

## **Cortex Business Solutions Inc.**

#### **Consolidated Statements of Financial Position**

|   | July 31      | July 31              |
|---|--------------|----------------------|
|   | 2015         | 2014                 |
| Assets  | 2013         | 2014                 |
| Current assets                                |              |                      |
| Cash  | \$ 3,986,950 | \$ 9,547,661         |
| Short-term investments                        | 60,000       | 60,000               |
| Accounts receivable                           | 868,452      | 1,046,424            |
| Prepaid expenses                              | 154,861      | 237,738              |
|   | 5,070,263    | 10,891,823           |
| Deposits                                      | 35,061       | 39,029               |
| Property and equipment                        | 413,961      | 389,666              |
| Intangible assets                             | 1,763,804    | 3,474,977            |
|   | \$ 7,283,089 | <u>\$ 14,795,495</u> |
| Liabilities                                   |              |                      |
| Current liabilities                           |              |                      |
| Accounts payable and accrued liabilities      | \$ 948,311   | \$ 2,057,348         |
| Deferred revenue                              | 230,989      | 128,061              |
| Current portion of rebate provision           | 695,207      | 523,592              |
| Income tax payable                            | 57,148       |                      |
|   | 1,931,655    | 2,709,001            |
| Rebate provision                              | 77,557       | 754,395              |
|   | 2,009,212    | 3,463,396            |
| Shareholders' Equity                          |              |                      |
| Share capital                                 | 57,640,393   | 56,778,460           |
| Accumulated other comprehensive income (loss) | 580,502      | (77,285)             |
| Warrants                                      | 980,941      | 980,941              |
| Contributed surplus                           | 7,848,559    | 7,500,703            |
| Deficit                                       | (61,776,518) | (53,850,720)         |
|   | 5,273,877    | 11,332,099           |
|   | \$ 7,283,089 | \$ 14,795,495        |

### **Cortex Business Solutions Inc.**

# Consolidated Statements of Loss and Comprehensive Loss For the years ended July 31, 2015 and 2014

|  | 2015              | 2014           |
|--|-------------------|----------------|
| Revenue  |                   |                |
| Access and usage fees                                    | \$ 9,712,870      | \$ 7,673,009   |
| Integration fee and set-up fees                          | 583,056           | 631,556        |
| Project management and other revenue                     | 291,029           | 672,778        |
|  | 10,586,955        | 8,977,343      |
| Cost of Sales  | 6,371,620         | 5,757,401      |
| Gross Profit   | 4,215,335         | 3,219,942      |
| Expenses   |                   |                |
| Sales and marketing                                      | 3,634,172         | 3,218,063      |
| Research and development costs                           | 3,008,873         | 1,493,684      |
| General and administrative                               | 4,655,259         | 4,250,192      |
| Severance and termination charges                        | 789,325           | 153,190        |
|  | 12,087,629        | 9,115,129      |
| Loss before finance (expense) income                     | (7,872,294)       | (5,895,187)    |
| Finance (expense) income                                 | (1,103)           | 8,087          |
| Income tax expense                                       | (52,401)          | <u> </u>       |
| Net loss   | \$ (7,925,798)    | \$ (5,887,100) |
| Other comprehensive earnings                             |                   |                |
| Items that may be reclassified subsequently to net loss: |                   |                |
| Foreign exchange gain (loss) on foreign operations       | 657,787           | (77,285)       |
| Comprehensive loss                                       | \$ (7,268,011)    | \$ (5,964,385) |
| Net loss per share-basic and diluted                     | \$ (1.08 <u>)</u> | \$ (0.97)      |

### **Cortex Business Solutions Inc.**

### **Consolidated Statements of Changes in Shareholders' Equity**

|  | Number of<br>Common<br>Shares | Common<br>Shares | Number of<br>Warrants | Warrants<br>Value | Contributed<br>Surplus | Accumulated<br>Other<br>Comprehensive<br>Income | Deficit         | Total<br>Shareholders'<br>Equity |
|--|-------------------------------|------------------|-----------------------|-------------------|------------------------|---|-----------------|----------------------------------|
| Balance - July 31, 2013                                  | 5,182,948                     | \$ 47,713,288    | 447,580               | \$ 980,941        | \$ 6,492,495           | \$ -  | \$ (47,963,620) | \$ 7,223,104                     |
| Net loss   | -                             | -                | -                     | -                 | -                      | -   | (5,887,100)     | (5,887,100)                      |
| Stock-based compensation                                 | -                             | -                | -                     | -                 | 554,713                | -   | -               | 554,713                          |
| Options exercised for cash                               | 1,317                         | 13,480           | -                     | -                 | -                      | -   | -               | 13,480                           |
| Transferred on exercise of stock                         |                               |                  |                       |                   |                        |   |                 |                                  |
| options  | -                             | 8,505            | -                     | -                 | (8,505)                | -   | -               | -                                |
| Issued in lieu of salaries and bonus                     | 49,684                        | 397,472          | -                     | -                 | -                      | -   | -               | 397,472                          |
| Prospectus offering for cash                             | 2,000,000                     | 10,000,000       | -                     | -                 | -                      | -   | -               | 10,000,000                       |
| Issuance costs   | -                             | (892,285)        | -                     | -                 | -                      | -   | -               | (892,285)                        |
| Cumulative Translation difference                        | -                             | -                | -                     | -                 | -                      | (77,285)  | -               | (77,285)                         |
| Compensation units issues in conjunction with prospectus |                               |                  |                       |                   |                        |   |                 |                                  |
| (share issue costs)                                      |                               | (462,000)        |                       |                   | 462,000                |   |                 |                                  |
| Balance - July 31, 2014                                  | 7,233,949                     | 56,778,460       | 447,580               | 980,941           | 7,500,703              | (77,285)  | (53,850,720)    | 11,332,099                       |
| Net loss   | -                             | -                | -                     | -                 | -                      | -   | (7,925,798)     | (7,925,798)                      |
| Cumulative translation difference                        | -                             | -                | -                     | -                 | -                      | 657,787   | -               | 657,787                          |
| Issued in lieu of salaries and wages                     | 192,400                       | 865,800          | -                     | -                 | -                      | -   | -               | 865,800                          |
| Issuance costs   | -                             | (3,867)          | -                     | -                 | -                      | -   | -               | (3,867)                          |
| Stock based compensation                                 |                               |                  |                       |                   | 347,856                |   |                 | 347,856                          |
| Balance -July 31, 2015                                   | 7,426,349                     | \$ 57,640,393    | 447,580               | \$ 980,941        | \$ 7,848,559           | \$ 580,502                                      | \$ (61,776,518) | \$ 5,273,877                     |



# Cortex Business Solutions Inc. Consolidated Statements of Cash Flows For the years ended July 31, 2015 and 2014

|   | 2015                   | 2014                   |
|---|------------------------|------------------------|
| Cash provided by (used in)  |                        |                        |
| Operating activities  |                        |                        |
| let loss  | \$ (7,925,798)         | \$ (5,887,100)         |
| tems not affecting cash   | ÿ (1,525,150)          | ÿ (5,007,100)          |
| Stock-based compensation  | 347,856                | 554,713                |
| Amortization  | 1,860,171              | 1,239,050              |
| Salaries paid in shares   | 865,800                | 16,000                 |
| Accretion on rebate provision   | 31,180                 | 47,404                 |
| Accretion on repate provision   | 31,100                 | 47,404                 |
|   | (4,820,791)            | (4,029,933)            |
| ebate payment   | (536,403)              | (426,332)              |
| hanges in non-cash working capital  | (688,112)              | (16,588)               |
| let cash (used in) operating activities                                     | (6,045,306)            | (4,472,853)            |
| inancing activity   | (0,043,300)            | (4,472,833)            |
| Proceeds from issuance of shares  | _                      | 10,000,000             |
| Share issuance costs  | (3,867)                | (892,285)              |
| Proceeds on exercise of stock options for cash                              | (3,807)                | 13,480                 |
| Proceeds on exercise of stock options for cash                              | <u> </u>               | 13,460                 |
| let cash (used in) provided by financing activities                         | (3,867)                | 9,121,195              |
| nvesting activities   |                        |                        |
| Acquisition of property and equipment                                       | (158,781)              | (54,212)               |
| Software development costs and third party software purchases               | (14,512)               | (297,626)              |
| Increase in short-term investments  |                        | (10,000)               |
| let cash (used in) investing activities                                     | (173,293)              | (361,838)              |
| ffect of exchange rate changes on cash and cash equivalents held in foreign |                        |                        |
| urrency   | 661,755                | 82,091                 |
| ash inflow (outflow)  | (5,560,711)            | 4,368,595              |
| ash, beginning of year  | 9,547,661              | 5,179,066              |
| ash, end of year  | \$ 3,986,950           | \$ 9,547,661           |
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| upplemental cash flow information:  |                        |                        |
| Interest received during the year   | \$ 30,077              | \$ 55,491              |
| on-cash transactions:   |                        |                        |
| Issuance of shares in lieu of salaries and bonuses including prior years    |                        |                        |
| amounts accrued in accounts payable and accrued liabilities                 | \$ 540,058             | \$ 381,472             |