

## FORM 5

### QUARTERLY LISTING STATEMENT

Name of Listed Issuer: RIWI Corp. (the "Issuer").

Trading Symbol: RIW

This Quarterly Listing Statement must be posted on or before the day on which the Issuer's unaudited interim financial statements are to be filed under the *Securities Act*, or, if no interim statements are required to be filed for the quarter, within 60 days of the end of the Issuer's first, second and third fiscal quarters. This statement is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by the Exchange Policies. If material information became known and was reported during the preceding quarter to which this statement relates, management is encouraged to also make reference in this statement to the material information, the news release date and the posting date on the Exchange website.

#### **General Instructions**

- (a) Prepare this Quarterly Listing Statement using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the following items must be in narrative form. When the answer to any item is negative or not applicable to the Issuer, state it in a sentence. The title to each item must precede the answer.
- (b) The term "Issuer" includes the Listed Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

There are three schedules which must be attached to this report as follows:

#### **SCHEDULE A: FINANCIAL STATEMENTS**

***See Condensed Interim Financial Statements for the Three and Nine Months ended September 30, 2018 and 2017 ("Financial Statements") attached.***

Financial statements are required as follows:

For the first, second and third financial quarters interim financial statements prepared in accordance with the requirements under Ontario securities law must be attached.

If the Issuer is exempt from filing certain interim financial statements, give the date of the exempting order.

## **SCHEDULE B: SUPPLEMENTARY INFORMATION**

The supplementary information set out below must be provided when not included in Schedule A.

### **1. Related party transactions**

***See attached Financial Statements.***

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

- (a) A description of the relationship between the transacting parties. Be as precise as possible in this description of the relationship. Terms such as affiliate, associate or related company without further clarifying details are not sufficient.
- (b) A description of the transaction(s), including those for which no amount has been recorded.
- (c) The recorded amount of the transactions classified by financial statement category.
- (d) The amounts due to or from Related Persons and the terms and conditions relating thereto.
- (e) Contractual obligations with Related Persons, separate from other contractual obligations.
- (f) Contingencies involving Related Persons, separate from other contingencies.

### **2. Summary of securities issued and options granted during the period.**

Provide the following information for the period beginning on the date of the last Listing Statement (Form 2A):

- (a) summary of securities issued during the period (***since April 18, 2018***),

Date of Issue	Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid
April 19, 2018	Common Shares	Cashless Exercise of Stock Options	15,635	Exercise Price \$0.8571	NIL (Cashless Exercise)	N/A	Non-Related Person	Nil

(b) summary of options granted during the period (*since April 18, 2018*).

Date of Grant	Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Expiry Date
May 29, 2018	Ken Adelman	Director	Yes	50,000	\$2.00	May 29, 2023
May 29, 2018	Donald Shumka	Director	Yes	50,000	\$2.00	May 29, 2023
May 29, 2018	Annette Cusworth	Director	Yes	60,000	\$2.00	May 29, 2023
May 29, 2018	Robert Pirooz	Director	Yes	50,000	\$2.00	May 29, 2023
May 29, 2018	Kevin Mahoney	Director	Yes	55,000	\$2.00	May 29, 2023
May 29, 2018	Richard Perle	Director	Yes	50,000	\$2.00	May 29, 2023
May 29, 2018	Bob Seeman	Director	Yes	50,000	\$2.00	May 29, 2023
May 29, 2018	Amber Schaefer	Officer	Yes	25,000	\$2.00	May 29, 2023

**3. Summary of securities as at the end of the reporting period.**

**See attached Financial Statements.**

Provide the following information in tabular format as at the end of the reporting period:

- (a) description of authorized share capital including number of shares for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,
- (b) number and recorded value for shares issued and outstanding,
- (c) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and
- (d) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

***None.***

**4. List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.**

***Neil Seeman – Chairman, President, Chief Executive Officer and Director***

***Robert Pirooz – Director***

***Bob Seeman – Director***

***Annette Cusworth – Director***

***Donald Shumka – Director***

***Kevin Mahoney – Director***

***Richard Perle – Director***

***Kenneth Adelman - Director***

***Daniel Im – Chief Financial Officer***

***Eric Meerkamper – Global Head, RIWI Citizen Engagement and Senior Vice President***

***Alton Ing – Chief Technology Officer***

***Amber Schaefer – Corporate Secretary***

## SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS

Provide Interim MD&A if required by applicable securities legislation.

***See Management's Discussion & Analysis for the Three and Nine Months ended September 30, 2018 and 2017 attached.***

### Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Quarterly Listing Statement.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated November 1, 2018.

Daniel Im  
Name of Director or Senior Officer

/s/ Daniel Im  
Signature

Chief Financial Officer  
Official Capacity

<b>Issuer Details</b>		
Name of Issuer RIWI Corp.	For Quarter Ended September 30, 2018	Date of Report YY/MM/D 2018/11/01
Issuer Address 180 Bloor Street West, Suite 1000		
City/Province/Postal Code Toronto, ON M5S 2V6	Issuer Fax No. ( )	Issuer Telephone No. +1 416-205-9984
Contact Name Amber Schaefer	Contact Position Corporate Secretary	Contact Telephone No. 604-808-5993
Contact Email Address amber@riwi.com	Web Site Address <a href="https://riwi.com">https://riwi.com</a>	



# **RIWI CORP.**

## **CONDENSED INTERIM FINANCIAL STATEMENTS**

**For the Three and Nine Months ended September 30, 2018 and 2017**

(Expressed in United States Dollars)

(Unaudited)

# RIWI CORP.

## NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

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

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

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

**RIWI CORP.**

Condensed Interim Statement of Financial Position  
As at September 30, 2018 and December 31, 2017  
(Unaudited and Expressed in U.S. Dollars)

	September 30, 2018	December 31, 2017
<b>Assets</b>		
Current assets		
Cash and cash equivalents	\$ 1,164,967	\$ 1,463,405
Term deposit	-	7,971
Accounts receivable (Note 4)	513,986	185,378
Accrued sales revenue	471,038	6,185
Prepaid expenses and other current assets	23,857	50,127
<b>Total current assets</b>	<b>2,173,848</b>	<b>1,713,066</b>
Property and equipment (Note 5)	30,740	747
Intangible assets (Note 5)	92,640	94,026
<b>Total assets</b>	<b>\$ 2,297,228</b>	<b>\$ 1,807,839</b>
<b>Liabilities</b>		
Current liabilities		
Accounts payable and accrued liabilities	\$ 72,736	\$ 107,684
Deferred revenue	80,156	400,312
<b>Total liabilities</b>	<b>152,892</b>	<b>507,996</b>
Shareholders' equity		
Share capital (Note 6)	\$ 4,314,531	\$ 4,415,556
Capital reserves	1,684,768	1,195,043
Accumulated deficit	(3,854,963)	(4,310,756)
<b>Total shareholders' equity</b>	<b>2,144,336</b>	<b>1,299,843</b>
<b>Total liabilities and shareholders' equity</b>	<b>\$ 2,297,228</b>	<b>\$ 1,807,839</b>

Nature of business and continuing operations (Note 1)

Commitments (Note 14)

Approved and authorized for issuance on behalf of the Board on November 1, 2018.

*"Neil Seeman" (signed)*

Neil Seeman  
Chairman of the Board and  
Chief Executive Officer

*"Annette Cusworth" (signed)*

Annette Cusworth  
Chair of the Audit Committee

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

**RIWI CORP.**

Condensed Interim Statements of Income/(Loss) and Comprehensive Income/(Loss)  
 For the Three and Nine Months ended September 30, 2018 and 2017  
 (Unaudited and Expressed in U.S. Dollars)

	Three Months Ended September 30		Nine Months Ended September 30	
	2018	2017	2018	2017
<b>Revenues</b>				
Sales	\$ 801,435	\$ 271,978	\$ 1,841,888	\$ 833,958
Interest income	5,770	-	16,666	-
<b>Total revenues</b>	<b>807,205</b>	<b>271,978</b>	<b>1,858,554</b>	<b>833,958</b>
<b>Expenses</b>				
General and administrative (Note 9)	399,409	579,135	1,417,967	1,027,815
Sales and marketing	17,896	19,767	44,702	82,202
Technology costs (Note 10)	91,218	121,857	245,899	451,251
<b>Total expenses</b>	<b>508,522</b>	<b>720,759</b>	<b>1,708,567</b>	<b>1,561,267</b>
<b>Net income/(loss) and comprehensive income/(loss) for the period</b>	<b>\$ 298,683</b>	<b>\$ (448,781)</b>	<b>\$ 149,987</b>	<b>\$ (727,310)</b>
<b>Net income/(loss) per share</b>				
Basic and fully diluted	\$ 0.02	\$ (0.03)	\$ 0.01	\$ (0.04)
<b>Weighted average number of common shares outstanding</b>				
Basic	17,277,282	17,243,312	17,271,039	16,387,003
Fully diluted	18,231,884	17,243,312	18,225,641	16,387,003

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

**RIWI CORP.**

Condensed Interim Statements of Changes in Equity  
For the Nine Months ended September 30, 2018 and 2017  
(Unaudited and Expressed in U.S. Dollars)

	Share Capital		Capital Reserves				Accumulated Deficit	Total Equity
	Number of Shares	Amount	Share-based payment reserve	Warrants reserve	Other capital reserves	Total reserves		
Balance, December 31, 2016	15,543,826	\$ 3,235,153	\$ 730,006	\$ 22,153	\$ 7,545	\$ 759,703	\$ (3,564,484)	\$ 430,373
Share-based payment expense	-	-	280,673	-	-	280,673	-	280,673
Issuance of common shares and warrants for cash, net of issuance costs	656,571	1,133,014	-	149,249	-	149,249	-	1,282,263
Stock options exercised	1,056,250	127,746	(127,746)	-	-	(127,746)	-	-
Share purchase warrants exercised	5,000	9,986	-	(420)	-	(420)	-	9,566
Share purchase warrants expired	-	-	-	(20,484)	20,484	-	-	-
Net loss and comprehensive loss for the period	-	-	-	-	-	-	(727,310)	(727,310)
Balance, September 30, 2017	17,261,647	\$ 4,505,899	\$ 882,933	\$ 150,498	\$ 28,029	\$ 1,061,459	\$ (4,291,794)	\$ 1,275,564
Balance, December 31, 2017	17,261,647	\$ 4,415,556	\$ 926,173	\$ 240,842	\$ 28,029	\$ 1,195,043	\$ (4,310,756)	\$ 1,299,843
Adjustment to equity balance as at January 1, 2018 related to the change in accounting policy	-	-	-	-	-	-	305,806	305,806
Balance January 1, 2018	17,261,647	4,415,556	926,173	240,842	28,029	1,195,043	(4,004,950)	1,605,649
Share-based payment expense	-	-	388,700	-	-	388,700	-	388,700
Stock options exercised	15,635	8,756	(8,756)	-	-	(8,756)	-	-
Warrants, extension of expiry date	-	(109,781)	-	109,781	-	109,781	-	-
Net loss and comprehensive loss for the period	-	-	-	-	-	-	149,987	149,987
Balance, September 30, 2018	17,277,282	\$ 4,314,531	\$ 1,306,117	\$ 350,622	\$ 28,029	\$ 1,684,768	\$ (3,854,963)	\$ 2,144,336

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

**RIWI CORP.**

## Condensed Interim Statements of Cash Flows

For the Three and Nine Months ended September 30, 2018 and 2017

(Unaudited and Expressed in U.S. Dollars)

	Three Months Ended		Nine Months Ended	
	September 30		September 30	
	2018	2017	2018	2017
<b>Operating activities</b>				
Net income/(loss) for the period	\$ 298,683	\$ (448,781)	\$ 149,987	\$ (727,310)
Items not involving cash:				
Amortization of property and equipment	1,727	124	2,690	124
Amortization of intangible assets	2,285	1,949	6,857	2,480
Share-based payment expense	29,277	265,328	388,700	280,673
	331,971	(181,380)	548,234	(444,033)
Changes in non-cash operating working capital:				
Accounts receivable	(421,954)	(196,375)	(328,608)	(32,020)
Accrued sales revenue	(221,584)	-	(464,853)	-
Prepaid expenses and other assets	7,887	(11,306)	26,270	(6,467)
Accounts payable and accrued liabilities	624	(43,522)	(34,948)	(30,866)
Deferred revenue	(10,556)	106,537	(320,156)	241,745
Adjustment to equity balance as at January 1, 2018 related to the change in accounting policy	-	-	305,806	-
<b>Net cash used by operating activities</b>	<b>(313,612)</b>	<b>(326,045)</b>	<b>(268,255)</b>	<b>(271,641)</b>
<b>Investing activities</b>				
Term deposit redemption	-	11,957	7,971	11,957
Leasehold improvements	(2,456)	-	(29,774)	-
Purchase of intangible assets	-	(80,810)	-	(80,810)
Purchase of property and equipment	(1,528)	(996)	(2,910)	(996)
Application for trademarks	(337)	-	(5,472)	-
<b>Net cash used in investing activities</b>	<b>(4,320)</b>	<b>(69,849)</b>	<b>(30,184)</b>	<b>(69,849)</b>
<b>Financing activities</b>				
Proceeds from issuance of common shares	-	-	-	1,282,263
Proceeds from exercise of warrants	-	9,566	-	9,566
<b>Net cash provided by financing activities</b>	<b>-</b>	<b>9,566</b>	<b>-</b>	<b>1,291,829</b>
Change in cash and cash equivalents	(317,931)	(386,329)	(298,438)	950,338
Cash and cash equivalents, beginning of the period	1,482,898	1,685,905	1,463,405	349,238
<b>Cash and cash equivalents, end of the period</b>	<b>\$ 1,164,967</b>	<b>\$ 1,299,576</b>	<b>\$ 1,164,967</b>	<b>\$ 1,299,576</b>

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

## **RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
Three and Nine Months ended September 30, 2018 and 2017  
(Unaudited and Expressed in U.S. Dollars)

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### **1. NATURE OF OPERATIONS AND GOING CONCERN**

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

RIWI is a global trend-tracking and prediction technology firm. Our cloud-based software solutions provide a digital intelligence platform to customers needing real-time citizen sentiment data anywhere in the world in order to make faster, improved decision-making. Our platform can be accessed by large numbers of users within any large enterprise customer, offering users continuous, live data feeds and constantly updating analytics. RIWI’s machine-learning properties provide real-time applied analytics, forecasts, and data aggregation for our customers seeking actionable customer insights, eliminating the need for labour-intensive manual computations. RIWI operates four growing business lines: (i) Global Finance; (ii) Global Security; (iii) Global Citizen Engagement; and (iv) Global Consumer.

These financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. For the three months ended September 30, 2018, the Company had net income of \$298,683 (three months ended September 30, 2017 – net loss of \$488,781). For the nine months ended September 30, 2018, the Company had net income of \$149,987 (nine months ended September 30, 2017 – net loss of \$727,310). As at September 30, 2018, the Company had an accumulated deficit of \$3,854,963 (December 31, 2017 – \$4,310,756). The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and/or to generate profitable operations. These conditions indicate a material uncertainty that may cast significant doubt on the Company’s ability to continue as a going concern. The Company has historically been able to fund operations through equity raises. These financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operations. Such adjustments could be material.

### **2. BASIS OF PRESENTATION AND CHANGE IN REPORTING CURRENCY TO U.S. DOLLARS**

These unaudited condensed interim financial statements have been prepared in accordance with *International Financial Reporting Standards* (“IFRS”) applicable to interim financial information, as outlined in International Accounting Standard (“IAS”) 34, Interim Financial Reporting and using the accounting policies consistent with those in the audited financial statements as at and for the year ended December 31, 2017. These unaudited condensed interim financial statements do not include all disclosures normally provided in annual financial statements and should be read in conjunction with the annual financial statements as at and for the year ended December 31, 2017. Interim results are not necessarily indicative of the results expected for the fiscal year.

These financial statements were authorized for issuance by the Board of Directors on November 1, 2018.

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

The Company changed its functional and reporting currency in its financial statements from Canadian dollars to U.S. dollars, for fiscal periods beginning on January 1, 2018, as a result of changes in its business, which is predominantly U.S. dollar denominated. Historical financial information has been restated to U.S. dollars for comparative purposes.

**RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
Three and Nine Months ended September 30, 2018 and 2017  
(Unaudited and Expressed in U.S. Dollars)

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

## (a) Use of estimates and judgments

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

## (i) Going concern

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

## (ii) Asset carrying values and impairment charges

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

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

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

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

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

**RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
 Three and Nine Months ended September 30, 2018 and 2017  
 (Unaudited and Expressed in U.S. Dollars)

**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES** (continued)

## (b) Adoption of new and amended accounting pronouncements

## (i) IFRS 9, Financial Instruments (“IFRS 9”)

IFRS 9 replaces the guidance in IAS 39, Financial Instruments: Recognition and Measurement. Financial assets will be classified into one of two categories on initial recognition, financial assets measured at amortized cost or financial assets measured at fair value. Gains and losses on re-measurement of financial assets measured at fair value will be recognized in the statement of loss and comprehensive loss, except that for an investment in an equity instrument which is not held-for-trading.

In the current period the Company has applied IFRS 9. The Company has chosen to apply IFRS 9 to the current period only and has retained its prior period figures as allowed by the standard. There was no impact of IFRS 9 on the Company’s financial statements.

## (ii) IFRS 15, Revenue from Contracts with Customers (“IFRS 15”)

In the current period the Company has applied IFRS 15, which clarifies the principles for recognizing revenue from contracts with customers. The Company’s customer contracts are becoming longer in term, and as a result the Company now recognizes revenue over time. The Company transitioned to the new standard based on the cumulative effect method for contracts that were not fully completed prior to January 1, 2018 and has retained its prior period figures as allowed by the standard. Please see Note 13 for additional details.

IFRS 15 uses the terms “contract asset” and “contract liability” to describe what might more commonly be known as “accrued revenue” and “deferred revenue”, however the standard does not prohibit an entity from using alternative descriptions in its Statement of Financial Position.

## (c) Accounting pronouncements issued but not yet effective

## IFRS 16, Leases (“IFRS 16”)

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

**4. ACCOUNTS RECEIVABLE**

Accounts receivable consists of the following:

	September 30, 2018	December 31, 2017
Trade receivables	\$ 468,724	\$ 185,378
HST input tax credits	45,263	-
	<b>\$ 513,986</b>	<b>\$ 185,378</b>

Please see Note 11(a) for aged trade receivable information. The Company wrote off \$12,500 during the three months ended September 30, 2018 as uncollectable.

**RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
 Three and Nine Months ended September 30, 2018 and 2017  
 (Unaudited and Expressed in U.S. Dollars)

**5. NON-CURRENT ASSETS**

## (a) Property and Equipment

	Computers	Leasehold Improvements	Total
Cost:			
December 31, 2017	\$ 996	\$ -	\$ 996
Additions	2,910	29,774	32,683
September 30, 2018	3,906	29,774	33,679
Accumulated Amortization:			
December 31, 2017	(249)	-	(249)
Amortization	(869)	(1,821)	(2,690)
September 30, 2018	(1,118)	(1,821)	(2,939)
Carrying value:			
December 31, 2017	747	-	747
September 30, 2018	\$ 2,787	\$ 27,952	\$ 30,740

Property and equipment consist of computers and leasehold improvements. As at September 30, 2017, the Company had a \$nil carrying value for property and equipment. The Company amortizes its computers using the straight-line method over 24 months. The Company is amortizing the leasehold improvements over five years, which is the term of its office lease. The lease began on June 1, 2018 and terminates on May 31, 2023.

## (b) Intangible Assets

<b>2017</b>	Patent	Domain Names	Trademarks	Total
Cost:				
December 31, 2016	\$ 21,239	\$ -	\$ -	\$ 21,239
Additions	-	80,810	-	80,810
September 30, 2017	21,239	80,810	-	102,049
Accumulated Amortization:				
December 31, 2016	(3,258)	-	-	(3,258)
Amortization	(796)	(1,684)	-	(2,480)
September 30, 2017	(4,054)	(1,684)	-	(5,738)
Carrying value:				
December 31, 2016	17,982	-	-	17,982
September 30, 2017	\$ 17,185	\$ 79,126	\$ -	\$ 96,311
<b>2018</b>				
	Patent	Domain Names	Trademarks	Total
Cost:				
December 31, 2017	\$ 21,239	\$ 80,810	\$ -	\$ 102,049
Additions	-	-	5,472	5,472
September 30, 2018	21,239	80,810	5,472	107,520
Accumulated Amortization:				
December 31, 2017	(4,320)	(3,704)	-	(8,023)
Amortization	(797)	(6,061)	-	(6,857)
September 30, 2018	(5,116)	(9,765)	-	(14,881)
Carrying value:				
December 31, 2017	16,919	77,106	-	94,026
September 30, 2018	\$ 16,123	\$ 71,045	\$ 5,472	\$ 92,640

**RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
 Three and Nine Months ended September 30, 2018 and 2017  
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**5. NON-CURRENT ASSETS** (continued)

Intangible Assets (continued)

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

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

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

In 2018, the Company applied for trademarks of the word mark "RIWI" in Canada, United States of America and the European Union. The Company has classified the trademarks as finite life intangible assets. Upon finalization of all trademark applications, the Company will amortize them using the straight-line method over 10 years.

**6. SHARE CAPITAL**

Authorized: unlimited number of common shares without par value.

Issued: The Company had 17,277,282 common shares issued and outstanding having a carrying value of \$4,314,531 as at September 30, 2018.

Net income and comprehensive income were \$298,683 for the three months ended September 30, 2018 (September 30, 2017 – net loss and comprehensive loss of \$448,781), and the basic and fully diluted net income per share was \$0.02 (September 30, 2017 – basic net loss per share \$0.03). The effect of the stock options and warrants at September 30, 2017 was anti-dilutive and the diluted loss per share was thus \$0.03.

Net income and comprehensive income were \$149,987 for the nine months ended September 30, 2018 (September 30, 2017 – net loss and comprehensive loss of \$727,310), and the basic and fully diluted net income per share was \$0.01 (September 30, 2017 – basic net loss per share \$0.04). The effect of the stock options and warrants at September 30, 2017 was anti-dilutive and the diluted loss per share was thus \$0.04.

**7. SHARE-BASED PAYMENTS**

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

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

	Number of Options	Weighted average exercise price (CAD)
Balance, December 31, 2017 and March 31, 2018	1,779,602	\$ 1.35
Granted	390,000	2.00
Exercised	(28,000)	0.86
Balance, June 30 and September 30, 2018	2,141,602	\$ 1.48

**RIWI CORP.**

Notes to the Condensed Interim Financial Statements

Three and Nine Months ended September 30, 2018 and 2017

(Unaudited and Expressed in U.S. Dollars)

**7. SHARE-BASED PAYMENTS** (continued)

The fair value for stock options granted have been estimated using the Black-Scholes option pricing model assuming no expected dividends and the following weighted average assumptions for the nine months ended September 30, 2018 and 2017:

	2018	2017
Risk-free interest rate	2.19%	0.96 - 1.03%
Expected life (in years)	2.5 - 3.0 years	2.5 - 3.0 years
Expected volatility	99%	87 - 92%
Forfeiture rate	10%	10%

For the three months ended September 30, 2018, the Company recorded share-based payment expense, with a corresponding credit to reserves of \$29,277 (2017 – \$265,328). For the nine months ended September 30, 2018, the Company recorded share-based payment expense, with a corresponding credit to reserves of \$388,700 (2017 – \$280,673).

Additional information regarding stock options outstanding as at September 30, 2018 is as follows:

Range of exercise prices (CAD)	Outstanding		Exercisable	
	Number of shares	Weighted average remaining contractual life (years)	Number of shares	Weighted average exercise price (CAD)
\$ 0.57	354,102	0.1	354,102	\$ 0.57
\$ 0.86	595,000	1.6	595,000	\$ 0.86
\$ 2.00	590,000	4.4	577,500	\$ 2.00
\$ 2.01	120,000	4.0	60,000	\$ 2.01
\$ 2.04	200,000	3.7	200,000	\$ 2.04
\$ 2.14	232,500	2.7	232,500	\$ 2.14
\$ 2.51	50,000	2.4	50,000	\$ 2.51
\$ 1.48	2,141,602	2.6	2,069,102	\$ 1.48

**8. SHARE PURCHASE WARRANTS**

	Number of Warrants	Weighted average exercise price (CAD)
Balance, December 31, 2017 and September 30, 2018	662,071	\$ 3.48

As at September 30, 2018, the following share purchase warrants were outstanding:

Number of warrants outstanding	Exercise price (CAD)	Expiry date
656,571	\$ 3.50	September 24, 2019
5,500	0.857	February 12, 2020
662,071		

**RIWI CORP.**

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**8. SHARE-PURCHASE WARRANTS (continued)**

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

The Company recorded the incremental fair value of the warrant extension as the difference between the warrants under the previous terms, compared to the warrants under the new terms as at September 21, 2018. The fair value of \$109,781 increased the warrant reserve, with a corresponding reduction in share capital. The fair value under the new warrant terms was estimated using the Black-Scholes option pricing model assuming no expected dividends and the following assumptions:

Risk-free interest rate	2.24%
Expected life	1.0 year
Expected volatility	106%
Forfeiture rate	10%

**9. GENERAL AND ADMINISTRATIVE EXPENSES**

	Three Months Ended September 30		Nine Months Ended September 30	
	2018	2017	2018	2017
Amortization	\$ 4,013	\$ 2,074	\$ 9,548	\$ 2,605
Professional and consulting fees	16,287	76,070	43,185	108,530
Salaries and benefits	273,304	187,756	784,395	506,070
Share-based payment expense	29,277	265,328	388,700	280,673
Rent and office expenses	73,688	25,774	171,412	81,018
Foreign exchange loss	2,840	22,134	20,727	48,920
General and administrative	\$ 399,409	\$ 579,135	\$ 1,417,967	\$ 1,027,815

**10. RELATED PARTY TRANSACTIONS**

- (a) For the nine months ended September 30, 2018, included in technology costs are consulting fees and wages to the Company's Chief Technology Officer in the amount of \$nil (2017 – \$76,525). During September 2017, the Company's Chief Technology Officer transitioned from being a consultant to being appointed an officer of the Company, and those costs were moved to salaries expense under general and administrative expenses.
- (b) For the nine months ended September 30, 2018, the Company recognized share-based payment expense of \$328,435 (2017 – \$251,454) for stock options granted to directors and officers.

**11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**

As at September 30, 2018, the Company's financial instruments are comprised of cash and cash equivalents, accounts receivable, deposits and accounts payable and accrued liabilities. The amounts reflected in the statement of financial position are carrying amounts and approximate their fair values due to their short-term nature. These financial instruments are classified as follows:

- Cash and cash equivalents – loans and receivables
- Accounts receivable – loans and receivables
- Deposits – loans and receivables
- Accounts payable and accrued liabilities – other financial liabilities

**RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
 Three and Nine Months ended September 30, 2018 and 2017  
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**11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT** (continued)

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

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

The Company has no financial instruments measured at FVTPL.

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

## (a) Credit risk

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

	Current	31-60 days	61-90 days	91 days +
September 30, 2018	44%	42%	5%	9%
December 31, 2017	88%	4%	8%	0%

At each period end, the Company reviews the collectability of outstanding receivables. The specific accounts are only written off once all the collection avenues have been explored or when legal bankruptcy has occurred. The Company wrote off \$12,500 during the three months ended September 30, 2018 as uncollectable. The Company does not currently have an allowance for doubtful accounts.

The following table identifies customers comprising 10% or more of the Company's revenue for the nine months ended September 30, 2018:

	September 30, 2018	September 30, 2017
Customer A	16%	0%
Customer B	16%	0%
Customer C	18%	4%
Customer D	0%	10%
Customer E	0%	13%
Customer F	2%	10%
Customer G	2%	10%

## (b) Liquidity risk

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

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

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

**RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
 Three and Nine Months ended September 30, 2018 and 2017  
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**11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT** (continued)

## (c) Market risk

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

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

As at September 30, 2018, financial instruments were converted at a rate of US\$1.00 to CAD\$1.2945 and UK Pound Sterling (GBP) 0.7671. Balances denominated in foreign currencies as at September 30, 2018 were as follows:

	In USD	In CAD	In GBP
Cash and cash equivalents	\$ 1,101,630	\$ 81,990	\$ -
Accounts Receivable	445,255	15,848	43,334
Accounts Payable	5,504	14,586	-

The estimated impact on net loss for the nine months ended September 30, 2018 with a +/- 10% change in Canadian Dollar exchange rate is approximately \$1,000 (2017 – \$84,000).

## (d) Capital management

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

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

**12. SEGMENT REPORTING**

The approximate sales revenue based on geographic location of customers for the nine months ended September 30, 2018 and 2017 is as follows:

	September 30, 2018	September 30, 2017
United States of America	\$ 941,588	\$ 402,670
Canada	426,580	77,964
Europe	411,468	93,977
Other	62,251	259,347
	\$ 1,841,888	\$ 833,958

**RIWI CORP.**

Notes to the Condensed Interim Financial Statements  
Three and Nine Months ended September 30, 2018 and 2017  
(Unaudited and Expressed in U.S. Dollars)

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**13. CHANGE IN ACCOUNTING POLICY FOR REVENUE RECOGNITION**

The Company's customer contracts are becoming longer in term, and as a result the Company began recognizing revenue over time from January 1, 2018. The Company applied IFRS 15 using the cumulative effect method for contracts that were not fully completed, as an adjustment to the opening balance of equity as at January 1, 2018. Therefore, the Company has not restated comparative information and continues to be reported under IAS 18, Revenue. The positive adjustment to the opening balance of equity as at January 1, 2018 was \$305,806, with corresponding adjustments to deferred revenue of \$299,906 and accrued revenue of \$5,900.

The Company previously followed the completed contract revenue recognition policy. Under IFRS 15, the Company now recognizes revenue over time, based on different contract milestones being reached. The impact of adopting IFRS 15 on the Company's unaudited interim financial statements for the nine months ended September 30, 2018 is noted in the table below:

	As reported	Adjustments	Balances without adoption of IFRS 15
Revenues			
Sales	\$ 1,841,888	\$ 508,375	\$ 1,333,513
Interest	16,666	-	16,666
Total revenues	\$ 1,858,554	\$ 508,375	\$ 1,350,179

**14. COMMITMENTS**

The Company's head office currently shares space with a third-party firm. The total lease payments are \$8,903 per month beginning on June 1, 2018, increasing to \$9,009 per month on June 1, 2020. The Company is responsible for 50% of the monthly lease payments. The office lease expires on May 31, 2023.



# RIWI CORP.

## MANAGEMENT'S DISCUSSION & ANALYSIS

**For the Three and Nine Months Ended September 30, 2018 and 2017**

Containing information up to and including November 1, 2018

(Expressed in United States Dollars)

## **RIWI CORP.**

Management's Discussion & Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

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### **MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING**

This management's discussion and analysis ("MD&A") details RIWI Corp.'s ("RIWI" or the "Company") operating results and financial condition as at and for the three and nine months ended September 30, 2018 and 2017, and is prepared as at November 1, 2018. This MD&A should be read in conjunction with the Company's unaudited condensed interim financial statements for the three and nine months ended September 30, 2018 and 2017 and the notes thereto which were prepared in accordance with *International Financial Reporting Standards* ("IFRS") (collectively referred to as the "Financial Statements"), which are available on [www.sedar.com](http://www.sedar.com). Other information contained in this document has also been prepared by management and is consistent with the data contained in the Financial Statements.

Internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the financial statements for external purposes in accordance with IFRS. The Company's certifying Officers, based on their knowledge, having exercised reasonable diligence, are also responsible to ensure that these filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, with respect to the period covered by these filings, and these Financial Statements together with the other financial information included in these filings fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented in these filings.

The Board of Directors approves the Financial Statements and MD&A and ensures that management has discharged its financial responsibilities. The Board's review is accomplished principally through the Audit Committee, which meets periodically to review all financial reports, prior to filing.

### **CHANGE IN REPORTING CURRENCY TO U.S. DOLLARS**

The Company changed its functional and reporting currency in its financial statements from Canadian dollars to U.S. dollars, for fiscal periods beginning on January 1, 2018, as a result of changes in its business, which is predominantly U.S. dollar denominated. All dollar amounts referred to in this MD&A are expressed in United States dollars except where indicated otherwise. Historical financial information has been restated to U.S. dollars for comparative purposes.

### **CAUTION REGARDING FORWARD-LOOKING INFORMATION**

This MD&A contains forward-looking information, future-oriented financial information, or financial outlooks (collectively, "forward-looking information"), which includes disclosure regarding possible events, conditions or financial performance that is based on assumptions about future economic conditions and courses of action. Often, but not always, forward-looking information can be identified by the use of words such as "plans", "seeks," "expects" or "does not expect", "is expected", "estimates", "intends", "anticipates", "projects", "budgets", "forecasts", "does not anticipate", "believes", "objective", "strives" or variations of such words and phrases, or statements that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved.

Should one or more of these risks or uncertainties materialize, or should assumptions underlying the forward-looking information prove incorrect, actual results, performance or achievement may vary materially from those expressed or implied by the forward-looking information contained in this MD&A. These risk factors should be carefully considered and readers are cautioned not to place undue reliance on forward-looking information, which speaks only as of the date of this MD&A. All subsequent forward-looking information attributable to the Company herein is expressly qualified in its entirety by the cautionary statements contained in or referred to herein. The Company does not undertake any obligation to release publicly any revisions to this forward-looking information to reflect events or circumstances that occur after the date of this MD&A or to reflect the occurrence of unanticipated events, except as may be required under applicable securities laws.

### **ADDITIONAL INFORMATION**

Additional information relating to the Company is available from the SEDAR website at [www.sedar.com](http://www.sedar.com), under the Company's profile.

## **RIWI CORP.**

Management's Discussion & Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

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### **OVERVIEW**

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

RIWI is a global trend-tracking and prediction technology firm. Our cloud-based software solutions provide a digital intelligence platform to customers needing real-time citizen sentiment data anywhere in the world in order to make faster, improved decision-making. Our platform can be accessed by large numbers of users within any large enterprise customer, offering users continuous, live data feeds and constantly updating analytics. RIWI's machine-learning properties provide real-time applied analytics, forecasts, and data aggregation for our customers seeking actionable customer insights, eliminating the need for labour-intensive manual computations.

### **Operational Highlights (Sales and Products)**

Some key achievements made by the Company since July 1, 2018 and up to November 1, 2018 are noted below. Our goal is to increase our long-term contracts and recurring revenues across all our business lines in order to achieve strong year-over-year revenue growth and profitability in 2018. All our key success metrics – including the growing proportion of our work dedicated to long-term recurring work – seek to ensure this goal.

#### **1. Global Finance business line:**

- a. RIWI was awarded a third sales contract with a top-10 international bank as measured by assets under management. This contract is valued at \$543,000. RIWI has won \$1.1 million in business with this bank over the course of the past 13 months under its three-year long-term agreement, signed in August 2017. RIWI responds regularly to requests from the bank's global sector teams and therefore expects to win additional contracts from this client over the next two years.
- b. RIWI started work for a US-based hedge fund in October. The client enjoys the right to renew the contract for eight additional quarters until the end of 2020.
- c. RIWI continues to start new data collection projects in China, emerging markets and frontier markets for existing and new finance clients under long-term agreements ("LTAs").

#### **2. Global Security business line:**

- a. RIWI won a multi-year engagement with a G-7 government agency for work in the field of international security. This client, which maintains an active team of programmers dedicated exclusively to collaborative work with RIWI, has also requested that RIWI design new proposals for varied cyber-security related services to be undertaken over the next five years.
- b. The US Department of State exercised its first option year of \$250,000 under its five-year long-term agreement with RIWI. In October, the US Government conducted a formal review of the quality, timeliness, cost control, management and regulatory compliance of the Company's work. The government gave RIWI a positive contract performance assessment, recommending RIWI for similar global data collection work to be commissioned by any US government agency.
- c. RIWI is working on new long-term business relating to countering violent extremism on the Internet, awarded by the United States Agency for International Development.

#### **3. Global Citizen Engagement business line:**

- a. RIWI completed its work on a first project with International Alert and the British Council, which included data collection from over 110,000 citizens in 15 countries. The work was presented by our clients at the United Nations and at the US Senate. RIWI expects the work to expand over multiple years and to ultimately include approximately 100 countries.
- b. RIWI won new work with an existing client, an organization funded by a US government agency, to measure perceptions of human rights organizations in fragile and conflict-affected regions.
- c. RIWI won a new contract with the UN World Food Programme to monitor economic and social conditions in certain Middle East and African countries. This contract represents wave one of a multi-wave project for which the budget can expand for data collection in up to 72 countries.

## **RIWI CORP.**

Management's Discussion & Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

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### **Operational Highlights (Sales and Products) (continued)**

#### **4. Global Consumer business line:**

- a. RIWI hired Bruce Caven as a sales lead responsible for growing RIWI's recurring revenues in this business line. Mr. Caven is the former Director of Data Networks for Canadian Satellite Communications Inc. (now owned by Shaw Communications); former Vice President of Sales for fONOROLA (purchased by Sprint Canada); former Vice President of Sales for Intercon Security; and former Vice President of Commercial Services for The Weather Network.
- b. With an automobile sector client, RIWI is planning the work phases of a multi-country continuous sales forecasting tool. The Company expects to begin work on this engagement in early 2019.
- c. For a repeat client, RIWI started brand tracking work in over 30 countries.

### **Operational Highlights (Academic Validations and Public Relations)**

1. RIWI data, technology and reports were profiled in leading international finance media, including *The Financial Times*, *CNBC*, *Forbes*, *Investopedia*, *Seeking Alpha*, *TheStreet* and *MarketWatch*.
2. RIWI data and reports were profiled in leading humanitarian aid publications, including *Peace News* and in client reports from the British Council and from International Alert.
3. RIWI's work, technology and methods were presented by clients and by RIWI executives at the United Nations, the US Senate, various G-7 agencies and at The World Bank.
4. Reviews of RIWI's predictive methods and applications continue to be accepted for publication in peer-reviewed publications and statistical organizations, including *The Proceedings of the Japan Marketing Academy*, the *European Society for Opinion and Marketing Research*, the *Japan Association for Public Opinion Research*, and the 15<sup>th</sup> annual edition of research techniques, published by Saitama University.
5. RIWI executives continue to be invited to provide high-profile public lectures about data mining, data privacy, international data collection best practices and RIWI findings at Universities and clients, such as the United Nations and at the University of Toronto.

### **Operational Highlights (Technical)**

1. To accelerate the sales process and to ensure customer delivery excellence, RIWI has adopted 'Material Design' standards for its Big Data analytics platform. The new 'app'-like user interface offers a sense of familiarity to new onboarding clients as they are introduced to a richer set of analytic capabilities.
2. To meet growing customer demand from countries globally, RIWI has introduced a new automated measure called "Scored Ranking". The implementation of Scored Ranking has been extended with statistical measures including post-stratified weighting, p-values, contingency tables and time-series.
3. As the volume of RIWI visitors to its surveys and ad tests has exceeded 1.5 billion and is expected to grow steadily over the coming months and years, RIWI has optimized its frontend technology for eight times its historic throughput. This was achieved by porting a bottleneck to a Golang implementation. This implementation has provided RIWI and its customers significant speed improvements.

## **RIWI CORP.**

### Management's Discussion & Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

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#### **New Products**

1. RIWI is selling to existing and potential clients information services in the field of contextual cyber-security. For example, RIWI can provide continuous brand opinion tracking data using its survey technology and simultaneously apply proprietary domain name system ("DNS") algorithms that provide insights into emerging global and regional cyber-threats toward client brands in all parts of the world.
2. RIWI has expanded its suite of cyber-security offerings. RIWI's services include tracking the changing technical strength of the Internet infrastructure in conflict states, identifying cyber-threats and misinformation campaigns that target corporations, and countering violent extremism across the world.
3. RIWI is offering new data fusion capabilities that enable clients to compare RIWI perceptions data to social media listening data and to other data streams (e.g., MMS/SMS data).
4. RIWI is increasingly providing unique video and ad test data mining services that provide our clients in the security, commercial, and humanitarian aid sectors with measurements to scientifically assess the effectiveness and return-on-investment of different digital advertisements and Web-based campaigns.
5. RIWI is leveraging its new in-house expertise in monetizing historic datasets to package these datasets that the Company has archived on different themes, and in different countries, for potential sales to clients that can leverage the datasets to help predict consumer purchasing and behavior trends.

#### **OUTLOOK**

Across all of RIWI's business lines, the commercial outlook is excellent for revenue growth year-over-year.

1. In its Global Finance business line, the commercial outlook is strong. Due to RIWI's long-term global work with a top-10 bank, the bank's clients at hedge funds, sovereign wealth funds, private equity and asset allocation firms seeking differentiated datasets approach RIWI to negotiate long-term engagements. Clients in this sector are seeking an information edge from RIWI for improved asset allocation, stock selection, investment due diligence, and for identifying new trends in frontier markets and in emerging markets.
2. In its Global Security business line, RIWI data solutions are now in use by G-7 agencies after testing, pilots, and technical reviews that have occurred since 2014. Contracts from these client agencies have now made RIWI eligible for sole-source, multi-year contracts ranging from \$1 million to \$20 million or more. RIWI expects its security work to increase substantially and steadily over the next 20 years. The Company is regularly preparing priced proposals in response to client inquiries from this sector. Additional offerings for this sector may require new Big Data analytics expansions. We expect that the US Government's positive October 2018 review of the quality, timeliness, cost control, management and regulatory compliance of the Company's past work will help diversify and increase Company sales.
3. In its Global Citizen Engagement business line, RIWI is now able to capture fast-rising and longer-term revenues. Each new contract where RIWI serves as a prime contractor to G-7 agencies in this business line creates a range of \$250,000 to \$5 million or more in new revenues to RIWI. Government agencies and multilateral organizations engage RIWI in these sectors since these clients need privacy-compliant data to justify and measure the effectiveness and impact of global humanitarian aid investments.
4. In its Global Consumer business line, large contracts made available to RIWI are now renewable annually. Firms request RIWI data from global audiences that typically do not answer surveys or respond to digital ad tests of any other kind. RIWI continues to expand its content-marketing initiatives in this sector to build its brand further to increase sales. As noted earlier, RIWI recently hired Bruce Caven as a sales lead responsible for growing RIWI's recurring revenues in this business line.

**RIWI CORP.**

## Management's Discussion &amp; Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

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Current trends in the Big Data and applied analytics marketplace offer RIWI significant commercial advantages:

1. New fiber-optic cable deployments across less populated areas of Africa, rapidly expanding network capacity and global Internet access, are expanding RIWI technology's reach.
2. Data firms that collect, store, or transfer any personal data, such as emails or IP addresses, put customers and related parties at financial risk under strict new EU regulations. Firms collecting personal data are under increased scrutiny from US and EU regulatory agencies and from clients concerned about data breaches. Firms collecting personal data for ad targeting purposes or consumer preference insights now need to incur significant costs to continually monitor and prevent unauthorized disclosure of personal data to third-party customers. By contrast, the RIWI solution is privacy-compliant, collecting no personal data, since RIWI was designed in 2009 as a privacy-first, rapidly scalable global platform.
3. In active litigation in the EU's Court of Justice in Luxembourg, the EU is asserting that European cyber-laws that affect technology companies' legal obligations, such as the "right to be forgotten" and the obligation to avoid collecting personal data, cannot be avoided by national, non-EU laws. For non-EU based data collection companies, including social media listening technology firms or companies that mine unstructured text data on the Internet, the EU's position, if successful, will mean that EU privacy-compliance requirements cannot be evaded in any jurisdiction.
4. The exponential growth of "alternative data" sets for the finance sector that have not been independently proven scientifically are increasingly viewed as burdensome for analysts to use or to integrate into their knowledge dashboards. RIWI enjoys a competitive advantage in the global finance sector since clients do not need to download new software to access RIWI's secure Web-based intelligence platform. Unlike most alternative data sets, RIWI has been validated by research units of G-7 government agencies and has been profiled in scientific publications such as *Nature* and *The Lancet*.
5. As environmental, social and governance ("ESG") becomes a dominant factor in assessing the future health and risks of stocks, it is increasingly important for financial analysts to gauge insights about Millennials' changing habits and preferences. The RIWI platform enjoys a competitive advantage over other data firms in accessing the views of the Millennial population in all regions of the world.
6. As China becomes an increasingly dominant influence in the global economy, a growing client base is demanding what only RIWI can offer: continuous, uninterrupted, real-time data feeds from across all regions and cities in China. Cross Marketing Inc. (TYO: 3675) of Tokyo has committed its sales and marketing force to sell RIWI's "China Pulse" product to its customers wishing to track sales trends, economic trends, and consumers' purchase trends in China.
7. As social media companies face growing public scrutiny over millions of fake accounts, customers are questioning the veracity of data feeds that use social media data as the source of consumer trends. Further, social media firms now need to invest significant human resources expunging fake accounts and filtering out offensive content. Consumer insights firms applying social media content as the sole source of their data feeds need to invest significant resources in data cleansing to ensure the integrity of the data which they offer to clients.

**RIWI CORP.**

## Management's Discussion &amp; Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

**Growth Plan for the Next Five Years**

Over the next five years, RIWI expects to serve as a prime contractor to a vastly larger number of G-7 agencies and enterprise clients in the private sector. As revenues increase, RIWI will consider investing in the following activities to ensure higher revenues and to sustain delivery excellence for our customers:

1. Open offices with sales teams around the world to service our international clients.
2. Increase our machine learning and adopt new artificial intelligence tools to integrate into our citizen intelligence platform.
3. Automate new data science applications and new domain name system technologies and APIs for additional global intelligence, such as Internet-of-Things (IoT) data capture, of value to our clients.
4. Monetize, package and sell our historic, archived privacy-compliant longitudinal data sets, especially for those related to financial and consumer habits, to clients wishing to predict sales or other consumer purchase behaviour trends across different countries and across diverse sectors.

**FINANCIAL RESULTS – EXPRESSED IN U.S. DOLLARS**

The following is a discussion of the results of operations of the Company for the three and nine months ended September 30, 2018 and 2017. The results should be read in conjunction with the unaudited condensed interim financial statements for the three and nine months ended September 30, 2018 and 2017, and the related notes.

<b>Financial Results</b>	<b>Three Months Ended</b>		<b>Nine Months Ended</b>	
	<b>September 30</b>		<b>September 30</b>	
	<b>2018</b>	<b>2017</b>	<b>2018</b>	<b>2017</b>
Revenues	\$ 807,205	\$ 271,978	\$ 1,858,554	\$ 833,958
General and administrative expenses	(399,409)	(579,135)	(1,417,967)	(1,027,815)
Sales and marketing expenses	(17,896)	(19,767)	(44,702)	(82,202)
Technology costs	(91,218)	(121,857)	(245,899)	(451,251)
Net income/(loss) and comprehensive income/(loss) for the period	\$ 298,683	\$ (448,781)	\$ 149,987	\$ (727,310)
Net income/(loss) per share: basic and fully diluted	\$ 0.02	\$ (0.03)	\$ 0.01	\$ (0.04)
Total assets	2,297,228	1,755,908	2,297,228	1,755,908
Total non-current liabilities	-	-	-	-
Cash dividends	-	-	-	-

**RIWI CORP.**

Management's Discussion & Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

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**For the three months ended September 30, 2018 and 2017**

Revenues are comprised of fees that are charged to customers for providing digital surveys or ad tests and automated analytics of the findings. Revenues increased by \$535,227 or 197% to \$807,205 during the three months ended September 30, 2018 compared to the same period last year. RIWI increased its strong customer base and recurring revenue streams.

Total expenses decreased by \$212,236 to \$508,522 during the three months ended September 30, 2018 compared to the same period last year. The key expenses are summarized as follows:

- a) **General and administrative expenses** decreased by \$179,727 to \$399,409 during the three months ended September 30, 2018 compared to the same period last year. This decrease was partly due to the non-cash share-based payment expense of \$265,328 related to the grant of stock options to certain directors and an officer of the Company in 2017. In 2018, the grant of stock options was expensed during the three months ended June 30, 2018. The Company incurred additional costs of hiring a Head of Global Research in April 2018 and moving the costs of the Chief Technology Officer to general and administrative expenses.
- b) **Sales and marketing** decreased by \$1,872 to \$17,896 during the three months ended September 30, 2018 compared to the same period last year. The Company is reviewing the return-on-investment of its sales and marketing expenses rigorously. RIWI has moved sales and marketing initiatives away from external consultants to bring it in-house.
- c) **Technology costs** decreased by \$30,638 to \$91,218 during the three months ended September 30, 2018 compared to the same period last year. This decrease is attributable to: (i) RIWI's data-as-a-service economics, which generally reduces the costs associated with deliverables and marketing activities as the volume, duration-in-field and geographic reach of our data collection increases, and (ii) a shift from more research-based and *ad hoc* testing activities, especially for the Global Security business line, to an increased focus on executing only profitable contracts with longer-duration customers. This decrease also resulted from: (i) optimization of our frontend technology for eight times its historic throughput; (ii) ongoing research and development advances to increase the frequency of analytic updates, improving real-time data ingestion; and (iii) moving the costs of the Chief Technology Officer to general and administrative expenses.

The Company generated net income of \$298,683 during the three months ended September 30, 2018, compared to a net loss of \$448,781 during the same period last year, a positive variance of \$747,464.

**RIWI CORP.**

## Management's Discussion &amp; Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

**For the nine months ended September 30, 2018 and 2017**

Revenues increased by \$1,024,596 or 123% to \$1,858,554 during the nine months ended September 30, 2018 compared to the same period last year. This nine-month revenue surpasses the revenues earned during the twelve months ended December 31, 2017 (full year 2017 revenue was \$1,654,268, which includes the positive adjustment to opening equity). The Company's nine-month revenue ended September 30, 2018 therefore exceeds the revenues earned during the twelve months ended December 31, 2017 by \$204,286, or 112%.

Total expenses increased by \$147,300 to \$1,708,567 during the nine months ended September 30, 2018 compared to the same period last year. The key expenses are summarized as follows:

- a) **General and administrative expenses** increased by \$390,151 to \$1,417,967 during the nine months ended September 30, 2018 compared to the same period last year. This increase was due to various factors, including: the additional costs of hiring a Head of Global Research in April 2018, a full-time Chief Financial Officer in July 2017 and moving the costs of the Chief Technology Officer to general and administrative expenses. The Company also began offering health insurance benefits to employees.
- b) **Sales and marketing** decreased by \$37,500 to \$44,702 during the nine months ended September 30, 2018 compared to the same period last year. The reason for the decrease is that the Company is reviewing the return-on-investment of its sales and marketing expenses rigorously. RIWI has moved sales and marketing initiatives away from external consultants to bring it in-house.
- c) **Technology costs** decreased by \$205,351 to \$245,899 during the nine months ended September 30, 2018 compared to the same period last year. This decrease is attributable to our shift from more research-based and testing activities, especially for the Global Security business line, to an increased focus on executing only profitable contracts with long-term customers. The decrease also relates to moving the costs of the Chief Technology Officer to general and administrative expenses. As noted, this decrease is also attributable to RIWI's data-as-a-service economics, which generally reduces the costs associated with deliverables and marketing activities as the volume, duration-in-field and geographic reach of our data collection activities increase.

The Company generated net income of \$149,987 during the nine months ended September 30, 2018, compared to a net loss of \$727,310 during the same period last year, a positive variance of \$877,296.

**SUMMARY OF QUARTERLY RESULTS – EXPRESSED IN U.S. DOLLARS**

This is a summary of selected results for the eight most recently completed quarters to September 30, 2018.

Summary of Quarterly Results <i>(in U.S. Dollars)</i>	2018				2017			2016
	Sept. 30	Jun. 30	Mar. 31	Dec. 31	Sept. 30	Jun. 30	Mar. 31	Dec. 31
Revenues	\$ 807,205	\$ 690,969	\$ 360,381	\$ 514,504	\$ 271,978	\$ 289,287	\$ 272,693	\$ 142,292
Net income/(loss) for the period	298,683	(68,128)	(80,568)	(18,961)	(448,781)	(230,093)	(48,435)	(206,721)
Net income/(loss) per share: basic and diluted	\$ 0.02	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.03)	\$ (0.01)	\$ (0.00)	\$ (0.01)

Note: the prior year results may differ by an immaterial amount due to the foreign exchange reconciliation of the CAD figures to the USD figures.

Overall, RIWI has increased its revenues significantly since 2016. The first three quarters in 2017 generated over \$270,000 in revenue and the fourth quarter of 2017 generated over \$510,000 in revenue. In 2018, RIWI continued its strong revenue trend by generating over \$360,000 in the first quarter, over \$690,000 in the second quarter, and over \$800,000 in the third quarter, the Company's highest quarter of revenue to date. The RIWI team focuses on signing new long-term contracts and establishing strong recurring revenue streams. The Company has also targeted its sales efforts toward enterprise customers across its four business lines.

RIWI is pleased to report that it reached profitability during this quarter, as the team focused on generating repeat and recurring sales along with rigorously reviewing the return-on-investment of all its expenditures.

In Q2 of 2018 and Q3 of 2017, the Company incurred higher expenses mostly due to the non-cash share-based payment expense related to the stock options granted to certain directors and an officer of the Company.

**RIWI CORP.**

## Management's Discussion &amp; Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

**“Percentage of Completion” Revenue Recognition Policy and Rise in Equity Balance – January 1, 2018**

The Company's customer contracts are becoming longer in term, and as a result the Company began recognizing revenue over time from January 1, 2018. The Company applied IFRS 15 using the cumulative effect method for contracts that were not fully completed, as an adjustment to the opening balance of equity as at January 1, 2018. Therefore, the Company has not restated comparative information and continues to be reported under IAS 18, Revenue. The positive adjustment to the opening balance of equity as at January 1, 2018 was \$305,806, with corresponding adjustments to deferred revenue of \$299,906 and accrued revenue of \$5,900.

**LIQUIDITY AND CAPITAL RESOURCES**

As at September 30, 2018, the Company had working capital of \$2,020,956 compared to working capital of \$1,205,070 as at December 31, 2017. This 68% increase in working capital is primarily due to the increase in sales revenue.

	<b>September 30, 2018</b>		<b>December 31, 2017</b>	
Current Assets	\$	2,173,848	\$	1,713,066
Current Liabilities		(152,892)		(507,996)
Working Capital	\$	2,020,956	\$	1,205,070

The Company will continue to assess the necessity for debt or equity financing as we proceed with the development of our business. We may, from time to time, develop additional new products or services to expand our operations beyond the scope that is presently contemplated. This could result in a requirement to seek new financing in order to finance such undertakings. There is no assurance that we will be able to achieve such financings if and when required.

**Contractual Obligations and Commitments**

The Company's head office currently shares space with a third-party firm. The total lease payments are \$8,903 per month which began on June 1, 2018, increasing to \$9,009 per month on June 1, 2020. The Company is responsible for 50% of the monthly lease payments. The office lease expires on May 31, 2023.

<b>Contractual Obligations</b>	<b>Payments due by Period</b>				
	<b>Total</b>	Oct. 1 - Dec. 31, 2018	Jan. 1, 2019 - Dec. 31, 2020	Jan. 1, 2021 - Dec. 31, 2022	Jan. 1, 2023 - beyond
Office lease	\$ 251,188	13,354	107,206	108,106	22,522

**CAPITAL STRUCTURE**

- Common Shares:** As of November 1, 2018, the Company has 17,277,282 issued and outstanding common shares. The Company's closing share price prior to November 1, 2018 was CAD \$1.05 per share.
- Stock Options:** As of November 1, 2018, the Company has 2,141,602 options outstanding.
- Share Purchase Warrants:** As at November 1, 2018, the Company has 662,071 share purchase warrants outstanding.

**RIWI CORP.**

Management's Discussion &amp; Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

**Common Shares, on a Fully Diluted Basis**

Expiry date	Exercise Price (CAD)	Number of securities	Number of shares
Common shares issued and outstanding			17,277,282
Stock options, at weighted average exercise price			
expiring in the year ending: December 31, 2018	\$ 0.57	354,102	
December 31, 2019	\$ -	-	
December 31, 2020	\$ 0.86	567,000	
December 31, 2021	\$ 2.21	282,500	
December 31, 2022	\$ 2.02	520,000	
December 31, 2023	\$ 2.00	390,000	
December 31, 2024	\$ 0.86	28,000	
	<u>\$ 1.48</u>		<u>2,141,602</u>
Warrants, at weighted average exercise price			
expiring in the year ending: December 31, 2019	\$ 3.50	656,571	
December 31, 2020	\$ 0.86	5,500	
	<u>\$ 3.48</u>		<u>662,071</u>
Common shares, on a fully diluted basis			<u>20,080,955</u>

**OFF-BALANCE SHEET ARRANGEMENTS**

The Company has no off-balance sheet arrangements.

**TRANSACTIONS BETWEEN RELATED PARTIES**

- (a) For the nine months ended September 30, 2018, included in technology costs are consulting fees and wages to the Company's Chief Technology Officer in the amount of \$nil (2017 – \$76,525). During September 2017, the Company's Chief Technology Officer transitioned from being a consultant to being appointed an officer of the Company, and those costs were moved to salaries expense under general and administrative expenses.
- (b) For the nine months ended September 30, 2018, the Company recognized share-based payment expense of \$328,435 (2017 – \$251,454) for stock options granted to directors and officers.

**RIWI CORP.**

Management's Discussion &amp; Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

**FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument to another entity. Upon initial recognition all financial instruments, including derivatives, are recognized on the balance sheet at fair value. Subsequent measurement is then based on the financial instruments being classified into one of the following categories: fair value through the statement of loss and comprehensive loss, held-to-maturity, loans and receivables, available-for-sale and other liabilities. The Company has designated its financial instruments into the following categories applying the indicated measurement methods:

<b>Financial Instruments</b>	<b>Category</b>	<b>Measurement Method</b>
Cash and cash equivalents	Loans and receivables	Amortized cost
Accounts receivable	Loans and receivables	Amortized cost
Accounts payable and accrued liabilities	Other financial liabilities	Amortized cost

The Company will assess at each reporting period whether any financial assets are impaired. An impairment loss, if any is recorded on the statement of loss and comprehensive loss.

It is management's opinion that the Company is not exposed to significant interest rate risk or credit risk. The fair values of these financial instruments approximate their carrying value due to the relatively short-term maturity of these instruments.

**Credit risk** is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Company's trade accounts receivable are due from customers and are subject to normal credit risk.

**Liquidity risk** is the risk that the Company will not be able to meet its financial obligations as they are due. The Company has in place a planning and budgeting process which helps determine the funds required to ensure the Company has the appropriate liquidity to meet its operating and growth objectives. The Company's financial liabilities consist of accounts payable and accrued liabilities and consist of invoices payable to trade suppliers for online advertising technology services, server hosting, general and administrative, and other expenses and are paid within one year. The Company expects to fund these liabilities through the use of existing cash resources and funds raised through equity financings, if required.

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

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

As at September 30, 2018, financial instruments were converted at a rate of US\$1.00 to CAD\$1.2945 and UK Pound Sterling (GBP) 0.7671. Balances denominated in foreign currencies as at September 30, 2018 were as follows:

	In USD	In CAD	In GBP
Cash and cash equivalents	\$ 1,101,630	\$ 81,990	\$ -
Accounts Receivable	445,255	15,848	43,334
Accounts Payable	5,504	14,586	-

The estimated impact on net income for the nine months ended September 30, 2018 with a +/- 10% change in Canadian Dollar exchange rate is approximately \$1,000 (2017 – \$84,000).

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Management's Discussion &amp; Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

**RECENT ACCOUNTING PRONOUNCEMENTS**

Certain pronouncements were issued by the IASB or the *International Financial Reporting Interpretations Committee* ("IFRIC") that are mandatory for accounting periods after the date of this MD&A.

## (a) Adoption of new and amended accounting pronouncements

## (i) IFRS 9, Financial Instruments ("IFRS 9")

IFRS 9 replaces the guidance in IAS 39, Financial Instruments: Recognition and Measurement. Financial assets will be classified into one of two categories on initial recognition, financial assets measured at amortized cost or financial assets measured at fair value. Gains and losses on re-measurement of financial assets measured at fair value will be recognized in the statement of loss and comprehensive loss, except that for an investment in an equity instrument which is not held-for-trading.

In the current period the Company has applied IFRS 9. The Company has chosen to apply IFRS 9 to the current period only and has retained its prior period figures as allowed by the standard. There was no impact of IFRS 9 on the Company's financial statements.

## (ii) IFRS 15, Revenue from Contracts with Customers ("IFRS 15")

In the current period the Company has applied IFRS 15, which clarifies the principles for recognizing revenue from contracts with customers. The Company's customer contracts are becoming longer in term, and as a result the Company now recognizes revenue over time. The Company transitioned to the new standard based on the cumulative effect method for contracts that were not fully completed prior to January 1, 2018 and has retained its prior period figures as allowed by the standard.

IFRS 15 uses the terms "contract asset" and "contract liability" to describe what might more commonly be known as "accrued revenue" and "deferred revenue", however the standard does not prohibit an entity from using alternative descriptions in its Statement of Financial Position.

The Company applied IFRS 15 using the cumulative effect method for contracts that were not fully completed, as an adjustment to the opening balance of equity as at January 1, 2018. Therefore, the Company has not restated comparative information and continues to be reported under IAS 18, Revenue. The positive adjustment to the opening balance of equity as at January 1, 2018 was \$305,806, with a corresponding adjustment to the deferred revenue balance.

The Company previously followed the completed contract revenue recognition policy. Under IFRS 15, the Company now recognizes revenue over time, based on different contract milestones being reached. The impact of adopting IFRS 15 on the Company's unaudited interim financial statements for the nine months ended September 30, 2018 is noted in the table below:

	As reported	Adjustments	Balances without adoption of IFRS 15
Revenues			
Sales	\$ 1,841,888	\$ 508,375	\$ 1,333,513
Interest	16,666	-	16,666
Total revenues	\$ 1,858,554	\$ 508,375	\$ 1,350,179

**RIWI CORP.**

Management's Discussion & Analysis

For the Three and Nine Months ended September 30, 2018 and 2017

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(b) Accounting pronouncements issued but not yet effective

IFRS 16, Leases ("IFRS 16")

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