FORM 5

QUARTERLY LISTING STATEMENT

Name of Listed Issuer: Qwick Media Inc. (the "Issuer").

Trading Symbol: QMI

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

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**

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.

Disclosure regarding the transactions with Related Persons has been disclosed in the notes to the Financial Statements for the three month period ended September 30, 2018.

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,

No securities were issued during the three month period ended September 30, 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

(b) summary of options granted during the period,

No options were granted during the three month period ended September 30, 2018.

Date	Number	Name of Optionee if Related Person and relationship	Generic description of other Optionees	Exercise Price	Expiry Date	Market Price on date of Grant

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

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.

A summary of the securities has been disclosed in the notes to the Financial Statements for the three month period ended September 30, 2018.

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.

Name of Director and Officer	Position(s) Held
Ross J. Tocher	President, CEO, Secretary, Treasurer and Director
Ted Cowie	Director
Kevin McMillan	Director
Glenn Cumyn	Director

SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS

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

See the attached Management's Discussion & Analysis for the period ended September 30, 2018.

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 February 25, 2019.

Ross J. Tocher
Name of Director or Senior Officer

"Ross J. Tocher"
Signature

Chief Executive Officer
Official Capacity

<table>
<tr><td>Issuer Details
Name of Issuer
Qwick Media Inc.</td><td>For Quarter Ended
September 30, 2018</td><td>Date of Report
YY/MM/D
19/02/25</td></tr>
<tr><td colspan="3">Issuer Address
Eastlake Campus, 104 – 8331 Eastlake Drive</td></tr>
<tr><td>City/Province/Postal Code
Burnaby, BC V5A 4W2</td><td>Issuer Fax No.
(604) 336-5460</td><td>Issuer Telephone No.
1.855.370.1715</td></tr>
<tr><td>Contact Name
Ross J. Tocher</td><td>Contact Position
President, CEO, Secretary, Treasurer and Director</td><td>Contact Telephone No.
778.370.1715</td></tr>
<tr><td>Contact Email Address
ross@qwickmedia.com</td><td colspan="2">Web Site Address
www.qwickmedia.com</td></tr>
</table>

SCHEDULE A

QWICK MEDIA INC.

CONSOLIDATED FINANCIAL STATEMENTS

Nine Months Ended September 30, 2018 and 2017
(Unaudited)

(Stated in U.S. Dollars)

NOTICE OF NO AUDITOR REVIEW OF
INTERIM CONSOLIDATED FINANCIAL STATEMENTS

The accompanying unaudited interim consolidated financial statements of the Company for the period ended September 30, 2018 have been prepared in accordance with United States generally accepted accounting principles and are the responsibility of the Company's management. In accordance with the disclosure requirements of National Instrument 51-102 released by the Canadian Securities Administrators, the Company's independent auditors have not performed an audit or review of these interim consolidated financial statements.

QWICK MEDIA INC.

CONSOLIDATED BALANCE SHEETS
(Stated in U.S. Dollars)

	September 30, 2018 (Unaudited)	December 31, 2017
ASSETS		
Current		
Cash	$ 37,261	$ 17,206
Receivables	22,948	12,864
Inventory	132,904	128,773
Prepaid expenses	51,393	21,911
Total Current Asssets	224,434	180,754
Equipment	70,074	89,624
Intangible Assets	70,660	78,718
Total Assets	$ 385,240	$ 349, 096
LIABILITIES		
Current		
Accounts payable and accrued liabilities	$ 136,242	$ 103,877
Due to related parties	1,384,664	911,438
Current portion of capital lease obligations	9,573	9,475
Total Current Liabilities	1,530,479	1,024,790
Deferred Revenue	–	3,188
Capital Lease Obligations	29,437	37,833
Total Liabilities	1,559,916	1,065,811
SHAREHOLDERS' EQUITY		
Share Capital		
Authorized:		
400,000,000 common shares, $0.001 par value;		
100,000,000 preferred shares, $0.001 par value, and series as determined by directors.		
Common Stock – 71,128,456 common shares issued at September 30, 2018 and December 31, 2017	71,128	71,128
Preferred Stock – 9,891,800 preferred shares issued at September 30, 2018 and December 31, 2017	9,892	9,892
Additional Paid-in Capital	15,272,201	15,226,143
Deficit	(16,527,897)	(16,023,878)
Total Shareholders' Deficiency	(1,174 ,676)	(716,715)
Total Liabilities and Shareholders' Deficiency	$ 385,240	$ 349,096

Going Concern, Commitments and Contractual Obligations (Notes 2 and 9)
The accompanying notes are an integral part of these unaudited consolidated financial statements.

QWICK MEDIA INC.

CONSOLIDATED STATEMENTS OF OPERATIONS
(Stated in U.S. Dollars)
(Unaudited)

	Three Months Ended September 30, 2018	Three Months Ended September 30, 2017	Nine Months Ended September 30, 2018	Nine Months Ended September 30, 2017
Revenue	**$ 57,176**	$ 24,299	**$ 123,304**	$ 92,072
Expenses				
Advertising and promotion	**6,637**	5,726	**27,716**	28,618
Amortization	**7,996**	6,918	**23,830**	15,214
Consulting fees	**47,365**	31,599	**107,584**	352,083
Filing fees	**2,735**	2,933	**14,313**	8,081
Foreign exchange	**24,364**	28,216	**(33,802)**	44,571
Interest and bank charges	**1,378**	1,795	**5,068**	4,116
Inventory costs	**12,061**	15,272	**43,185**	33,248
Management fees	**5,738**	5,967	**17,474**	17,208
Office and administrative	**25,398**	22,303	**56,759**	64,428
Professional fees	**20,177**	5,784	**32,947**	14,573
Rent	**21,331**	32,274	**64,212**	96,288
Salaries, wages and benefits	**94,200**	84,874	**285,056**	398,215
Travel	**810**	(582)	**5,165**	8,926
Total Expenses	**270,190**	243,079	**649,507**	1,085,569
Operating Loss	**$ (213,014)**	$ (218,780)	**$ (526,203)**	$ (993,497)
Other Income				
Interest income	**14**	19	**45**	50
Gain on disposal of automobile	**–**	–	**22,139**	–
	14	19	**22,184**	50
Net Loss for the Period	**$ (213,000)**	$ (218,761)	**$ (504,019)**	$ (993,447)
Basic and Diluted Loss per Common Share	**$ (0.00)**	$ (0.00)	**$ (0.01)**	$ (0.01)
Weighted Average Number of Common Shares Outstanding	71,128,456	71,128,456	71,128,456	71,128,456

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

QWICK MEDIA INC.

CONSOLIDATED STATEMENTS OF CASH FLOWS
(Stated in U.S. Dollars)
(Unaudited)

	Nine Months Ended September 30, 2018	Nine Months Ended September 30, 2017
Cash Flows Provided By (Used In)		
Operating Activities		
Net loss for the period	**$ (504,019)**	$ (993,447)
Adjustments to reconcile net loss to net cash used in operating activities:		
Amortization	**23,830**	15,214
Share-based compensation	**46,058**	321,369
Inventory obsolescence	**13,900**	16,213
Gain on disposal of automobile	**(22,139)**	–
Changes in operating assets and liabilities:		
Receivables	**(10,084)**	20,911
Prepaid expenses	**(29,482)**	(1,708)
Inventory	**(18,031)**	(30,293)
Accounts payable and accrued liabilities	**32,365**	(76,516)
Deferred revenue	**(3,188)**	–
Net cash used in operating activities	**(470,790)**	(728,257)
Investing Activities		
Purchase of property and equipment	**(1,079)**	(3,442)
Proceeds from disposition of automobile	**26,996**	–
Net cash used in investing activities	**25,917**	(3,442)
Financing Activities		
Proceeds from loans payable to related parties	**473,226**	724,351
Principal portion of lease payments	**(8,298)**	(2,409)
Net cash provided by financing activities	**464,928**	721,942
Net Increase (Decrease) in Cash	**20,055**	(9,757)
Cash, Beginning of Period	**17,206**	56,130
Cash, End of Period	**$ 37,261**	$ 46,373
Supplemental Disclosure of Cash Flow Information		
Interest paid	**$ –**	$ –
Income taxes paid	**$ –**	$ –

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

QWICK MEDIA INC.

Notes to the Consolidated Financial Statements

NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017

(Unaudited)
(Stated in U.S. Dollars)

1. BASIS OF PRESENTATION

The unaudited interim consolidated financial statements of Qwick Media Inc. (the “Company”) as of September 30, 2018 included herein have been prepared without audit pursuant to the rules and regulations of the United States Securities and Exchange Commission (the “SEC”). Certain information and footnote disclosures normally included in consolidated financial statements prepared in accordance with United States generally accepted accounting principles have been condensed or omitted pursuant to such rules and regulations. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. It is suggested that these consolidated financial statements be read in conjunction with the December 31, 2017 audited consolidated financial statements and notes thereto. The operating results for the nine months ended September 30, 2018 are not necessarily indicative of the results that may be expected for any future quarter or the year ending December 31, 2018.

The unaudited interim consolidated financial statements of the Company have been prepared in accordance with generally accepted accounting principles in the United States (“GAAP”), and are expressed in US dollars. These consolidated financial statements include the accounts of the Company and the accounts of the Company’s wholly owned subsidiaries, Qeyos Ad Systems Inc. (“Qeyos”), incorporated in British Columbia, Canada, and Wuxi Xun Fu Information Technology Co., Ltd. (“Wuxi”), incorporated in China. The Company’s fiscal year-end is December 31. Because a precise determination of many assets and liabilities is dependent upon future events, the preparation of financial statements for a period necessarily involves the use of estimates which have been made using careful judgement. The interim consolidated financial statements should be read in conjunction with the annual consolidated financial statements for the year ended December 31, 2017.

The Company uses the same accounting policies and methods of computation as in the annual consolidated financial statements for the year ended December 31, 2017.

The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses for the reporting period. Management evaluates estimates and judgments on an ongoing basis. Actual results could differ from these estimates. The significant areas requiring management’s estimates and assumptions include the fair value of shares issued to settle debt, stock based compensation, valuation of accounts receivable and inventory, estimated life, amortization rates and impairment of long-lived assets, valuation allowance for income tax purposes, and fair value measurement of financial instruments.

Our reporting and functional currency is the U.S. dollar. However, a substantial portion of the expenses of our operationg subsidiary Qeyos is denominated in Canadian dollars. The value of Canadian currency against the U.S. dollar may fluctuate and is affected by, among other things, changes in the political and economic conditions in Canada. Fluctuations in exchange rates, primarily thos involving the U.S. dollar, may affect the relative purchasing power of our working capital and our balance sheet and earnings per share in U.S. dollars. In addition, appreciation or depreciation in the value of the foreign currencies relative to the U.S. dollar will affect our financial results reported in U.S. dollar terms without giving effect to any underlying change in our business or results of operations.

2. NATURE OF OPERATIONS AND GOING CONCERN

a) Organization

The Company is governed by the corporate laws of the Cayman Islands. It is currently a reporting issuer in the Provinces of British Columbia and Ontario, Canada. The Company’s principal executive offices are located in Vancouver, British Columbia. Its registered office is in the Cayman Islands.

(Stated in U.S. Dollars)

2. NATURE OF OPERATIONS AND GOING CONCERN (Continued)

The Company was incorporated on October 5, 2000 under the laws of the State of Nevada, and had since re-domiciled to the Cayman Islands and became a foreign private issuer with the United States Securities and Exchange Commission (the "SEC").

On April 19, 2011, the Company incorporated Wuxi, an indirect wholly-owned subsidiary of the Company, in China.

For all periods presented, all significant inter-company accounts and transactions have been eliminated in the consolidated financial statements.

b) Going Concern

The accompanying consolidated financial statements have been prepared assuming the Company will continue as a going concern.

As shown in the accompanying unaudited consolidated financial statements, the Company has incurred accumulated losses of $16,527,897 as at September 30, 2018. The future of the Company is dependent upon its ability to obtain adequate financing and upon future profitable operations. Management has plans to seek additional financing, potentially through private placements and the issuance of promissory notes, but there is no assurance that such financing will be available on acceptable terms or at all. This raises substantial doubt regarding the Company's ability to continue as a going concern. The consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts of and classification of liabilities that might be necessary in the event the Company cannot continue in existence.

3. INVENTORY

	September 30, 2018	December 31, 2017
Computers	**$ 11,496**	$ 9,698
Monitors	**33,259**	31,779
Printers	**3,560**	2,175
Charging stations	**23,346**	24,968
Parts and enclosures	**57,223**	56,481
General	**4,020**	3,672
	$ 132,904	$ 128,773

During the nine months ended September 30, 2018, the Company recorded inventory obsolescence in the amount of $8,568 (2017 - $16,216).

QWICK MEDIA INC.

Notes to the Consolidated Financial Statements

NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017

(Unaudited)
(Stated in U.S. Dollars)

4. EQUIPMENT

	September 30, 2018		
	Cost	**Accumulated Amortization**	**Net Book Value**
Computer hardware	**$ 38,713**	**$ 37,493**	**$ 1,220**
Computer software	**1,950**	**1,950**	**–**
Office furniture	**11,828**	**7,414**	**4,414**
Automobile	**–**	**–**	**–**
Equipment	**52,395**	**44,754**	**7,641**
Shop equipment	**23,088**	**6,030**	**17,058**
Shop equipment under capital leases	**53,139**	**13,398**	**39,741**
	$ 181,113	**$ 111,039**	**$ 70,074**

In March 2018, the automobile was disposed of for proceeds of $26,996 against net book value of $4,857 = (cost $8,669 less accumulated amortization of $3,812) for a gain of $22,139.

	December 31, 2017		
	Cost	Accumulated Amortization	Net Book Value
Computer hardware	$ 38,713	$ 37,115	$ 1,598
Computer software	1,950	1,950	–
Office furniture	11,828	6,745	5,083
Automobile	8,669	3,812	4,857
Equipment	52,395	42,743	9,652
Shop equipment	22,009	1,287	20,722
Shop equipment under capital leases	53,139	5,427	47,712
	$ 188,703	$ 99,079	$ 89,624

5. INTANGIBLE ASSETS

	September 30, 2018		
	Cost	**Accumulated Amortization**	**Net Book Value**
Trademarks	**$ 78,214**	**$ 26,781**	**$ 51,433**
Patents	**21,818**	**7,455**	**14,363**
Intellectual property	**7,388**	**2,524**	**4,864**
	$ 107,420	**$ 36,760**	**$ 70,660**

	December 31, 2017		
	Cost	Accumulated Amortization	Net Book Value
Trademarks	$ 78,214	$ 20,915	$ 57,299
Patents	21,818	5,818	16,000
Intellectual property	7,388	1,969	5,419
	$ 107,420	$ 28,702	$ 78,718

6. CAPITAL LEASE OBLIGATIONS

The Company leases shop equipment under capital leases at an effective annual interest rate of 5.56% over a period of 60 months ending in mid-2022. At September 30, 2018 $39,009 (December 31, 2017 – $47,308) were owed on these leases. During the nine months ended September 30, 2018, $4,539 (Year ended December 31, 2017 – $4,684) in principal payments on the leases were made. At September 30, 2018, future lease payments total $39,009 (December 31, 2017 – $47,308) consisting of $9,573 due in one year (December 31, 2017 – $9,475) and $29,436 due after one year (December 31, 2017 – $37,832).

The leased shop equipment are amortized over five years on a straight-line basis. At September 30, 2018, included in Equipment (Note 4) are shop equipment under capital leases of $53,139 (December 31, 2017 – $53,139) with a carrying value of $39,741 (December 31, 2017 – $47,712) after accumulated amortization of $13,398 (December 31, 2017 – $5,427).

7. RELATED PARTY TRANSACTIONS AND AMOUNTS OWING

For the nine months ended September 30, 2018, the Company carried out a number of transactions with related parties in the normal course of business. These transactions were recorded at their exchange amount, which is the amount of consideration established and agreed to by the related parties.

The following are related party transactions and amounts owing at September 30, 2018 that are not otherwise disclosed elsewhere:

a) For the nine months ended September 30, 2018, the Company paid management fees of $17,474 (2017 – $17,208) to companies controlled by officers and directors; and salaries of $Nil (2017 – $57,360) to an officer of the Company and spouse.

b) The Company recorded share-based compensation of $46,058 for the nine months ended September 30, 2018 (2017 – $243,669) as consulting fees and salaries paid to directors and officers.

d) As of September 30, 2018, the Company recorded in accounts payable and accrued liabilities: (i) $7,300 (December 31, 2017 – $7,533) owed to a company controlled by a director; (ii) $16,223 (December 31, 2017 – $6,277) owed to a company controlled by an officer; and (iii) $6,257 (December 31, 2017 – $6,344) owed to a director of the Company. The amounts owed are unsecured, non-interest bearing and due on demand.

e) As of September 30, 2018, $1,384,664 (December 31, 2017 – $911,656) had been advanced by the President of the Company and by a company controlled by the President of the Company; The advances were unsecured, non-interest bearing and due on demand.

8. STOCK OPTIONS

The Company adopted a Stock Option Plan under which the Company can grant up to 6,620,230 common shares to its officers, directors, employees and consultants. The fair values of stock options granted are estimated at the date of the grant using the Black-Scholes option-pricing model.

On August 5, 2015, the Company granted 300,000 stock options to a director of the Company, each of which is exercisable into one common share of the Company at a price of $0.20 per share until July 31, 2020. These options will vest as follows: 100,000 on July 31, 2015, 100,000 on July 31, 2016 and 100,000 on July 31, 2017

On September 4, 2015, the Company granted 1,000,000 stock options to an officer of the Company, each of which is exercisable into one common share of the Company at a price of $0.20 per share until September 4, 2020. These options will vest as follows: 500,000 on September 4, 2015, 250,000 on September 4, 2016 and 250,000 on September 4, 2017.

The Company did not grant any stock options during the year ended December 31, 2016.

(Stated in U.S. Dollars)

8. STOCK OPTIONS (Continued)

On June 7, 2017, the Company granted 4,630,000 options to directors, officers, and third parties of the Company, of which each option is exerciseable for a period of 5 years at a price of $0.07. These options will vest as follows: 1,543,333 on June 7, 2017, 1,543,333 on June 7, 2018, and 1,543,333 on June 7, 2019.

During the year ended December 31, 2017, the Company recorded share-based compensation of $250,820 (2016 – $64,369, 2015 - $147,622) as consulting expenses and salaries related to the vesting and issuance of stock options.

The fair value assumptions used were as follows:

	2017	2016	2015
Expected dividend yield	**0%**	N/A	0%
Risk-free interest rate	**1.74%**	N/A	1.51%
Expected volatility	**140%**	N/A	111%
Expected option life (in years)	**5**	N/A	4.94

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

	Number of Options	Weighted Average Exercise Price	Weighted-Average Remaining Contractual Term (years)
Outstanding, December 31, 2016	1,900,000	$0.20	1.85
Granted	4,630,000	$0.07	3.67
Outstanding, December 31, 2017 and September 30, 2018	**6,530,000**	**$0.11**	**3.02**
Exercisable, September 30, 2018	**4,986,666**	**$0.12**	**2.82**
Exercisable, December 31, 2017	**3,443,333**	**$0.14**	**3.80**

(Stated in U.S. Dollars)

8. STOCK OPTIONS (Continued)

A summary of the status of the Company's non-vested options and changes are presented below:

	Number of Options	Weighted Average Grant Date Fair Value
Non-vested at December 31, 2016	350,000	$0.16
Granted	4,630,000	$0.07
Vested	(1,893,333)	$0.07
Non-vested at December 31, 2017	3,086,667	$0.16
Vested	(1,543,333)	$0.07
Non-vested at September 30, 2018	**1,543,334**	**$0.18**

As at September 30, 2018, there was $284,436 (December 31, 2017 – $70,551) in total unrecognized compensation cost related to non-vested stock options.

As at September 30, 2018, the following stock options were outstanding:

Number of Options	Exercise Price	Expiry Date
600,000	$0.20	April 30, 2019
300,000	$0.20	July 31, 2020
1,000,000	$0.20	September 4, 2020
4,630,000	$0.07	June 7, 2022
6,530,000		

The Company did not grant any stock options during the nine months ended September 30, 2018.

9. REDEEMABLE PREFERRED SHARES

On November 15, 2011, the Company created one series of the 100,000,000 preferred shares it is authorized to issue, consisting of 25,000,000 shares, to be designated as Class A Preferred Shares.

During the year ended December 31, 2011, the Company completed a private placement with a company owned by the Company's President and Chief Executive Officer, consisting of the issuance of 1,000,000 Class A Preferred Shares at a price of $1.00 per Class A Preferred Share for gross proceeds of $1,000,000, and converted the principal amount of a debenture and accrued interest thereon to the related party, into an aggregate of 1,027,945 Class A Preferred Shares, at a conversion price of $1.00 per Class A Preferred Share.

As at December 31, 2015, the holder of the Class A Preferred Shares agreed to not exercise the retractable rights to have the Company redeem the Class A Preferred Shares, for the next two years.

On December 30, 2016, the Company amended the rights and restrictions of the Class A Preferred Shares to remove the redemption rights of the holder and revise the conversion rights. The principal terms of the Class A Preferred Shares are as follows:

Voting rights – The Class A Preferred Shares have voting rights (one vote per share) equal to those of the Company's common shares.

(Stated in U.S. Dollars)

9. REDEEMABLE PREFERRED SHARES (Continued)

Dividend rights – The Class A Preferred Shares carry a cumulative cash dividend of 10% of earnings before interest, tax, depreciation and amortization per annum. The accrued dividends payable are classified as interest expense in the statements of operations.

Conversion rights – The holders of the Class A Preferred Shares have the right to convert each Class A Preferred Share, from time to time, at the option of the holder, into three common shares of the Company.

Redemption rights - At any time, the Company may redeem the Class A Preferred Shares for an amount equal to $1.00 per share plus the amount of any accrued and unpaid dividends thereon.

The Company had originally classified the Class A Preferred Shares as a liability because they are redeemable beyond the control of the Company. As the modification of the Class A Preferred Shares added a substantive conversion option and removed the retractability feature, the Company has accounted for the modification as an extinguishment of the previous preferred stock and the issuance of new preferred stock.

The Company assessed the revised Class A Preferred Shares and concluded that they represented an equity host contract. The Company also concluded that conversion feature was clearly and closely related to the host contract and that the conversion feature was not beneficial. The Company also assessed the redemption option and concluded that it did not meet the definition of a derivative.

Finally, the Company concluded that as the Class A Preferred Shares were no longer redeemable at the option of the holder that they should be classified as permanent equity. The Company has determined that there was no difference between the fair value of the outstanding preferred shares and the modified preferred shares. Upon the modification, the Company has reclassified the outstanding preferred shares from debt to permanent equity.

On December 30, 2016, the Company converted $7,863,855 of amounts owed to related parties into 7,863,855 Class A Preferred Shares at a price of $1.00 per Class A Preferred Share.

Effective December 30, 2016, accrued dividends payable to a director and his related holding company were waived. The waiver was accepted by the Company's Board of Directors as of December 30, 2016 such that the accrued dividends in the amount of $734,228 are discharged from the Company's debt obligations. As such dividends were expensed, the Company has recaptured an equivalent amount of other income in the amount of $734,228 effective December 30, 2016.

10. COMMITMENTS AND CONTRACTUAL OBLIGATIONS

The Company had no significant commitments or contractual obligations with any parties respecting executive compensation, consulting arrangements, or other matters other than disclosed below. Management services provided are on a month-to-month basis.

The Company has entered into leases for the provision of facility space and capital assets until May 31, 2021 and July 31, 2022. At September 30, 2018, the Company's future minimum lease payments for its leases are as follows:

Fiscal year ending December 31, 2018	$ 17,794	(CDN $ 23,034)
Fiscal year ending December 31, 2019	72,813	(CDN $ 94,257)
Fiscal year ending December 31, 2020	65,182	(CDN $ 84,378)
Fiscal year ending December 31, 2021	28,262	(CDN $ 36,585)
Fiscal year ending December 31, 2022	5,532	(CDN $ 7,160)
Total	$ 189,583	(CDN $ 245,414)

QWICK MEDIA INC.

Notes to the Consolidated Financial Statements

NINE MONTHS ENDED SEPTEMBER 30, 2018 AND 2017
(Unaudited)
(Stated in U.S. Dollars)

10. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The following table presents information about the Company's financial instruments that have been measured at fair value as of June 30, 2018, and indicates the fair value hierarchy of the valuation inputs utilized to determine such fair values:

SEPTEMBER 30, 2018	**FAIR VALUE INPUT LEVEL**	**HELD-FOR-TRADING**	**TOTAL CARRYING VALUE**	**FAIR VALUE**
Financial assets				
Cash	**1**	**$ 37,261**	**$ 37,261**	**$ 37,261**

DECEMBER 31, 2017	FAIR VALUE INPUT LEVEL	HELD-FOR-TRADING	TOTAL CARRYING VALUE	FAIR VALUE
Financial assets				
Cash	1	$ 17,206	$ 17,206	$ 17,206

Due to the nature of cash, accounts payable and redeemable preferred stock, the fair value of these instruments approximated their carrying value.

11. SEGMENTED INFORMATION

The Company's business is considered as operating in one segment being the development of software and hardware for use in digital media kiosks.

12. SUBSEQUENT EVENTS

On November 28, 2018 Qwick announced the expiry of its non-binding letter of intent dated July 1, 2018 (the "**Letter of Intent**") with Main Street Media Company Ltd. ("**Main Street**") pursuant to which the Company proposed to purchase all of the issued and outstanding securities of Main Street (the "**Main Street Securities**") from the shareholders of Main Street. The Letter of Intent has expired with the parties having not reached a formal agreement.

SCHEDULE B

QWICK MEDIA INC.
(the "Company")

Management's Discussion and Analysis of Operations
for the nine months ended September 30, 2018

November 28, 2018

INTRODUCTION

In this management's discussion and analysis ("**MD&A**"), unless otherwise stated, references to "**we**", "**us**", "**our**", the "**Company**", and similar terms, refer to Qwick Media Inc., a Cayman Islands corporation, and include, where applicable, our wholly-owned subsidiary, Qeyos Ad Systems Inc. ("**Qeyos**"), a British Columbia corporation, and its wholly-owned subsidiary, Wuxi Xun Fu Information Technology Co., Ltd. ("**Wuxi**"), a company incorporated under the laws of the People's Republic of China (the "**PRC**").

This MD&A is a review of our operations, current financial position and outlook and should be read in conjunction with the Company's audited consolidated financial statements for the year ended December 31, 2017. Readers are encouraged to review the Company's financial statements in conjunction with this document, copies of which are filed on the SEDAR website at www.sedar.com. The Company prepares its financial statements in accordance with generally accepted accounting principles in the United States. All dollar figures included herein are quoted in U.S. dollars unless otherwise noted. This discussion and analysis is prepared as of November 28, 2018.

FORWARD-LOOKING INFORMATION

This MD&A includes statements that express our opinions, expectations, beliefs, plans, objectives, assumptions or projections regarding future events or future results, and therefore are, or may be deemed to be, "forward-looking information" or "forward-looking statements". These forward-looking statements can generally be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "anticipates", "expects", "seeks", "projects", "intends", "plans", "may", "will" or "should", or their negative or other variations or comparable terminology. These forward-looking statements include all matters that are not historical facts. They appear in a number of places throughout this annual report and include statements regarding our intentions, beliefs or current expectations concerning, among other things, our results of operations, financial condition, liquidity, prospects, growth, strategies and the industry in which we operate. These statements reflect management's current beliefs with respect to future events and are based on information currently available to management. Forward-looking statements involve significant known and unknown risks, uncertainties and assumptions. Should one or more of these risks or uncertainties materialize, or should assumptions underlying the forward-looking statements prove incorrect, actual results, performance or achievements could vary materially from those expressed or implied by the forward-looking statements contained in this annual report. Such risks include, but are not limited to: a renewed downturn in international economic conditions; our reliance on key management; our ability to obtain the financing needed to pursue our plan of operations; any adverse occurrence with respect to the development or marketing of our technology; any adverse occurrence with respect to any of our licensing agreements; our ability to successfully bring products to market; fluctuations in the availability and cost of materials required to produce our products; any adverse occurrence with respect to distribution of our products; potential negative financial impact from claims, lawsuits and other legal proceedings or challenges; and other factors beyond our control. See the section entitled "Risk Factors" for a complete list of risks relating to an investment in our company.

By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. These factors should be considered carefully and readers should not place undue reliance on the forward-looking statements. Although the forward-looking statements are based on assumptions that management believes are reasonable, which include, but are not limited to, assumptions with respect to our future growth potential, results of operations, future prospects and opportunities, execution of our business strategy, maintaining a stable workforce, there being no material variations in the current tax and regulatory environments, future levels of indebtedness, and current economic conditions remaining unchanged, readers are cautioned that forward-looking statements are not guarantees of future performance and that actual results of operations, financial condition and liquidity, and the development of the industry in which we operate may differ materially from the forward-looking statements contained in this annual report. In addition, even if our results are consistent with the forward-looking statements contained in this annual report, those results or developments may not be indicative of results or developments in the future.

Any forward-looking statements in this MD&A speak only as of the date of such statements, and we do not undertake any obligation to update such statements or to publicly announce the results of any revisions to any such statements to reflect future events or developments, except as required by applicable laws. Comparisons of results for current and any prior periods are not intended to express any future trends or indications of future performance, unless expressed as such, and should only be viewed as historical data. All of the forward-looking statements made in this MD&A are qualified by these cautionary statements.

OVERALL PERFORMANCE

We are engaged in the business of developing interactive proprietary software for digital media applications and integrating it with hardware. We primarily integrate our proprietary touchscreen software products as user interfaces ("**UIs**") and customer management systems with flat LCD/LED screens, and computer hardware and related peripherals and enclosures provided by third parties, in the expectation of generating recurring fees under end-user licenses. Our software development business is based in Burnaby, British Columbia, Canada.

Our customer management system ("**CMS**") technology can be used to create incremental revenue in the digital out of home ("**DOOH**") signage industry. Therefore, our secondary business strategy is to provide our clients with advertising opportunities through self-service interactive digital kiosks, interactive window displays, interactive transit displays and other interactive out-of-home advertising displays, such as digital wallscapes, spectaculars and mall displays that we plan to operate in North American advertising markets.

Our touch-screen interactive kiosks and smart displays support mobile software applications ("**Apps**") and iPhone/smart phone integration, while enabling users to access relevant information, such as interactive directories, way-finding, promotion incentives, coupons and other instant, on-demand media.

The principal market for our products is North America. Our CMS technology is intended to support mobile Apps and iPhone/smart phone integration, while enabling our clients' customers to access relevant information and self-service their needs through interactive directories, way-finding, coupons and other instant, on-demand media. We focus our business development on creating opportunities to deploy private channel solutions for large box retailers to empower them to offer private channel digital marketing into high traffic, public spaces; thus, empowering advertisers to target and engage audiences where and when they shop and socialize.

We incurred increased expenses to fund final development of our proprietary software and deployment of the results of that work on a proof of technology pilot program that was undertaken at various locations of a large U.S. based retailer between August 2012 and April 2014. This pilot program was undertaken in lieu of pursuing other smaller scaled sales opportunities. We expect our revenue will increase and our expenses will decrease while we commence the full scale market release of our product offering into established third party sales distribution channels, using the internet as an alternative to the past costs incurred to employ an internal sales staff. In addition, having reached successful completion of our technology pilot program in the U.S., we must identify new opportunities to enter negotiations for definitive agreements that are expected to enable us to monetize such opportunities for advertisers to utilize our proprietary interactive touch screen technologies in the large retailer arena. While we have taken steps to reduce the size of our internal sales staff, we intend to maintain our current number of programming employees to oversee sales deployment of our completed software products.

In March 2015, our common shares were listed for trading on the Canadian Securities Exchange under the symbol "QMI".

In April 2015, Qeyos purchased all assets of Safestar Products Company Limited (doing business as "WaterFillz®) including certain intellectual property, such as the trade name "Waterfillz".

In April 2016, to reduce operating costs, we closed our Wuxi offices and ceased conducting on-going software development operations under our Wuxi subsidiary. We now maintain outsourcing agreements with two of our former Wuxi employees for software development, who are now independent contractors.

We have completed development of our CMS for use on interactive touch screen hardware. The CMS has been tested and proven to improve the ease of use, presentation, and delivery of a wide variety of client-based information to those within an organization or to a public audience. It can also be combined with high utility self-service kiosks, such as secure mobile phone charging stations. The CMS is now ready to be marketed and distributed to information technology resellers and consumers around the world.

In September 2016, we successfully completed our first major retailer kiosk purchase order for 85 kiosks in which our interactive digital kiosks were installed in 75 London Drugs® retailer locations across Western Canada to support their LD-Extras™ customer loyalty and reward-based marketing programs. We expect to receive purchase orders from London Drugs® to add additional software and hardware features, as well as point-of-sale capabilities, to these existing kiosks, which will enable the kiosks to do more to enhance their in-store customer shopping experience.

Our sales and marketing focus continues, with respect to apparent opportunities, to work with universities, hotels, and in the hospitality and retail industries. In 2017, we invested $78,086 in shop equipment ($22,009 in cash; $56,077 in leases) to reduce our costs of inventory by making our own products in-house, as well as making new products. As a result in 2018, we have commenced in-house fabrication for a variety of products, making us a fully integrated company.

As at September 30, 2018, we had a working capital deficiency of $1,285,973 (December 31, 2017 – $844,036) and cash of $37,261 (December 31, 2017 – $17,206). We expect to incur further losses in the development of our business, which casts substantial doubt on our ability to continue as a going concern. For additional information with respect to the results of our operations for 2018 as compared to 2017, see the section entitled "Discussion of Operations".

SELECTED ANNUAL INFORMATION

The following table sets out selected financial information for each of our three most recently completed financial years ended December 31, 2017, 2016 and 2015:

	December 31, 2017	**December 31, 2016**	**December 31, 2015**
Total revenue	$ 135,817	$ 654,916	$ 459,125
Net (profit) loss	$ 1,103,902	$ (269,508)	$ 1,205,039
Loss per share (basic and diluted)	$ 0.02	$ 0.00	$ 0.02
Total assets	$ 349,096	$ 383,321	$ 501,581
Total non-current financial liabilities	$ 37,833	$ NIL	$ NIL

SUMMARY OF QUARTERLY RESULTS

The following table sets out selected financial information for the Company for its eight most recent quarters:

	September 30, 2018	**June 30, 2018**	**March 31, 2018**	**December 31, 2017**
Revenues	$ 57,176	$ 22,017	$ 44,111	$ 43,745
Operating expenses	$ 270,190	$ 189,762	$ 189,555	$ 154,222
Net loss	$ 213,000	$ 167,723	$ 123,296	$ 110,455
Loss per share (basic and diluted)	$ 0.003	$ 0.002	$ 0.002	$ 0.002

	September 30, 2017	June 30, 2017	March 31, 2017	December 31, 2016
Revenues	$ 24,299	$ 48,093	$ 19,680	$ 129,210
Operating expenses	$ 243,079	$ 581,455	$ 261,035	$ 366,155
Net (profit) loss	$ 218,761	$ 533,343	$ 241,343	$ (497,315)
(Profit) Loss per share (basic and diluted)	$ 0.003	$ 0.008	$ 0.003	$ (0.01)

DISCUSSION OF OPERATIONS

Three Months Ended September 30, 2018 (Unaudited) Compared to the Three Months Ended September 30, 2017 (Unaudited)

The Company generated $57,176 in revenue during the three months ended September 30, 2018 compared to $24,299 during the three months ended September 30, 2017, an increase of $32,877 primarily due to increases in (a) interactive kiosks of $26,245 (2018: $26,245; 2017: $Nil); and (b) sales of Waterfillz stations of $10,294 (2018: $10,797; 2017: $503), these increases were offset by the decrease in licencing of $6,031 (2018: $10,029; 2017: $16,060).

The Company's expenses increased from $243,079 during the three months ended September 30, 2017 to $270,190 during the three months ended September 30, 2018, an increase of $27,111. The increase was mainly attributable to increases in: (i) salaries, wages and benefits of $9,326 (from $84,874 in 2017 to $94,200 in 2018) due to increased production wages in 2018 quarter three; (ii) consulting fees of $15,766 (from $31,599 in 2017 to $47,365 in 2018) due to stock-based compensation in 2018 resulting from stock options granted in 2017; and professional fees of $14,393 (from $5,784 in 2017 to $20,177 in 2018) due to the proposed major transaction in 2018. These increases are offset by a decrease in rent of $10,943 (from $32,274 in 2017 to $21,331 in 2018) due to some overlapping rent when the new lease came into effect in July 2017.

Net loss decreased by $5,761 from $218,761 during the three months ended September 30, 2017 to $213,000 during the three months ended September 30, 2018, mainly due to an increase in expenses of $27,111; offset by an increase in revenue of $32,877 (both changes of which had been explained in the two preceding paragraphs).

The Company's total assets increased by $36,144 (from $349,096 at December 31, 2017 to $385,240 at September 30, 2018) due primarily to increases in (c) cash of $20,055 (2018: $37,261; 2017: $17,206); (d) receivables of $10,084 (2018: $22,948; 2017: $12,864); and (e) prepaid expenses of $29,482 (2018: $51,393; 2017: $21,911) – this increase in prepaid expenses was due mainly from a deposit on equipment to be delivered subsequent to this quarter. These increases are offset by increases in accumulated amortization of fixed assets of $23,830.

The Company's total liabilities increased by $494,105 (from $1,065,811 at December 31, 2017 to $1,559,916 at September 30, 2018); mainly due to the increase in amounts due to related parties of $473,226 (from $911,438 at December 31, 2017 to $1,384,664 at September 30, 2018.

The tables set out under the heading "Additional Disclosure for Venture Issuers without Significant Revenue" set out the components of the Company's expenses for the nine months ended September 30, 2018 and 2017.

Three Months ended September 30, 2017 (Unaudited) Compared to the Three Months ended September 30, 2016 (Unaudited)

The Company generated $24,299 in revenue during the three months ended September 30, 2017 compared to $472,486 during the three months ended September 30, 2016, a decrease of $448,187. The reason for the decrease in revenue was mainly due to a decrease in sales of interactive kiosks of $447,434 (from $447,434 in 2016 to $Nil in 2017).

The Company incurred expenses of $243,079 during the three months ended September 30, 2017 compared to $531,439 during the three months ended September 30, 2016, a decrease of $288,360. The decrease in expenses was mainly due to lower inventory costs of $274,652 (from $289,924 in 2016 to $15,272 in 2017) as a result of the decrease in revenue during the same period mentioned in the previous paragraph. Net loss increased by $159,890 (from $58,871 in 2016 to $218,761 in 2017) also primarily for the same reasons (i.e. the decrease in revenues offset by a decrease in expenses).

The Company's total assets increased by $26,487 (from $383,321 at December 31, 2016 to $409,808 at September 30, 2017) due primarily to an increase in property and equipment of $48,102 (from $28,802 at December 31, 2016 to $76,904 at September 30, 2017), offset by a decrease in receivables of $20,911 (from $34,491 at December 31, 2016 to $13,580 at September 30, 2017).

The Company's total liabilities increased by $698,565 (from $246,953 at December 31, 2016 to $945,518 at September 30, 2017); due to the increases in (i) amounts due to related parties of $724,351 (from $63,808 at December 31, 2016 to $788,159 at September 30, 2017); and (ii) obligations under leases of $50,730 (from $Nil at December 31, 2016 to $50,730; both these increases is offset by a decrease in accounts payable and accrued liabilities of $76,516 (from $183,145 at December 31, 2016 to $106,629 at September 30, 2017).

Nine Months Ended September 30, 2018 (Unaudited) Compared to the Nine Months Ended September 30, 2017 (Unaudited)

The Company generated $123,304 in revenue during the nine months ended September 30, 2018 compared to $92,072 during the nine months ended September 30, 2017, an increase of $31,232 primarily due to increases in (a) interactive kiosks of $26,245 (2018: $26,245; 2017: $Nil).

The Company's expenses decreased from $1,085,569 during the nine months ended September 30, 2017 to $649,507 during the nine months ended September 30, 2018, a decrease of $436,062. The decrease was mainly attributable to decreases in: (i) salaries, wages and benefits of $113,159 (from $398,215 in 2017 to $285,056 in 2018) due to more stock-based compensation in 2017 versus 2018 from stock options granted in 2017; (ii) consulting fees of $244,499 (from $352,083 in 2017 to $107,584 in 2018) due to more stock-based compensation in 2017 versus 2018 resulting from stock options granted in 2017; and (iii) foreign exchange of $78,373 (from a loss of $44,571in 2017 to a gain of $33,802 in 2018) due to the strengthening of the US dollar versus the Canadian dollar in 2018 versus 2017.

Net loss decreased by $489,428 from $993,447 during the nine months ended September 30, 2017 to $504,019 during the nine months ended September 30, 2018, mainly due to an increase in expenses of $436,062; plus an increase in revenue of $31,232 (both changes of which had been explained in the two preceding paragraphs).

Nine Months Ended September 30, 2017 (Unaudited) Compared to the Nine Months Ended September 30, 2016 (Unaudited)

The Company generated $92,072 in revenue during the nine months ended September 30, 2017 compared to $525,706 during the nine months ended September 30, 2016: a decrease of $433,634. The reason for the decrease in revenue was mainly due to a decrease in sales of interactive kiosks of $447,434 (from $447,434 in 2016 to $Nil in 2017).

The Company's expenses decreased by $207,090 (from $1,292,659 during the nine months ended September 30, 2016 to $1,085,569 during the nine months ended September 30, 2017). The decrease was mainly attributable to (iii) a decrease of $95,188 in foreign exchange losses (2016: $139,759; 2017: $44,571) due to a higher net liability position in 2016 versus 2017; (iv) a decrease of $284,253 in inventory costs (2016: $317,501; 2017: $33,248) as a result of the decrease in revenue during the same period as mentioned in the previous paragraph; and (v) a decrease of $32,528 in salaries, wages and benefits (2016: $430,743; 2017: $398,215) due to streamlining of labour costs. All of these decreases were offset by an increase of $211,092 in consulting fees (2016: $140,991; 2017: $352,083) due to additional share-based compensation from the granting of stock options (2016: Nil options; 2017: 4,630,000 options).

The increase in net loss of $226,624 (from $766,823 for the nine months ended September 30, 2016 to $993,447 for the nine months ended September 30, 2017) is mainly due to a decrease in expenses of $207,090 (2016: $1,292,659; 2017: $1,085,569) which decrease is offset by a decrease in revenues of $443,634 (2016: $525,706; 2017: $92,072); both changes having been explained in the two preceding paragraphs.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

The Company has generated minimal revenues since incorporation and it does not have any real property interests. The following table sets out the components of the Company's general and administrative expenses for the nine months ended September 30, 2018 and 2017:

	Nine months ended September 30,	
	2018 (Unaudited)	**2017 (Unaudited)**
Advertising and promotion	$ 27,716	$ 28,618
Amortization	23,830	15,214
Consulting fees	107,584	352,083
Filing fees	14,313	8,081
Foreign exchange	(33,802)	44,571
Interest and bank charges	5,068	4,116
Inventory costs	43,185	33,248
Management fees	17,474	17,208
Office and administrative	56,759	64,428
Professional fees	32,947	14,573
Rent	64,212	96,288
Salaries, wages and benefits	285,056	398,215
Travel	5,165	8,926
Total expenses	**$ 649 ,507**	**$ 1,085 ,569**

LIQUIDITY AND CAPITAL RESOURCES

The following table sets out the components of the Company's liquidity and capital resources at September 30, 2018 and December 31, 2017:

	September 30, 2018 (Unaudited)	**December 31, 2017 (Audited)**
Cash	$ 37,261	$ 17,206
Working capital deficit	$ (1,285,973)	$ (844.036)
Total assets	$ 385,240	$ 349,096
Total liabilities	$ 1,559,916	$ 1,065,811

The Company's working deficit position has decreased from $844,036 at December 31, 2017, to a working deficit of $1,285,973 at September 30, 2018, a decrease of $441,937; mainly as a result of the increase in amounts due to related parties of $473,226 (from $911,438 at December 31, 2017 to $1,384,664 at September 30, 2018).

Anticipated Cash Requirements

We anticipate that we will require the following funds to conduct our plan of operations over the next twelve months:

1. $100,000 in connection with research and development related to our software and manufacturing activities;
2. $50,000 in connection with costs related to potential business opportunities; and
3. $400,000 for operating expenses.

As we have not generated significant revenues from our operations to date, we expect we will need to raise additional financing through the issuance of equity or debt or via shareholder loans from our president. We require approximately $550,000 per year to maintain software development operations at their current level and to fund the costs attributed to wages, rents and general and administrative expenses.

Operating Activities

Operating activities used cash of $470,790 during the nine months ended September 30, 2018 (2017 – $728,257), a decrease in the use of cash of $257,467. This decrease was primarily due to: (1) a decrease in net loss of $489,428 (from $993,447 in 2017 to $504,019 in 2018); offset by (2) a net adjustment (decrease) to net loss of $275,311 from a non-cash change in share-based compensation (from $321,369 in 2017 to $46,058 in 2018).

Investing Activities

During the nine months ended September 30, 2018, the Company received cash for investing activities of $26,996 (2017 – $Nil), mainly from the proceeds received at the disposition of the Company's automobile.

Financing Activities

During the nine months ended September 30, 2018, the Company received funds from financing activities of $464,928 (2017 – $721,942) consisting of $473,226 (2017 – $724,351) amounts due to related parties; less $8,298 (2017 – $2,409) used to repay the principal on its lease obligations.

Going Concern

Due to the uncertainty of our ability to meet our current operating and capital expenses, in their report on our annual financial statements for the year ended December 31, 2017, our independent auditors included an explanatory paragraph regarding concerns about our ability to continue as a going concern. There is substantial doubt about our ability to continue as a going concern as the continuation of our business is dependent upon our achieving a profitable level of operation. The issuance of additional equity securities by us could result in a significant dilution in the equity interests of our current shareholders, and obtaining debt financing, assuming such financing would be available, will increase our liabilities and future cash commitments.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no significant off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on its financial condition, changes in financial position, revenues and expenses, results of operations, liquidity, capital expenditures or capital resources that are material to shareholders.

RELATED PARTY TRANSACTIONS

For the nine months ended September 30, 2018, the Company carried out a number of transactions with related parties in the normal course of business. These transactions were recorded at their exchange amount, which is the amount of consideration established and agreed to by the related parties.

The following are related party transactions and amounts owing at September 30, 2018 that are not otherwise disclosed elsewhere:

a) For the nine months ended September 30, 2018, the Company paid management fees of $17,474 (2017 – $17,208) to companies controlled by officers and directors; and salaries of $Nil (2017 – $57,360) to an officer of the Company and spouse.

b) The Company recorded share-based compensation of $46,058 for the nine months ended September 30, 2018 (2017 – $243,669) as consulting fees and salaries paid to directors and officers.

d) As of September 30, 2018, the Company recorded in accounts payable and accrued liabilities: (i) $7,300 (December 31, 2017 – $7,533) owed to a company controlled by a director; (ii) $16,223 (December 31, 2017 – $6,277) owed to a company controlled by an officer; and (iii) $6,257 (December 31, 2017 – $6,344) owed to a director of the Company. The amounts owed are unsecured, non-interest bearing and due on demand.

e) As of September 30, 2018, $1,384,664 (December 31, 2017 – $911,656) had been advanced by the President of the Company and by a company controlled by the President of the Company; The advances were unsecured, non-interest bearing and due on demand.

PROPOSED TRANSACTIONS

Other than as set forth below (subsequent events), the Company has no proposed transaction as of the date of this MD&A.

SUBSEQUENT EVENTS

On November 28, 2018 Qwick announced the expiry of its non-binding letter of intent dated July 1, 2018 (the "**Letter of Intent**") with Main Street Media Company Ltd. ("**Main Street**") pursuant to which the Company proposed to purchase all of the issued and outstanding securities of Main Street (the "**Main Street Securities**") from the shareholders of Main Street. The Letter of Intent expired with the parties having not reached a formal agreement.

RECENT ACCOUNTING PRONOUNCEMENTS

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

RISK FACTORS

Much of the information included in this annual report includes or is based upon estimates, projections or other "forward-looking statements". Such forward-looking statements include any projections or estimates made by our company and our management in connection with our business operations. While these forward-looking statements, and any assumptions upon which they are based, are made in good faith and reflect our current judgment regarding the direction of our business, actual results will almost always vary, sometimes materially, from any estimates, predictions, projections, assumptions or other future performance suggested herein. Such estimates, projections or other forward-looking statements involve various risks and uncertainties as outlined below. We caution the reader that important factors in some cases have affected and, in the future, could materially affect actual results and cause actual results to differ materially from the results expressed in any such estimates, projections or other forward-looking statements.

Our common shares are considered speculative. You should carefully consider the following risks and uncertainties in addition to other information in this annual report in evaluating our company and our business before purchasing any shares of our company. Our business, operating results and financial condition could be harmed due to any of the following risks.

Risks Relating to our Business

We currently do not generate significant revenue from operations and, as a result, we face a high risk of business failure.

We have generated minimal revenues from our planned operations to date. Our ability to generate revenues from planned advertising sales depends largely on our ability to provide a large interactive network of digital kiosks and digital TV screens that show our programs in high traffic locations at trade-show exhibitions, large retail stores and shopping malls, hotels and other locations. This, in turn, requires that we obtain specialized broadcast interactive television ("micro-broadcast") contracts or concession rights contracts in order to operate our business. In order to generate significant revenues, we will incur substantial expenses in the development of our business. We therefore expect to incur significant losses in the foreseeable future. We recognize that if we are unable to generate significant revenues from our activities, our entire business may fail. There is no history upon which to base any assumption as to the likelihood that we will be successful in our plan of operation, and we can provide no assurance to investors that we will generate material operating revenues or achieve profitable operations in the future.

If we are not able to effectively protect our intellectual property, our business may fail.

Our success will be dependent on our ability to protect and develop our technology; however, we have not yet obtained any patents or trademarks other than our U.S. trade name "Qwick Media". We completed our registration of the U.S.

trade-name "Qwick Media", which was issued on September 20, 2011 under number 4,029,739. In addition, we completed registration of our Canadian trade name "Qwick Deal" under registration number TMA885273 on September 14, 2014. The U.S. registration of "Qwick Deal" was completed on January 20, 2015 under registration number 4,673,680. If we are unable to secure trademark and patent protection for our intellectual property in the future or that protection is inadequate for future products, our business may be materially adversely affected. Further, there is no assurance that our interactive kiosks and displays or other aspects of our business do not or will not infringe upon patents, copyrights or other intellectual property rights held by third parties. Although we are not aware of any such claims, we may become subject to legal proceedings and claims from time to time relating to the intellectual property of others in the ordinary course of our business. If we are found to have violated the intellectual property rights of others, we may be enjoined from using such intellectual property, and we may incur licensing fees or be forced to develop alternatives. In addition, we may incur substantial expenses and diversion of management time in defending against these third-party infringement claims, regardless of their merit. Successful infringement or licensing claims against us may result in substantial monetary liabilities, which may materially and adversely disrupt our business.

Our limited operating history may not provide an adequate basis to judge our future prospects and results of operations.

Our limited operating history may not provide a meaningful basis for readers to evaluate our business, financial performance and prospects. It is also difficult to evaluate the viability of our plan to implement an interactive digital media micro-broadcast network and other advertising media dedicated to the digital out-of-home ("DOOH") advertising sector because we do not have sufficient experience to address the risks frequently encountered by early stage companies using new forms of advertising media and entering new and rapidly evolving markets. It may be difficult for readers to evaluate our senior management team and their effectiveness, on an individual or collective basis, and their ability to address future challenges to our business.

If advertisers or the viewing public do not accept, or lose interest in, our planned interactive digital media network, we may be unable to generate sufficient cash flow from our operating activities, and our prospects and results of operations could be negatively affected.

The market for interactive digital media networks in North America is relatively new and its potential is uncertain. Our success depends on the acceptance of our interactive digital media network by advertising clients and agencies and their continuing and increased interest in this medium as a component of their advertising strategies. If we are not able to adequately track consumer responses to our programs, in particular tracking the demographics of consumers most receptive to interactive advertising, we will not be able to provide sufficient feedback and data to existing and potential advertising clients to help us generate demand and determine pricing. Without improved market research, advertising clients may reduce their use of interactive advertising and instead turn to more traditional forms of advertising that have more established and proven analytical methods of tracking effectiveness. If a substantial number of advertisers lose interest in advertising on our planned micro-broadcast digital media networks for these or other reasons or become unwilling to purchase advertising time slots on our planned network, we will be unable to generate sufficient revenues and cash flow to operate our business, and our revenues, prospects and results of operations could be negatively affected.

We may depend on third-party program producers to provide the non-advertising content that we include in our interactive programs. Failure to obtain high-quality content on commercially reasonable terms could materially reduce the attractiveness of our micro-broadcast network, harm our reputation and cause our planned revenues to be unrealized or to decline.

We are planning for the majority of our interactive digital kiosks and TV screens to mix advertising and non-advertising content. We do not produce or create any of the non-advertising content included in our programs. All of the non-advertising content is provided by third-party content providers, such as local television stations and television production companies. There is no assurance that we will be able to obtain non-advertising content on satisfactory terms, or at all. If we fail to obtain a sufficient amount of high-quality content on a cost-effective basis, advertisers may find advertising on our micro-broadcast networks unattractive and may not wish to purchase advertising time slots on our network, which would materially and adversely affect our ability to generate revenues from our advertising time slots and cause our revenues to decline and our business and prospects to deteriorate.

Because we may rely on third-party agencies to help source advertising clients, our failure to retain key third-party agencies or attract additional agencies on favorable terms could materially and adversely affect our revenue growth.

We plan to engage third-party agencies to assist us in sourcing advertising clients from time to time. We do not have any long-term or exclusive agreements with these agencies and cannot assure that we will obtain or continue to maintain favorable relationships with them. If we fail to obtain and retain key third-party agencies or attract additional agencies, we may not be able to secure or retain advertising clients or attract new advertisers or advertising agency clients, and our business and results of operations could be materially adversely affected.

Because we may be dependent on a limited number of customers for a significant portion of our revenues, we may be vulnerable to the loss of major customers or delays in payments from these customers.

Given our limited operating history and the rapid growth of our industry, we may be dependent on a small number of customers. If we fail to sell our services to one or more key customers in any particular period, or if a large customer purchases less of our services or fails to purchase additional advertising time on our micro-broadcast networks, our revenues could be unrealized or could decline and our operating results could be adversely affected. In addition, the dependence on a small number of customers could leave us more vulnerable to delays in payments from these customers. If one of our larger customers is significantly delinquent with their payments, our financial condition may be materially and adversely affected.

We face significant competition in the global advertising industry, and if we do not compete successfully against new and existing competitors in North America, we may lose our market share, and our intended profitability may be adversely affected.

We face significant competition in the global advertising industry. We compete for advertising clients primarily on the basis of network size and coverage, location, price, the quality of our programs, the range of services that we offer and brand recognition. Significant competition could reduce our planned operating margins and profitability and result in a loss of intended market share. Some of our existing and potential competitors may have competitive advantages, such as significantly greater brand recognition, financial, marketing or other resources, and may be able to mimic and adopt our business model. In addition, several of our competitors have significantly larger advertising networks than we do, which gives them an ability to reach a larger number of overall potential consumers and which make them less susceptible to downturns in particular sectors, such as the interactive sector. Moreover, significant competition will provide advertisers with a wider range of media and advertising service alternatives, which could lead to lower prices and decreased revenues, gross margins and profits. We cannot assure you that we will be able to successfully compete against new or existing competitors.

Future acquisitions may have an adverse effect on our ability to manage our business.

We may acquire businesses, technologies, services or products which are complementary to our core interactive digital media network business. Future acquisitions may expose us to potential risks, which could have a material and adverse effect on our ability to manage our business, our revenues and net income. Further, we may need to raise additional debt funding or sell additional equity securities to make such acquisitions. The raising of additional debt funding by us, if required, would result in increased debt service obligations and could result in additional operating and financing covenants, or liens on our assets that would restrict our operations, and the sale of additional equity securities could result in additional dilution to our shareholders.

Our quarterly and annual operating results are difficult to predict and may fluctuate significantly from period to period in the future.

Our quarterly and annual operating results are difficult to predict and may fluctuate significantly from period to period based on consumer spending and advertising trends in North America. As a result, period-to-period comparisons of our operating results may be unreliable as an indication of our future performance.

We may be subject to, and may expend significant resources in defending against, government actions and civil suits based on the content we provide through our interactive digital media network.

Civil claims may be filed against us for fraud, defamation, subversion, negligence, copyright or trademark infringement or other violations due to the nature and content of the information displayed on our network. If consumers find the content displayed on our network to be offensive, customers may seek to hold us responsible for any consumer claims or may terminate their relationships with us. Offensive and objectionable content and legal standards for defamation and fraud are defined in North America, but we may not be able to properly screen out unlawful content. In addition, if the security of our customer management system is breached and unauthorized images, text or audio sounds are displayed on our network, viewers or the government may find these images, text or audio sounds to be offensive, which may subject us to civil liability or government censure despite our efforts to ensure the security of our customer management system. Any such event may also damage our reputation. If our advertising viewers do not believe our content is reliable or accurate, our business model may become less appealing to viewers and our advertising clients may be less willing to place advertisements on our planned network.

We do not have any business liability, disruption or litigation insurance, and any business disruption or litigation we experience might result in our incurring substantial costs and the diversion of resources.

Insurance companies offer limited business insurance products and do not, to our knowledge, offer business liability insurance suitable to management. While business disruption insurance is available, we have determined that the risks of disruption, cost of such insurance and the difficulties associated with acquiring such insurance on commercially reasonable terms make it impractical for us to have such insurance. As a result, except for director’s liability and fire insurance, we do not have any business liability, disruption or litigation insurance coverage for our development operations. Any business disruption or litigation may result in our incurring substantial costs and the diversion of resources.

Compliance with advertising laws and regulations may be difficult and could be costly, and failure to comply could subject us to government sanctions.

Advertising laws and regulations require advertisers, advertising operators and advertising distributors, including businesses such as ours, to ensure that the content of the advertisements they prepare or distribute are fair and accurate and are in full compliance with applicable laws. Violation of these laws or regulations may result in penalties, including fines, confiscation of advertising fees, orders to cease dissemination of the advertisements and orders to publish an advertisement correcting the misleading information. In circumstances involving serious violations, government may revoke a violator’s license for advertising business operations. We endeavor to comply with applicable laws, including by requesting relevant documents from advertisers. However, we cannot assure that each advertisement that an advertiser or advertising agency client provides to us and which we include in our micro-broadcast network programs is in compliance with relevant advertising laws and regulations, or that the supporting documentation and government approvals provided to us by our advertising clients in connection with certain advertising content are complete. We cannot assure that we will be able to properly review advertising content for compliance with applicable standards.

Risks Related to Regulation of Our Business and to Our Structure

We may become, or be deemed to be, a passive foreign investment company, or PFIC, which could result in adverse United States federal income tax consequences to U.S. investors.

Based upon the past and projected composition of our income and valuation of our assets, including goodwill, we believe we were not a passive foreign investment company, or PFIC, for 2015, we do not expect to be a PFIC for 2016, and we do not expect to become one in the future. However, there can be no assurance in this regard. If we become, or are deemed to be, a PFIC, such characterization could result in adverse U.S. federal income tax consequences to U.S. investors. For example, U.S. investors would become subject to increased tax liabilities under U.S. federal income tax laws and regulations and would become subject to burdensome reporting requirements. The determination of whether or not we are a PFIC is made on an annual basis and will depend on the composition of our income and assets from time to time. Specifically, we will be classified as a PFIC for U.S. federal income tax purposes if either: (i) 75% or more of our gross income in a taxable year is passive income, or (ii) the average percentage of our assets by value in a taxable year which produce or are held for the production of passive income (which includes cash) is at least 50%. The calculation of the value of our assets will be based, in part, on the then market value of our common shares, which is subject to change. We cannot assure you that we will not be a PFIC for 2016 or any future taxable year.

Fluctuations in exchange rates may have a material adverse effect on your investment.

Our reporting and functional currency is the U.S. dollar. However, a substantial portion of the expenses of our operating subsidiaries, Qeyos and Wuxi, is denominated in Canadian dollars. The value of Canadian currency against the U.S. dollar may fluctuate and is affected by, among other things, changes in the political and economic conditions in Canada. Fluctuations in exchange rates, primarily those involving the U.S. dollar, may affect the relative purchasing power of our working capital and our balance sheet and earnings per share in U.S. dollars. In addition, appreciation or depreciation in the value of the foreign currencies relative to the U.S. dollar will affect our financial results reported in U.S. dollar terms without giving effect to any underlying change in our business or results of operations. Fluctuations in the exchange rate will also affect any U.S. dollar-denominated investments we may make in the future. As a result, fluctuations in exchange rates may have a material adverse effect on your investment.

Risks Relating to our Management

Because our president controls a large percentage of our outstanding shares, he has the ability to influence matters affecting our shareholders.

Our president and chief executive officer, Ross Tocher, beneficially owns more than 40% of our issued and outstanding common shares and all of our outstanding preferred shares which also carry voting rights. As a result, he has the ability to influence matters affecting our shareholders, including the election of our directors, the acquisition or disposition of our assets, and the future issuance of securities. Because he controls such shares, investors may find it difficult to replace our management if they disagree with the way our business is being operated.

Our business depends substantially on the continuing efforts of our senior executives, and our business may be severely disrupted if we lose their services.

Our future success heavily depends upon the continued services of our senior executives and other key employees. In particular, we rely on the expertise, financial assistance and experience of our president and chief executive officer, Mr. Tocher. We rely on the industry expertise, experience in our business operations and sales and marketing abilities, of our senior executives and their working relationships with our employees, other major shareholders, advertising clients, micro-broadcast network sponsors and advertisers, and relevant government authorities. If one or more of our senior executives are unable or unwilling to continue in their present positions, we may not be able to replace them easily or at all. If any of our senior executives joins a competitor or forms a competing company, we may lose clients, suppliers, key professionals and staff members.

As all of our directors and officers are residents of countries other than the United States, investors may find it difficult to enforce, within the United States, any judgments obtained against our company, directors or officers.

All of our directors and officers are nationals and/or residents of countries other than the United States, and all or a substantial portion of such persons' assets are located outside the United States. As a result, it may be difficult for investors to enforce within the United States any judgments obtained against our company, officers, and directors, including judgments predicated upon the civil liability provisions of the securities laws of the United States or any state thereof.

Because our directors and officers are free to devote time to other ventures, shareholders may not agree with their allocation of time.

Our executive officers and directors devote only that portion of their time to our business which, in their judgment and experience, is reasonably required for the management and operation of our business. Management may have conflicts of interest in allocating management time, services and functions among our company and any present and future ventures which are or may be organized by our officers or directors and/or their affiliates. Management will not be required to direct us as their sole and exclusive function, and they may have other business interests and engage in other activities in addition to those relating to us.

Our board of directors may change our operating policies and strategies without prior notice to shareholders or shareholder approval and such changes could harm our business and results of operations, and the value of our common shares.

Our board of directors has the authority to modify or waive certain of our current operating policies and strategies without prior notice and without shareholder approval. We cannot predict the effect any changes to our current operating policies and strategies would have on our business, operating results and value of our common shares. Such changes could have a material adverse effect on our financial position or otherwise.

Our Articles of Association contain provisions indemnifying our officers and directors against all costs, charges and expenses incurred by them.

Our Articles of Association contain provisions with respect to the indemnification of our officers and directors against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, actually and reasonably incurred by them in a civil, criminal or administrative action or proceeding to which they are made a party by reason of their being or having been a director or officer of our company.

Risks Relating to Our Common Shares

If our business is unsuccessful, our shareholders may lose their entire investment.

Although shareholders will not be bound by or be personally liable for our expenses, liabilities or obligations beyond their total original capital contributions, should we suffer a deficiency in funds with which to meet our obligations, the shareholders as a whole may lose their entire investment in our company.

Our common shares are illiquid and shareholders may be unable to sell their shares.

There is currently a limited market for our common shares and we can provide no assurance to investors that a liquid market will develop. If a market for our common shares does not develop, our shareholders may not be able to re-sell the common shares that they have purchased and they may lose all of their investment. Public announcements regarding our company, changes in government regulations, conditions in our market segment and changes in earnings estimates by analysts may cause the price of our common shares to fluctuate substantially.

Investors' interests in our company will be diluted and investors may suffer dilution in their net book value per share if we issue additional shares or raise funds through the sale of equity securities.

Our constating documents currently authorize the issuance of 400,000,000 common shares with a par value of $0.001 and 100,000,000 preferred shares with a par value of $0.001. If we are required to issue any additional shares or enter into private placements to raise financing through the sale of equity securities, investors' interests in our company will be diluted and investors may suffer dilution in their net book value per share depending on the price at which such securities are sold. If we issue any such additional shares, such issuances also will cause a reduction in the proportionate ownership and voting power of all other shareholders. Further, any such issuance may result in a change in our control.

Penny stock rules will limit the ability of our shareholders to sell their common shares.

The Securities and Exchange Commission (the "**SEC**") has adopted regulations which generally define "penny stock" to be any equity security that has a market price (as defined) less than $5.00 per share or an exercise price of less than $5.00 per share, subject to certain exceptions. Our securities are covered by the penny stock rules, which impose additional sales practice requirements on broker-dealers who sell to persons other than established customers and "accredited investors". The term "accredited investor" refers generally to institutions with assets in excess of $5,000,000 or individuals with a net worth in excess of $1,000,000 or annual income exceeding $200,000 or $300,000 jointly with their spouse. The penny stock rules require a broker-dealer, prior to a transaction in a penny stock not otherwise exempt from the rules, to deliver a standardized risk disclosure document in a form prepared by the SEC which provides information about penny stocks and the nature and level of risks in the penny stock market. The broker-dealer also must provide the customer with current bid and offer quotations for the penny stock, the compensation of the broker-dealer and its salesperson in the transaction and monthly account statements showing the market value of each penny stock held in the customer's account. The bid and offer quotations, and the broker-dealer and salesperson compensation information, must be given to the customer orally or in writing prior to effecting the transaction and must be given to the customer in writing before or with the customer's confirmation. In addition, the penny stock rules require that prior to a transaction in a penny stock not otherwise exempt from these rules, the broker-dealer must make a special written determination that the penny stock is a suitable investment for the purchaser and receive the purchaser's written agreement to the transaction. These disclosure requirements may have the effect of reducing the level of trading activity in the secondary market for the stock that is subject to these penny stock rules. Consequently, these penny stock rules may affect the ability of broker-dealers to trade our securities. We believe that the penny stock rules discourage investor interest in, and limit the marketability of, our common shares.

The Financial Industry Regulatory Authority, or FINRA, has adopted sales practice requirements which may also limit a shareholder's ability to buy and sell our common shares.

In addition to the "penny stock" rules described above, FINRA has adopted rules that require that in recommending an investment to a customer, a broker-dealer must have reasonable grounds for believing that the investment is suitable for that customer. Prior to recommending speculative low-priced securities to their non-institutional customers, broker-dealers must make reasonable efforts to obtain information about the customer's financial status, tax status, investment objectives and other information. Under interpretations of these rules, FINRA believes that there is a high probability that speculative low-priced securities will not be suitable for at least some customers. FINRA requirements make it more difficult for broker-dealers to recommend that their customers buy our common shares, which may limit your ability to buy and sell our shares and have an adverse effect on the market for our shares.

We do not intend to pay dividends on any investment in our common shares.

We have never paid any cash dividends and currently do not intend to pay any dividends for the foreseeable future. To the extent that we require additional funding currently not provided for in our financing plan, our funding sources may prohibit the payment of a dividend. Because we do not intend to declare dividends, any gain on an investment in our company will need to come through an increase in our share price. This may never happen and investors may lose all of their investment in our company.

<u>DISCLOSURE OF OUTSTANDING SHARE DATA</u>

Our common shares are listed for trading on the Canadian Securities Exchange under the symbol "QMI" and quoted for trading on the Pink Sheets operated by OTC Markets under the symbol "QWIKF". As of November 26, 2018, our outstanding share capital was as follows:

Class of Shares	Par Value	Number Authorized	Number Issued
Common	$0.001	400,000,000	71,128,456
Preferred Shares	$0.001	100,000,000 [(1)]	9,891,800 Class A

(1) 25,000,000 preferred shares have been designated as Class A Preferred Shares

Stock Option Plan

As at November 26, 2018, the following stock options were outstanding:

Number Outstanding	Exercise Price	Expiry Date
600,000	$0.20	April 30, 2019
300,000	$0.20	July 31, 2020
1,000,000	$0.20	September 4, 2020

4,630,000	$0.07	June 7, 2022
6,530,000		

We have no outstanding warrants or other securities that are convertible into common shares.

ADDITIONAL INFORMATION

We file annual and other reports and other information with Canadian securities regulatory authorities and with the SEC in the United States. The documents filed with the SEC are available to the public from the SEC's website at http://www.sec.gov. The documents filed with Canadian securities regulatory authorities are available to the public on the SEDAR website at http://www.sedar.com.

APPROVAL

The Board of Directors of Qwick Media Inc. has approved the disclosure contained in this annual Management Discussion and Analysis.