FTC CARDS INC.
INTERIM REPORT TO SHAREHOLDERS
FOR THE THREE AND NINE MONTH PERIODS ENDED SEPTEMBER 30, 2015 WITH COMPARATIVES FOR THE THREE AND NINE MONTH PERIODS ENDED SEPTEMBER 30, 2014
(Expressed in Canadian dollars)

MANAGEMENT DISCUSSION AND ANALYSIS

FOR THE THREE AND NINE MONTH PERIODS ENDED SEPTEMBER 30, 2015 WITH COMPARATIVES FOR THE THREE AND NINE MONTH PERIODS ENDED SEPTEMBER 30, 2014

(Dated: November 26, 2015)

Management's Responsibility for Financial Reporting

These interim unaudited consolidated financial statements have been prepared by management using Brazilian accounting policies which are essentially identical to "International Financial Reporting Standards – IFRS" and these statements are also in accordance with International Accounting Standard ("IAS") 34, Interim Financial Reporting. The information contained in this document has also been prepared by management and is consistent with the data contained in the interim unaudited consolidated financial statements.

The Company's certifying officers, based on their knowledge, having exercised reasonable diligence, are also responsible to ensure that these filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, with respect to the period covered by these filings, and this financial report together with the other financial information included in these filings fairly present in all material respects the financial condition, financial performance and cash flows of the Company, as of the date of and for the periods presented in these filings.

The Board of Directors approves the filings and ensures that management has discharged its financial responsibilities. The Board's review is accomplished principally through the Audit Committee, which meets periodically to review all financial reports prior to filing.

Certain statements in this report may constitute forward-looking statements that are subject to risks and uncertainties. A number of important factors could cause actual outcomes and results to differ materially from those expressed in these forward-looking statements. Consequently, readers should not place any undue reliance on such forward-looking statements. In addition, these forward-looking statements relate to the date on which they were made.

In particular, forward looking comments regarding the Company's status and viability included in the "Liquidity" section are views of management only, and actual results and outcomes could be materially different from management's estimates and expectations. The reader is advised to review the risks related to the Company's operations and reporting, detailed in the sections entitled, "Financial and Capital Risk Management", all of which affect management's views and expectations.

Corporate Structure

FTC Cards Inc. ("FTC Canada" and the "Company") was incorporated under the name "0934977 B.C. Ltd." under the laws of the Province of British Columbia by articles of incorporation dated March 9, 2012. On May 16, 2012, the name was changed to "FTC Cards Inc."

The Company was not initially a reporting issuer (or the equivalent) in any jurisdiction and the common shares of FTC Canada are not listed or quoted for trading on any stock exchange. Following the completion of the Arrangement agreement on July 3, 2012, the Company became a reporting issuer in British Columbia.

The Company was incorporated for the purposes of completing the reorganization whereby pursuant to the terms of the Arrangement agreement between its parent CTF Technologies Inc., ("CTF"), and the purchaser, on July 3, 2012, the Company ceased to be a wholly-owned subsidiary of CTF and all of the issued and outstanding FTC Canada shares were distributed to the former CTF Shareholders.

Following the completion of the Arrangement agreement, FTC Canada now owns approximately 90.5% of the equity of FTC Cards Processamento e Serviços de Fidelização Ltda. ("FTC Brazil") and has assumed the management of the business of FTC Brazil. FTC Brazil is a limited liability company (*sociedade limitada*) under the laws of Brazil and was incorporated on April 7, 2011. The balance of the equity in FTC Brazil is held by Technis Planejamento e Gestão em Negócios Ltda. ("Technis"), a limited liability company (*sociedade limitada*) under the laws of Brazil and an unrelated party.

On October 17, 2014, at the request of the minority shareholder of FTC Brazil, the 9.5 per cent interest held by Technis was repurchased and cancelled, such that FTC Brazil became a wholly-owned subsidiary of FTC Canada with effect from October, 2014.

The registered and records office of FTC Canada. is located at 1500 Royal Centre, 1055 West Georgia Street, Vancouver, British Columbia, V6E 4N7. The head office of FTC Canada is located at 2000-1066 West Hastings Street, Vancouver, British Columbia, V6E 3X2. The registered and head office of FTC Brazil is located at Alameda Tocantins, No. 125, 33rd floor, room 3302, Building 01 of Condomínio West Side - Alphaville, in the city of Barueri, State of São Paulo, Brazil.

Business of the Company

FTC Brazil was formed in 2011 for the purposes of developing a business of providing data processing to support a program of promotions, awards and loyalty programs and credit card processing targeted at the franchise gas stations of Petrobras Distribuidora S.A. ("**Petrobras**"). FTC Brazil is continuing the business originally developed by CTF Technologies do Brasil Ltda., a subsidiary of CTF Technologies Inc., under an agreement entered into with Petrobras.

As an Acquirer, the Company receives a portion, determined by contract, of the commission revenues arising from the application of the Merchant Discount Rate, ("MDR") to all credit and debit card transactions processed for fuel and other purchases at designated Petrobras outlets. Revenues are also received from the monthly rental, installation and maintenance of card processing equipment provided to merchants.

In addition, the Company has developed and is continuing to develop an expanded set of loyalty programs to promote customer brand loyalty for Petrobras and other clients, from which it earns fees on a monthly basis.

The Company's costs of operations include staff and other costs for datacentre processing, communications, call centre operation, and website support for both clients and registered loyalty program users, and other costs includes sales and marketing, administration and other corporate costs.

Going Concern

These interim unaudited consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue to operate in the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. Should the Company be unable to continue as a going concern, the basis of reporting the carrying values of assets may be adjusted.

The Company's earnings for the period from inception on March 09, 2012 to December 31, 2014 amounted to $3,927,583, and its working capital was approximately $3,000,000 at September 30, 2015. As a going concern, the

Company is dependent upon its ability to maintain future profitable operations and to maintain access to financing to meet its obligations and repay its liabilities arising from normal business operations when they come due. These financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company not be able to continue as a going concern.

Renewal of Agreement with BR Petrobras:

The current Agreement "Instrument for Implementation of BR System of Promotion, Rewards, Loyalty and Acquisition", signed with BR Distribuidora in January 2011, has a term of 60 months and expires in January, 2016. If agreed, the parties have the right to continue the existing operation on the basis that the same commercial terms are maintained.

FTC Brazil has implemented very successfully the acquiring system ("BR Network") and the Rewards and Loyalty systems, ("Premmia"). Management believes that BR intends to maintain the program structure developed by FTC with a few enhancements. FTC is working currently on the integration of a technical platform and providing services for loyalty, promotion and incentive campaigns, contemplating a client relationship management program in order to enable BR to effectively manage all channels of communication and interaction with the existing eight million current participants.

Due to the proprietary tools, software development and integration, management believes that the renewal of the relationship should occur, but due to the on-going internal investigation of wrong-doing by senior BR management and possible involvement with suppliers, there is no guarantee as to when or if the contract renewal will occur at this time.

Results of Operations for the Three Months Ended September 30, 2015:

Consolidated revenues for the third quarter ended September 30, 2015 amounted to $3,129,962, down 28 per cent from the revenues of $4,332,593 in the comparable third quarter in the prior year. The revenues this quarter are substantially lower than those of the prior period due primarily to the weakening of the Brazilian real to the Canadian dollar by approximately 22 per cent from quarter to quarter. Offsetting the exchange impact, the transaction volume rose approximately three per cent compared to the prior year comparative quarter, and fuel prices rose four per cent. Further, the number of loyalty transactions rose by approximately 34 per cent over the prior year third quarter.

The costs of operations include the costs for outsourced processing and for in-house call centre and technical support for its operations and amounted to $1,968,842 for the third quarter of 2015, down 33 per cent from the prior year third quarter level of $2,933,679, such that a gross profit of $1,161,120 or 37 per cent was realized, up from the prior year level of 32 per cent.

Other costs included sales and marketing of $398,089, related to the promotion of both merchant card terminals and the loyalty programs developed for Petrobras, and were down 67 per cent, whereas administration costs of $471,526, were down 43 percent from the prior year level of $826,690. The lower cost levels in both cases reflect management's efforts to contain costs in the period. Total other costs amounted to $896,479, down from $1,514,706 in the comparative quarter of 2014.

Consequently, the Company experienced, after the significant impact of taxes phased in this quarter of $420,523, a loss for the quarter of ($155,882) or ($0.00) per share for the third quarter of 2015, whereas a larger loss of ($217,238) was experienced in the prior year third quarter.

Results of Operations for the Nine Months Ended September 30, 2015:

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Consolidated revenues for the first nine months ended September 30, 2015 amounted to $10,404,044, down 14 per cent from the revenues of $12,146,921 reported for the comparable period in the prior year. The revenues this year are substantially lower than those of 2014 due primarily to the weakening of the Brazilian real to the Canadian dollar of approximately 22 per cent. The transaction volume remained constant, while fuel prices rose four per cent, which reduced the impact of the weakening real somewhat. In addition, the number of loyalty transactions this year rose by approximately 30 per cent over the prior year comparative period.

The costs of operations for the first nine months of 2015 amounted to $5,937,369, which is 18 per cent lower than incurred in the prior comparative period of $7,273,358. The gross profit of $4,466,675 or 43 per cent, declined eight per cent from the prior year level of $4,873,563.

Other costs include sales and marketing of $1,504,158, down 14 per cent over the nine months expenditures of $1,748,847 in 2014, and administration costs of $1,887,283, were 16 per cent lower from the prior year level of $2,261,665. The lower marketing costs and administration costs have been contained this year by management, in this past quarter in particular.

In summary, while the Company experienced a small loss for the second and third quarters, for the year to date, it has achieved a profit of $681,417 or $.01 per share, which is slightly higher than the profit earned in 2014 of $602,928.

Selected Annual Financial Information:

		For the year ended December 31, 2014	For the year ended December 31, 2013	For the year ended December 31, 2012
		$	$	$
Total revenues		15,742,000	14,229,000	11,186,000
Profit/(Loss) before discontinued operations and extraordinary items:				
(i)	total for the year	1,364,000	581,000	1,983,000
(ii)	per share	0.02	0.01	0.03
(iii)	per share fully diluted	0.02	0.01	0.03
Net loss:				
(i)	total for the year	1,364,000	581,000	1,983,000
(ii)	per share	0.02	0.01	0.03
(iii)	per share fully diluted	0.02	0.01	0.03
Total assets		14,081,000	17,246,000	16,838,000
Total long-term financial liabilities		NIL	1,409,000	606,000
Cash dividends declared per-share		NIL	N/A	N/A

Selected Quarterly Financial Information:

	4th Quarter Ended	3rd Quarter Ended	2nd Quarter Ended	1st Quarter Ended

	December 31, 2015 $	September 30, 2015 $	June 30, 2015 $	March 31, 2015 $
(a) Revenue		3,129,962	3,696,107	3,578,000
(b) Profit (Loss) for period		(155,882)	(97,055)	934,000
(c) Profit (Loss) per share		(0.00)	(0.00)	0.01
	4th Quarter Ended December 31, 2014	3rd Quarter Ended September 30, 2014	2nd Quarter Ended June 30, 2014	1st Quarter Ended March 31, 2014
(a) Revenue	3,595,000	4,333,000	4,449,000	3,365,000
(b) Profit (Loss) for period	760,000	(217,000)	448,000	372,000
(c) Profit (Loss) per share	0.01	(0.00)	0.01	0.00
	4th Quarter Ended December 31, 2013	3rd Quarter Ended September 30, 2013	2nd Quarter Ended June 30, 2013	1st Quarter Ended March 31, 2013
(a) Revenue	4,935,000	3,009,000	3,903,000	2,379,000
(b) Profit (Loss) for period	537,000	415,000	232,000	(603,000)
(c) Profit (Loss) per share	0.01	0.01	0.00	(0.01)

All of the financial information reported in the table above is in accordance with IFRS reporting standards.

Revenues declined in the third quarter of the year due to continued weakening of the real although volumes and pricing showed small increases, and the gross margin increased 5 per cent. Costs were also lower due to the F/X impact. Other costs of operations were lower as well due in part to management restraint. For the quarter, the Company experienced another small loss of ($155,882) or ($0.00) per share.

In the second quarter of this year, the Company reported lower revenues of $3,696,000 due primarily to the weakening of the Brazilian real, down eight per cent from the previous quarter, although fuel prices and volumes are lower than the previous quarter levels also. Due to seasonality variations, operating costs rose over the prior quarter, such that the gross margin declined to 29 per cent. Other costs were down 16 per cent. For the quarter, the Company suffered a small loss of ($97,055) or ($0.00) per share.

Revenues for the first quarter of 2015 rose 6 per cent to $3,577,000, showing some growth in spite of an approximate 10 per cent exchange decline due to a weaker Brazilian real this year as well as first quarter seasonality of sales revenues. In addition, a significant increase in expenditures for both sales and marketing and administration was experienced. Nevertheless, a profit was earned this quarter of $934,000 or $0.01 per share.

Revenues of $3,595,000 in the fourth quarter of 2014 were 17 per cent lower than in the third quarter due primarily to the decline in the real, while sales volumes and fuel prices in Brazil were slightly improved in the period. In contrast, costs were higher in spite of the weaker real in the quarter, so the gross margin for the quarter declined to $408,000. However, sales and marketing and administration costs were held in check so the net profit for the quarter was $760,000, ahead of all previous quarters this year.

Third quarter revenues were $4,333,000, a slight decline from those in the previous quarter, but 43 per cent higher than those earned in 2013, due to higher loyalty program participation and higher fuel sales revenues on which the MDR is applied, but the gross margin declined to 32 per cent due to higher costs of operations. Other costs also rose due to higher marketing costs incurred to promote growth for the loyalty programs. Consequently, the Company incurred a loss of ($217,000), the first in six quarters.

Revenues in the second quarter of 2014 continued to grow to $4,449,000 over the prior quarter and over the prior comparable quarter of 2013, reflecting the increases in both the number of loyalty card users and transactions and the revenues generated from credit card fuel purchases. Costs of operations were slightly lower than for the prior quarter, which helped the gross margin to improve from 31 per cent to 42 per cent. Overall, the net profit rose 92 per cent to $448,000 for the quarter over the comparable quarter in 2013.

Revenues in the first quarter of 2014 were 41 per cent higher than for the comparable quarter in the prior year, but were down from the fourth quarter 2013 level due to the seasonality of sales at this time of year. The gain over the prior year first quarter was a result of an increase in loyalty program usage as this program gains attraction to users. Operating costs were comparable and so a 13 per cent gross margin improvement resulted. Other costs were lower so an after-tax profit of $372,000 or $0.00 per share was earned, of which $328,000 or $0.00 per share was allocated to the Company.

For the fourth quarter of 2013, revenues of $4,935,000 were generated due to higher system usage by Petrobras customers and higher $volume per sale, both adding to the gain over prior quarters. Costs were consistent with prior quarters, as were other costs, primarily administration, so that net profit continued to grow over the four quarters this year.

In the third quarter, revenues of $3,009,000 were generated, which is down from the immediately prior quarter, but higher than those in the first quarter of this year, and were higher than those of the comparable quarter in 2012. Costs were in line with previous quarters although the gross margin declined from the third quarter of 2012 when profits were enhanced from the installation of POS units for clients, whereas no similar revenues were generated in 2013. The Company earned $415,000 or $0.01 in the quarter.

In the second quarter, revenues of $3,903,000 were higher than those in the first quarter as revenue generated in support of the user base and the rent and installation of POS terminals were higher than those generated in the first quarter. Costs were higher also for the higher support level required and the POS installations. Other expenses were 23 per cent lower than those for the first quarter as management support costs were reduced. Net earnings for the quarter were $232,000 or $0.00 per share.

For the first quarter of 2013, revenues of $2,379,000 in fees earned from its MDR participation, down from the very high level earned in the previous quarter due to one-time installation of POS units and a special promotion to augment customer recognition and usage. Operating costs were consistent with prior quarters,

excluding the impact of the costs of the POS installations, but as a result, the gross margin fell to 28 per cent and after all costs of operations, a loss for the quarter resulted of ($603,650) or ($0.01).

For the fourth quarter of 2012, the Company earned increased operating revenues of $8,739,753 and the profit realized grew to $1,779,033 as usage of the Company's card system rose. Other costs were higher due to the inclusion of the transition support fees, applicable only for the first year of operation.

The Company has completed its first quarter of operations following the successful completion of the arrangement agreement, whereby FTC was spun out from CTF, and reported revenues of $2,446,247 and a net profit before minority interest of $15,113.

For the second quarter following incorporation, the Company incurred $1,580 of administrative expenses from its date of incorporation on March 9, 2012. No revenues were generated in the period. Consequently, the Company incurred a loss amounting to ($1,580) or ($1,580) per share for the quarter and year to date.

Capital:

Authorized: Unlimited number of Common shares without par value,

Issued:

	Number of Shares	Amount $
Balance , March 09, 2012	1	1
Issued on completion of the arrangement	58,351,051	8,305,105
Balance, December 31, 2012, 2013, 2014, September 30, 2015 and November 26, 2015	58,351,052	8,305,106

Liquidity:

The Company's net profit for the first nine months of $681,417, when adjusted for non-cash transactions and working capital account changes, resulted in a net cash contribution from operations of $2,660,323. However, during the first nine months, the real weakened by approximately 29% giving rise to a translation loss of $2,246,348 to offset the cash contribution. As a consequence, a net gain in funds resulted amounting to $526,080, which served to increase the cash on hand from the opening level at the beginning of the year of $2,076,578 to the closing position of $2,602,658 at September 30, 2015.

Management contemplates that additional funds, when required for the operations of the Company, will be raised by the issuance of new common shares of equity.

Changes in Accounting Policies (Including Initial Adoption):

New Standards Not Yet Adopted:

The following standards have not yet been adopted and are being evaluated to determine their impact on the Company's financial statements.

IFRS 9 Financial Instruments ("IFRS 9")

IFRS 9 was issued by the IASB in October 2010 and will replace IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39.

IFRS 9 is required now to be applied for annual periods beginning on or after January 1, 2018. The Company has analyzed this new pronouncement and concluded that there will be no significant impact on its financial statements as a result of its adoption

IAS 16 and IAS 41 Property, Plant and Equipment and Agriculture. ("IAS 16" and "IAS 41")

The IASB issued in July, 2014, a review of IAS 16 and IAS 41 to include the Biological Assets that meet the definition of "Bearer Plants", (which are used solely to grow produce over several periods). This amendment requires that "Bearer Plants" are recorded as fixed assets in accordance withIAS 16, recording the historical cost rather than being measured at fair value, as is required by IAS 41. The revised standard is effective for annual periods beginning on or after July 1, 2016. The Company does not expect any impact on its financial statements as a result of the adoption of this standard.

IFRS 10 and IAS 28 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ("IFRS 10" and "IAS 28")

The IASB issued in September 2014 a revised IFRS 10 – Consolidated Financial Statements and a revised IAS 28 – Investments in Associates and Joint Ventures, and the revisions have recognized the inconsistencies between the requirements of each with respect to the sale and transfer of a business between associates or joint venture entities. The main impact of the changes require that any gain or loss on transfer is recognized when a transfer is made. A partial gain or loss is recognized when the transfer involves assets that do not constitute a business even if these assets are allocated to a subsidiary. The amendments will be effective for years beginning on or after July, 2016. The Company does not expect that there will be any impact on its financial statements when these revisions are adopted.

Financial and Capital Risk Management:

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are described below.

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;
Level 2 - inputs other than quoted prices included in Level 1 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 for the asset or liability that are not based on observable market data (unobservable inputs).

Fair value of financial instruments

The Company has various financial instruments including cash, accounts receivable, accounts payable and accrued liabilities. Cash is carried at fair value using a level 1 fair value measurement. The carrying values of accounts receivable, accounts payable and accrued liabilities approximate their fair values due to the short-term maturity of these financial instruments.

Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations.

The Company's cash and cash equivalents are held in large Canadian and Brazilian financial institutions in interest bearing accounts.

The Company's accounts receivable consist mainly of HST and VAT receivable due from the governments of Canada and Brazil respectively.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due.

The Company manages liquidity risk through its capital management as outlined in Note 6 above. Accounts payable relating to the Company's operations and other accounts payable and accrued liabilities are due within one year.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The risk that the Company will realize a loss as a result of a decline in the fair value of the short-term investments included in cash and cash equivalents is minimal because these investments roll over daily.

b) Foreign currency risk

The Company subsidiary operates in Brazil and consequently is subject to fluctuations in the exchange rate of the Brazilian real to the Canadian dollar. The Company does not undertake any hedging activity against this significant foreign currency risk.

The exchange rates at the period-end close for $ 1.00 Canadian Dollar are as follows:

December 31, 2013:	$ 2.2207 Brazilian Reais
December 31, 2014:	$ 2.2910 Brazilian Reais
September 30, 2015:	$ 2.9542 Brazilian Reais

c) Price risk

The Company is exposed to price risk with respect to commodity prices, particularly fuel, as the Company's revenues directly reflect the pricing of fuels sold to fleet and vehicle owners. The Company currently does not undertake any hedging activity against this exposure.

The Company currently maintains investments in certain marketable securities. There can be no assurance that the Company can exit these positions if required, resulting in proceeds approximating the carrying value of these securities.

Events After the Reporting Date:

None.