



**Sponsors  
One™**

## **SPONSORSONE INC.**

Unaudited Condensed Interim Consolidated Financial Statements

For the six months ended June 30, 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	June 30, 2014	December 31, 2013
<b>Assets</b>			
<b>Current assets:</b>			
Cash and cash equivalents		\$ 64,250	\$ 167,863
Other receivables	16	214,311	107,201
Prepayments and deposits		10,521	21,417
		289,082	296,481
Investments	17	10,000	10,000
Capital assets	5	161,993	168,119
Intangible assets	6	224,305	295,139
		\$ 685,380	\$ 769,739
<b>Liabilities and Shareholders' Equity (Deficiency)</b>			
<b>Current liabilities:</b>			
Accounts payable and accrued liabilities		\$ 1,110,497	\$ 465,130
Current portion of long-term debt	7	9,591	8,842
		1,120,088	473,972
<b>Long-term liabilities</b>			
Long-term debt	7	178,143	183,300
		1,298,231	657,272
<b>Shareholders' equity (deficiency)</b>			
Share capital	8	2,121,677	1,416,627
Warrants	9	703,501	948,551
Share-based payment reserve	10	168,052	86,178
Accumulated deficit		(3,606,081)	(2,338,889)
		(612,851)	112,467
		\$ 685,380	\$ 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  
(Unaudited)

	Note	Three Months Ended June 30,		Six Months Ended June 30,	
		2014	2013	2014	2013
<b>Operating expenses:</b>					
Marketing, general and administrative	\$	<b>482,566</b>	116,183	\$ <b>935,216</b>	202,050
Research and development		<b>142,429</b>	32,022	<b>246,000</b>	37,322
Depreciation	<b>5 &amp; 6</b>	<b>39,449</b>	39,262	<b>78,845</b>	66,719
Loss before finance expense		<b>664,444</b>	187,467	<b>1,260,061</b>	306,091
Finance expense		<b>3,688</b>	3,755	<b>7,131</b>	7,548
Deferred income tax expense		-	96,983	-	96,983
<b>Net loss and comprehensive loss</b>	<b>\$</b>	<b>668,132</b>	288,205	<b>\$ 1,267,192</b>	410,622
Weighted average number of common shares		<b>14,006,939</b>	8,000,000	<b>13,716,246</b>	6,395,028
Loss per share - basic and diluted	<b>\$</b>	<b>0.05</b>	0.04	<b>\$ 0.09</b>	0.06

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

# SPONSORSONE INC.

Condensed Interim Consolidated Statements of Changes in Equity  
(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	1,533,334	705,050	(245,050)	-	-	460,000
Share-based payments	-	-	-	81,874	-	81,874
Net loss for the period	-	-	-	-	(1,237,702)	(1,237,702)
<b>Balance at June 30, 2014</b>	<b>14,955,657</b>	<b>\$ 2,121,677</b>	<b>\$ 703,501</b>	<b>\$ 168,052</b>	<b>\$ (3,576,591)</b>	<b>\$ (583,361)</b>

	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	-	-	-	39,928	-	39,928
Net loss for the period	-	-	-	-	(410,622)	(410,622)
<b>Balance at June 30, 2013</b>	<b>8,000,000</b>	<b>\$ 745,517</b>	<b>\$ 79,483</b>	<b>\$ 39,928</b>	<b>\$ (938,788)</b>	<b>\$ (73,860)</b>

# SPONSORSONE INC.

Condensed Interim Consolidated Statements of Cash Flows  
Six month period ended June 30,  
(Unaudited)

	Note	2014	
<b>Cash flows from operating activities:</b>			
Net loss for the period		\$ (1,267,192)	\$ (410,000)
Adjustments for:			
Depreciation	5 & 6	78,845	60,000
Share-based compensation	10	81,874	30,000
Change in non-cash operating working capital			
Other receivables		(107,110)	(100,000)
Prepayments and deposits		10,896	
Accounts payables and accrued liabilities		643,482	120,000
Deferred taxes		-	90,000
		<b>(559,205)</b>	<b>(90,000)</b>
<b>Cash flows from financing activities:</b>			
Proceeds from warrant exercise	9	460,000	
Proceeds from due to shareholder		-	100,000
Payment of long-term debt	7	(4,408)	(40,000)
		<b>455,592</b>	<b>90,000</b>
<b>Increase (decrease) in cash and cash equivalents</b>		<b>(103,613)</b>	
Cash and cash equivalents, beginning		<b>167,863</b>	
<b>Cash and cash equivalents, end</b>		<b>\$ 64,250</b>	<b>\$</b>

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

# SPONSORSONE INC.

Notes to the Condensed Interim Consolidated Financial Statements – Unaudited  
Six month period ended June 30, 2014 and 2013

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## 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 cloud based social sponsorship platform. This cloud-based platform called “SponsorsCloud” is designed to connect and facilitate one-to-one engagement between of corporations to users within of social networks.

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 (Notes 8 and 18).

The Board of Directors approved the Company's financial statements on August 27, 2014.

## 2. BASIS OF PRESENTATION

### *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, are Canadian dollars. These financial statements are presented in Canadian dollars.

# SPONSORSONE INC.

Notes to the Condensed Interim Consolidated Financial Statements – Unaudited  
Six month period ended June 30, 2014 and 2013

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## 2. BASIS OF PRESENTATION (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. RREVERSE TAKEOVER TRNASACTION

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.



# SPONSORSONE INC.

Notes to the Condensed Interim Consolidated Financial Statements – Unaudited  
Six month period ended June 30, 2014 and 2013

## 5. CAPITAL ASSETS

		Computer equipment		Marketing vehicles		Total
<b>Cost</b>						
At December 31, 2012	\$	2,123	\$	219,596	\$	221,719
Additions		1,601		-		1,601
At December 31, 2013	\$	3,724	\$	219,596	\$	223,320
Additions		1,884		-		1,884
<b>Balance at June 30, 2014</b>	<b>\$</b>	<b>5,608</b>	<b>\$</b>	<b>219,596</b>	<b>\$</b>	<b>225,204</b>
<b>Accumulated depreciation</b>						
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		673		7,337		8,010
<b>Balance at June 30, 2014</b>	<b>\$</b>	<b>2,356</b>	<b>\$</b>	<b>60,855</b>	<b>\$</b>	<b>63,211</b>
<b>Net book value</b>						
At December 31, 2013	\$	2,041	\$	166,078	\$	168,119
At June 30, 2014	\$	3,252	\$	158,741	\$	161,993

## 6. INTANGIBLE ASSETS

		System architecture and design		Patent applications		Customer lists		Application code, design, branding		Total
<b>Cost</b>										
At December 31, 2012	\$	-	\$	-	\$	-	\$	-	\$	-
Additions		200,000		150,000		25,000		50,000		425,000
<b>At December 31, 2013 and June 30, 2014</b>	<b>\$</b>	<b>200,000</b>	<b>\$</b>	<b>150,000</b>	<b>\$</b>	<b>25,000</b>	<b>\$</b>	<b>50,000</b>	<b>\$</b>	<b>425,000</b>
<b>Accumulated depreciation</b>										
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		33,334		25,000		4,166		8,334		70,834
<b>Balance at June 30, 2014</b>	<b>\$</b>	<b>94,445</b>	<b>\$</b>	<b>70,833</b>	<b>\$</b>	<b>11,805</b>	<b>\$</b>	<b>23,612</b>	<b>\$</b>	<b>200,695</b>
<b>Net book value</b>										
At December 31, 2013	\$	138,889	\$	104,167	\$	17,361	\$	34,722	\$	295,139
At June 30, 2014	\$	105,555	\$	79,167	\$	13,195	\$	26,388	\$	224,305

The Company purchased property with a value of \$425,000 in exchange for the issuance of 5,833,333 common shares during the six months ended June 30, 2013.

# SPONSORSONE INC.

Notes to the Condensed Interim Consolidated Financial Statements – Unaudited  
Six month period ended June 30, 2014 and 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 June 30, 2014 the balance of this loan was \$28,624 (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 June 30, 2014 the balance of this loan was \$159,110 (December 31, 2013 – \$162,617).

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

	June 30, 2014	December 31, 2013
Payments due within one year	22,722	22,374
Payments due years two to five	86,386	89,497
Total Interest paid	57,872	60,506

## 8. SHARE CAPITAL

### *Common Shares*

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

	Number of common shares	Amount
Balance at December 31, 2013	13,422,323	\$ 1,416,627
Shares issued on warrant exercise	1,533,334	450,000
Fair market value of warrants exercised	-	245,050
<b>Balance at June 30, 2014</b>	<b>14,955,657</b>	<b>\$ 2,121,677</b>

### *2014*

In June 2014, 1,166,667 warrants were exercised for common shares for gross proceeds of \$350,000. \$186,451 was transferred from the Warrant reserve to share capital with respect to this warrant exercise.

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*

# SPONSORSONE INC.

Notes to the Condensed Interim Consolidated Financial Statements – Unaudited  
Six month period ended June 30, 2014 and 2013

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## 8. SHARE CAPITAL (continued)

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.

### *Private placement*

In May 2014, 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.

## 9. WARRANTS

Outstanding warrants:

<b>Expiry date</b>	<b>Number of warrants</b>	<b>Weighted average exercise price</b>
December 19, 2015	395,764	\$ 0.30
December 19, 2015	750,000	\$ 0.30
December 19, 2015	2,634,002	\$ 0.30
December 19, 2014	5,833,674	\$ 0.65
December 19, 2015	686,667	\$ 0.30
<b>Balance at June 30, 2014</b>	<b>10,300,107</b>	<b>\$ 0.50</b>

During the six months ended June 30, 2014, 1,533,334 warrants were exercised for common shares for gross proceeds of \$460,000. \$245,050 was transferred from the Warrant reserve to share capital with respect to this warrant exercise.

During the six months ended June 30, 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.

# SPONSORSONE INC.

Notes to the Condensed Interim Consolidated Financial Statements – Unaudited  
Six month period ended June 30, 2014 and 2013

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## 9. WARRANTS (continued)

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

Fair value of common	\$0.30
Volatility - estimate based on comparable companies	100%
Risk-free interest rate	1.97%
Expected life	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.

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, 2014	\$ 0.95	150,000
Granted - May 15, 2014	May 15, 2014	\$ 0.87	100,000
Granted - June 11, 2014	June 11, 2014	\$ 0.95	100,000
Forfeited		\$ 0.30	(400,000)
<b>Balance at June 30, 2014</b>		<b>\$ 0.43</b>	<b>1,335,000</b>

During the six months ended June 30, 2014, the Company granted 350,000 stock options at an exercise price range of \$0.87 to \$0.95 per share for a period of 10 years from the date of grant. 70,000 of the options vested immediately. The remaining balance will vest as follows: 90,000 options on the first anniversary of the date of grant and 90,000 on the second anniversary of the date of grant. The remaining 100,000 options vest quarterly starting in August 2014.

During the six months ended June 30, 2014, 400,000 previously issued options were forfeited.

Outstanding options as at June 30, 2014:

# SPONSORSONE INC.

Notes to the Condensed Interim Consolidated Financial Statements – Unaudited  
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Weighted average exercise price	Number of options	Weighted average remaining life (years)	Vested and exercisable
\$ 0.15	300,000	8.70	300,000
\$ 0.30	685,000	8.72	506,227
\$ 0.87	100,000	9.88	8,333
\$ 0.95	250,000	9.74	70,000
\$ 0.43	1,335,000	8.99	884,560

## 10. STOCK OPTIONS (continued)

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:

	February 27, 2014	May 15, 2014	June 11, 2014
<b>Assumptions</b>			
Volatility - estimate based on comparable companies	100%	100%	100%
Risk-free interest rate	2.41%	2.28%	2.34%
Expected life (years)	10.00	10.00	10.00
Dividend yield	Nil	Nil	Nil
Forfeiture rate	0%	0%	0%
Exercise price	\$ 0.85	\$ 0.87	\$ 0.89
Share price	\$ 0.95	\$ 0.87	\$ 0.95

## 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.

### *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 its operations and anticipating its operating and investing activities.

# SPONSORSONE INC.

Notes to the Condensed Interim Consolidated Financial Statements – Unaudited  
Six month period ended June 30, 2014 and 2013

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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.

## **11. FINANCIAL INSTRUMENTS AND FINANCIAL RISKS (continued)**

### *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.

# SPONSORSONE INC.

Notes to the Condensed Interim Consolidated Financial Statements – Unaudited  
Six month period ended June 30, 2014 and 2013

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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 six months ended June 30, 2014. The Company is not subject to externally imposed capital requirements.

## 13. RELATED PARTY TRANSACTIONS

	June 30, 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:

	June 30, 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 June 30, 2014, the Company owed approximately \$211,295 (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: \$31,710 in 2014.

## 14. 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.

# SPONSORSONE INC.

Notes to the Condensed Interim Consolidated Financial Statements – Unaudited  
Six month period ended June 30, 2014 and 2013

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## 16. OTHER RECEIVABLES

Other receivables consist of \$214,429 HST recoverable (December 31, 2013 - \$104,783) and \$Nil 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

### *Private placement*

Subsequent to June 30, 2014, the Company closed the first tranche of a non-brokered private placement. The Company issued 541,205 units ("Units") at a price of \$0.85 per Unit for gross proceeds of \$460,024.25. Each Unit comprises one common share and a one half on one non-transferable common share purchase warrant ("Warrant"), with each whole Warrant entitling the holder to purchase one additional common share of the Company at a price of \$1.10 until July 4, 2016. The Company issued 270,602 Warrants pursuant to the offering.

A finder's fee of \$33,402 was paid to a registered dealer with respect 392,964 Units sold. In addition, the Company issued 39,296 Finders Warrants to purchase 19,648 common shares of the Company at \$1.10 per share at any time prior to July 4, 2016.