SPONSORSONE INC.

Unaudited Condensed Interim Consolidated Financial Statements

For the three months ended March 31, 2014 and 2013

(Stated in Canadian dollars – unless otherwise noted)

Notice of No Auditor Review of Interim Financial Statements

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

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

SPONSORSONE INC.

Condensed Interim Consolidated Statements of Financial Position
(Unaudited)

	Note		**March 31, 2014**		December 31, 2013
Assets					
Current assets:					
Cash and cash equivalents		**$**	**63,623**	$	167,863
Other receivables	**16**		**155,156**		107,201
Prepayments and deposits			**32,980**		21,417
			251,759		296,481
Investments	**17**		**10,000**		10,000
Capital assets	**5**		**164,140**		168,119
Intangible assets	**6**		**259,722**		295,139
		$	**685,621**	$	769,739
Liabilities and Shareholders' Equity (Deficiency)					
Current liabilities:					
Accounts payable and accrued liabilities		**$**	**807,629**	$	465,130
Current portion of long-term debt	**7**		**9,003**		8,842
			816,632		473,972
Long-term liabilities:					
Long-term debt	**7**		**180,988**		183,300
			997,620		657,272
Shareholders' equity (deficiency):					
Share capital	**8**		**1,585,226**		1,416,627
Warrants	**9**		**889,952**		948,551
Share-based payment reserve	**10**		**150,772**		86,178
Accumulated deficit			**(2,937,949)**		(2,338,889)
			(311,999)		112,467
		$	**685,621**	$	769,739

Going concern – *note 1*

Subsequent events – *note 18*

Approved by the Board

"Gary Bartholomew" — Director

"Doug Beynon" — Director

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

SPONSORSONE INC.

Condensed Interim Consolidated Statements of Comprehensive Loss
For the three months ended March 31,
(Unaudited)

	Note		2014		2013
Operating expenses:					
Sales, general and administrative		$	**452,650**	$	85,867
Research and development			**103,571**		5,300
Depreciation	**5 & 6**		**39,396**		27,457
Loss before finance expense			**595,617**		118,624
Finance expense			**3,443**		3,793
Net loss and comprehensive loss		$	**599,060**	$	122,417
Weighted average number of common shares			**13,528,249**		4,592,640
Loss per share - basic and diluted		$	**0.04**	$	0.03

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

SPONSORSONE INC.

Condensed Interim Consolidated Statements of Changes in Equity
For the three months ended March 31, 2014 and 2013
(Unaudited)

	Number of common shares	Share capital	Warrants	Share-based payment reserve	Deficit	Total
Balance at December 31, 2013	13,422,323	$ 1,416,627	$ 948,551	$ 86,178	$ (2,338,889)	$ 112,467
Shares issued for warrant exercise	366,667	168,599	(58,599)	-	-	110,000
Share-based payments	-	-	-	64,594	-	64,594
Net loss for the period	-	-	-	-	(599,060)	(599,060)
Balance at March 31, 2014	**13,788,990**	**$ 1,585,226**	**$ 889,952**	**$ 150,772**	**$ (2,937,949)**	**$ (311,999)**

	Number of common shares	Share capital	Warrants	Share-based payment reserve	Deficit	Total
Balance at December 31, 2012	100	$ 1	$ -	$ -	$ (528,166)	$ (528,165)
Shares issued on acquisition of intangible assets	5,833,333	425,000	-	-	-	425,000
Shares issued on private placements, net	2,166,567	320,516	79,483	-	-	399,999
Share-based payments	-	-	-	17,789	-	17,789
Net loss for the period	-	-	-	-	(122,417)	(122,417)
Balance at March 31, 2013	**8,000,000**	**$ 745,517**	**$ 79,483**	**$ 17,789**	**$ (650,583)**	**$ 192,206**

SPONSORSONE INC.

Condensed Interim Consolidated Statements of Cash Flows
For the three months ended March 31,
(Unaudited)

	Note		2014		2013
Cash flows from operating activities:					
Net loss for the period		**$**	**(599,060)**	$	(122,417)
Adjustments for					
Depreciation	**5 & 6**		**39,396**		27,457
Share-based compensation	**10**		**64,594**		17,789
Change in non-cash operating working capital					
Other receivables			**(47,955)**		(5,902)
Prepayments and deposits			**(11,563)**		-
Accounts payable and accrued liabilities			**342,499**		62,792
			(212,089)		(20,281)
Cash flows from financing activities:					
Proceeds from warrant exercise	**9**		**110,000**		-
Proceeds from due to shareholder			**-**		22,669
Payment of long-term debt	**7**		**(2,151)**		(1,998)
			107,849		20,671
Increase in cash and equivalents			**(104,240)**		390
Cash and cash equivalents, beginning			**167,863**		-
Cash and cash equivalents, end		**$**	**63,623**	$	390

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

1. Nature of Operations and Going Concern

SponsorsOne Inc. (formerly New International Infopet Systems Ltd., or “Infopet”) (the "Company" or “SponsorsOne”) was incorporated under the laws of the Province of Ontario on March 9, 1965. The primary office is located at 99 Randall Drive, Suite 2, Waterloo, Ontario, Canada, L2V 1C5.

MXM Nation Inc. (“MXM”) was incorporated on February 2, 2005 under the Business Corporations Act of Ontario, Canada. On December 19, 2013, MXM completed a reverse takeover transaction of Infopet. For accounting purposes, MXM is considered the acquirer and Infopet the acquiree. Additional information on the transaction is available in Note 4.

The Company is an early stage technology company developing a sponsorship platform that resides in the cloud. This cloud based platform called “SponsorsCloud” plans to connect thousands of corporations to millions of users within thousands of social networks facilitating one-to-one engagement.

These financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of the business for the foreseeable future. Historically the Company has had operating losses, negative cash flows from operations and working capital deficiencies.

The Company has relied on financing from its shareholders and officers as well as equity raises to fund operations to date. There can be no assurance that adequate funding will be available in the future, or available under terms favourable to the Company. These uncertainties cast significant doubt upon the Company’s ability to continue as a going concern. These financial statements do not reflect adjustments or classifications which might be necessary if the Company was not able to continue as a going concern.

The Company is currently trying to address this via a private placement offering of up to $3 million for common shares and warrants (see Note 18).

The Board of Directors approved the Company's financial statements on May 28, 2014.

2. Basis of Preparation

Basis of presentation

These financial statements have been prepared on a historical cost basis except for certain financial instruments that are measured at fair value, as detailed in the Company’s accounting policies.

Statement of Compliance

The Company’s condensed interim consolidated financial statements have been prepared in accordance with IAS 34, “Interim Financial Reporting”. These condensed interim consolidated financial statements do not include all notes of the type normally included within the annual financial report and should be read in conjunction with the audited financial statements of the Company for the year ended December 31, 2013, which has been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board.

Functional currency

The Company and its subsidiary’s functional currency, as determined by management is Canadian dollars. These financial statements are presented in Canadian dollars.

2. Basis of Preparation (continued)

Consolidation

The financial statements of the Company include the accounts of the Company and its subsidiary. All intercompany transactions have been eliminated. Subsidiaries are consolidated from the date of acquisition, being the date on which the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities, and continue to be consolidated until the date that such control ceases. The financial statements of the subsidiaries are prepared for the same reporting period as the parent, using consistent accounting policies in all material respects.

Use of estimates and judgements

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, and revenue and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods.

3. Significant Accounting Policies

These condensed interim consolidated financial statements have been prepared following the same accounting policies used in the preparation of the audited financial statements of the Company for the year ended December 31, 2013.

4. Reverse takeover Transaction

On December 19, 2013, MXM completed a reverse takeover of Infopet (the “Transaction”). Infopet acquired all of the issued and outstanding shares of MXM by issuing one unit for each MXM common share held. Each unit consisted of one common share of Infopet and one-half warrant exercisable at $0.65 for one common share of Infopet, expiring one year from the date of the transaction.

Each of the stock options and warrants to purchase common shares of MXM were exchanged and retain all original terms but are now exercisable for one common share of Infopet. After closing of the Transaction, the name of the Company was changed to SponsorsOne Inc.

This Transaction has been accounted for as a reverse acquisition that does not constitute a business combination. For accounting purposes, these financial statements reflect a continuation of the financial position, operating results and cash flows of the Company’s legal subsidiary, MXM.

5. Capital Assets

		Computer equipment		Vehicles		Total
Cost						
At December 31, 2012	$	2,123	$	219,596	**$**	**221,719**
Additions		1,601		-		**1,601**
At December 31, 2013 & March 31, 2014	**$**	**3,724**	**$**	**219,596**	**$**	**223,320**
Accumulated depreciation						
At December 31, 2012	$	708	$	38,843	**$**	**39,551**
Expense for the year		975		14,675		**15,650**
At December 31, 2013		1,683		53,518		**55,201**
Expense for the period		310		3,669		**3,979**
At March 31, 2014	**$**	**1,993**	**$**	**57,187**	**$**	**59,180**
Net book value						
At December 31, 2013	$	2,041	$	166,078	**$**	**168,119**
At March 31, 2014	$	1,731	$	162,409	**$**	**164,140**

6. Intangible assets

		System architecture and design		Patent applications		Customer lists		Application code, design, branding		Total
Cost										
At December 31, 2012	$	-	$	-	$	-	$	-	**$**	**-**
Additions		200,000		150,000		25,000		50,000		**425,000**
At December 31, 2013 & March 31, 2014	**$**	**200,000**	**$**	**150,000**	**$**	**25,000**	**$**	**50,000**	**$**	**425,000**
Accumulated depreciation										
At December 31, 2012	$	-	$	-	$	-	$	-	**$**	**-**
Expense for the year		61,111		45,833		7,639		15,278		**129,861**
At December 31, 2013		61,111		45,833		7,639		15,278		**129,861**
Expense for the period		16,667		12,500		2,083		4,167		**35,417**
At March 31, 2014	**$**	**77,778**	**$**	**58,333**	**$**	**9,722**	**$**	**19,445**	**$**	**165,278**
Net book value										
At December 31, 2013	$	138,889	$	104,167	$	17,361	$	34,722	**$**	**295,139**
At March 31, 2014	$	122,222	$	91,667	$	15,278	$	30,555	**$**	**259,722**

The Company purchased property with a value of $425,000 in exchange for the issuance of 5,833,333 common shares during the three months ended March 31, 2013.

7. Loans Payable

In February 2007, a company controlled by an officer of the Company entered into a loan agreement for the purchase of equipment. As the Company holds an exclusive use agreement over the equipment, which was obtained for the benefit of the Company, and the Company has agreed to pay for all reasonable costs associated with using and financing the equipment, the equipment and corresponding loan obligation are recorded on the Company's records. The loan amount was $42,043, maturing February 2023 bearing interest at 6.69%. The loan was refinanced at 7.71% for another five years effective February 2012. The equipment serves as collateral for the loan. As at March 31, 2014 the balance of this loan was $28,965 (December 31, 2013 – $29,525).

In March 2011, an officer of the Company entered into a loan agreement for the purchase of equipment. As the Company holds an exclusive use agreement over the equipment, which was obtained for the benefit of the Company, and the Company has agreed to pay for all reasonable costs associated with using and financing the equipment, the equipment and corresponding loan obligation are recorded on the Company's records. The loan amount was $176,910, maturing February 2028 bearing interest at 7.64%. The loan was refinanced at 7.10% in August 2013, with the maturity date unchanged. The equipment serves as collateral for the loan. As at March 31, 2014 the balance of this loan was $161,026 (December 31, 2013 – $162,617).

The following table summarizes the payments and interest payable for the next five years:

	March 31, 2014	December 31, 2013
Payments due within one year	**22,374**	22,374
Payments due years two to five	**89,497**	89,497
Total Interest paid	**59,568**	60,506

8. Share Capital

Common Shares

The Company is authorized to issue an unlimited number of common shares.

2014

In March 2014, 366,667 warrants were exercised for common shares for gross proceeds of $110,000. $58,599 was transferred from the Warrant reserve to share capital with respect to this warrant exercise.

2013

On February 5, 2013, the Company issued 5,833,333 common shares to an officer of the Company in exchange for the transfer of intangible property valued at $425,000 (notes 6 & 13).

On February 12, 2013, the Company issued 1,666,567 common shares to companies controlled by an officer of the Company for consideration consisting of $249,999 in advances and expenses paid on behalf of the Company (note 13).

On February 19, 2013, the Company issued 500,000 common shares and warrants exercisable at $0.30 to a company controlled by an officer of the Company for consideration consisting of $150,000 in advances and expenses paid on behalf of the Company (note 13). A value of $79,483 was ascribed to the warrants.

9. Warrants

Outstanding warrants:

Expiry date	Number of warrants	Weighted average exercise price
December 19, 2015	395,764	$0.30
December 19, 2015	750,000	$0.30
December 19, 2015	3,800,669	$0.30
December 19, 2014	5,833,674	$0.65
December 19, 2015	686,667	$0.30
Balance at March 31, 2014	**11,466,774**	**$0.48**

During the three months ended March 31, 2014, 366,667 warrants were exercised for common shares for gross proceeds of $110,000. $58,599 was transferred from the Warrant reserve to share capital with respect to this warrant exercise.

During the three months ended March 31, 2013, 500,000 warrants were issued to investors as part of a private placement. These warrants are exercisable into common shares at an exercise price of $0.30 for a period of 2 years from the date of the reverse takeover transaction. These warrants were valued at $79,483.

The fair value of warrants were estimated using the Black-Scholes option pricing model under the following assumptions:

Fair value of common share	$0.30
Volatility - estimate based on comparable companies	100%
Risk-free interest rate	1.97%
Expected life (years)	2.00
Dividend yield	Nil

10. Stock Options

The Company adopted a stock option plan under which it is authorized to grant options to officers, directors, employees, and consultants enabling them to acquire up to 15% of the issued and outstanding common stock of the Company. The options granted can be exercised for a maximum of 10 years and vest as determined by the Board of Directors. The exercise price of each option may not be less than the fair market value of the common shares on the date of grant.

10. Stock Options (continued)

The option details of the Company are as follows:

	Expiry date	Weighted average exercise price	Number of options
Balance at December 31, 2013		$0.27	1,385,000
Granted - February 27, 2014	February 27, 2024	$0.95	150,000
Forfeited - March 2014		$0.30	(230,000)
Balance at March 31, 2014		**$0.34**	**1,305,000**

During the three months ended March 31, 2014, the Company granted 150,000 stock options at an exercise price of $0.95 per share for a period of 10 years from the date of grant. 60,000 of the options vested immediately. The remaining balance will vest as follows: 45,000 options on the first anniversary of the date of grant and 45,000 on the second anniversary of the date of grant.

During the three months ended March 31, 2014, 230,000 previously issued options were forfeited.

Outstanding options as at March 31, 2014:

Weighted average exercise price	Number of options	Weighted average remaining life (years)	Vested and exercisable
$0.15	300,000	8.81	300,000
$0.30	855,000	8.87	293,332
$0.95	150,000	9.92	60,000
$0.34	**1,305,000**	**8.98**	**653,332**

The fair value of stock options used to calculate compensation expense is estimated using the Black-Scholes option pricing model with the following weighted average assumptions:

Assumptions:	
Volatility - estimate based on comparable companies	100%
Risk-free interest rate	2.41%
Expected life (years)	10 years
Dividend yield	Nil
Forfeiture rate	0%
Exercise price	$0.95
Share price	$0.85

11. Financial Instruments and Financial Risks

Fair Value

The Company has determined that the carrying values of other receivables, short term investments, accounts payable and accrued liabilities and due to shareholder approximates their fair values due to the current nature of these instruments. The fair value of long-term debt is based on the discounted value of future cash flows under the current financial arrangements at the interest rate the Company expects to currently negotiate for loans with similar terms and conditions and maturity dates. The fair value of long-term debt approximates its carrying value due to the current market rates.

11. Financial Instruments (continued)

Credit Risk

Credit risk is the risk of financial loss to the Company if a counter party to a financial instrument fails to meet its payment obligations. The Company is exposed to credit risk with respect to its cash and cash equivalents and other receivables.

The Company's credit risk is primarily attributable to cash and HST recoverable. Management believes that the credit risk with respect to cash is remote as it maintains accounts with highly rated financial institutions and the Government of Canada.

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying its financial obligations. The Company manages its liquidity risk by forecasting it operations and anticipating its operating and investing activities.

As described in note 1, the Company has disclosed certain conditions which may cast doubt about its ability to continue as a going concern.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk.

Interest rate risk

Interest rate risk consists of a) the extent that payments made or received on the Company's monetary assets and liabilities are affected by changes in the prevailing market interest rates, and b) to the extent that changes in prevailing market rates differ from the interest rate in the Company's monetary assets and liabilities, the Company is exposed to interest rate price risk.

Due to the short-term nature of the Company's financial instruments, fluctuations in market rates do not have a significant impact on estimated fair values. The Company's long term debt has a fixed rate of interest, which are not up for renewal until 2023 and 2028 respectively.

Foreign currency risk

The Company is not exposed to any significant foreign currency risk.

Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices, other than those arising from interest rate risk or foreign currency risk. The Company is not exposed to significant other price risk.

12. Capital Management

The Company monitors its common shares, warrants and share-based payment reserve as capital. The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to maintain a flexible capital structure that optimizes the costs of capital at an acceptable risk.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue new debt, acquire or dispose of assets.

In order to facilitate the management of its capital requirements, the Company prepares expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company's investment policy is to invest its short-term excess cash in highly liquid short-term interest bearing investments with maturities of 365 days or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations.

There have been no changes to the Company's approach to capital management during the three months ended March 31, 2014. The Company is not subject to externally imposed capital requirements.

13. Related Party Transactions

The amounts due from (to) related parties as at:

	March 31, 2014	December 31, 2013
Due from a company controlled by a director	**1,300**	2,300

The following table outlines the Company's related party transactions for the periods ending:

	March 31, 2014	March 31, 2013
Transfer of Intangible Property by an officer of the Company (note 6&9)	**-**	425,000
Shares issued to a company controlled by a director of the Company to settle expense reimbursement amounts due (note 9)	**-**	399,999

As at March 31, 2014, the Company owed approximately $276,188 (December 31, 2013 - $34,364) to executive officers for outstanding consulting fees and expenses.

14. Commitments

The Company is committed to the rental of facilities. Future minimum lease payments are as follows: $47,565 in 2014.

15. NFU Acquisition

The Company entered into a term sheet to acquire NFU Inc. ("NFU"), a Toronto-based digital marketing and creative agency. The Company intends to issue up to 1,000,000 shares at a price of $0.90 per share for a total of $900,000. These shares will be issued under the following schedule: 20% at closing, 20% six months after closing, 30% on the first anniversary of closing, and the remaining 30% issued eighteen months after closing. The final 30% tranche of shares will be subject to NFU meeting certain performance criteria.

The acquisition is conditional on board approval, regulatory approval, due diligence and the negotiation of definitive documentation.

16. Other Receivables

Other receivables consist of $153,738 HST recoverable (2012 - $nil) and $1,418 other receivables (December 31, 2013 - $2,418).

17. Investments

The Company holds $10,000 in 2-year GIC, bearing interest at 1.40% per annum. The GIC is used to secure the Company's credit card facility.

18. Subsequent Events

Stock options

Subsequent to the period, the Company granted 100,000 options at a purchase price of $0.87 per common share. These options will vest quarterly over a period of 1 year and will be exercisable for 10 years from the date of grant.

Private placement

The Company announced it intends to raise up to $3,000,000 through a non-brokered private placement of up to 3,529,412 units at a price of $0.85 per unit. Each unit will consist of one common share and one half of one common share purchase warrant. Each whole warrant will be exercisable for a common share at a price of $1.10 for a period of 24 months from the date of close.

The Company may pay a cash finder's fee equal to up to 8% of the units sold, as well as issue finder warrants equal to 8% of the shares sold. Each finder warrant would be entitled to one common share at an exercise price of $1.10 for a period of 24 months from the date of close.