



QUIZAM MEDIA CORPORATION
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED
FEBRUARY 28, 2018 AND 2017
(Unaudited)

The accompanying unaudited interim financial statements have been prepared by Management of Quizam Media Corporation and have not been reviewed by the Company's auditors

QUIZAM MEDIA CORPORATION**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**

(Expressed in Canadian dollars)

(Unaudited – Prepared by Management)

	As at February 28, 2018 \$	As at May 31, 2017 \$
ASSETS		
Current		
Cash and cash equivalents	–	324,911
Accounts receivable	92,804	30,324
Prepaid expenses and deposits	25,379	27,492
Sales taxes recoverable	438	27,103
Total current assets	118,621	409,830
Property and equipment (Note 3)	85,609	32,503
Total assets	204,230	442,333
LIABILITIES		
Current		
Bank indebtedness	308	–
Accounts payable and accrued liabilities	91,930	110,477
Deferred revenue	55,334	56,656
Due to related parties (Note 9)	305,451	474,908
Total liabilities	453,023	642,041
EQUITY (DEFICIENCY)		
Share capital (Note 4)	17,718,316	16,947,446
Contributed surplus	2,426,340	2,359,322
Deficit	(20,393,449)	(19,506,476)
Total equity (deficiency)	(248,793)	(199,708)
Total liabilities and equity (deficiency)	204,231	442,333

Nature and continuance of operations (Note 1)

Commitments (Note 13)

APPROVED ON BEHALF OF THE BOARD ON APRIL 30, 2018

/s/ "Russ Rossi"

Russ Rossi, Director

/s/ "Jim Rosevear"

Jim Rosevear, Director

The Accompanying Notes are an Integral Part of the Consolidated Financial Statements

QUIZAM MEDIA CORPORATION**CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS**

(Expressed in Canadian dollars)

(Unaudited – Prepared by Management)

	Three Months Ending February 28, 2018 \$	Three Months Ending February 28, 2017 \$	Nine Months Ending February 28, 2018 \$	Nine Months Ending February 28, 2017 \$
REVENUES				
Training services and software sales	125,427	132,116	442,802	362,109
Film distribution licences	–	–	–	4,985
Custom app development	–	–	–	15,750
	<u>125,427</u>	<u>132,116</u>	<u>442,802</u>	<u>382,844</u>
EXPENSES				
Accounting and legal (Note 9)	35,760	94,458	130,727	358,375
Automobile	5,709	3,071	13,482	8,801
Bank charges and finance fees	6,449	11,142	17,944	21,083
Depreciation	6,641	3,662	16,244	19,148
Investor and finance development (Note 9)	25,056	40,020	71,829	162,175
Management fees (Note 9)	36,000	46,400	108,000	118,400
Office and miscellaneous (Note 9)	29,933	32,656	79,439	114,305
On-Track TV development costs (Note 8 and 9)	29,650	29,400	92,050	229,420
Regulatory fees	6,907	6,021	11,051	14,653
Rent	51,339	35,515	109,924	106,545
Research and development (Note 9)	52,200	102,428	133,775	222,051
Software development costs (Note 9)	3,500	17,300	6,000	68,151
Share-based compensation (Note 5)	67,018	–	67,018	176,924
Subcontractors (Note 9)	33,170	46,492	96,016	196,749
Telephone and internet	8,530	3,372	25,564	13,865
Travel and business development (Note 9)	89,606	56,830	200,858	181,529
Wages and benefits (Note 9)	56,449	47,680	149,865	140,166
	<u>543,917</u>	<u>576,447</u>	<u>1,329,786</u>	<u>2,152,340</u>
LOSS BEFORE OTHER ITEMS	(418,490)	(444,331)	(886,984)	(1,769,496)
OTHER ITEMS				
Impairment of film distribution rights	–	–	–	(3,650)
Share Exchange Agreement	–	66,000	–	66,000
Interest income	2	362	11	334
	<u>(418,488)</u>	<u>(377,969)</u>	<u>(886,973)</u>	<u>(1,706,812)</u>
NET LOSS AND COMPREHENSIVE LOSS	(418,488)	(377,969)	(886,973)	(1,706,812)
LOSS PER SHARE BASIC AND DILUTED	(0.02)	(0.03)	(0.06)	(0.16)
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING	18,307,018	13,600,677	15,573,410	10,531,475

The Accompanying Notes are an Integral Part of the Consolidated Financial Statements

QUIZAM MEDIA CORPORATION**CONSOLIDATED STATEMENTS OF CASH FLOWS**

(Expressed in Canadian dollars)

(Unaudited – Prepared by Management)

	Nine Months Ending February 28, 2018 \$	Nine Months Ending February 28, 2017 \$
OPERATING ACTIVITIES		
Net loss	(886,973)	(1,706,812)
Add back non-cash items:		
Depreciation	16,244	19,148
Impairment of film distribution rights	–	3,650
Share-based compensation	67,018	176,924
	(803,711)	(1,507,090)
Changes in non-cash working capital items:		
Accounts receivable	(62,480)	(37,573)
Prepaid expenses and deposits	2,113	6,300
Taxes recoverable	26,665	5,324
Accounts payable and accrued liabilities	(18,547)	(66,718)
Due to related parties	(169,457)	(105,121)
Deferred revenue	(1,322)	25,458
CASH USED IN OPERATING ACTIVITIES	(1,026,739)	(1,679,420)
FINANCING ACTIVITIES		
Bank indebtedness	308	–
Issuance of common shares, net	770,870	1,664,327
CASH PROVIDED BY FINANCING ACTIVITIES	771,178	1,664,327
INVESTING ACTIVITIES		
Acquisition of property and equipment	(69,350)	(9,178)
Investment in film production	–	(3,650)
CASH USED IN INVESTING ACTIVITIES	(69,350)	(12,828)
DECREASE IN CASH AND CASH EQUIVALENTS	(324,911)	(27,921)
CASH AND CASH EQUIVALENTS – BEGINNING OF THE PERIOD	324,911	29,328
CASH AND CASH EQUIVALENTS – END OF THE PERIOD	–	1,407
SUPPLEMENTAL INFORMATION		
Interest paid	–	–
Income tax paid	–	–
NON-CASH FINANCING ACTIVITIES		
Issuance of shares for finders' fees	21,205	55,485

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QUIZAM MEDIA CORPORATION**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (DEFICIENCY)****FOR THE NINE MONTHS ENDED FEBRUARY 28, 2018 AND 2017**

(Expressed in Canadian dollars)

(Unaudited – Prepared by Management)

	Number of Common Shares	Amount \$	Contributed Surplus \$	Share Subscriptions Received \$	Deficit \$	Total \$
As at May 31, 2016	7,079,726	15,337,285	2,173,682	15,000	(17,647,399)	(121,432)
Units issued for cash	5,621,000	942,300	–	(15,000)	–	927,300
Issued as finder's fees	346,900	55,485	–	–	–	55,485
Share issuance costs	–	(55,485)	–	–	–	(55,485)
Warrants exercised	733,010	612,027	–	–	–	612,027
Stock options exercised	250,000	173,614	(48,614)	–	–	125,000
Share-based compensation	–	–	176,924	–	–	176,924
Rounding upon share consolidation	(25)	–	–	–	–	–
Net loss for the period	–	–	–	–	(1,706,812)	(1,706,812)
As at February 28, 2017	14,030,611	17,065,226	2,301,992	–	(19,354,211)	13,007
As at May 31, 2017	13,930,611	16,947,446	2,359,322	–	(19,506,476)	(199,708)
Units issued for cash	6,600,000	456,000	–	–	–	456,000
Issued as finder's fees	342,166	21,205	–	–	–	21,205
Share issuance costs	–	(26,335)	–	–	–	(26,335)
Warrants exercised	1,066,667	320,000	–	–	–	320,000
Share-based compensation	–	–	67,018	–	–	67,018
Net loss for the period	–	–	–	–	(886,973)	(886,973)
As at February 28, 2018	21,939,444	17,718,316	2,426,340	–	(20,393,449)	(248,793)

The Accompanying Notes are an Integral Part of the Consolidated Financial Statements

QUIZAM MEDIA CORPORATION
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED FEBRUARY 28, 2018 AND 2017

(Expressed in Canadian dollars)

(Unaudited – Prepared by Management)

1. CORPORATE INFORMATION, NATURE AND CONTINUANCE OF OPERATIONS

Quizam Media Corporation (the “Company”) was incorporated on September 15, 2000 under the provisions of the Company Act of British Columbia and is listed on the TSX Venture Exchange (“TSX-V”). The Company’s principal business activities consist of providing computer training and consulting services, marketing of a computer based educational program and film production. The address of the Company’s corporate office and its principal place of business is Suite 650 – 609 Granville Street, Vancouver, BC, V7Y 1G6.

These interim consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern. This assumes the Company will operate for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. The Company has a history of significant losses, sizeable accumulated deficits and working capital deficits. These factors form a material uncertainty that casts significant doubt about the Company’s ability to continue as a going concern. The Company’s ability to continue as a going concern is dependent on completing equity financings, obtaining support from related parties or generating consistent profitable operations in the future.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a) Statement of Compliance and Basis of Presentation

These interim consolidated financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) applicable to the preparation of interim financial statements, including IAS 34, *Interim Financial Reporting*.

These interim consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, On-Track Computer Training Ltd. and Quizam Entertainment LLC. All inter-company balances and transactions have been eliminated on consolidation.

The consolidated financial statements have been prepared on a historical cost basis. The financial statements are presented in Canadian dollars, which is the Company’s functional currency.

b) New accounting standards not yet adopted

Certain new standards, interpretations and amendments to existing standards have been issued by the International Accounting Standards Board (“IASB”) or the International Financial Reporting Interpretations Committee (“IFRIC”) that are mandatory for the Company’s accounting periods beginning after June 1, 2018, or later periods. Some updates that are not applicable or are not consequential to the Company may have been excluded from the list below. The following accounting standards and amendments are effective for the Company’s fiscal year beginning on June 1, 2018:

IFRS 15 Revenue from Contracts with Customers

In May 2014, the IASB issued IFRS 15 – *Revenue from Contracts with Customers* (“IFRS 15”) which supersedes IAS 11 – *Construction Contracts*, IAS 18 – *Revenue*, IFRIC 13 – *Customer Loyalty Programmes*, IFRIC 15 – *Agreements for the Construction of Real Estate*, IFRIC 18 – *Transfers of Assets from Customers*, and SIC 31 – *Revenue – Barter Transactions Involving Advertising Services*. IFRS 15 establishes a comprehensive five-step framework for the timing and measurement of revenue recognition.

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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

b) New accounting standards not yet adopted (continued)

IFRS 9 – Financial Instruments

The IASB intends to replace IAS 39 – *Financial Instruments: Recognition and Measurement* in its entirety with IFRS 9 – *Financial Instruments* (“IFRS 9”) which is intended to reduce the complexity in the classification and measurement of financial instruments.

IFRS 2 Share-Based Payment

In June 2016, the Board issued the final amendments to IFRS 2 *Share-Based Payment* as follows:

- (a) Effects that vesting conditions have on the measurement of a cash-settled share-based payment;
- (b) Accounting for modification to the terms of a share-based payment that changes the classification of the transaction from cash-settled to equity settled;
- (c) Classification of share-based payment transactions with net settlement features.

The following accounting standard is effective for the Company’s fiscal year beginning on June 1, 2019:

IFRS 16 Leases

IFRS 16 establishes principles for the recognition, measurement, presentation and disclosure of leases, with the objective of ensuring that lessees and lessors provide relevant information that faithfully represents those transactions. IFRS 16 substantially carries forward the lessor accounting requirements in IAS 17. Accordingly, a lessor continues to classify its leases as operating leases or finance leases, and to account for those two types of leases differently. However, lessees are no longer classifying leases as either operating leases or finance leases as it is required by IAS 17.

Management is currently evaluating any impact that the above standards may have on the Company’s consolidated financial statements and this assessment has not yet been completed.

3. PROPERTY AND EQUIPMENT

Cost	Computer Hardware	Furniture and Fixtures	Leasehold Improvements	Library	Total
As at May 31, 2017	\$ 403,066	\$ 79,075	\$ 24,617	\$ 4,755	\$ 511,513
Additions	12,294	14,291	43,765	–	70,350
As at February 28, 2018	\$ 415,360	\$ 93,366	\$ 68,382	\$ 4,755	\$ 581,863
Accumulated Depreciation					
As at May 31, 2017	\$ 373,012	\$ 77,139	\$ 24,104	\$ 4,755	\$ 479,010
Depreciation	9,136	2,062	5,046	–	16,244
As at February 28, 2018	\$ 382,148	\$ 79,201	\$ 29,150	\$ 4,755	\$ 495,254
Carrying Amounts					
Balance, May 31, 2017	\$ 30,054	\$ 1,936	\$ 513	\$ –	\$ 32,503
Balance, February 28, 2018	\$ 33,212	\$ 13,165	\$ 39,232	\$ –	\$ 85,609

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4. SHARE CAPITAL

The Company has authorized share capital of an unlimited number of common voting shares without par value. Disclosures on any common shares issued are also provided in the interim consolidated statements of changes in equity (deficiency).

Transactions during the nine months ended February 28, 2018:

On November 3, 2017, the Company closed a non-brokered private placement of 2,000,000 units at \$0.09 per unit for gross proceeds of \$180,000. Each unit consisted of one common share and one share purchase warrant exercisable at \$0.30 per share for the first 12 months and at \$0.50 per share for an additional 12 months. In connection with the private placement, the Company issued 22,500 shares as finders' fees with a fair value of \$2,025. The Company also incurred other share issuance costs of \$1,727.

On February 2, 2018, the Company closed a non-brokered private placement of 4,600,000 units at \$0.06 per unit for gross proceeds of \$276,000. Each unit consisted of one common share and one share purchase warrant exercisable at \$0.15 per share for the first 12 months and at \$0.25 per share for an additional 24 months. In connection with the private placement, the Company issued 319,666 shares as finders' fees with a fair value of \$19,180. The Company also incurred other share issuance costs of \$3,403.

During the nine months ended February 28, 2018, the Company issued 1,066,667 shares upon the exercise of warrants at \$0.30 per share for gross proceeds of \$320,000.

5. STOCK OPTIONS

Stock option plan and stock options issued:

The Company grants stock options to directors, officers, employees and consultants as compensation for services, pursuant to its Incentive Share Option Plan (the "Plan"). Under the Plan, the option price must not be less than the closing price of the common shares of the Company on the TSX-V on the day immediately preceding the date of grant less the applicable discount if any. The number of options that may be issued under the plan is limited to no more than 10% of the Company's issued and outstanding shares on the grant date. Options vest immediately. Vesting restrictions may also be applied to certain other options grants, at the discretion of the directors.

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

	Number of Underlying Shares	Weighted Average Exercise Price
Outstanding, May 31, 2017	480,000	\$ 0.56
Granted	1,830,000	0.19
Expired/Cancelled	(285,000)	0.60
Outstanding, February 28, 2018	2,025,000	\$ 0.22

All of the options outstanding at February 28, 2018 were fully vested.

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5. STOCK OPTIONS (continued)

The fair value for stock options granted during the nine months ended February 28, 2018 and 2017, was estimated using the Black- Scholes option pricing model using the following weighted average assumptions:

	February 28, 2018	February 28, 2017
Risk-free interest rate	1.69%	0.60%
Expected life (in years)	1.88	2.51
Expected volatility	227%	186%
Expected forfeitures	0%	0%
Dividend yield	73%	0%

Total share-based compensation expense recognized for stock options granted during the nine months ended February 28, 2018, to directors, officers and consultants of the Company was \$67,018 (2016 - \$176,924) and was charged to operations.

The weighted average grant date fair value of stock options granted during the period was \$0.06 (2016 - \$0.30) per option. The weighted average remaining contractual life of the stock options outstanding as at February 28, 2018, was 1.63 years (May 31, 2017 – 0.87 years).

6. SHARE PURCHASE WARRANTS

The following table summarizes the continuity of the Company's share purchase warrants:

	Number of Underlying Shares	Weighted Average Exercise Price
Balance, May 31, 2017	5,858,023	\$ 0.37
Issued	6,600,000	0.20
Exercised	(1,066,667)	0.30
Expired	(578,023)	0.85
Balance, February 28, 2018	10,813,333	\$ 0.25

At February 28, 2018, the following share purchase warrants were outstanding:

Number of Warrants	Exercise Price	Expiry Date
3,733,333	\$0.30	April 21, 2018
480,000	\$0.50	August 1, 2018
2,000,000	\$0.30*	October 28, 2019
4,600,000	\$0.15**	February 3, 2021
10,183,333		

* Exercise price increases to \$0.50 per share on October 28, 2018

** Exercise price increases to \$0.25 per share on February 3, 2019

The weighted average remaining contractual life of the warrants outstanding as at February 28, 2018, was 1.62 years (May 31, 2017 – 0.85 years).

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7. SEGMENTED INFORMATION

Operating segments are defined as components of an enterprise about which separate financial information is available that is evaluated regularly by the chief operation decision maker, or decision making group, in deciding how to allocate resources and in assessing performance.

The Company derives sales from training services, software sales and licensing, and film distribution licenses sales.

- (a) Training Services and UK On-Track TV sales and expenses for the nine months ended February 28, 2018 and 2017, respectively:

	2018	2017
	\$	\$
Revenue	442,802	362,109
Expenses	(713,197)	(1,858,474)
Profit (loss)	(340,395)	(1,496,365)

- (b) Software and Licensing sales and expenses for the nine months ended February 28, 2018 and 2017, respectively:

	2018	2017
	\$	\$
Revenue	–	15,750
Expenses	(98,050)	(68,151)
Profit (loss)	(98,050)	(52,401)

The Company's operations are centralized whereby the Company's head office is responsible for the operational results. All of the Company's assets are in Canada. The Company's revenues include sales generated in Canada and in Europe as follows:

	2018	2017
	\$	\$
Canada	439,902	382,844
Europe	2,900	–
	442,802	382,844

8. PRODUCT DEVELOPMENT COSTS

- (a) On-Track TV

The costs associated with development of the On-Track TV, which are included in expenses for the nine months ended February 28, 2018 and 2017, are as follows:

	2018	2017
	\$	\$
Salary, wages and fees	89,725	172,895
Production costs	80,350	56,525
	170,075	229,420

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8. PRODUCT DEVELOPMENT COSTS (continued)

(b) Quizam software

The costs associated with development of the Quizam educational software, which are included in the interim consolidated statement of operations, and comprehensive loss for the nine months ended February 28, 2018 and 2017, are as follows:

	2018	2017
	\$	\$
Salary, wages and fees (management, programming and marketing)	61,750	68,151

9. RELATED PARTY TRANSACTIONS

(a) Key management compensation

The Company has identified its Directors, President and Chief Executive Officer, and Chief Financial Officer as its key management personnel and the compensation costs and fees related to them were recorded at their exchange amounts as agreed upon by transacting parties. During the nine months ended February 28, 2018, the Company incurred management fees of \$108,000 (2017 - \$118,400). For the nine months ended February 28, 2018 and 2017, key management personnel were not paid any post-employment benefits, termination benefits or any other long-term benefits.

(b) Amounts due to related parties

At February 28, 2018, \$305,451 (May 31, 2017 – \$474,908) was owed to a significant shareholder and companies owned by a significant shareholder, who is also a director and officer, and to a company owned by his relative.

(c) Related party transactions

During the nine months ended February 28, 2018, an amount of \$587,362 (2017 - \$1,317,664) was included in expenses for services provided by companies owned by a significant shareholder, who is also a director and officer, and immediate family of the significant shareholder. The breakdown of expenses included in the interim consolidated statement of operations and comprehensive loss is as follows:

	2018	2017
	\$	\$
Accounting and legal	86,950	287,148
Investor and finance development	57,950	158,120
Management fees	108,000	118,400
Office and miscellaneous	56,661	127,920
On-Track TV development costs	81,250	144,425
Research and development	133,775	220,373
Software development costs	2,500	75,945
Subcontractors	–	152,426
Travel and business development	32,250	6,500
Wages and benefits	28,026	26,407
	587,362	1,317,664

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10. CAPITAL MANAGEMENT

The Company's capital currently consists of common shares, options and warrants for a total amount of \$20,144,656 at February 28, 2018 (May 31, 2017 – \$19,306,768). The Company's principal source of capital is from the issuance of common shares. The Company's capital management objectives are to safeguard its ability to continue as a going concern and to have sufficient capital funding to be able to meet the Company's educational software development, internet training development and film production to ensure the growth of activities.

11. LINE OF CREDIT

As at February 28, 2018, the Company has a line of credit of \$5,000 bearing interest at the bank's prime rate plus five percent. The line of credit is guaranteed by the assets of the Company. There was no outstanding balance as of February 28, 2018, and 2017.

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's financial instruments include accounts receivable, bank indebtedness, accounts payable, and due to related parties. The carrying amounts of these financial instruments are a reasonable estimate of their fair values because of their current nature.

The following table summarizes information regarding the carrying values of the Company's financial instruments:

	February 28, 2018 \$	May 31, 2017 \$
FVTPL (i)	–	324,911
Loans and receivables (ii)	92,804	30,324
Other financial liabilities (iii)	(397,689)	(585,385)

(i) Cash and cash equivalents

(ii) Accounts receivable

(iii) Bank indebtedness, accounts payable, amounts due to related parties and promissory notes payable

The Company classifies its fair value measurements in accordance with an established hierarchy that prioritizes the inputs in valuation techniques used to measure fair value as follows:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3 – Inputs that are not based on observable market data.

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12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

The following table sets forth the Company's financial assets measured at fair value on a recurring basis by level within the fair value hierarchy:

	Level	February 28, 2018 \$	May 31, 2017 \$
Cash and cash equivalents	1	–	324,911
Bank indebtedness	1	308	–

The risk management function within the Company is carried out in respect of financial risks, operational risks and legal risks. Financial risk comprises market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The primary objectives of the financial risk management function are to establish risk limits, and then ensure that exposure to risks stays within these limits. The operational and legal risk management functions are intended to ensure proper functioning of internal policies and procedures, in order to minimize operational and legal risks.

Credit Risk

Financial instruments that potentially subject the Company to concentrations of credit risk consist of accounts receivable. Credit risk from accounts receivable encompasses the default risk of its customers. The Company manages its exposure to credit risk by only working with reputable companies and by performing on-going credit evaluations of its customers' financial condition and requires letters of credit or other guarantees whenever deemed appropriate. The maximum exposure to loss arising from accounts receivable is equal to their carrying amounts.

The following table provides information regarding the aging of financial assets that are past due but which are not impaired as at February 28, 2018:

	Neither past due nor impaired	31-60 days	61-90 days	91 days and over	Carrying value
Trade accounts receivable	\$ 92,804	92,804	–	–	92,804

Liquidity Risk

The Company manages its ability to meet its short-term obligations through the capital management described in Note 10. The Company has a working capital deficit and requires additional financing to fund operations.

Foreign Exchange Risk

As the Company generates a portion of its revenues in the U.K., and a portion is in the U.S. (movie sales), the Company's foreign exchange risk arises with respect to the U.K. pound sterling and U.S. dollar. Financial instruments that subject the Company to foreign currency exchange risk include cash and accounts receivable. Approximately 1% of the Company's revenues are denominated in the U.K. pound sterling (2017 – 5%), and 0% in U.S. dollars (2017 – 2%) while a significant amount of the Company's expenses are denominated in Canadian dollars. In management's opinion, the Company is not exposed to significant foreign exchange rate risk.

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12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Interest Rate Risk

In management's opinion, the Company is not exposed to significant interest rate risk.

13. COMMITMENTS

During the year ended May 31, 2017, the Company signed a new rental agreement effective until August 31, 2022. The Company has committed to pay rent, taxes and operating costs. Minimum lease payments are as follows:

2018	24,564
2019	101,460
2020	105,732
2021	110,004
2022	114,276
Thereafter	28,836
Total	484,872

14. SUBSEQUENT EVENTS

Subsequent to February 28, 2018, a total of 20,000 stock options exercisable at \$0.50 per share expired unexercised, and a total of 3,733,333 warrants exercisable at \$0.30 per share expired unexercised.

Subsequent to February 28, 2018, the Company cancelled 250,000 stock options exercisable at \$0.15 per share and 250,000 stock options exercisable at \$0.20 per share.