable within the following twelve months and is based on taxable income or loss using tax rates enacted or substantively enacted at the reporting date, combined with any adjustments to taxes payable in respect of previous years.

Deferred tax assets and liabilities are recognized based on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities using tax rates enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income tax levies by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. Deferred tax assets are reduced when, in management's judgement, it is no longer probable that the related tax benefit will be realized.

(j) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid under short-term cash bonus plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service by the employee and the obligation can be estimated readily.

(k) Investment tax credits

The Company applies for investment tax credits in relation to scientific research and experimental development expenditures incurred, as well as product commercialization. When the Company has reasonable assurance that these investment tax credits will be received, they are accounted for as a reduction in the related expenditure.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 3 - continued)

(l) Lease payments

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are recognized in profit or loss as the payments become due.

(m) Finance Costs

Finance costs consist of interest on borrowings, long-term debt accretion, changes in the estimate of the provision, and dividends on preference shares. Finance costs are recognized as they accrue using the effective interest method.

(n) Foreign currency translation

The Company's functional and presentation currency is the Canadian dollar. Functional currency is also determined for each of the Company's subsidiaries, and items included in the financial statements of the subsidiary are measured using that functional currency.

Transactions denominated in a foreign currency are translated into Canadian dollars using the exchange rates prevailing at the dates of the transaction. Monetary assets and liabilities denominated in a foreign currency are translated into Canadian dollars at the rates of exchange in effect at each reporting date. Foreign exchange gains and losses are recognized in profit or loss.

Assets and liabilities of a foreign operation that has a functional currency other than the Canadian dollar are translated into Canadian dollars at the reporting date exchange rate, and transactions are translated using the exchange rate prevailing at the dates of the transaction. All resulting changes are recognized in other comprehensive income (loss) in the translation reserve in shareholders' equity (deficiency).

(o) Share-based compensation

Stock options

All stock options granted to employees, directors and contractors are settled with common shares of the Company. The expense and corresponding increase in contributed surplus in shareholders' equity (deficiency) are determined based on the grant date fair value of the award and recognized using the graded method over the period that the employees unconditionally become entitled to the awards. Upon the exercise of the option, consideration received, together with the amount previously recognized in contributed surplus, is recorded as an increase to share capital.

The amount recognized as an expense is adjusted to reflect the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognized as expense is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

For awards with non-vesting conditions, the grant date fair value is measured to reflect such conditions and there is no adjustment for the difference between expected and actual outcomes.

Stock options issued to contractors are measured based on the fair value of the goods and services received unless that fair value cannot be estimated reliably. If the fair value of the goods and services cannot be reliably measured, then the fair value of the equity instruments granted will be used to recognize the expense.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 3 - continued)

Deferred Share Units

In June 2014, the Company implemented a Directors' Deferred Share Unit Plan. As the Company has the option and intent to settle the Deferred Share Units ("DSUs") in common shares upon the retirement of a director, upon the grant of DSUs the Company records an expense with a corresponding increase to contributed surplus.

(p) Loss per share

The Company presents basic and diluted loss per share data. Basic loss per share is calculated by dividing net loss for the period by the weighted average number of shares outstanding during the period. Diluted loss per share is determined by adjusting the net loss attributable to common shareholders and the weighted average number of common shares outstanding for the effects of all dilutive potential common shares. When a net loss is incurred, basic and diluted loss per share are the same because the exercise of options and warrants are anti-dilutive.

(q) New accounting pronouncements adopted during the year

Annual Improvements to IFRS

In December 2013, the IASB issued narrow-scope amendments to a total of nine standards. Most of the amendments apply prospectively for annual periods beginning on or after July 1, 2014. The Company adopted these amendments in its financial statements effective January 1, 2015. The adoption of these amendments did not have a material impact on the financial statements.

(r) Recent accounting pronouncements not yet adopted

The IASB has issued new standards and amendments to existing standards. These changes in accounting were not yet effective at December 31, 2015, and could have an impact on future periods.

IAS 1 - Presentation of Financial Statements

In December 2014, the IASB issued amendments to IAS 1 - Presentation of Financial Statements as part of its initiative to improve presentation and disclosure in financial reports. The amendments are effective for annual periods beginning on or after January 1, 2016. Early adoption is permitted. These amendments will not require any significant change to current practice, but should facilitate improved financial statement disclosures. Management intends to adopt these amendments in its consolidated financial statements for the annual period beginning on January 1, 2016. The Company does not expect the amendments to have a material impact on the consolidated financial statements.

IFRS 9 - Financial Instruments

In July 2014, the IASB issued the final publication of the IFRS 9 standard, superseding the current IAS 39 - Financial Instruments: recognition and measurement standard. IFRS 9 includes revised guidance on the classification and measurement of financial instruments, including a new expected credit loss model for calculating impairment on financial assets, and the new general hedge accounting requirements. It also carries forward the guidance on recognition and de-recognition of financial instruments from IAS 39. The standard is effective for annual periods beginning on or after January 1, 2018 with early adoption permitted. Management is assessing the impact of this standard on the consolidated financial statements.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 3 - continued)

IFRS 15 - Revenue from Contracts with Customers

In May 2014, the IASB issued IFRS 15 which supersedes existing standards and interpretations including but not limited to IAS 11 – Construction Contracts, IAS 18 – Revenue, and IFRIC 13 - Customer Loyalty Programmes.

IFRS 15 introduces a single model for recognizing revenue from contracts with customers with the exception of certain contracts under other IFRSs such as IAS 17 - Leases. The standard requires revenue to be recognized in a manner that depicts the transfer of promised goods or services to a customer and at an amount that reflects the expected consideration receivable in exchange for transferring those goods or services. This is achieved by applying the following five steps:

1. Identify the contract with a customer;
2. Identify the performance obligations in the contract;
3. Determine the transaction price;
4. Allocate the transaction price to the performance obligations in the contract; and
5. Recognize revenue when (or as) the entity satisfies a performance obligation.

IFRS 15 also provides guidance relating to the treatment of contract acquisition and contract fulfillment costs.

We expect the application of this new standard will have significant impacts on the Company's reported results, specifically with regards to the timing of recognition and classification of revenue, and the treatment of contract acquisition and contract fulfillment costs. The standard is effective for annual periods beginning on or after January 1, 2018. Management is assessing the impact of this standard on the consolidated financial statements.

IFRS 16 - Leases

In January 2016, the IASB issued the final publication of the IFRS 16 - Leases standard, which will supersede the current IAS 17 - Leases standard. IFRS 16 introduces a single accounting model for lessees and for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee will be required to recognize a right-of-use asset, representing its right to use the underlying asset, and a lease liability, representing its obligation to make lease payments. The accounting treatment for lessors will remain largely the same as under IAS 17.

The standard is effective for annual periods beginning on or after January 1, 2019, with early adoption permitted, but only if the entity is also applying IFRS 15. The Company will have the option to either:

- apply IFRS 16 with full retrospective effect; or
- recognize the cumulative effect of initially applying IFRS 16 as an adjustment to opening equity at the date of initial application.

Management is assessing the impact of this standard on the consolidated financial statements.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

4. Equipment

	Computer hardware	Computer software	Equipment – Virtual Tours	Equipment – StreetScape	Furniture and equipment	Leasehold improvements	Vehicles	Total
Cost or deemed cost								
Balance at December 31, 2013	910,559	202,139	20,971	378,595	138,498	48,677	137,292	1,836,731
Additions	53,532	1,254	-	46,421	4,806	17,802	46,324	170,139
Disposals	-	(203,393)	(20,971)	(3,479)	(277)	-	-	(228,120)
Balance at December 31, 2014	964,091	-	-	421,537	143,027	66,479	183,616	1,778,750
Additions	79,973	-	-	3,420	16,167	3,700	-	103,260
Disposals	-	-	-	-	-	-	(32,588)	(32,588)
Balance at December 31, 2015	1,044,064	-	-	424,957	159,194	70,179	151,028	1,849,422
Amortization								
Balance at December 31, 2013	630,392	199,398	18,106	285,833	106,535	46,733	44,700	1,331,697
Amortization	92,080	3,993	573	52,789	6,857	3,665	34,725	194,682
Disposals	-	(203,391)	(18,679)	(2,914)	(62)	-	-	(225,046)
Balance at December 31, 2014	722,472	-	-	335,708	113,330	50,398	79,425	1,301,333
Amortization	84,481	-	-	51,239	7,556	3,991	29,796	177,063
Disposals	-	-	-	-	-	-	(23,050)	(23,050)
Balance at December 31, 2015	806,953	-	-	386,947	120,886	54,389	86,171	1,455,346
Carrying amounts								
At December 31, 2015	237,111	-	-	38,010	38,308	15,790	64,857	394,076
At December 31, 2014	241,619	-	-	85,829	29,697	16,081	104,191	477,417

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

5. Intangible asset

Cost	
At December 31, 2013 and 2014	\$ 436,857
Additions (a)	2,281,842
Disposal (b)	(314,000)
At December 31, 2015	\$ 2,404,699
Accumulated Amortization and Impairment Loss	
At December 31, 2013	\$ 306,024
Amortization	104,666
At December 31, 2014	\$ 410,690
Amortization	228,624
Disposal (b)	(314,000)
At December 31, 2015	\$ 325,314
Carrying amounts	
At December 31, 2014	\$ 26,167
At December 31, 2015	\$ 2,079,385

(a) Software Asset Purchase

In February 2015, the Company completed a software asset purchase. The purchase included Real Property Tax Analytics Software and Realty Tax Management Software (the “Software”) from Yeoman & Company Paralegal Professional Corporation (“YCP”), a related party as disclosed in note 7, and 2025832 Ontario Inc. (collectively the “Vendors”). The Company intends to re-licence this Software to end customers. In exchange for the Software, the Company issued 6,000,000 common shares of the Company at a price of \$0.38 per share, being the closing share price on the closing date of the transaction. The Company valued the software at the fair value of the shares issued as the fair value of the software could not be estimated reliably.

The Company has determined that the expected life of the Software is approximately ten years. The Software will be amortized over ten years on a straight line basis, commencing on the date of acquisition. Such amortization is included in direct operating expenses.

(b) Software licence expiry

In March 2012, the Company acquired a software licence, which was amortized on a straight-line basis over the licence term of three years, until March 2015, at which time it expired.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

6. Income taxes

The components of income tax expense (benefit) for the years ended December 31, 2015 and 2014 were as follows:

	Year ended		Year ended	
	December 31, 2015		December 31, 2014	
Current tax expense	\$	-	\$	-
Deferred tax expense (benefit)				
Origination and reversal of temporary differences	\$	(82,000)	\$	(78,000)
Change in unrecognized deductible temporary differences		(17,000)		274,200
Other		99,000		(196,200)
Deferred tax benefit	\$	-	\$	-

The recovery of income tax differs from the amount that would be computed by applying the combined federal and provincial statutory income tax rate to the comprehensive loss before income taxes for reasons as follows:

	Year ended		Year ended	
	December 31, 2015		December 31, 2014	
Statutory income tax rate		26.50%		26.50%
Comprehensive loss	\$	(1,111,212)	\$	(1,048,614)
Computed income tax expense (recovery)	\$	(294,500)	\$	(277,900)
Increase (decrease) in income tax resulting from:				
Amounts not deductible for tax		215,800		199,300
Change in unrecognized deductible temporary differences		(17,000)		274,200
Other		95,700		(195,600)
Income tax expense	\$	-	\$	-

As at December 31, 2015 and 2014, deferred tax assets have not been recognized in respect of the following items:

	December 31, 2015		December 31, 2014	
Non-capital losses	\$	2,265,700	\$	2,253,500
Deductible temporary differences		1,375,300		1,404,500
	\$	3,641,000	\$	3,658,000

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 6 - continued)

In assessing the ability to realize the benefit of the deferred tax assets, management considers whether it is probable that some portion or all of the deferred tax assets will be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income. Management considers the likelihood of future profitability, the character of the deferred tax assets and available tax planning strategies in making this assessment. To the extent that management believes it is probable the deferred tax assets will be realized, that portion of the deferred tax assets is recognized in the financial statements. Based on this assessment, the deferred tax assets as at December 31, 2015 and 2014 have not been recognized in the consolidated financial statements.

As at December 31, 2015, the Company had non-capital loss carry-forwards of approximately \$8,353,000 that expire between 2026 and 2035.

As at December 31, 2015, the Company also had Scientific Research and Experimental Development (“SR&ED”) expenditures of approximately \$4,362,000 available for future years. These SR&ED expenditures do not expire. In addition, the Company has unused investment tax credits of approximately \$968,000.

7. Long-term debt

	December 31, 2015	December 31, 2014
(a) Secured term credit facility	\$ 596,847	\$ 584,237
(b) Debt component of Series 1 Preference Shares	-	734,456
(c) Debt financing of vehicles	39,325	49,037
	\$ 636,172	\$ 1,367,730
Due within 1 year	\$ 607,159	\$ 744,169
Due between 1 and 5 years	29,013	623,561
	\$ 636,172	\$ 1,367,730

(a) *Secured term credit facility*

	Face Value	Carrying Value
Balance, December 31, 2013	\$ 600,000	\$ 571,626
Accretion expense	-	12,611
Balance, December 31, 2014	\$ 600,000	\$ 584,237
Accretion expense	-	12,610
Balance, December 31, 2015	\$ 600,000	\$ 596,847

The Company has a term credit facility which allowed the Company to draw up to \$2,000,000. The facility provided for the distribution of the financing in stages, subject to the Company meeting specified performance milestones.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 7 - continued)

In March 2012, the Company achieved the required performance milestones to trigger the first disbursement of \$600,000 and received these funds at that time.

Key terms of the credit facility include the following:

- Principal of \$2,000,000 to be released in three disbursements of \$600,000, \$500,000 and \$900,000;
- Disbursements were to be triggered by the achievement of pre-determined performance milestones;
- Acceptance of triggered disbursements was at the option of the Company;
- Interest at the rate of 5% per annum;
- Maturity date of April 15, 2016;
- Bonus interest payment, to be calculated and paid at maturity, based on the Company's financial performance in the final two fiscal years of the loan;
- Provides for monthly interest payments only. All principal amounts are due and payable at maturity or earlier in the event of default; and
- The credit facility is collateralized by a first ranking general security agreement covering all assets of the Company and a first assignment of two key man life insurance policies for up to \$2,000,000.

In March 2014, the second and third tranches of the facility were cancelled without being drawn upon.

As the bonus interest payment was based on the Company's financial results for the fiscal years of 2014 and 2015, an estimate of the bonus interest was prepared by management and recorded as a provision prior to December 31, 2015. As the actual bonus interest payment was known as of December 31, 2015, this amount was recorded as an accrued liability as at December 31, 2015.

The change in the provision during the year was as follows:

	Carrying Value
Balance, December 31, 2013	\$ 61,000
Accretion of provision	28,000
Change due to reassessment of provision	32,000
Balance, December 31, 2014	\$ 121,000
Accretion of provision	44,550
Transfer to accrued liabilities	(165,550)
Balance, December 31, 2015	\$ -

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 7 - continued)

(b) *Series 1 Preference Shares*

		Face Value		Carrying Value
Balance, December 31, 2013	\$	750,000	\$	675,437
Accretion expense		-		59,019
Balance, December 31, 2014	\$	750,000	\$	734,456
Accretion expense		-		15,544
Conversion of preference shares		(357,500)		(357,500)
Redemption of preference shares		(392,500)		(392,500)
Balance, December 31, 2015	\$	-	\$	-

In March 2012, the Company issued 750,000 Series 1 Preference Shares (“Preference Shares”) at a subscription price of \$1.00 per share. These Preference Shares were fully paid, had no par value and had no voting rights. They carried a cumulative dividend rate of 12% per annum and were convertible into common shares and warrants at the option of the holder, subject to certain conversion requirements.

In March 2015, the Company received notices from certain Preference Shareholders to convert 357,500 Preference Shares and \$41,432 of accrued dividends on its Preference Shares into 1,271,598 common shares and 576,611 Warrants to satisfy the conversion requests received.

The Company also received notices from certain Preference Shareholders to redeem 335,000 Preference Shares held by them for an aggregate amount of \$346,952, including accrued but unpaid dividends of \$11,952.

The Company decided to redeem the remaining 57,500 Preference Shares in April 2015 for an aggregate Redemption Price of \$59,039, including accrued but unpaid dividends of \$1,540.

The amount of the conversion option reserve related to preference shares redeemed for cash was transferred to contributed surplus.

(c) *Debt financing of vehicles*

		Carrying Value
Balance, December 31, 2013	\$	-
Financing obtained		53,409
Repayment of financing		(4,372)
Balance, December 31, 2014	\$	49,037
Repayment of financing		(9,712)
Balance, December 31, 2015	\$	39,325

In 2014, the Company financed the purchase of three vehicles at an effective interest rate of 6.00%. These financing arrangements require equal monthly payments over each of their 5 year terms.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

8. Shareholders' Equity

	Expiry date	Exercise price	December 31, 2015		December 31, 2014	
			Issued	Amount	Issued	Amount
Issued and outstanding:						
Common shares			60,313,784	\$ 13,173,500	52,966,712	\$ 10,507,651
Share purchase warrants:						
Series G warrants	March 29, 2017	0.31	576,611	97,554	-	-
Series H warrants	January 24, 2016	0.15	1,481,000	63,050	1,481,000	63,050
Series I warrants	January 24, 2017	0.15	1,481,000	68,044	1,481,000	68,044
Series J warrants	January 24, 2018	0.15	1,481,000	76,160	1,481,000	76,160
Series K warrants	December 23, 2016	0.60	3,333,333	412,422	3,333,333	412,422
			8,352,944	717,230	7,776,333	619,676
Share capital and warrant capital			68,666,728	\$ 13,890,730	60,743,045	\$ 11,127,327

The authorized capital is an unlimited number of common shares and an unlimited number of preference shares, issuable in series. The common shares have no par value and are each entitled to one vote. All issued common shares are fully paid.

The following table presents changes in common share capital:

		Number of shares	Amount
Balance, December 31, 2013		45,818,365	\$ 8,834,916
Shares issued, dividend conversion	(a)	381,682	71,607
Shares issued, private placement	(b)	6,666,665	1,576,828
Options exercised	(c)	100,000	24,300
Balance, December 31, 2014		52,966,712	\$ 10,507,651
Shares issued, dividend conversion	(a)	193,849	61,661
Shares issued, asset purchase	(d)	6,000,000	2,279,550
Shares issued, preference share conversion	(e)	1,153,223	324,638
Balance, December 31, 2015		60,313,784	\$ 13,173,500

The following table presents changes in warrant capital:

		Number of warrants	Amount
Balance, December 31, 2013		4,443,000	\$ 207,254
Warrants issued, private placement	(b)	3,333,333	412,422
Balance, December 31, 2014		7,776,333	\$ 619,676
Warrants issued, preference share conversion	(e)	576,611	97,554
Balance, December 31, 2015		8,352,944	\$ 717,230

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 8 - continued)

(a) Dividend conversions

The Company converted the following unpaid cumulative dividends on Preference Shares into common shares in accordance with notices received from Preference Shareholders. Accrued dividends were converted at the closing common share price on the last trading day prior to the Company's receipt of the notice to convert. The Company recorded the accrued dividend amounts converted, net of costs of issuance, as an increase to common share capital and a decrease to accounts payable and accrued liabilities.

- March 2015 converted accrued dividends totaling \$41,432 into 118,375 common shares based on a market price on March 29, 2015 of \$0.35.
- January 2015 converted accrued dividends totaling \$21,888 into 75,474 common shares based on a market price on December 31, 2014 of \$0.29. Issuance costs totaled \$1,659.
- October 2014 converted accrued dividends totaling \$13,308 into 38,019 common shares based on a market price on September 30, 2014 of \$0.35. Issuance costs totaled \$1,367.
- July 2014 converted accrued dividends totaling \$17,652 into 110,316 common shares based on a market price on June 30, 2014 of \$0.16. Issuance costs totaled \$1,771.
- April 2014 converted accrued dividends totaling \$19,897 into 99,482 common shares based on a market price on April 3, 2014 of \$0.20. Issuance costs totaled \$1,444.
- January 2014 converted accrued dividends totaling \$26,775 into 133,865 common shares based on a market price on January 2, 2014 of \$0.20. Issuance costs totaled \$1,443.

(b) Private Placement

In December 2014, the Company completed a non-brokered private placement, resulting in the issuance of 6,666,665 Units for \$0.30 per Unit. Each Unit consisted of one common share, and one half of one Series K Warrant, with each full warrant entitling the holder to purchase one common share of the Company at an exercise price of \$0.60. The warrants expire 24 months from the date of issuance.

In total, 6,666,665 common shares and 3,333,333 common share purchase warrants were issued for gross proceeds of \$2,000,000, or \$1,989,250 net of issuance costs of \$10,750.

Proceeds from the private placement were allocated to common share capital and warrant capital using the relative fair value method. The fair value of common share capital was determined using the closing price of the Company's common shares on December 23, 2014, being the closing date of the private placement, and the fair value of warrant capital was determined using the Black-Scholes option pricing model, using the following assumptions:

	Series K Warrants
Exercise price	\$0.60
Risk free interest rate	1.06%
Expected dividend yield	0%
Expected share volatility	133%
Expected life	24 months

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 8 - continued)

(c) *Options exercised*

In April 2014, 100,000 stock options were exercised at an exercise price of \$0.15 per option.

(d) *Software asset purchase*

In February 2015, the Company issued 6,000,000 common shares as payment for Software acquired, as disclosed in Note 5(a).

As the closing share price on the date prior to this share issuance was \$0.38, the Company recorded an increase to share capital of \$2,280,000, less share issuance costs of \$450.

(e) *Preference share conversion*

In April 2015, the Company issued 1,153,223 common shares and 576,611 warrants to settle the conversion of 357,500 Series 1 Preference Shares. The Company recorded \$324,638, net of costs of issuance of \$1,787, as an increase to common share capital and \$97,554 as an increase to warrant capital. The allocation between share capital and warrant capital was made on a relative fair value basis.

The fair value of the warrants issued was determined at the date of grant using the Black-Scholes option pricing model with the following assumptions:

	Series G Warrants
Exercise price	\$0.31
Risk free interest rate	0.50%
Expected dividend yield	0%
Expected share volatility	106%
Expected life	24 months

Other components of shareholders' equity

Other components of shareholders' equity include:

- (i) Conversion option reserve, which represents the equity component of the Series 1 Preference Shares (described in note 7(b));
- (ii) Contributed surplus, which represents contributions by equity holders in excess of amounts allocated to share capital; and
- (iii) Translation reserve, which represents the accumulated impact of foreign exchange translation of foreign operations.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

9. Related party transactions

Key management personnel compensation

In addition to their salaries and any bonuses, the Company also provides non-cash benefits to key management personnel. Key management personnel are also entitled to participate in the Company's Stock Option Plan discussed in note 12.

Key management personnel include the directors and officers of the Company.

Key management personnel compensation is included in General and administration, and Technology expenses and comprised the following:

	2015	2014
Short-term employee benefits	\$ 692,886	\$ 573,004
Share-based compensation	628,096	331,439
	\$ 1,320,982	\$ 904,443

Employment agreements with key management personnel typically provide for severance payments if an executive's employment is terminated without cause. These severance payments generally include 6 to 24 months of base salary, and in some cases also provide for amounts related to historic average annual cash bonuses.

Key management personnel transactions

One of the premises occupied by the Company is rented on an annual basis from a related company owned, in part, by an officer and director of the Company. For the year ended December 31, 2015, the Company paid rent to the related company of \$12,000 (2014 - \$12,000), which is included in general and administration expense.

In May 2014 the Company began contracting consulting services with respect to software development and related services from Yeoman & Company Paralegal Professionals Corp. ("YCP"). Two of the principals of YCP are the sons of the Executive Chair of the Company; therefore, transactions between the Company and YCP represent related party transactions. Until December 2014, the consulting services were provided outside of a formal agreement.

In December 2014, the Company entered into a technology asset purchase agreement (the "Purchase Agreement") to purchase certain technology assets (the "Software") from YCP and 2025832 Ontario Inc. The Software included the Realty Tax Management Platform and the Real Property Tax Analytics Platform. The proposed purchase constituted a non-arm's length transaction under TSXV regulations and, as such, it required regulatory and shareholder approval. As uncertainty existed with respect to the timing and ability of the Company to obtain the necessary approvals, the Company entered into an exclusive licence agreement with YCP and 2025832 Ontario Inc. with respect to the Software at that time ("Licence Agreement"). The Licence Agreement was for a term of the earlier of the closing of the purchase of the Software or twenty years. The purchase of the Software was subsequently completed in February 2015.

To provide for ongoing support and development of the Software, in December 2014 the Company entered into a consulting agreement with YCP ("Consulting Agreement"). The Consulting Agreement has a term of twenty years and provides for an annual fee of \$265,000 plus 15% of revenue recognized and received by the Company from end customers (the "YCP Fees") for use of the Software. For the year ended December 31, 2015, the Company paid YCP Fees of \$283,361 (2014 - \$45,988) to YCP, which were included in direct operating expense and technology expense.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 9 - continued)

The Company provides business development related consulting services to YCP. For the year ended December 31, 2015, the Company received compensation of \$6,835 for these services from YCP (2014 – nil).

These transactions are in the normal course of operations and are measured at the transaction amount, being the amount of consideration established and agreed to by the related parties.

Preference Shares

Six of the current Directors and/or Senior Officers of the Company participated in the March 2012 private placement of Preference Shares.

In 2015, directors and senior officers converted a total of \$13,759 accrued dividends (2014 - \$30,600) into 43,511 common shares (2014 - 145,996).

In March 2015, the Company received notices from certain directors and/or senior officers to convert 232,500 Preference Shares into 749,998 common shares and 374,999 Warrants to satisfy the conversion requests received. These conversions were completed in April 2015.

In April 2015, the Company redeemed 22,500 Preference Shares of a director and senior officer for an aggregate redemption price of \$23,913, including accrued but unpaid dividends of \$1,413.

The terms of these Preference Shares are the same as those issued to non-related parties.

10. Revenue

The Company operates and reports its results as one operating segment which is real property related products and services.

Nature of services:

The Company generates revenue from the provision of visual and data services, and from consulting services.

	Year ended	
	December 31, 2015	December 31, 2014
Visual and data services	\$ 6,551,989	\$ 5,657,167
Consulting services	929,736	-
Total	<u>\$ 7,481,725</u>	<u>\$ 5,657,167</u>

Significant customers:

Customers representing more than 10% of revenue are classified as significant customers.

For the year ended December 31, 2015, the Company had two significant customers; one represented 47%, and the other represented 14% of total revenue.

For the year ended December 31, 2014, the Company had two significant customers; one represented 46%, and the other represented 23% of total revenue.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 10 - continued)

Geographic information:

Geographically, the Company operates primarily in Canada and the United States.

Information regarding the results of each geographic area is included below:

	Year ended December 31, 2015			Year ended December 31, 2014		
	Canada	United States	Total	Canada	United States	Total
Revenue	\$ 6,131,648	\$ 1,350,077	\$ 7,481,725	\$ 4,583,258	\$ 1,073,909	\$ 5,657,167
Finance costs	(128,222)	-	(128,222)	(267,101)	-	(267,101)
Amortization	(405,687)	-	(405,687)	(299,348)	-	(299,348)
Trade and other receivables	525,849	-	525,849	518,510	7,112	525,622
Equipment	394,076	-	394,076	477,417	-	477,417
Intangible assets	2,079,385	-	2,079,385	26,167	-	26,167

11. Investment Tax Credits and Government Assistance

The Company received refunds with respect to Scientific Research and Experimental Development (“SR&ED”) tax credits in the amount of \$48,820 during the year ended December 31, 2015 (2014 - \$53,990). Of this amount, \$nil (2014 – \$846) was related to capital items, and \$48,820 (2014 – \$53,144) was recorded as a reduction of technology expense in the consolidated statements of comprehensive loss.

The Company received refunds with respect to Ontario Interactive Digital Media Tax Credits (“OIDMTC”) in the amount of \$197,103 during the year ended December 31, 2015 (2014 - \$nil), which were recorded as a reduction of direct operating expense, technology expense, and selling and business development expense in the consolidated statements of comprehensive loss.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

12. Personnel expenses and share-based compensation

Personnel expenses

Personnel expenses consist of and are presented in the consolidated statements of comprehensive loss as follows:

	2015	2014
Wages, salaries and benefits	\$ 4,015,405	\$ 2,532,285
Share-based compensation	630,309	338,330
	\$ 4,645,714	\$ 2,870,615
Direct operating expenses	807,222	473,710
Technology	1,157,566	992,968
Selling and business development	748,472	469,396
General and administration	1,932,454	934,541
	\$ 4,645,714	\$ 2,870,615

Share-based compensation comprises amounts related to stock options granted to employees, officers, contractors and directors of \$443,859 (2014 – \$198,455); and amounts related to related to deferred share units granted to directors of \$186,450 (2014 – \$139,875) .

Share-based compensation – Options

The Company has established a Stock Option Plan (“Option Plan”) whereby the Company may grant options to purchase common shares of the Company to its directors, officers, employees and consultants. The number of authorized common shares that may be issued upon the exercise of options granted under the Option Plan, at any time, plus the number of common shares reserved for issuance under outstanding incentive stock options otherwise granted by the Company, may not exceed 10% of the Company’s then issued and outstanding common shares on a non-diluted basis. Such aggregate number of common shares shall automatically increase or decrease as the number of issued and outstanding common shares changes. The Board of Directors has authority to determine which eligible persons will be issued options, the number of options to be granted to each, the time when options shall be granted, when such options will vest, when such options will expire, and at what price the options may be exercised.

The number and weighted average exercise prices of share options are as follows:

	Number of Options	Weighted Average Exercise Price	Weighted Average Remaining Contractual Life in Years
Outstanding December 31, 2013	4,266,344	\$ 0.268	3.3
Granted	1,214,725	\$ 0.173	
Exercised	(100,000)	\$ 0.150	
Expired	(2,591,594)	\$ 0.301	
Outstanding December 31, 2014	2,789,475	\$ 0.200	3.6
Granted	2,333,000	\$ 0.335	
Expired	(270,000)	\$ 0.370	
Outstanding December 31, 2015	4,852,475	\$ 0.255	3.6

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 12 - continued)

The options outstanding at December 31, 2015 have exercise prices ranging from \$0.120 to \$0.335. All options outstanding had a contractual life of 5 years upon grant.

Of the 4,852,475 unexercised options as at December 31, 2015, 3,079,819 (2014 – 2,668,663) had vested and were exercisable, with a weighted average exercise price of \$0.210 (2014 – \$0.201).

The terms relating to options outstanding as at December 31, 2015 are as follows:

Personnel entitled and Grant Date	Options Outstanding	Exercise Price	Vesting conditions
<i>Key management personnel:</i>			
April 25, 2012	100,000	\$ 0.120	Vesting is 25% upon grant and 25% on each of next 3 anniversaries.
June 12, 2013	41,625	\$ 0.295	Vesting is 25% upon grant and 25% on each of next 3 anniversaries.
December 31, 2013	863,125	\$ 0.200	Fully vested upon grant.
June 25, 2014	980,625	\$ 0.145	Fully vested upon grant.
December 31, 2014	234,100	\$ 0.290	Fully vested upon grant.
February 23, 2015	2,333,000	\$ 0.335	Vesting is 25% upon grant and 25% on each of next 3 anniversaries.
<i>Other employees and contractors:</i>			
April 25, 2011	50,000	\$ 0.290	Vesting is 25% upon grant and 25% on each of next 3 anniversaries.
April 25, 2012	200,000	\$ 0.120	Vesting is 25% upon grant and 25% on each of next 3 anniversaries.
June 12, 2013	50,000	\$ 0.225	Vesting is 25% upon grant and 25% on each of next 3 anniversaries.

The fair value of options granted during the period was determined at the date of grant using the Black-Scholes option pricing model with the following assumptions:

Exercise price	\$0.335
Common share value at grant date	\$0.335
Risk free interest rate	0.45% to 0.74%
Expected dividend yield	0%
Expected share volatility	139.10% to 148.04%
Expected life	2.5 to 5 years

Volatilities are calculated based on the actual historical trading statistics of the Company's common shares for the period commensurate with the expected option term.

For the year ended December 31, 2015, the Company recorded share-based compensation expense of \$443,859 (2014 - \$198,455) related to stock options granted to employees, officers, contractors and directors, which is included in technology expense, selling and business development expense, and general and administration expense.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 12 - continued)

Share-based compensation – Deferred Share Unit Plan

In July 2014, the Company implemented a Directors Deferred Share Unit Plan (“DSU Plan”) for non-management directors. Under the DSU Plan, Directors who are entitled to receive compensation under the Company’s Director Compensation Program, which currently excludes Directors who are also employees of the Company, are granted DSUs in lieu of some or all of their Director compensation entitlement. Under this plan, Deferred Share Units (“DSUs”) are granted to eligible Directors bi-annually in arrears on the last trading day prior to the Company’s annual meeting and the last trading day of December and vest immediately upon being granted. The number of DSUs to be granted is calculated by dividing the amount that the Director would have received as compensation in cash by the market price of the Company’s common shares on the relevant date. Upon the Director ceasing to be a Director, the value of his or her Deferred Share Unit Account (“DSU Account”) will be determined on the date specified in the DSU Plan by multiplying the number of DSUs in the Director’s DSU Account by the market price of the common shares as at such date, and will be settled prior to December 31st of the year following the date that the Director ceases to be a director of the Company. The actual settlement of a DSU Account will be made by way of cash or shares, or a combination of both, as determined under the Company’s then-current Director Compensation Program. It is currently the Company’s option and intent to settle any DSU redemptions with common shares.

A summary of the DSUs outstanding under this share based incentive plan is presented below.

	Number of Units		Amount
Outstanding December 31, 2013	-	\$	-
Granted	482,324		139,875
Outstanding December 31, 2014	482,324	\$	139,875
Granted	737,343		186,450
Outstanding December 31, 2015	1,219,667	\$	326,325

For the year ended December 31, 2015, the Company recorded share-based compensation expense of \$186,450 (2014 – \$139,875) related to DSUs granted to directors, which is included in general and administration expense.

13. Finance costs

	2015	2014
Finance income	\$ 1,708	\$ 252
Finance costs:		
Secured term credit facility - accretion expense	(12,610)	(12,610)
Secured term credit facility - interest costs	(31,430)	(42,937)
Secured term credit facility - bonus provision	(44,550)	(60,000)
Debt component of Series I Preference Shares - accretion expense	(15,544)	(59,019)
Debt component of Series I Preference Shares - accrued dividends	(23,118)	(90,000)
Debt financing of software licences	-	(1,332)
Debt financing of vehicles	(2,678)	(1,455)
	\$ (128,222)	\$ (267,101)

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

14. Loss per share

There were no dilutive items outstanding at December 31, 2015 or at December 31, 2014. Diluted loss per share does not take into account any outstanding warrants, options, or convertible preference shares as their effect would be anti-dilutive for these periods. As at December 31, 2015, there were a total of:

- 8,352,944 warrants outstanding (2014 – 7,776,333);
- 4,852,475 options outstanding (2014 – 2,789,475); and
- 1,219,667 deferred share units, (2014 – 482,324);
- No convertible preference shares outstanding as all preference shares were converted, redeemed or retracted in April 2015 (2014 – 750,000 convertible preference shares outstanding, which could be converted into 2,419,355 common shares and 1,209,678 warrants to purchase common shares at the option of the holder); and
- No accrued but unpaid preference share dividends, as all preference shares were converted, redeemed or retracted in April 2015 (2014 – \$53,695 accrued dividends which could be converted to common shares at the option of the holder at the closing market price of the common shares on the day before the conversion right was exercised).

15. Supplementary cash flow information

	2015	2014
Changes in non cash working capital:		
Trade and other receivables	\$ (246,150)	\$ (334,249)
Prepaid expenses and other current assets	(3,328)	10,164
Accounts payable and accrued liabilities	310,353	242,473
Unearned revenue	153,249	(22,568)
Unrealized foreign exchange losses related to non-cash working capital	(24,539)	(76,734)
	\$ 189,585	\$ (180,914)

- In the year ended December 31, 2015, the Company recorded accrued dividends in the amount of \$23,118 and converted \$63,320 accrued dividends into common shares (2014 – \$90,000 and \$77,632, respectively).
- In April 2015, the Company issued 1,153,223 common shares and 576,611 warrants to settle the conversion of 357,500 Series 1 Preference Shares.
- In December 2014, the Company entered into a purchase agreement to acquire the Software to be settled by the issuance of 6,000,000 common shares of iLOOKABOUT. The transaction closed on February 11, 2015. As the closing share price on February 11, 2015 was \$0.38, the cost of the Software asset was determined to be \$2,280,000. The Company valued the software at the fair value of the shares granted as the fair value of the software could not be estimated reliably.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

16. Commitments

The Company is committed to minimum payments under service agreements, purchase commitments, and operating leases in the following amounts:

As at	December 31, 2015
Due within 1 year	\$ 488,096
Due from 1 to 2 years	912,896
Due from 2 to 5 years	3,251,225
Due more than 5 years	4,563,774

17. Financial risk management

The Company is exposed to credit risk, liquidity risk, foreign exchange risk, and interest rate risk from its financial assets and liabilities. Financial risk management strategies are designed to ensure the Company's risks and related exposures are consistent with its business objectives and risk tolerance.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout these consolidated financial statements.

Financial risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Audit Committee is responsible for assisting in developing and monitoring the Company's financial risk management policies. The Audit Committee reports regularly to the Board of Directors.

The Company's financial risk management policies are established to identify and analyze the financial risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits and controls. Financial risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company's Audit Committee oversees how management monitors compliance with the Company's financial risk management policies and procedures, and reviews the adequacy of the financial risk management framework in relation to the financial risks faced by the Company.

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 principally from the Company's receivables from customers and cash.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 17 - continued)

Trade and other receivables

The Company's exposure to credit risk is influenced by the individual characteristics of each customer. Given the current volume of customers, the Company assesses the credit worthiness of each customer on a customer by customer basis. Management also considers the demographics of the Company's customer base, including the default risk of the industry in which the customers operate, as these factors also have an influence on credit risk. A large portion of the Company's accounts receivable is with public sector government or government related agencies, or with partners for whom the end customer is a public sector government or government related agency, where credit risk has historically been assessed as low.

The Company establishes an allowance for doubtful accounts that represents its estimate of incurred losses in respect of trade and other receivables. The allowance is comprised entirely of a specific loss component that relates to individually significant exposures. The Company writes off balances when it becomes apparent that the customer has no intent or no ability to pay for the Company's services.

Cash

The credit risk related to cash is minimized by ensuring cash is held only in highly rated financial institutions.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was as follows:

As at	December 31, 2015	December 31, 2014
Cash	\$ 2,600,269	\$ 2,634,779
Trade and other receivables	525,849	525,622
	\$ 3,126,118	\$ 3,160,401

At December 31, 2015, three customers each accounted for more than 10% of trade accounts receivable, totalling approximately 65% of trade accounts receivable at December 31, 2015, of which 100% was collected subsequent to December 31, 2015.

At December 31, 2014, three customers each accounted for more than 10% of trade accounts receivable, totalling approximately 90% of trade accounts receivable at December 31, 2014, of which 100% was collected subsequent to December 31, 2014.

Impairment losses

The aging of loans and receivables at the reporting date was:

As at	December 31, 2015	December 31, 2014
Current	\$ 479,176	\$ 381,891
Past due 1-90 days	46,517	108,089
Past due over 90 days	156	35,642
	\$ 525,849	\$ 525,622

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 17 - continued)

The movement in the allowance for doubtful accounts in respect of loans and receivables during the year was as follows:

Allowance for doubtful accounts at December 31, 2013	\$ 3,908
Accounts written off	-
Allowance for doubtful accounts at December 31, 2014	\$ 3,908
Accounts written off	(3,908)
Allowance for doubtful accounts at December 31, 2015	\$ -

Based on historic default rates, the Company believes that, apart from the above, no impairment allowance is necessary in respect of trade and other receivables. The allowance above has been established based on management's assessment of the likelihood of collection for specific customer balances.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. On an ongoing basis, the Company monitors and manages its actual and projected cash flows, with the primary objectives of maintaining liquidity and financial flexibility.

The following are the remaining undiscounted contractual cash flows, including estimated interest payments of financial liabilities at the end of the reporting dates:

As at December 31, 2015	Carrying Amounts	Contractual cash outflows				
		Total	within 1 year	1 - 2 years	2 - 5 years	More than 5 years
Accounts payable and accrued liabilities	\$ 1,244,414	\$ 1,244,414	\$ 1,244,414	\$ -	\$ -	\$ -
Secured term credit facility	596,847	608,750	608,750	-	-	-
Debt financing of vehicles	39,325	43,736	12,390	12,390	18,956	-
Operating leases	-	1,180,991	223,096	247,896	656,225	53,774
Purchase commitments	-	8,035,000	265,000	665,000	2,595,000	4,510,000
	\$ 1,880,586	\$ 11,112,891	\$ 2,353,650	\$ 925,286	\$ 3,270,181	\$ 4,563,774

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 17 - continued)

As at December 31, 2014	Carrying Amounts	Contractual cash outflows				
		Total	within 1 year	1 - 2 years	2 - 5 years	More than 5 years
Accounts payable and accrued liabilities	\$ 822,204	\$ 822,204	\$ 822,204	\$ -	\$ -	\$ -
Secured term credit facility	584,237	806,750	30,000	776,750	-	-
Preference Shares	734,456	803,505	803,505	-	-	-
Debt financing of vehicles	49,037	56,126	12,390	12,390	31,346	-
Operating leases	-	145,889	109,778	36,111	-	-
Purchase commitments	-	8,500,000	265,000	465,000	2,295,000	5,475,000
	\$ 2,189,934	\$ 11,134,474	\$ 2,042,877	\$ 1,290,251	\$ 2,326,346	\$ 5,475,000

The Company is obligated to pay a bonus amount with respect to the secured term credit facility at the maturity of the loan. Included in the above noted undiscounted contractual cash flows related to the secured term credit facility at December 31, 2014 is an estimate of the bonus interest payment amount of \$168,000. In 2015, the amount related to the bonus interest payment of \$165,550 was included in accounts payable and accrued liabilities.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

Currency risk

The international operations of the Company expose it to foreign currency exchange risk in the ordinary course of business. The Company is exposed to this risk primarily through its United States dollar denominated cash, accounts receivable, accounts payable and accrued liabilities. The nature, extent and timing of foreign currency denominated cash flows are regularly monitored to identify changes in exposure and assess the need for active management. The Company does not hedge its foreign currency exchange risk at this time.

The Company's exposure to foreign currency risk was as follows based on notional amounts (all amounts shown in CAD):

As at	December 31, 2015		
	CAD	USD	Total
Cash	\$ 2,153,508	\$ 446,761	\$ 2,600,269
Trade and other receivables	525,849	-	525,849
Accounts payable and accrued liabilities	(1,101,350)	(143,064)	(1,244,414)
Long-term debt	(636,172)	-	(636,172)
	\$ 941,835	\$ 303,697	\$ 1,245,532

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 17 - continued)

As at	December 31, 2014		
	CAD	USD	Total
Cash	\$ 2,197,620	\$ 437,159	\$ 2,634,779
Trade and other receivables	518,510	7,112	525,622
Accounts payable and accrued liabilities	(742,830)	(79,374)	(822,204)
Long-term debt	(1,367,730)	-	(1,367,730)
	\$ 605,570	\$ 364,897	\$ 970,467

Sensitivity analysis

An 8% strengthening of the USD against the CAD at December 31, 2015 would have increased equity and decreased the loss for the year by approximately \$40,000. An 8% weakening of the USD against the CAD at those dates would have had the equal but opposite effect, on the basis that all other variables remain constant.

Interest rate risk

All of the Company's debt has fixed interest rates; therefore, changes in interest rates do not have an impact on the results of the Company.

The Company does not account for any fixed rate financial assets and liabilities at fair value through profit or loss, and the Company does not hold any variable rate financial assets or liabilities; therefore, a change in interest rates at the reporting date would not affect profit or loss.

Capital management

The Company defines capital as debt and equity, which it determines as follows:

As at	December 31, 2015	December 31, 2014
Secured term credit facility	\$ 596,847	\$ 584,237
Preference Shares	-	734,456
Debt financing of vehicles	39,325	49,037
Shareholders' Equity	2,458,187	242,166
	\$ 3,094,359	\$ 1,609,896

The Company's objectives in managing capital are to:

- Ensure financial capacity to meet current obligations is maintained and continue as a going concern;
- Ensure financial capacity to execute strategic plans is maintained; and
- Prevent capital erosion.

In order to manage capital, the Company regularly identifies and assesses risks that threaten the ability to meet the Company's capital management objectives, and determines the appropriate strategy to mitigate these risks. In order to maintain or adjust the capital structure, the Company may incur or repay debt, issue new shares, purchase shares for cancellation, or a combination thereof.

iLOOKABOUT Corp.
Notes to Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(in Canadian dollars)

(Note 17 - continued)

The Company is subject to certain financial covenants related to its long-term debt. These covenants are with respect to Adjusted Working Capital and Debt to Net Tangible Worth. Adjusted Working Capital is defined and calculated as current assets less current liabilities, excluding items that are not financial assets or financial liabilities. Management monitors covenant compliance and the factors affecting their calculation. The Company complied with all externally imposed covenants during the year and was in compliance as at December 31, 2015.

18. Financial instruments

Fair Values versus carrying amounts

The fair values of financial assets and liabilities, together with the carrying amounts shown in the consolidated statements of financial position, are as follows:

As at	December 31, 2015		December 31, 2014	
	Carrying amount	Fair value	Carrying amount	Fair value
Cash	\$ 2,600,269	\$ 2,600,269	\$ 2,634,779	\$ 2,634,779
Trade and other receivables	525,849	525,849	525,622	525,622
Accounts payable and accrued liabilities	(1,244,414)	(1,244,414)	(822,204)	(822,204)
Secured term credit facility	(596,847)	(583,801)	(584,237)	(681,873)
Preference shares	-	-	(734,456)	(769,609)
Debt financing of vehicles	(39,325)	(39,325)	(49,037)	(49,037)
	<u>\$ 1,245,532</u>	<u>\$ 1,258,578</u>	<u>\$ 970,467</u>	<u>\$ 837,678</u>

Cash, trade and other receivables, and accounts payable and accrued liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair values of the secured term credit facility, preference shares, and debt financing of vehicles were determined based on present valuing future estimated cash flows using market rates of interest.

19. Subsequent events

(i) Warrant Expiry

On January 24, 2016, 1,481,000 Series H common share purchase warrants previously issued for the purchase of 1,481,000 common shares at a price of \$0.15 expired unexercised.

(ii) Secured term credit facility

In April 2016, the Company repaid the \$600,000 principal of its secured term credit facility and the Board had approved payment of the related bonus interest in the amount of \$165,550.