Starrex International Ltd.

Consolidated Financial Statements

December 31, 2019 and 2018

Expressed in U.S. Dollars

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December 31, 2019 and 2018

Independent Auditor's Report

To the Shareholders of Starrex International Ltd.

Opinion

We have audited the consolidated financial statements of Starrex International Ltd. and its subsidiaries (the "Company"), which comprise the consolidated statements of financial position as at December 31, 2019 and 2018, and the consolidated statements of loss and comprehensive loss, consolidated statements of changes in equity and consolidated statements of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at December 31, 2019 and 2018, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

Basis for opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

Management is responsible for the other information. The other information comprises the Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

McGovern Hurley

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risks of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

McGovern Hurley

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner of the audit resulting in this independent auditor’s report is Chris Milios.

McGovern Hurley LLP

McGovern Hurley LLP

Chartered Professional Accountants
Licensed Public Accountants

Toronto, Ontario
June 10, 2020

Starrex International Ltd.

Consolidated Statements of Financial Position

Expressed in U.S. dollars

	December 31, 2019	December 31, 2018
ASSETS		
Current Assets		
Cash	**$ 145,819**	$ 160,345
Accounts receivable (Note 9)	**567,076**	462,316
Prepaid expenses	**90,853**	50,725
	803,748	673,386
Non-current Assets		
Property and equipment, net of depreciation (Note 4)	**81,644**	144,722
Intangible assets (Note 5)	**1,216,047**	1,423,958
Goodwill (Note 8)	**915,288**	915,288
Right-of-use assets (Note 6)	**282,354**	-
Total Assets	**$ 3,299,081**	$ 3,157,354
LIABILITIES		
Current Liabilities		
Accounts payable and accrued liabilities	**$ 1,470,318**	$ 962,634
Contract liabilities (Note 10)	**425,704**	375,727
Current portion of lease liabilities (Notes 3 and 6)	**173,455**	-
Note payable (Note 16)	**247,751**	602,370
	2,317,228	1,940,731
Non-current Liabilities		
Lease liabilities (Notes 3 and 6)	**138,977**	-
Total liabilities	**2,456,205**	1,940,731
Capital and reserves		
Share capital (Note 12)	**7,519,769**	6,779,711
Contributed surplus (Note 13)	**297,427**	431,541
Accumulated other comprehensive income	**(261,534)**	(261,534)
Deficit	**(6,712,786)**	(5,733,095)
Total equity	**842,876**	1,216,623
Total liabilities and equity	**$ 3,299,081**	$ 3,157,354

Basis of Presentation (Note 2)
Commitment (Note 21)

The accompanying notes are an integral part of these consolidated financial statements.

On Behalf of the Board:

Signed: Matthew D. Hill
Chairman

Signed: Scott M. Reeves
Director

Starrex International Ltd.

Consolidated Statements of Loss and Comprehensive Loss
For the fiscal years ended December 31, 2019 and 2018
Expressed in U.S. dollars

		2019		2018
Income				
Revenue from contracts with customers (Note 11)	**$**	**12,067,839**	$	9,579,453
Management fee income		**8,450**		75,750
Interest income		**-**		9,644
		12,076,289		9,664,847
Expenses				
Payroll expense (Note 7)		**7,946,640**		6,577,757
Credit bureau fees		**2,278,454**		1,318,305
Consumer tax report fees		**21,642**		31,133
General and administrative		**1,397,142**		1,579,403
Professional fees		**311,838**		142,992
Management and corporate services (Note 7)		**319,310**		330,560
Depreciation and amortization (Notes 4, 5 and 6)		**412,985**		315,878
Shareholder services		**28,805**		38,662
Government, regulatory and filing fees		**21,307**		19,106
Share-based payments (Note 13)		**342,891**		138,345
Interest expense (Notes 6 and 16)		**34,826**		28,138
Accretion expense		**-**		57,260
		13,115,840		10,577,539
Loss before provision for income taxes		**(1,039,551)**		(912,692)
Income tax expense (Note 14)		**-**		(101,102)
Net loss and comprehensive loss for the year	**$**	**(1,039,551)**	$	(811,590)
Basic and diluted net loss per share	**$**	**(0.07)**	$	(0.06)
Weighted average number of common shares outstanding – Basic and diluted (Note 15)		**15,257,994**		14,580,827

The accompanying notes are an integral part of these consolidated financial statements.

Starrex International Ltd.

Consolidated Statements of Changes in Equity

For the fiscal years ended December 31, 2019 and 2018

Expressed in U.S. dollars

	Number of Shares		Value		Contributed Surplus		Deficit		Accumulated Other Comprehensive Income		Total
Balance, December 31, 2017	**14,580,827**	**$**	**6,779,711**	**$**	**230,196**	**$**	**(4,921,505)**	**$**	**(261,534)**	**$**	**1,826,868**
Options granted (Note 13)	-		-		138,345		-		-		138,345
Convertible note	-		-		63,000		-		-		63,000
Net loss for the year	-		-		-		(811,590)		-		(811,590)
Balance, December 31, 2018	**14,580,827**	**$**	**6,779,711**	**$**	**431,541**	**$**	**(5,733,095)**	**$**	**(261,534)**	**$**	**1,216,623**
Share issuance on conversion of debt (Notes 12 and 16)	471,698		557,260		(63,000)		-		-		494,260
Exercise of options (Note 12)	500,000		182,798		(90,531)		-		-		92,267
Options granted (Note 13)	-		-		79,277		-		-		79,277
Options expired (Note 13)	-		-		(40,642)		40,642		-		-
Options cancelled (Note 13)	-		-		(19,218)		19,218		-		-
Net loss for the year	-		-		-		(1,039,551)		-		(1,039,551)
Balance, December 31, 2019	**15,552,525**	**$**	**7,519,769**	**$**	**297,427**	**$**	**(6,712,786)**	**$**	**(261,534)**	**$**	**842,876**

The accompanying notes are an integral part of these consolidated financial statements.

Starrex International Ltd.
Consolidated Statements of Cash Flows
For the years ended December 31, 2019 and 2018
Expressed in U.S. dollars

	December 31, 2019	December 31, 2018
Cash flows from operating activities		
Net loss for the year	**$ (1,039,551)**	$ (811,590)
Items not affecting cash:		
Depreciation and amortization (Notes 4, 5 and 6)	**412,985**	315,878
Share based payments (Note 13)	**342,891**	138,345
Recovery of deferred income tax	**-**	(101,102)
Accretion expense	**-**	57,260
Net change in non-cash working capital items relating to operating activities		
Accounts receivable	**(104,760)**	(249,514)
Prepaid expenses	**(4,652)**	(29,553)
Accounts payable and accrued liabilities	**244,670**	211,951
Note payable	**(28,110)**	28,110
Contract liabilities	**49,977**	298,012
Cash flows used in operating activities	**(127,150)**	(142,203)
Cash flows from investing activities		
Purchase of property and equipment (Note 4)	**(7,217)**	-
Proceeds from note receivables	**-**	650,000
Cash paid for acquisition	**-**	(1,500,000)
Cash flows used in investing activities	**(7,217)**	(850,000)
Cash flows from financing activities		
Proceeds from note payable (Note 16)	**167,751**	580,000
Principal payments on lease liabilities (Note 6)	**(140,177)**	-
Exercise of options (Note 12)	**92,267**	-
Cash flows provided by financing activities	**119,841**	580,000
Decrease in cash	**(14,526)**	(412,203)
Cash, beginning of year	**160,345**	572,548
Cash, end of year	**$ 145,819**	$ 160,345

The accompanying notes are an integral part of these consolidated financial statements.

Supplemental cash flow information (Note 18)

1. Nature of Operations

Starrex International Ltd. (“Starrex” or the “Company”) was incorporated on October 2, 1982 pursuant to the Canada Business Corporation Act. The Company's address is 639 5th Avenue S.W., Calgary, Alberta T2P 0M9. The Company’s primary business is to acquire, manage and grow companies in the United States active in mortgage, real estate and other financial sectors.

These consolidated financial statements were approved by the Board of Directors on June 10, 2020.

2. Significant Accounting Policies

Statement of Compliance

These consolidated financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and interpretations of the IFRS Interpretations Committee (“IFRIC”), effective for the Company’s reporting for the year ended December 31, 2019.

The accounting policies have been applied consistently to all periods presented in these consolidated financial statements, unless otherwise noted.

Basis of Presentation

These consolidated financial statements have been prepared on a going concern basis, under the historical cost convention. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The going concern basis of presentation assumes that the Company will continue in operation for the foreseeable future and be able to realize its assets and discharge its liabilities and commitments in the normal course of business. Because of continuing operating losses and limited working capital, the Company’s continuance as a going concern is dependent upon its ability to obtain adequate financing or to reach profitable levels of operation. Although management believes that the operations of the Company will be able to support the continued existence of the Company, it is not possible to predict whether financing efforts will be successful or if the Company will attain profitable levels of operations. The consolidated financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. These adjustments could be material.

Principles of Consolidation

These consolidated financial statements include the Company and its wholly owned subsidiaries, Property Interlink, LLC, MFI Credit Solutions, LLC, and Reliable Valuation Service, LLC. All subsidiaries at December 31, 2019 are 100% owned, directly or indirectly, and controlled by the Company. Control is the power to govern the financial and operating policies of an entity to obtain benefits from its activities. Subsidiaries are included in the consolidated financial statements from the date control is obtained until the date control ceases. All intercompany balances, transactions, income, expenses, profits and losses, including unrealized gains and losses, have been eliminated upon consolidation.

2. Significant Accounting Policies - continued

Business Combinations

A business acquisition is a transaction or other event in which control over one or more businesses is obtained. A business is an integrated set of activities and assets that are capable of being conducted and managed for the purpose of providing a return in the form of dividends, lower costs or other economic benefits. A business consists of inputs and processes applied to those inputs that have the ability to create outputs that provide a return to the Company and its shareholders. A business need not include all of the inputs and processes that were used by the acquiree to produce outputs if the business can be integrated with the inputs and processes of the Company to continue to produce outputs. If the integrated set of activities and assets is in the research and development stage, and thus, may not have outputs, the Company considers other factors to determine whether the set of activities and assets is a business.

In accordance with IFRS 3, Business Combinations are accounted for using the acquisition method whereby acquired assets and liabilities are recorded at fair value as of the date of acquisition with the excess of the purchase consideration over such fair value being recorded as goodwill and allocated to cash generating units. Cash generating units are the smallest identifiable group of assets, liabilities and associated goodwill that generate cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Non-controlling interest in an acquisition may be measured either at fair value or at the non-controlling interest's proportionate share of the fair value of the acquiree's net identifiable assets.

If the fair value of the net assets acquired exceeds the purchase consideration, the difference is recognized immediately as a gain in profit or loss.

Acquisition related costs are expensed during the period in which they are incurred, except for the cost of debt or equity instruments issued in relation to the acquisition which is included in the carrying amount of the related instrument.

Certain fair values may be estimated at the acquisition date pending confirmation or completion of the valuation process. Where provisional values are used in accounting for a business combination, they may be adjusted retrospectively in subsequent periods. However, the measurement period will not exceed one year from the acquisition date.

When the consideration transferred by the Company in a business combination includes assets or liabilities resulting from a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value and included as part of the consideration transferred in a business combination. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the acquisition date) about facts and circumstances that existed at the acquisition date.

2. Significant Accounting Policies - continued

The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is remeasured at subsequent reporting dates in accordance with Financial Instruments ("IFRS 9") or IAS 37 Provisions, Contingent Liabilities and Contingent Assets, as appropriate, with the corresponding gain or loss being recognized in profit or loss.

Judgments and Estimates

The preparation of financial statements in accordance with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates. Areas where estimates are significant to these consolidated financial statements are as follows:

a) Goodwill and other indefinite life intangible assets are tested for impairment annually or more frequently if there is an indication of impairment. The carrying value of intangible assets with definite lives (software, trade name, customer relationships, and non-compete agreements) and equipment is reviewed each reporting period to determine whether there is any indication of impairment. If the carrying amount of an asset exceeds its recoverable amount, the asset is impaired, and an impairment loss is recognized in profit or loss. The assessment of fair values requires the use of estimates and assumptions related to future operating performance and discount rates, differences in these estimates and assumptions could have a significant impact on the consolidated financial statements.

b) Significant judgment is involved in the determination of useful life for the computation of depreciation of property and equipment and amortization of intangible assets. No assurance can be given that actual useful lives will not differ significantly from current assumptions.

c) Applying the acquisition method to business combinations requires each identifiable asset and liability to be measured at its acquisition date fair value. The excess, if any, of the fair value of consideration over the fair value of the net identifiable assets acquired is recognized as goodwill. The determination of acquisition date fair values often requires management to make assumptions and estimates about future events. The assumptions with respect to fair value of intangible assets require a high degree of judgment and include estimates for future operating performance, discount rates, technology migration factors and terminal value rates.

2. Significant Accounting Policies – continued

d) The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company is also subject to tax regulations as they relate to flow-through financing arrangements. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

e) The determination of the Company's lease liability and right-of-use asset depends on certain assumptions which includes the selection of the discount rate. The discount rate is set by referencing to the Company's incremental borrowing rate. Significant assumptions are required to be made when determining which borrowing rates to apply in this determination. Changes in the assumptions used may have a significant effect on the Company's consolidated financial statements.

f) Determining an allowance for expected credit losses ("ECLs") requires management to make assumptions about the historical patterns for the probability of default, the timing of collection and the amount of incurred credit losses, which are adjusted based on management's judgment about whether economic conditions and credit terms are such that actual losses may be higher or lower than what the historical patterns suggest.

Functional Currency

Starrex International Ltd., the parent company, and its subsidiaries have a functional currency of the U.S. dollar ("USD"). This reflects the fact that the majority of the Company's business is influenced by an economic environment denominated in U.S. currency; as well, the Company earns revenues in USD. The presentation currency of these financial statements is USD.

Transactions denominated in foreign currencies (other than the functional currency) are recorded on initial recognition at the exchange rate at the date of the transaction. After initial recognition, monetary assets and liabilities denominated in foreign currency are translated at the end of each reporting period into the functional currency at the exchange rate at that date. Exchange differences, other than those capitalized to qualifying assets or recorded in equity in hedging transactions, are recognized in profit or loss. Non-monetary assets and liabilities measured at cost in a foreign currency are translated at the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currency and measured at fair value are translated into the functional currency using the exchange rate prevailing at the date when the fair value was determined.

2. Significant Accounting Policies - continued

Revenue Recognition

Appraisal Services

Property Interlink, LLC manages residential appraisals and maintains all the ordering, tracking, administrative duties, and details and ensures the timeliness of appraisals that are handled during a real estate mortgage transaction.

Customers contractually initiate appraisal requests with Property Interlink, LLC. Revenue is recognized from appraisal services when the requested appraisal report is provided to the customer and collection is reasonably assured. Unsatisfied contracts at the end of a reporting period are reported as deferred revenue. These contracts are at fixed prices.

Management Fees

During the course of business, Property Interlink, LLC charges a management fee for appraisals associated with loans. These management fees are recognized when the appraisal is ordered.

Credit Reporting Services

MFI Credit Solutions, LLC provides consumer credit reports to the real estate industry and consumer service companies. Revenue is derived primarily from mortgage banks and brokers.

Revenue is recognized from credit reporting services when the requested credit report is provided to the customer and collection is reasonably assured. Unsatisfied contracts, if any, at the end of a reporting period are reported as deferred revenue. Credit reports are delivered instantly upon request. These contracts are at fixed prices.

Intangible Assets

The Company's intangible assets consist of:

- Software licensed, acquired or developed;
- Proprietary software;
- Non-compete employment agreements;
- Customer relationships; and.
- Credit bureau repository codes.

The Company amortizes licensed software and proprietary software over its estimated useful life of 5 years on a straight-line basis. The Company amortizes non-compete employment agreements over the life of the agreement of 4-5 years. The Company amortizes its customer relationships over their estimated useful life of 5-10 years. The credit bureau repository codes are not amortized as they have an indefinite life.

Intangible assets are measured at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets acquired through business combinations are initially recognized at fair value, based on an allocation of the purchase price. The intangible assets are amortized on a straight-line basis over their estimated useful lives. The estimated useful life and amortization methods of the intangible assets are reviewed at the end of each annual reporting period, with the effect of any changes in estimates being accounted for on a prospective basis.

2. Significant Accounting Policies - continued

Internally Generated Intangible Assets

The Company recognizes expenditures on research activities as an expense in the year in which it incurs the expenditures. It recognizes an internally generated intangible asset arising from development if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset for use or sale;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits.
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditures attributable to the intangible asset during its development.

Financial Instruments

Financial assets

Initial recognition and measurement

Non-derivative financial assets within the scope of IFRS 9 are classified and measured as "financial assets at fair value", as either fair value through profit and loss ("FVPL") or fair value through other comprehensive income ("FVOCI"), and "financial assets at amortized costs", as appropriate. The Company determines the classification of financial assets at the time of initial recognition based on the Company's business model and the contractual terms of the cash flows.

All financial assets are recognized initially at fair value plus, in the case of financial assets not at FVPL, directly attributable transaction costs on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

Financial assets with embedded derivatives are considered in their entirety when determining their classification at FVPL or at amortized cost. The Company has classified accounts receivable on provisionally priced sales as financial assets measured at FVPL. Other accounts receivable held for collection of contractual cash flows are measured at amortized cost.

Subsequent measurement – financial assets at amortized cost

After initial recognition, financial assets measured at amortized cost are subsequently measured at the end of each reporting period at amortized cost using the Effective Interest Rate ("EIR") method. Amortized cost is calculated by considering any discount or premium on acquisition and any fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the consolidated statements of loss. The Company measures cash and accounts receivable at amortized cost.

2. Significant Accounting Policies - continued

Subsequent measurement – financial assets at FVPL

Financial assets measured at FVPL include financial assets management intends to sell in the short term and any derivative financial instrument that is not designated as a hedging instrument in a hedge relationship. Financial assets measured at FVPL are carried at fair value in the consolidated statements of financial position with changes in fair value recognized in other income or expense in the consolidated statements of loss. The Company does not measure any financial assets at FVPL.

Subsequent measurement – financial assets at FVOCI

Financial assets measured at FVOCI are non-derivative financial assets that are not held for trading and the Company has made an irrevocable election at the time of initial recognition to measure the assets at FVOCI. The Company does not measure any financial assets at FVOCI.

After initial measurement, investments measured at FVOCI are subsequently measured at fair value with unrealized gains or losses recognized in other comprehensive income or loss in the consolidated statements of comprehensive loss. When the investment is sold, the cumulative gain or loss remains in accumulated other comprehensive income or loss and is not reclassified to profit or loss.

Dividends from such investments are recognized in other income in the consolidated statements of loss when the right to receive payments is established.

Derecognition

A financial asset is derecognized when the contractual rights to the cash flows from the asset expire, or the Company no longer retains substantially all the risks and rewards of ownership.

Impairment of financial assets

The Company's only financial assets subject to impairment are accounts receivable arising from appraisal and credit reporting activity, which are measured at amortized cost. The Company has elected to apply the simplified approach to impairment as permitted by IFRS 9, which requires the expected lifetime loss to be recognized at the time of initial recognition of the receivable. To measure estimated credit losses, accounts receivable has been grouped based on shared credit risk characteristics, including the number of days past due. An impairment loss is reversed in subsequent periods if the amount of the expected loss decreases and the decrease can be objectively related to an event occurring after the initial impairment was recognized.

Financial liabilities

Initial recognition and measurement

Financial liabilities are measured at amortized cost, unless they are required to be measured at FVPL as is the case for held for trading or derivative instruments, or the Company has opted to measure the financial liability at FVPL. The Company's financial liabilities include accounts payable and accrued liabilities, lease liabilities and note payable, which are each measured at amortized cost. All financial liabilities are recognized initially at fair value and in the case of long-term debt, net of directly attributable transaction costs.

2. Significant Accounting Policies – continued

Subsequent measurement – financial liabilities at amortized cost

After initial recognition, financial liabilities measured at amortized cost are subsequently measured at the end of each reporting period at amortized cost using the EIR method. Amortized cost is calculated by considering any discount or premium on acquisition and any fees or costs that are an integral part of the EIR. The EIR amortization is included in finance cost in the consolidated statements of loss. The Company measures accounts payable and accrued liabilities, note payable and lease liabilities at amortized cost.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expires with any associated gain or loss recognized in other income or expense in the consolidated statements of loss.

Compound financial instruments

The components of compound financial instruments are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangement. The conversion feature of the convertible debentures issued in 2018 did meet the criteria for equity classification and accordingly, was accounted for as a compound financial instrument. The liability component of a compound financial instrument is recognized initially at fair value of a similar liability that does not have an equity conversion option. The equity component is recognized initially at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component.

Subsequent to initial recognition, the liability component is accounted for at amortized cost using the EIR method until the instrument is converted or the instrument matures. The liability component accretes up to the principal balance at maturity. The equity component of a compound financial instrument is not re-measured subsequent to initial recognition except on conversion or expiry. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts. As at December 31, 2019, the Company did not have any convertible instruments.

Fair value of financial instruments

The Company's financial instruments consist primarily of cash, accounts receivable, accounts payable, note payable, accrued liabilities and contract liabilities. The following fair value hierarchy prioritizes the input to valuation techniques used to measure fair value as follows:

- Level 1 – Unadjusted quoted prices in active markets of identical assets or liabilities.
- Level 2 – Quoted prices for similar assets or liabilities in active markets or inputs that are observable for the asset or liability, either directly or indirectly through market corroboration, for substantially the full term of the financial instrument.
- Level 3 – Unobservable inputs for the asset or liability.

2. Significant Accounting Policies – continued

Impairment of non-financial assets

The non-financial assets of the Company are comprised of property and equipment, intangible assets and goodwill. For non-financial assets excluding goodwill, the Company assesses at each reporting date whether there is an indication that an asset or Cash Generating Unit ("CGU") may be impaired. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. If any indication exists, then the Company estimates the asset's recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, recent market transactions are considered, if available. If no such transactions can be identified, an appropriate valuation model is used.

Goodwill and intangible assets with indefinite life are reviewed for impairment annually or more frequently if there are indications that impairment may have occurred. Goodwill impairment and intangible assets with intangible life are tested at either the individual or group CGU level and is determined based upon the recoverable amount of the individual CGU or group of CGUs compared to the individual CGU or group of CGUs respective carrying amount(s). The recoverable amount is the higher of fair value less costs to sell and the value in use. Value in use is generally determined using the discounted cash flow method. If the impairment loss exceeds the carrying amount of goodwill or intangible assets with indefinite life, the asset is written off completely. Any impairment loss left over is allocated to the remaining assets of the individual CGU or group of CGUs.

Cash and Cash Equivalents

Cash and cash equivalents include deposits held with banks and other short-term highly liquid investments with original maturities of three months or less. All short-term highly liquid investments can be converted into cash at any time and are not subject to a penalty. As at December 31, 2019 and 2018, the Company did not have any cash equivalents.

Income Taxes

Income tax comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity or other comprehensive income, in which case the income tax is also recognized directly in equity or other comprehensive income.

2. Significant Accounting Policies - continued

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted at the end of the reporting period, and any adjustment to tax payable in respect of previous years. Current tax assets and current tax liabilities are only offset if a legally enforceable right exists to offset the amounts, and the Company intends to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax is recognized in respect of all qualifying temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined on a non-discounted basis using tax rates and laws that have been enacted or substantively enacted at the end of the reporting period and are expected to apply when the deferred tax asset or liability is settled. Deferred tax assets are recognized to the extent that it is probable that the assets can be recovered. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Stock-based Compensation

The Company has in effect a Stock Option Plan (the "Plan") which is described in Note 13. The Plan allows Company employees, directors and officers to acquire shares of the Company for a specified option amount set on the date of grant. Stock options awarded are accounted for using the fair value-based method. Fair value is calculated using the Black-Scholes model and is recorded as stock-based compensation expense over the vesting period of the options. Consideration paid on the exercise of stock options is credited to share capital. The contributed surplus associated with the options is transferred to share capital upon exercise.

Loss Per Share

Basic loss per common share is calculated by dividing the loss attributed to shareholders for the year by the weighted average number of common shares outstanding in the year. Diluted loss per common share is calculated by adjusting the weighted average number of common shares outstanding to assume conversion of all dilutive potential common shares.

Changes in Accounting Policies

Effective January 1, 2019, the Company adopted the following revised International Accounting Standards ("IAS") and International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB").

The Company has applied IFRS 16, Leases ("IFRS 16") with an initial application date of January 1, 2019, in accordance with the transitional provisions specified in IFRS 16.

- The Company has applied the following practical expedients: The Company applied the simplified transition approach and did not restate comparative information. As a result, the Company recognized the cumulative effect of initially applying IFRS 16 as an adjustment to deficit as at January 1, 2019.

2. Significant Accounting Policies – continued

- On transition to IFRS 16, the Company elected to apply the practical expedient to grandfather the assessment of which transactions are leases. The Company applied IFRS 16 only to contracts that were previously identified as leases. Contracts that were not identified as leases under IAS 17, and IFRIC 4, determining whether an arrangement contains a lease, were not reassessed for whether there is a lease. The Company applied the definition of a lease under IFRS 16 to contracts entered into or changed on or after January 1, 2019.

The Company chose to:

- Account for leases with a remaining term of less than 12 months as at January 1, 2019 as short-term leases;
- Account for lease payments as an expense and not recognizing a right-of-use asset if the underlying asset is of low dollar value; and
- Use hindsight in determining the lease term where the contract contains terms to extend or terminate the lease.

On adoption of IFRS 16, the Company's lease are measured at the discounted present value of the remaining minimum lease payments, excluding short-term and low-value leases. The weighted average incremental borrowing rate used to determine the lease liability at adoption was approximately 6%. The lease liabilities recognized relate to office premises.

The cumulative effect of initially applying IFRS 16 was recognizing a $341,909 right-of-use asset, a $377,385 of lease liabilities and a $35,476 adjustment to prepaid expenses (Note 6). There would be no material difference between the discounted value of the operating lease commitments disclosed at December 31, 2018 and the adjustments above.

Upon the adoption of IFRS 16, the Company adopted the following significant accounting policy effective January 1, 2019:

Policy applicable from January 1, 2019

At inception of a contract the Company assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- The contract involves the use of an identified asset. This may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;

- The Company has the right to obtain substantially all of the economic benefits from the use of the asset throughout the period of use; and

- The Company has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:

2. Significant Accounting Policies – continued

- o The Company has the right to operate the asset; or
- o The Company designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to contracts in effect on or after January 1, 2019.

At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Company has elected not to separate the lease-components and account for the lease and non-lease components as a single lease component.

As a lessee

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use assets are periodically reduced by impairment losses, if any, and adjusted for certain measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortized cost using the effective interest rate method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual guarantee or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

2. Significant Accounting Policies – continued

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use assets, or is recorded in profit or loss if the carrying amount of the right-of-use assets has been reduced to zero.

Policy applicable before January 1, 2019

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Finance leases are capitalized at the commencement of the lease at the fair value of the leased property as of the inception date or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized in finance costs in the consolidated statements of loss and comprehensive loss.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognized as general and administrative expenses in the consolidated statements of loss and comprehensive loss on a straight-line basis over the lease term and include renewal terms when it is reasonably certain that the option will be recognized. Contingent rentals arising under operating leases are recognized as an expense in the year in which they are incurred.

Standards Issued or Amended Which Will be Adopted in Future Periods

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods commencing on or after January 1, 2020 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

IAS 1 – Presentation of Financial Statements (“IAS 1”) and IAS 8 – Accounting Policies, Changes in Accounting Estimates and Errors (“IAS 8”) were amended in October 2018 to refine the definition of materiality and clarify its characteristics. The revised definition focuses on the idea that information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements. The amendments are effective for annual reporting periods beginning on or after January 1, 2020.

IFRS 3 – Business Combinations (“IFRS 3”) was amended in October 2018 to clarify the definition of a business. This amended definition states that a business must include inputs and a process and clarified that the process must be substantive, and the inputs and process must together significantly contribute to operating outputs. In addition, it narrows the definitions of a business by focusing the definition of outputs on goods and services provided to customers and other income from ordinary activities, rather than on providing dividends or other economic benefits directly to investors or lowering costs, and added a test that makes it easier to conclude that a company has acquired a group of assets, rather than a business, if the value of the assets acquired is substantially all concentrated in a single asset or group of similar assets. The amendments are effective for annual reporting periods beginning on or after January 1, 2020.

(expressed in United States dollars)

3. Business Combinations

Acquisition of MFI Credit Solutions, LLC

On February 9, 2018, the Company completed the acquisition of MFI Credit Solutions, LLC, a Wyoming limited liability company. The Company acquired all of the assets of MFI Credit Solutions, LLC in exchange for $1,500,000. The acquisition was accounted for using the acquisition method of accounting under IFRS 3, Business Combinations, which requires the Company to recognize the identifiable assets acquired and liabilities assumed at their fair value on the date of acquisition.

The following sets forth the final allocation of the purchase price to assets acquired and liabilities assumed, based on estimated of fair value, including a summary of major classes of consideration transferred, and the recognized amounts of assets acquired at the acquisition date:

Consideration Paid:	
Cash	$1,500,000
Fair value of identifiable assets acquired:	
Property, plant and equipment (Note 4)	47,845
Credit bureau repository codes (Note 5)	647,269
Customer relationship (Note 5)	342,827
Non-compete agreements (Note 5)	167,903
Goodwill (Note 8)	294,156
	$1,500,000

The value allocated to the credit bureau repository codes has an indefinite useful life and is tested annually for impairment, along with goodwill.

Revenue generated by MFI Credit Solutions, LLC for the period from acquisition date of February 9, 2018 to December 31, 2018 was $2,328,280. Net loss for the same period was $161,800.

The following unaudited pro forma financial information presents information as if the acquisition had been completed on January 1, 2018. The unaudited pro forma financial information presented below is for information purposes only and is not indicative of the results of operations that would have been achieved if the acquisition had taken place at the beginning of the 2018 fiscal year. The unaudited pro forma financial information presented includes amortization charges for acquired intangible assets based on the values assigned in the purchase price allocation. If the acquisition was completed on January 1, 2018, revenue for the Company would have been approximately $2,614,950 and net loss would have been approximately $181,714.

		Year ended December 31, 2018
Revenue	$	2,614,950
Net loss		(181,714)
Depreciation and amortization		108,205

(expressed in United States dollars)

4. Property, Plant and Equipment

		Furniture & Equipment		Leasehold Improvements		Total
Cost						
As at December 31, 2017	$	415,893	$	72,201	$	488,094
Additions (Note 3)		47,845		-		47,845
As at December 31, 2018	$	463,738	$	72,201	$	535,939
Additions		7,217		-		7,217
As at December 31, 2019	**$**	**470,955**	**$**	**72,201**	**$**	**543,156**
Accumulated depreciation						
As at December 31, 2017	$	257,119	$	38,376	$	295,495
Expense		85,549		10,173		95,722
As at December 31, 2018	$	342,668	$	48,549	$	391,217
Expense		60,840		9,455		70,295
As at December 31, 2019	$	**403,508**	$	**58,004**	$	**461,512**
Net book value						
As at December 31, 2018	$	121,070	$	23,652	$	144,722
As at December 31, 2019	$	**67,447**	$	**14,197**	$	**81,644**

(expressed in United States dollars)

5. Intangible Assets

	Business Software & Website	Proprietary Software	Non-Compete Agreements	Customer Relationships	Credit Bureau Repository Codes	Total
Cost						
As at December 31, 2017	$ 67,113	$ 200,377	$ 142,843	$ 492,135	$ -	$ 902,468
Additions (Note 3)	-	-	167,903	342,827	647,269	1,157,999
As at December 31, 2018 and 2019	**$ 67,113**	**$ 200,377**	**$ 310,746**	**$ 834,962**	**$ 647,269**	**$2,060,467**
Accumulated depreciation						
As at December 31, 2017	$ 47,918	$ 108,352	$ 96,409	$ 163,674	$ -	$ 416,353
Expense	13,428	38,067	58,397	110,265	-	220,156
As at December 31, 2018	$ 61,345	$ 146,419	$ 154,806	$ 273,939	$ -	$ 636,509
Expense	5,768	34,502	51,015	116,626	-	207,911
As at December 31, 2019	**$ 67,113**	**$ 180,921**	**$ 205,821**	**$ 390,565**	**$ -**	**$ 844,420**
Net Book Value						
As at December 31, 2018	$ 5,768	$ 53,958	$ 155,940	$ 561,023	$ 647,269	$1,423,958
As at December 31, 2019	**$ -**	**$ 19,456**	**$ 104,925**	**$ 444,397**	**$ 647,269**	**$1,216,047**

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(expressed in United States dollars)

6. Leases

The Company has elected not to recognize right-of-use assets that have a lease term of 12 months or less and leases of low-value assets, including IT equipment. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Right-of-use assets

Right-of-use asset	**Total**
As at January 1, 2019	$ 341,909
Additions	75,224
Balance as at December 31, 2019	**$ 417,133**
Accumulated depreciation	
As at January 1, 2019	$ -
Expense	(134,779)
Balance as at December 31, 2019	**$ (134,779)**
Net book value	
As at December 31, 2019	**$ 282,354**

Lease Liabilities

	Total
As at January 1, 2019	$ 377,385
Additions	75,224
Lease payments	(140,177)
Balance as at December 31, 2019	**$ 312,432**
Current portion of lease liabilities	$ 173,455
Long-term portion of lease liabilities	$ 138,977

The following is a reconciliation from the undiscounted lease payments to the lease liabilities:

2020	$ 187,652
2021	$ 119,784
2022	$ 26,257
Total contractual cash flows	**$ 333,693**
Less: interest expense	$ 21,261
Lease liability	**$ 312,432**

7. Related Party Transactions

Amcap Mortgage Ltd.

AmCap Mortgage Ltd., a related customer (by common Director) accounted for $5,604,303 (2018 - $4,324,600) of revenue to the Company. As at December 31, 2019, $85,084 (December 31, 2018 – $36,734) is included in accounts receivable on the consolidated statements of financial position. Additionally, $34,920 (2018 - $132,566) is included in accounts payable and accrued liabilities as at December 31, 2019, on the consolidated statements of financial position. The amount payable is unsecured, non-interest bearing and due on demand.

Hilltop Financial, LLC

On November 16, 2018, the Company entered into a Promissory Note with Hilltop Financial, LLC, a related party (by common Director) to be utilized as a revolving line of credit with a maturity date of December 1, 2019 and which is collateralized by the accounts receivable of MFI Credit Solutions, LLC and Property Interlink, LLC. This revolving line of credit was renewed effective December 1, 2019 for one year with the same terms. The Company recorded $8,497 in accrued interest for the year ended December 31, 2019 (2018 – $Nil). As at December 31, 2019, the Company utilized $247,751 (2018 - $80,000) of the revolving line of credit, which is reported as a short-term liability (see Note 16).

Key Management Compensation

The Company had the following transactions with officers and directors of the Company and private companies controlled by officers and directors of the Company for management consulting and other services required:

i) The Company incurred $619,878 in management fees and associated payroll for the year ended December 31, 2019 (2018 - $330,560) to key members of management. These fees are included in payroll, management and corporate services. At December 31, 2019 and 2018, all amounts had been paid.

ii) The Company incurred $263,614 in share-based payments for the year ended December 31, 2019 (2018 - $nil), for options granted to the Chief Executive Officer, Chief Financial Officer and directors on December 19, 2019. As at December 31, 2019, the $263,614 is included in accrued liabilities as the options were not issued until January 8, 2020.

iii) During the year ended December 31, 2019, 175,000 options were exercised by the Chief Operating Officer and 325,000 options were exercised by two directors.

8. Goodwill

Goodwill is not amortized but is evaluated for impairment annually or when indicators of a potential impairment are present. The Company's impairment testing is based on valuation models that incorporate assumptions and internal projections of expected future cash flows and operating plans. The Company's annual goodwill impairment testing determined that the carrying value of the goodwill included in each of the Company's reportable segments (Note 20) did not exceed their value in use and, as a result, the Company did not report an impairment charge. The change in net carrying amount of goodwill for the years ended December 31, 2019 and 2018 is as follows:

(expressed in United States dollars)

8. Goodwill - continued

		Property Interlink, LLC		MFI Credit Solutions, LLC		Total
Balance, December 31, 2017	**$**	621,132	**$**	-	**$**	621,132
Addition (Note 3)		-		294,156		294,156
Balance, December 31, 2018 and 2019	**$**	**621,132**	**$**	**294,156**	**$**	**915,288**

The recoverable amount was determined based on a value in use calculation which uses cash flow projections covering a period of 5 years, cash flows beyond 5 years extrapolated using a growth rate of 2% per annum (2018 – 2%) and Weighted Average Cost of Capital ("WACC") rates as follows:

Reportable Segment:	2019 WACC	2018 WACC
Property Interlink, LLC.	16.2%	18.98%
MFI Credit Solutions, LLC	19.0%	29.00%

9. Accounts Receivable

Accounts receivable primarily consists of outstanding balances in Property Interlink, LLC and MFI Credit Solutions, LLC associated with the completion of appraisals and delivery of credit reports.

Accounts receivable balances as at December 31, 2019 and 2018 are as follows:

		2019		2018
Appraisal receivables	$	205,061	$	302,370
Credit reporting receivables		193,252		159,451
Other receivables		168,763		495
Total	$	567,076		462,316

Aging of accounts receivable as at December 31, 2019 and 2018 are as follows:

	Appraisal Receivables				Credit Reporting Receivables			
Aging		**2019**		**2018**		**2019**		**2018**
Current	$	158,607	$	166,568	$	188,965	$	138,673
31-60 days		36,595		97,320		3,668		12,056
61-90 days		6,181		22,380		329		8,032
>90 days		3,678		16,102		290		690
Total	$	205,061	$	302,370	$	193,252	$	159,451

(expressed in United States dollars)

10. Contract Liabilities

The Company recognized the following liabilities in Property Interlink, LLC related to contracts with customers as of December 31, 2019 and 2018:

		2019		**2018**
Contract liabilities	$	344,835	$	325,772
Deferred revenue		80,869		49,955
Total	$	425,704		375,727

11. Revenue from Contracts with Customers

The Company derives revenue from the completion of real estate appraisals and from the delivery of consumer credit reports and ancillary credit reporting activity. The following revenues were recognized by Property Interlink, LLC and MFI Credit Solutions, LLC for the year ended December 31, 2019 and 2018:

		2019		**2018**
Appraisal revenue	$	8,386,530	$	7,251,073
Management fee revenue		8,450		75,750
Credit reporting revenue		3,681,309		2,328,380
Total	$	12,076,289	$	9,655,203

12. Share Capital

Authorized

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

Issued	**Number of Common Shares**	**Amount $**
Balance, December 31, 2017 and 2018	14,580,827	6,779,711
Shares issued – exercise of options (Note 13)	500,000	182,798
Shares issued – conversion of note payable (Note 16)	471,698	557,260
Balance, December 31, 2019	**15,552,525**	**7,519,769**

13. Share-Based Payments

The Company has a Plan that enables its directors, officers, employees, consultants and advisors to acquire common shares of the Company. Options are granted at the discretion of the Board of Directors. Under the terms of the Plan, options totaling up to 10% of the common shares outstanding from time to time are issuable. The exercise price, vesting period and expiration period are fixed at the time of grant at the discretion of the Board of Directors.

(expressed in United States dollars)

13. Share-Based Payments - continued

	Number of options	Weighted average exercise price $	Grant Date Fair Value
Outstanding, December 31, 2017	650,000	0.47	0.35
Options issued	175,000	1.03	0.73
Outstanding, December 31, 2018	825,000	0.44	1.08
Options exercised	(500,000)	0.18	1.33
Options expired	(50,000)	0.44	0.81
Options cancelled	(50,000)	0.38	0.41
Options issued	75,000	0.57	0.51
Outstanding and exercisable, December 31, 2019	300,000	1.14	0.72

	Number of Options Outstanding	Number of Options Exercisable		Exercise Price	Expiry Date	Weighted Average Remaining Life
Granted August 25, 2015	100,000[1]	100,000	$	1.31[3]	September 1, 2020	0.67
Granted October 5, 2018	125,000[2]	125,000	$	1.34[5]	October 5, 2023	3.76
Granted May 8, 2019	50,000[5]	50,000	$	0.58[6]	May 8, 2024	4.35
Granted November 25, 2019	25,000[2]	25,000	$	0.55[7]	November 23, 2024	4.90
Total	**300,000**	**300,000**				**2.93**

[1] An Executive Officer of the Company holds these options. They are fully vested.
[2] Key employees hold these options. They are fully vested.
[3] The exercise price is CAD $1.70.
[4] The exercise price is CAD $1.75.
[5] A consultant of the Company holds these options. They are fully vested.
[6] The exercise price is $0.75 CAD.
[7] The exercise price is $0.71 CAD.

The Company incurred $342,891 in share-based payment expense for options for the year ended December 31, 2019 (2018 - $138,345).

Effective April 16, 2019, 500,000 options to purchase common stock of the Company were exercised at $0.25 a share for proceeds of $125,000. An additional 50,000 options expired unexercised. On November 12, 2019, 50,000 options were cancelled after the termination of an employee relationship.

The fair value at grant date is determined by using the Black-Scholes model which takes into account the exercise price, the term of the option, the impact of dilution (where material), the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

(expressed in United States dollars)

13. Share-Based Payments – continued

The following weighted average assumptions were used to calculate the fair value of the stock options granted during the period:

	2019	2018
Share price ($)	**0.70 - 0.75**	0.51 - 1.75
Expected dividend yield	**Nil**	Nil
Risk free interest rate (%)	**1.57 – 1.67**	2.07 - 2.48
Expected stock volatility (%)	**145 - 164**	169 - 173
Expected life (years)	**5**	5

14. Income Taxes

The reconciliation of the combined Canadian federal and provincial statutory income tax rate of 26.5% (2018 – 26.5%) and the United States federal statutory income tax rate of 21% (2018 – 21%) to the effective tax rate is as follows:

		2019		2018
Loss before provision for income taxes	**$**	**(1,039,551)**	$	(912,692)
Expected income tax recovery	**$**	**(249,000)**	$	(211,000)
Share-based payments		**91,000**		37,000
Change in tax benefits not recognized		**158,000**		174,000
Income tax recovery	**$**	**-**	$	-

(expressed in United States dollars)

14. Income Taxes - continued

Deferred Tax

The following table summarizes the components of deferred tax:

		2019		2018
Non-capital loss – United States	**$**	**12,017**	$	4,477
Property and equipment		**(12,017)**		(4,477)
Net deferred tax asset (liability)	**$**	**-**	$	-

Recognized deferred tax assets (liabilities) in Canada were as follows:

		2019		2018
Convertible note payable	**$**	**-**	$	(17,000)
Non-capital loss carry-forwards		**-**		17,000
Total	**$**	**-**	$	-

Deferred tax assets and liabilities have been offset where they relate to income taxes levied by the same taxation authority and the Company has the legal right and intent to offset.

Movement in net deferred tax asset (liability):

		2019		2018
Balance, beginning of year	**$**	-	$	(101,102)
Recognized in net comprehensive loss		-		101,102
Balance, end of year	**$**	-	$	-

Unrecognized Deferred Tax

Deferred taxes are provided as a result of temporary differences that arise due to the differences between the income tax values and the carrying amount of assets and liabilities. Deferred tax assets have not been recognized in respect of the following deductible temporary differences:

		2019		2018
Deferred income tax				
Canadian net capital loss carried forward	**$**	**2,360,000**	$	2,542,000
Canadian non-capital losses carried forward	**$**	**3,876,000**	$	3,744,000
United States intangible assets	**$**	**52,513**	$	76,159
United States non-capital losses carried forward	**$**	**1,023,071**	$	365,631

(expressed in United States dollars)

14. Income Taxes – continued

The Canadian non-capital loss carry forwards expire as noted in the table below. The net capital loss carry forward may be carried forward indefinitely but can only be used to reduce capital gains. The remaining deductible temporary differences may be carried forward indefinitely. Deferred tax assets have not been recognized in respect of these items because it is not probable that future taxable profit will be available against which the group can utilize the benefits therefrom.

The Company's Canadian non-capital income tax losses expire as follows:

2026	$ 47,000
2027	48,000
2029	80,000
2030	70,000
2031	71,000
2032	105,000
2033	149,000
2034	553,000
2035	849,000
2036	1,174,000
2037	419,000
2038	105,000
2039	206,000
	$ 3,876,000

The Company's United States non-capital income tax losses carried forward are $1,023,071 (2018 – 365,631) and may be carried forward indefinitely subject to an 80% limitation of taxable income.

15. Net Loss per Share

Basic and diluted loss per share has been calculated based on the weighted average number of common shares outstanding in 2019 of 15,257,994 (2018 – 14,580,827). All stock options and convertible notes were excluded from the calculation of the weighted average number of diluted common shares outstanding because their effect would have been anti-dilutive.

16. Notes Payable

On January 23, 2018, the Company entered into a note purchase agreement. In return for an aggregate sum of $500,000, the Company issued to the lender a note convertible at the option of the holder into common shares with a conversion price of $0.73 per share, and with a maturity date of January 22, 2019. Interest accrued at 6% per annum.

Effective January 23, 2019, the Company entered into an amending note purchase agreement. Under the amending note purchase agreement, the conversion price was amended to $1.06 and the maturity date was extended to April 22, 2019. The effect of the modification resulted in a loss of $3,000. Accrued interest through January 23, 2019 of $30,000 was paid in full on February 14, 2019. The holder of the amending note purchase agreement exercised the right to convert the entire principal balance of $500,000 at a conversion rate of $1.06 per share into 471,698 common shares (see Note 12).

(expressed in United States dollars)

16. Notes Payable – continued

On November 16, 2018, the Company entered into a promissory note with a principal amount of $250,000 utilized as a revolving operating line of credit, which was renewed with a maturity date of December 1, 2020 and is collateralized by the accounts receivable of Property Interlink, LLC and MFI Credit Solutions LLC. The interest accrues at 6% per annum. The Company recorded $8,497 in accrued interest for the year ended December 31, 2019 (2018 – $Nil). As at December 31, 2019, the Company had withdrawn $247,751, of the revolving line of credit, which is reported as a short-term liability under notes payable (see Note 7).

17. Capital Disclosures

The Company's objectives when managing capital are to maintain its ability to continue as a going concern to provide return for shareholders and to ensure sufficient resources are available to meet day to day operating requirements.

The Company considers the items included in equity as capital, which totals $842,876 as at December 31, 2019 (December 31, 2018 - $1,216,623).

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The Company does not have externally imposed capital requirements.

The Company's capital management objectives, policies and processes have remained unchanged during the years ended December 31, 2019 and 2018.

The Company is not subject to any capital requirements imposed by a lending institution or regulatory body, other than of the Canadian Securities Exchange ("CSE"). The impact of any violation of CSE requirements is not known and is ultimately dependent on the discretion of the CSE.

18. Supplemental Cash Flow Information

		2019		2018
Financing cash flows include:				
Shares issued on conversion of debt	**$**	**557,260**	$	-
Operating cash flows include:				
Interest received		-		66,903
Equity component of note payable		-		63,000

19. Financial Risk Factors

The Company's financial instruments consist of cash, accounts receivable, accounts payable and accrued liabilities, lease liabilities, and note payable. As at December 31, 2019, the carrying values and fair values of the Company's financial instruments are approximately the same.

The Company is exposed, in varying degrees, to the following financial instrument related risks:

19. Financial Risk Factors - continued

Credit Risk

Credit risk is the risk of loss associated with the counterparty's inability to fulfill its payment obligations. For financial assets, this is typically the gross carrying amount, net of any amounts offset and any impairment losses. In the normal course of business, the Company is exposed to credit risk from its customers and the related accounts receivable are subject to normal industry credit risk.

The Company applies the IFRS 9 simplified approach to measuring expected losses which uses a lifetime expected loss allowance for all trade receivables and contract assets. The expected loss rates are based on the payment profiles of sales over a period of 36 months before the year end. The historical loss rates, if any, are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. All trade receivables are less than sixty days past due. On that basis, the Company has not experienced any collection issues with respect to its trade and other receivables and has not provided for expected credit losses in 2019 or 2018.

Liquidity Risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available working capital to meet its liquidity requirements. At December 31, 2019, the Company had cash of $145,819 (2018 - $160,345) available to settle current liabilities of $2,317,228 (2018 - $1,940,731).

Interest Rate Risk

The Company is exposed to interest rate risk to the extent that the cash maintained at financial institutions is subject to a floating rate of interest. The interest rate risks on cash and on the Company's, obligations are not considered significant.

Foreign Currency Risk

The Company is exposed to foreign currency risk on fluctuations related to cash, accounts receivable, and accounts payable and accrued liabilities that are denominated in a foreign currency. As at December 31, 2019 and 2018, the Company held immaterial amounts of cash, accounts receivable and accounts payable and accrued liabilities in Canadian currency and considers foreign currency risk to be low.

		December 31, 2019		**December 31, 2018**
Cash	**$**	**-**	$	-
Accounts receivable		**132,850**		365
Accounts payable and accrued liabilities		**(37,614)**		(214,552)
Total	**$**	**95,236**	$	(214,187)

(expressed in United States dollars)

19. Financial Risk Factors - continued

Concentration Risk

The Company has certain customers whose revenue individually represented 10% or more of the Company's total revenue. Concentration risk for Amcap Mortgage, Ltd. by segment is as follows:

	2019		2018	
Segment	**Revenue ($)**	**Revenue (%)**	**Revenue ($)**	**Revenue (%)**
Property Interlink-Appraisal revenue	4,306,798	51	$ 4,122,180	43
MFI Credit Solutions Credit reporting revenue	1,297,505	35	202,480	2
Total	$ 5,604,303	46	$ 4,324,600	45

All of the Company's revenue for the year ended December 31, 2019 and 2018, was in the United States.

As at December 31, 2019, two customers, Amcap Mortgage, Ltd and Finance of America Mortgage accounted for 42% ($167,789) of the Company's appraisal accounts receivable balances. As at December 31, 2018, one customer accounted for 25% ($115,835) of appraisal accounts receivable.

There can be no assurance that all or any of the Company's customers will continue to be customers of the Company. The loss of any such customers may have a materially negative impact on the company's business conditions and financial results.

20. Segmented Disclosures

The Company organizes its reporting structure into four reportable segments. For management purposes, the Company is organized into segments based on their products and services provided. Management monitors the operating results of each segment separately for the purpose of making decisions about resource allocation and performance assessment.

The four reportable operating segments are as follows:

i) Property Interlink, LLC manages residential appraisals and maintains all of the ordering, tracking, administrative duties and details and ensures the timeliness of appraisals that are handled during a real estate mortgage transaction.

ii) Starrex International Ltd., or Corporate, manages the wholly owned subsidiaries, as well as shareholder services and corporate governance.

iii) MFI Credit Solutions, LLC manages consumer credit reporting and maintains all of the ordering, tracking, administrative duties and details required to support consumer credit reporting activities.

iv) Reliable Valuation Service, LLC provides residential evaluations of residential real estate to third parties.

(expressed in United States dollars)

20. Segmented Disclosures - continued

Select financial information for the year ended December 31, 2019 is presented as follows:

	Property Interlink, LLC	MFI Credit Solutions, LLC	Corporate	Reliable Valuation Service, LLC	Total
Current assets	$ 351,129	$ 299,677	$ 144,185	$ 8,757	$ 803,748
Property and equipment	46,151	35,493	-	-	81,644
Right-of-use assets	282,354	-	-	-	282,354
Intangible assets	113,180	964,901	137,966	-	1,216,047
Goodwill	621,132	294,156	-	-	915,288
Total assets	$ 1,413,946	$ 1,594,227	$ 282,151	$ 8,757	$ 3,299,081
Current liabilities	$ 831,782	$ 709,432	$ 776,014	$ -	$ 2,317,228
Long-term liabilities	138,977	-	-	-	138,977
Total liabilities	$ 970,759	$ 709,432	$ 776,014	$ -	$ 2,456,205
Revenues	$ 8,328,373	$ 3,681,309	$ -	66,607	$ 12,076,289
Expenses	$ 8,732,590	$ 3,787,760	$ 559,093	$ 36,397	$ 13,115,840
Operating (loss) income from continuing operations before provision for income tax	$ (404,217)	$ (106,451)	$ (559,093)	$ 30,210	$ (1,039,551)
Net (loss) income and comprehensive loss for the year	$ (404,217)	$ (106,451)	$ (559,093)	$ 30,210	$ (1,039,551)

(expressed in United States dollars)

20. Segmented Disclosures - continued

Select financial information as at and for the year ended December 31, 2018 is presented as follows:

	Property Interlink, LLC	MFI Credit Solutions, LLC	Corporate	Reliable Valuation Service, LLC	Total
Current assets	$ 407,417	$ 249,119	$ 16,230	$ 620	$ 673,386
Property and equipment	104,800	39,992	-	-	144,722
Intangible assets	173,567	1,067,047	183,344	-	1,423,958
Goodwill	621,132	294,156	-	-	915,288
Total assets	$ 1,306,916	$ 1,650,244	$ 199,574	$ 620	$ 3,157,354
Current liabilities	$ 606,213	$ 489,301	$ 845,216	$ -	$ 1,940,731
Long-term liabilities	-	-	-	-	-
Total liabilities	$ 606,213	$ 489,301	$ 845,216	$ -	$ 1,940,731
Revenues	$ 7,326,823	$ 2,328,380	$ 9,644	$ -	$ 9,664,847
Expenses	$ 7,729,400	$ 2,490,180	$ 357,579	$ 380	$ 10,577,539
Operating income (loss) from continuing operations before provision for income tax	$ (402,577)	$ (161,800)	$ (347,935)	$ (380)	$ (912,691)
Income tax expense	$ 101,102	$ -	$ -	$ -	$ 101,102
Net loss and comprehensive loss for the year	$ (301,475)	$ (161,800)	$ (347,935)	$ (380)	$ (811,590)

21. Commitment

i) Effective November 1, 2019, the Company entered into a consulting agreement for appraisal compliance oversight with a maturity date of October 31, 2020. As at December 31, 2019, this agreement has minimum commitments of $32,500.

ii) Effective May 20, 2019, the Company entered into an employment agreement. As at December 31, 2019, the Company has minimum commitments of $52,500 with respect to this agreement.

22. Subsequent Events

i) Novel Coronavirus ("COVID-19") – The Company's operations could be significantly adversely affected by the effects of a widespread global outbreak of a contagious disease, including the recent outbreak of respiratory illness caused by COVID-19. The Company cannot accurately predict the impact COVID-19 will have on its operations and the ability of others to meet their obligations with the Company, including uncertainties relating to the ultimate geographic spread of the virus, the severity of the disease, the duration of the outbreak, and the length of travel and quarantine restrictions imposed by governments of affected countries. In addition, a significant outbreak of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company's operations and ability to finance its operations.

ii) Effective January 8, 2020, the Company granted to directors and employees 550,000 options to purchase common shares of the Corporation with an exercise price of $0.65 CDN. The options expire January 8, 2025 and vest immediately. As the grant related to services provided during 2019, $263,614 was accrued at December 31, 2019 and recorded as share-based payments.

iii) On April 17, 2020, the Company's United States subsidiaries entered into loan agreement with a principal amount of $790,600. The promissory note incurs interest rate of 1.00% per annum, with a maturity date of April 17, 2022. The loan is required to be repaid in 17 equal installments starting on November 17, 2020.