



**PRODIGY**  
VENTURES

**PRODIGY VENTURES INC.**

**CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

**For the three months ended March 31, 2018 and 2017**

**(Unaudited - expressed in Canadian dollars)**

## Notice to Reader

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

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

The Company's independent auditor has not performed a review of these consolidated interim financial statements in accordance with the International Financial Reporting Standards established by the International Accounting Standards Board for a review of interim financial statements by an entity's auditor.

Signed: "**Thomas Beckerman**"  
Chief Executive Officer

Signed: "**Andrew Hilton**"  
Chief Financial Officer

Toronto, Ontario  
May 25, 2018

**Prodigy Ventures Inc.****Consolidated Interim Statements of Financial Position as at March 31, 2018 and December 31, 2017**

(Expressed in Canadian dollars)

(Unaudited)

	March 31, 2018	December 31, 2017
<b>Assets</b>		
Current assets:		
Cash	\$ 1,138,145	\$ 1,223,036
Accounts receivable (Note 7)	2,623,423	2,301,593
Unbilled receivables	13,423	23,758
Income taxes recoverable	270,620	179,626
Prepaid expenses	41,487	48,477
	<u>4,087,098</u>	<u>3,776,490</u>
Non-current assets:		
Deferred tax asset	116,057	124,282
Property and equipment (Note 3)	71,411	77,201
	<u>187,468</u>	<u>201,483</u>
<b>Total assets</b>	<b>\$ 4,274,566</b>	<b>\$ 3,977,973</b>
<b>Liabilities and Shareholders' Equity</b>		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 1,720,878	\$ 1,443,279
Deferred revenue	35,189	40,567
	<u>1,756,067</u>	<u>1,483,846</u>
Total liabilities	1,756,067	1,483,846
<b>Shareholders' Equity</b>		
Share capital (Note 5)	501,537	501,537
Contributed surplus	112,635	112,635
Retained earnings	1,904,327	1,879,955
	<u>2,518,499</u>	<u>2,494,127</u>
<b>Total liabilities and shareholders' equity</b>	<b>\$ 4,274,566</b>	<b>\$ 3,977,973</b>

**On behalf of the Board:**

"Thomas Beckerman", Director

"Stephen Moore", Director

**Commitments (Note 14)****Subsequent events (Note 15)***The accompanying notes are an integral part of these consolidated interim financial statements.*

**Prodigy Ventures Inc.**  
**Consolidated Interim Statements of Operations and Comprehensive Income**  
**Three months ended March 31, 2018 and 2017**  
(Expressed in Canadian dollars)  
(Unaudited)

	<b>2018</b>	<b>2017</b>
<b>Revenue</b> (Note 9)	\$ 3,568,622	\$ 3,063,308
<b>Direct costs</b>	2,670,701	2,073,924
<b>Gross profit</b>	897,921	989,384
<b>Expenses:</b>		
Advertising and promotion	12,867	7,420
Compensation	368,688	321,468
Computer	29,113	27,297
Depreciation (Note 3)	5,790	4,479
Finance costs	261	3,170
Office and general	2,696	2,194
Professional fees	49,789	77,250
Rent and occupancy costs	30,354	14,205
Research and development	352,830	255,933
Share-based compensation (Note 5)	-	14,532
Telecommunications	2,100	2,054
Travel	8,830	22,848
	<b>863,318</b>	<b>752,850</b>
Net income before tax	34,603	236,534
Income taxes (Note 11)	10,231	67,365
<b>Net income and comprehensive income for the period</b>	<b>\$ 24,372</b>	<b>\$ 169,169</b>
<b>Net income per share - basic and diluted (Note 12)</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>

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

**Prodigy Ventures Inc.**  
**Consolidated Interim Statements of Changes in Shareholders' Equity**  
**Three months ended March 31, 2018 and 2017**  
(Expressed in Canadian dollars)  
(Unaudited)

	Common shares	Restricted voting shares	Share capital (Note 5)	Contributed surplus	Retained earnings	Total shareholders' equity
<b>Balance, December 31, 2016</b>	25,688,232	88,051,416	\$ 411,212	\$ 87,108	\$ 1,532,427	\$ 2,030,747
Share-based compensation	–	–	–	14,532	–	14,532
Net income	–	–	–	–	169,169	169,169
<b>Balance, March 31, 2017</b>	25,688,232	88,051,416	\$ 411,212	\$ 101,640	\$ 1,701,596	\$ 2,214,448

	Common shares	Restricted voting shares	Share capital (Note 5)	Contributed surplus	Retained earnings	Total shareholders' equity
<b>Balance, December 31, 2017</b>	26,229,902	88,051,416	\$ 501,537	\$ 112,635	\$ 1,879,955	\$ 2,494,127
Net income	–	–	–	–	24,372	24,372
<b>Balance, March 31, 2018</b>	26,229,902	88,051,416	\$ 501,537	\$ 112,635	\$ 1,904,327	\$ 2,518,499

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

**Prodigy Ventures Inc.**  
**Consolidated Interim Statements of Cash Flows**  
**Three months ended March 31, 2018 and 2017**  
(Expressed in Canadian dollars)  
(Unaudited)

	2018	2017
<b>Cash flows from operating activities</b>		
Net income for the period	\$ 24,372	\$ 169,169
Adjustments to reconcile net income to cash provided by operating activities:		
Depreciation (Note 3)	5,790	4,479
Share-based compensation (Note 5)	-	14,532
Finance costs	261	3,170
Income taxes	10,231	67,365
Change in non-cash operating working capital:		
(Increase) in accounts receivable	(321,830)	(291,149)
Decrease (increase) in unbilled receivables	10,336	(33,452)
Decrease in prepaid expenses	6,989	10,538
Increase (decrease) in accounts payable and accrued liabilities	277,599	(103,570)
(Decrease) in deferred revenue	(5,378)	(984)
Net cash flows from (used in) operating activities before income taxes paid	8,370	(159,902)
Income taxes paid	(93,000)	(213,000)
<b>Net cash flows (used in) operating activities</b>	<b>(84,630)</b>	<b>(372,902)</b>
<b>Cash flows from investing activities</b>		
Purchase of property and equipment (Note 3)	-	(10,157)
<b>Net cash flows (used in) investing activities</b>	<b>-</b>	<b>(10,157)</b>
<b>Cash flows from financing activities</b>		
Repayments of long-term debt	-	(25,556)
Finance costs paid	(261)	(3,170)
<b>Net cash flows (used in) financing activities</b>	<b>(261)</b>	<b>(28,726)</b>
<b>(Decrease) in cash</b>	<b>(84,891)</b>	<b>(411,785)</b>
<b>Cash, beginning of period</b>	<b>1,223,036</b>	<b>2,016,658</b>
<b>Cash, end of period</b>	<b>\$ 1,138,145</b>	<b>\$ 1,604,873</b>

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

## **1. NATURE OF OPERATIONS**

Prodigy Ventures Inc. (formerly 71 Capital Corp.) ("Prodigy" or the "Company") is engaged in creating platforms and applications with technologies in mobile, video, secure identity, voice, blockchain, payments, augmented reality and artificial intelligence. The Company provides clients with technology services for business strategy, application design, development and implementation. The Company was incorporated as 71 Capital Corp. under the Canada Business Corporations Act on February 6, 2008 and was classified as a Capital Pool Company, as defined by the TSX Venture Exchange ("TSXV").

The Company's registered office is as follows: c/o Fogler, Rubinoff LLP, 77 King Street West, Suite 3000, P.O. Box 95, TD Centre, Toronto, Ontario M5K 1G8. The Company's common shares are listed on the TSXV under the symbol PGV.

On September 10, 2015, the Company closed its Qualifying Transaction pursuant to an agreement between 71 Capital Corp., TCB Corporation and 2478677 Ontario Ltd., and 71 Capital Corp. changed its name to Prodigy Ventures Inc.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **Statement of compliance**

These consolidated interim financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34, Interim Financial Reporting, using accounting policies consistent with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"), and do not include all of the information required for full annual consolidated financial statements.

### **Basis of presentation**

These financial statements have been prepared on a historical cost basis, except for certain financial instruments that are carried at fair value.

These financial statements are presented in Canadian dollars, which is the Company's functional and presentation currency.

These financial statements were authorized for issuance by the Company's Board of Directors on May 25, 2018.

### **Critical accounting judgments and estimates**

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amount of expenses and other income during the period.

Management continuously evaluates the estimates and underlying assumptions based on management's experience and knowledge of facts and circumstances. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods if affected.

Significant estimates made by management include the following:

#### *Revenue recognition for professional services:*

Revenue relating to fixed price professional services contracts is recognized based on the percentage of completion of the performance obligation which is assessed based on actual labour cost and budgeted cost required to complete the performance obligation. The Company estimates the costs associated with the performance obligation based on historical experience.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

### *Allowance for doubtful accounts:*

The Company monitors the financial stability of its customers and the environment in which they operate to make estimates regarding the likelihood that the individual accounts receivable balance will be paid. Credit risks for outstanding accounts receivable is regularly assessed and reviewed. The allowance for doubtful accounts is recorded based on specific customer information and experience.

### *Deferred tax assets and liabilities:*

The Company estimates the amount and the timing of the reversing of temporary differences giving rise to deferred tax assets or liabilities and recognizes this amount based on historical experience and substantively enacted tax rates.

### **Basis of consolidation**

The consolidated financial statements include the financial statements of the Company, and its wholly owned subsidiary company, TCB Corporation. All significant intercompany balances and transactions have been eliminated upon consolidation.

### **Cash and cash equivalents**

Cash and cash equivalents include cash on hand, balances with banks and investment dealers, and short-term deposits with original maturities of less than three months at date of acquisition and are initially recorded at fair value. As at March 31, 2018 and December 31, 2017, the Company did not have any cash equivalents.

### **Property and equipment**

Property and equipment are recorded at cost less accumulated depreciation and any accumulated impairment losses recorded. Cost includes expenses that are directly attributable to the acquisition of the asset. When parts of an item of equipment have different useful lives, they are accounted for as separate components of equipment and depreciated accordingly. The carrying amount of any replaced component or a component no longer in use is derecognized.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset only when it is probable that future economic benefits associated with the item of property and equipment will flow to the Company and the costs of the item can be reliably measured. All other expenses are charged to operating expenses as incurred.

Depreciation is based on the cost of an asset less its estimated residual value. Depreciation is charged to profit or loss over the estimated useful life of an asset. Depreciation is provided on a declining-balance basis using the following rates:

- Computer hardware – 30% declining balance
- Computer software – 30% declining balance
- Furniture – 30% declining balance

Depreciation methods, rates and residual values are reviewed annually and revised if the current method, estimated useful life or residual value is different from that estimated previously. The effect of such a change is recognized on a prospective basis in the consolidated financial statements.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

### **Revenue recognition**

The Company derives its revenues from software and related professional service contracts as well as the sale of digital products to end users. Revenue comprises the fair value of consideration received or receivable from the sale or license of products or the provision of services in the ordinary course of business, net of discounts and sales taxes. The Company recognizes revenue once persuasive evidence exists, generally in the form of an executed agreement, it is probable the economic benefits of the transaction will flow to the Company and revenue and costs can be measured reliably. If collection is not considered probable, revenue is recognized only once fees are collected.

The Company recognizes professional services revenues based on time and material incurred, or for fixed price professional service contracts, based on the percentage of completion of the performance obligation, which is assessed based on actual labour cost and budgeted cost required to complete the performance obligation. If a loss on a contract is considered probable, the loss is recognized when it is determinable.

Amounts are generally billable on reaching certain performance milestones, as defined by individual contracts. Revenue earned in excess of contract billings is recorded as unbilled receivables. Cash proceeds received in advance of performance under contracts are recorded as deferred revenue. Deferred revenue is classified as long-term if it relates to performance obligations that are expected to be fulfilled after 12 months from period end.

### **Operating leases**

The aggregate cost of operating leases are recognized in profit or loss on a straight-line basis over the term of the lease. Lease incentives are recognized as an integral part of the total lease expense over the term of the lease.

### **Research and development costs and investment tax credits**

All costs relating to research are expensed as incurred. Investment tax credits are recognized in the period in which the credits are earned and realization is considered more likely than not. Assistance received or receivable is accounted for using the cost reduction approach.

### **Income tax and deferred taxes**

The tax expense recognized in net income comprises the sum of deferred tax and current tax not recognized in other comprehensive income or directly in equity.

The tax currently payable is based on the taxable income or loss for the period. The taxable income or loss may differ from the income or loss for the period as reported in the accompanying consolidated statements of operations and comprehensive income due to the exclusion, if any, of revenue or expense items that are taxable or deductible in other periods, as well as items that are not taxable or deductible. The Company's liability for current income taxes is calculated using income tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax, if any, is recognized using the liability method on differences between the carrying amounts of assets and liabilities in the accompanying financial statements and their corresponding tax bases. Deferred tax liabilities are generally recognized for all taxable temporary differences, and deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that future taxable income will be available against which those deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the taxable temporary difference arises from the initial recognition of goodwill or the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable income or loss, nor the income or loss for the period reported in the Company's consolidated statements of operations and comprehensive income.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

Deferred tax assets and liabilities are measured, without discounting, at the tax rates that have been enacted or substantively enacted by the end of the reporting period and applicable in the period in which the liability is expected to be settled or the asset realized.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable income will be available to allow the benefit of all or part of the asset to be utilized. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable income will be available.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when these relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis. Changes in deferred tax assets or liabilities are recognized as a component of taxable revenue or expense in profit or loss, except where these relate to items that are recognized in other comprehensive income (loss) or directly in equity, in which case, the related deferred tax is also recognized in other comprehensive income (loss) or equity, respectively.

### **Share-based payments**

The grant date fair value of share-based payment awards granted to employees is recognized as share-based compensation expense, with a corresponding increase in contributed surplus, over the vesting period of the award (Note 5(c)). The amount recognized is adjusted to reflect the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognized is based on the number of awards that vest. Upon the exercising of options, the fair value of the options exercised that has been added to contributed surplus is reclassified to common shares and reflected in the consolidated statements of changes in shareholders' equity.

Equity settled transactions with non-employees are generally measured at the fair value of the goods or services received, and are measured with reference to the fair value of the equity instruments granted if the fair value of the goods or services received cannot be measured reliably.

### **Impairment testing of property and equipment**

The costs of the Company's property and equipment not ready to be used, if any, are not subject to depreciation and are tested for impairment at least annually or whenever events or changes in circumstances indicate that the carrying amount may not be recoverable during a reporting period. Assets that are subject to depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. For purposes of assessing impairment, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash generating units ("CGU"s). An impairment loss is recognized for the amount by which the asset or CGU's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset or CGU's fair value, less costs to sell, and value-in-use.

To determine the value-in-use, management estimates expected future cash flows and determines a suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Company's latest approved budget, adjusted as necessary to exclude the effects of future reorganizations and asset enhancements. Discount factors are determined individually for each CGU and reflect their respective risk profiles as assessed by management. As a result, some assets are tested individually for impairment and some are tested at the CGU level.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

Impairment losses recognized in respect of CGUs are allocated first to reducing the carrying amount of any goodwill allocated to the CGUs (or group of CGUs) and then to reducing the carrying amount of the other assets in the CGU (or group of CGUs) on a pro rata basis. Long-lived assets that suffer impairment are reviewed for possible reversal of the impairment at each reporting date. For such assets, an impairment charge is reversed if the CGUs or individual asset's recoverable amount exceeds its carrying amount.

### **Provisions**

Provisions are recognized when the Company has a present legal obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation, and this amount can be reliably estimated. Provisions are measured based on management's best estimate of the expenditure required to settle the obligation at the end of the reporting period, and are discounted to present value where the effect is material. Additionally, the Company performs evaluations to identify onerous contracts and, where applicable, records provisions for such contracts.

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision would be measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company would recognize any impairment loss on the assets associated with the contract.

### **Financial instruments – assets and liabilities**

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. Financial liabilities are derecognized when they are extinguished, discharged, cancelled or expired. At initial recognition, the Company classifies its financial instruments depending on the purpose for which the instruments were acquired, as follows:

Cash and cash equivalents are categorized as loans and receivables and are measured initially at fair value and subsequently at amortized cost.

Accounts receivable are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. The Company's accounts receivable comprise trade receivables and are included in current assets due to their short-term nature. Accounts receivable are initially measured at fair value and, subsequently, are measured at amortized cost using the effective interest method.

Accounts payable and those accrued liabilities which are financial instruments are initially recognized at fair value and, subsequently, they are measured at amortized cost, which generally corresponds to cost. These instruments are included in current liabilities due to their short-term nature.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

### **Impairment of financial assets**

Financial assets other than those carried at fair value through profit or loss are assessed at each reporting date to determine whether there is objective evidence of impairment. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset. Objective evidence that financial assets are impaired can include default or delinquency by a debtor, restructuring of an amount due to the Company on terms that the Company would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, or the disappearance of an active market for an asset.

The Company maintains an allowance for doubtful accounts at an amount estimated to be sufficient to provide adequate protection against losses resulting from collecting less than the full amount due on its accounts receivable. The Company considers evidence of impairment for accounts receivable at both a specific asset and a collective level. All individually significant accounts receivable are assessed for specific impairment. Individual overdue accounts are reviewed, and allowances are recorded, to report accounts receivable at net realizable value when known that they are not collectible in full. All individually significant receivables found not to be specifically impaired are collectively assessed for any impairment that has been incurred but not yet identified.

In assessing collective impairment, the Company uses historical trends of the probability of default, the timing of recoveries and the amount of loss incurred, adjusted for management's judgment as to whether current economic and credit conditions are such that the actual losses are likely to be greater or less than suggested by historical trends.

An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses, if any, are recognized in the accompanying consolidated statements of operations and comprehensive income and are reflected in an allowance account against the corresponding financial asset. Interest on the impaired asset continues to be recognized through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss would be reversed.

### **Related party transactions**

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources, services or obligations between related parties.

### **Comprehensive income (loss)**

Basic comprehensive income (loss) comprises net income (loss) and other comprehensive income (loss). Other comprehensive income (loss) represents changes in shareholders' equity and would be presented as accumulated other comprehensive income (loss). However, the Company has not had material income or losses relating to other comprehensive income (loss) and, accordingly, has made no adjustments to the accompanying consolidated financial statements.

### **Income per share**

The Company calculates basic income per share by dividing the net income attributable to common and restricted shareholders by the weighted average number of common and restricted shares outstanding during the year. Diluted per share amounts are calculated giving effect to the potential dilution that would occur if securities or other contracts to issue common or restricted shares are exercised or converted. Diluted income (loss) per share would be equal to basic income (loss) per share when the effect of dilutive securities is anti-dilutive.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

### **Recently adopted accounting policy changes**

Effective January 1, 2018, the Company has adopted the following standards and amendments which did not have a material impact on the consolidated financial statements.

IFRS 2 - Classification and Measurement of Share-based Payment Transactions ("IFRS 2") - On June 20, 2016, the IASB issued amendments to IFRS 2, clarifying how to account for certain types of share-based payment transactions. The amendments provide requirements on the accounting for: the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments; share-based payments with a net settlement feature for withholding tax obligations; and a modification to the terms and conditions of a share-based payment that changes the classification of the transaction from cash-settled to equity-settled.

IFRS 9 - Financial Instruments ("IFRS 9") - IFRS 9 replaces International Accounting Standard ("IAS") 39, Financial Instruments: Recognition and Measurement. This standard establishes principles for the financial reporting of financial assets and financial liabilities that will present relevant and useful information to users of financial statements for their assessment of the amounts, timing and uncertainty of an entity's future cash flows. This standard also includes a new general hedge accounting standard, which will align hedge accounting more closely with risk management. It does not fully change the types of hedging relationships or the requirement to measure and recognize ineffectiveness; however, it will allow more hedging strategies that are used for risk management to qualify for hedge accounting and introduce more judgment to assess the effectiveness of a hedging relationship.

IFRS 15 - Revenue from Contracts with Customers ("IFRS 15") - IFRS 15 replaces IAS 11, Construction Contracts and IAS 18, Revenue, as well as various interpretations regarding revenue. Under IFRS 15, the revenue recognition model has changed from one based on the transfer of risks and rewards of ownership to the transfer of control. The vast majority of the Company's contracts with customers include one performance obligation. As the transfer of risks and rewards generally coincides with the transfer of control at a point in time, upon delivery, the timing and amount of revenue considering discounts, rebates, and variable consideration, recognized from this principal revenue stream has not changed as a result of the adoption of this new standard.

### **Future accounting policy changes**

At the date of the authorization of these consolidated financial statements, the IASB has issued the following new and revised standards and amendments which are not yet effective for the relevant periods.

IFRS 16 - Leases ("IFRS 16") - In January 2016, the IASB issued the final publication of the IFRS 16 standard, which will supersede the current IAS 17, Leases ("IAS 17") standard. Under IFRS 16, a lease will exist when a customer controls the right to use an identified asset as demonstrated by the customer having exclusive use of the asset for a period of time. IFRS 16 introduces a single accounting model for lessees and all leases will require an asset and liability to be recognized on the statement of financial position at inception. The accounting treatment for lessors will remain largely the same as under IAS 17. The standard is effective for annual periods beginning on or after January 1, 2019 with early adoption permitted, but only if the entity is also applying IFRS 15. The Company has yet to assess the impact of this new standard on its consolidated financial statements.

**Prodigy Ventures Inc.**  
**Notes to the Consolidated Interim Financial Statements**  
**Three months ended March 31, 2018 and 2017**  
(Expressed in Canadian dollars)  
(Unaudited)

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**3. PROPERTY AND EQUIPMENT**

	<b>Computer hardware</b>	<b>Computer software</b>	<b>Furniture</b>	<b>Total</b>
<b>Cost</b>				
Balance, December 31, 2016	\$ 69,722	\$ 5,994	\$ 4,248	\$ 79,964
Additions	9,960	–	197	10,157
Balance, March 31, 2017	\$ 79,682	\$ 5,994	\$ 4,445	\$ 90,121
Balance, December 31, 2017	\$ 110,880	\$ 5,994	\$ 4,910	\$ 121,784
Additions	–	–	–	–
Balance, March 31, 2018	\$ 110,880	\$ 5,994	\$ 4,910	\$ 121,784
<b>Accumulated depreciation</b>				
Balance, December 31, 2016	\$ 19,034	\$ 5,701	\$ 594	\$ 25,329
Depreciation	4,175	22	282	4,479
Balance, March 31, 2017	\$ 23,209	\$ 5,723	\$ 876	\$ 29,808
Balance, December 31, 2017	\$ 38,288	\$ 5,789	\$ 506	\$ 44,583
Depreciation	5,445	15	330	5,790
Balance, March 31, 2018	\$ 43,733	\$ 5,804	\$ 836	\$ 50,373
<b>Carrying amounts</b>				
Balance, December 31, 2016	\$ 50,688	\$ 293	\$ 3,654	\$ 54,635
Balance, March 31, 2017	\$ 56,473	\$ 271	\$ 3,569	\$ 60,313
Balance, December 31, 2017	\$ 72,592	\$ 205	\$ 4,404	\$ 77,201
Balance, March 31, 2018	\$ 67,147	\$ 190	\$ 4,074	\$ 71,411

**4. LINE OF CREDIT**

In December 2017, the Company established an operating line of credit for up to \$2,000,000, which carries an interest rate of prime plus 1.15%. This facility is covered by a General Security Agreement and standard operating covenants. The Company has not utilized the operating line as of March 31, 2018.

**5. SHARE CAPITAL**

a) Authorized

Unlimited common shares: voting, without par value, participating

Unlimited restricted shares: non-voting, without par value, participating in dividends when concurrently declared on common shares

**Prodigy Ventures Inc.**  
**Notes to the Consolidated Interim Financial Statements**  
**Three months ended March 31, 2018 and 2017**  
(Expressed in Canadian dollars)  
(Unaudited)

**5. SHARE CAPITAL – CONTINUED**

b) Shares issued and outstanding

	Number of shares	Amount
<b>Common shares</b>		
Balance, March 31, 2018 and December 31, 2017	26,229,902	\$ 501,042
<b>Restricted shares (i)</b>		
Balance, March 31, 2018 and December 31, 2017	88,051,416	\$ 495
<b>Total</b>		<b>\$ 501,537</b>

- (i) With the exception of certain voting rights, the restricted shares have the same attributes as the Company's common shares. The restricted shares are classified as common shares for purposes of net income per share calculations. The holders of the restricted shares shall be entitled, in the event of any liquidation, dissolution or winding-up of the Company, whether voluntary or involuntary, or any other distribution of the assets of the Company among its shareholders for the purpose of winding up its affairs, to such assets of the Company as are available for distribution. The restricted shares will also be converted into common shares, in the event of certain change of control transactions. The restricted shares are non-transferable. Each restricted share is convertible into one common share, without the payment of additional consideration by the holder thereof, in certain circumstances including, as and when such conversion is permitted by the rules of the TSXV which may include, without limitation, where additional common shares are issued by the Company to shareholders other than the holders of restricted shares. Any such conversion right shall be allocated among the holders of restricted shares on a pro rata basis according to their holdings of restricted shares.

c) Stock options outstanding

The Company has adopted a Stock Option Plan (the "Option Plan") to provide an incentive to the Company's directors, senior officers, employees and consultants to continue their involvement with the Company and to increase their efforts on the Company's behalf. The Option Plan is a "rolling" stock option plan, whereby options may be granted equal in number to up to 10% of the issued common shares of the Company at the time of the grant of the stock option.

The following table reflects the continuity of stock options for the three months ended March 31, 2018 and 2017:

Expiry date	March 31, 2018			March 31, 2017		
	Number of options	Exercise price	Weighted average exercise price	Number of options	Exercise price	Weighted average exercise price
Outstanding, beginning of period	1,785,000	\$ 0.100	\$ 0.100	2,285,000	\$ 0.100	\$ 0.100
Granted <sup>(i)</sup>	-	-	-	100,000	0.175	0.175
Exercised	-	-	-	-	-	-
Cancelled/Expired	-	-	-	-	-	-
Outstanding, end of period	1,785,000		\$ 0.100	2,385,000		\$ 0.103
Vested, end of period	1,785,000		\$ 0.100	1,400,002		\$ 0.101

- (i) On January 13, 2017, the Company granted 100,000 incentive stock options for investor relations services. The options were to vest in equal amounts each month over 12 months commencing on January 16, 2017 and were exercisable at a price of \$0.175 per share for a period of one year from each individual vesting date. In July, 2017 the engagement was terminated and the remaining options expired.

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**5. SHARE CAPITAL – CONTINUED**

c) Stock options outstanding - continued

The weighted average remaining contractual life and weighted average exercise price of options outstanding and of options exercisable as at March 31, 2018 are as follows:

Exercise price	Options Outstanding			Options Exercisable	
	Number outstanding	Weighted average exercise price	Average remaining contractual life (years)	Number exercisable	Weighted average exercise price
\$ 0.100	875,000	\$ 0.100	0.75	875,000	\$ 0.100
\$ 0.100	910,000	\$ 0.100	1.75	910,000	0.100
Total	1,785,000	\$ 0.100	1.26	1,785,000	\$ 0.100

The estimated fair value of the options granted during the three months ended March 31, 2018 and 2017 was determined on the date of grant using the Black-Scholes option pricing model with the following assumptions:

	March 31, 2018	March 31, 2017
Fair value of options	n/a	\$0.05
Exercise price	n/a	\$0.175
Risk-free interest rate	n/a	0.79%
Dividend yield	n/a	0%
Volatility factor, based on comparable companies	n/a	99.1%
Weighted average expected life of the options, in years	n/a	1.47

The Company recorded stock-based compensation expense of \$nil for the three months ended March 31, 2018 (2017 - \$14,532) in connection with stock options issued.

d) Restricted Share Unit Plan

The Company has also adopted a Restricted Share Unit Plan (the "RSU Plan"). The RSU Plan is a complimentary mechanism to the Company's Option Plan. Its purpose is to provide an incentive to the Company's senior officers, employees and consultants to continue their involvement with the Company and to increase their efforts on the Company's behalf. Under the RSU Plan, the aggregate number of common shares which may be issued will not exceed 2,568,823 at the time of grant of any restricted share unit ("RSU"). As of March 31, 2018, the Company has not granted any RSU's under the RSU Plan.

**6. CAPITAL MANAGEMENT**

The Company defines capital as the aggregate of shareholders' equity and debt. The Company's equity comprises the common and restricted shares of the Company subscribed by the shareholders and retained earnings. The Board of Directors manages the dividend policy and the pricing of products and services of the Company so as to ensure that there is adequate cash flow to fund the Company's operations and safeguard the Company's ability to continue as a going concern so that it can continue to provide returns for shareholders.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is optimal.

There were no changes in the Company's approach to capital management during the three months ended March 31, 2018 and 2017. As at March 31, 2018, the Company was not subject to externally imposed capital requirements other than standard operating covenants associated with the line of credit.

## 7. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's financial instruments comprise cash, accounts receivable, accounts payable and accrued liabilities and long-term debt where applicable. The fair values of these financial instruments approximate their carrying values, unless otherwise noted, due to their short-term maturities or interest rates which management believes approximates those of similar instruments in the current market. Except as otherwise noted, the Company is not exposed to significant risks in relation to its financial instruments.

The Company's risk management policies are established to identify and analyze the Company's risk, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. There have been no changes to the Company's exposure to risks in respect of its financial instruments, and there have been no changes in respect of management's objectives, policies and processes in the management of its financial instruments from that of the prior reporting period.

The Company does not hold or issue derivative financial instruments for trading or speculative purposes.

### Credit risk

Concentration of credit risk relates primarily to the Company's accounts receivable, as the receivables are principally derived from one revenue source: technology services. During the three months ended March 31, 2018, the Company derived 82% of its revenue from one customer (2017 – 90% from one customer). As at March 31, 2018, one customer represented 81% (December 31, 2017 – 89%) of the accounts receivable balance. Over 97% of the Company's revenue was received from customers currently located in Canada. As at March 31, 2018, approximately 47% (December 31, 2017 – 51%) of the Company's accounts receivable are greater than 30 days past due. As at the following dates, the aging of gross trade and other receivables were as follows:

	March 31, 2018	December 31, 2017
Current	\$ 1,398,901	\$ 1,078,268
1 - 30 days	4,520	51,658
31 - 60 days	944,822	799,529
61 - 90 days	128,851	278,947
Greater than 90 days	146,329	93,191
<b>Total</b>	<b>\$ 2,623,423</b>	<b>\$ 2,301,593</b>

The allowance for doubtful accounts was nil at both March 31, 2018 and December 31, 2017. There is no indication, as at these dates, that the debtors will not meet their obligations. Bad debt expenses were nil for all reporting periods. The Company manages its credit risk relating to its trade receivables through credit approval and monitoring procedures, including senior management prior approval of all rental contracts. Such approvals are based on trade information, payment history, credit rating and financial analysis, where possible.

The Company reviews the components of these accounts on a regular basis to evaluate and monitor this risk. The Company's customers are generally large financially established organizations, which limits the credit risk relating to the customer.

### Liquidity risk

The Company is exposed to liquidity risk to the extent that it must meet its financial obligations as and when due. The Company's approach to managing liquidity risk is to ensure that it always has sufficient cash and other current financial assets to meet its obligations when due without incurring unacceptable losses or damage to the Company's reputation. Management forecasts cash flows to identify financing requirements. These requirements are then addressed through combination of cash management and access to additional capital.

Management is of the view, based on historical cash flow, that there is sufficient current and future cash flow from its operating activities and third-party loans to sustain ongoing operations. Should contractual commitments require payment, management believes that its current sources of liquidity are sufficient to cover these obligations.

## 7. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT - CONTINUED

### Interest rate risk

Interest rate risk is the risk that the value of financial instruments will fluctuate due to changes in market interest rates. As at March 31, 2018 and December 31, 2017 the Company did not have any active debt and was therefore not subject to interest rate risk.

### Fair value hierarchy

The following summarizes the Company's financial instruments that are carried at fair values according to the fair value hierarchy, which comprises the following levels. The fair value hierarchy requires the use of observable market inputs whenever such inputs exist. A financial instrument is classified to the lowest level of the hierarchy for which a significant input has been considered in measuring fair value.

*Level 1* - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities;

*Level 2* - valuation techniques based on 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* - valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs).

There were no transfers of financial assets between any of the levels during the three months ended March 31, 2018 and 2017.

## 8. ECONOMIC DEPENDENCE

For the three months ended March 31, 2018, approximately 82% (2017 – 90%) of the Company's revenue related to transactions entered into with one customer. As at March 31, 2018, approximately 81% (December 31, 2017 – 89%) of the accounts receivable balance related to this same customer.

## 9. REVENUE

Revenue comprises:

	Three months ended March 31, 2018	Three months ended March 31, 2017
Fixed price contracts	\$ 1,771,217	\$ 1,626,497
Time and materials	1,797,405	1,436,569
Digital product sales	-	242
<b>Total</b>	<b>\$ 3,568,622</b>	<b>\$ 3,063,308</b>

At March 31, 2018, the aggregate amount of costs incurred and revenue recognized to date under open fixed price contracts amounted to \$1,369,199 and \$2,166,523, respectively (December 31, 2017 - \$885,480 in costs incurred and \$1,335,822 in revenue recognized).

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**10. RELATED PARTY TRANSACTIONS**

The Company rented office space from its Chief Executive Officer on a month-to-month lease. These transactions were in the normal course of operations and are measured at the fair value of the rented office space, which is the amount agreed to by the related parties. During the three months ended March 31, 2018, the Company paid \$3,000 (2017 - \$3,000) in rent and occupancy costs.

**Compensation to key management personnel**

Compensation earned for the three months ended March 31, 2018 and 2017 due to persons in charge of the planning, direction and control of the Company, including executive and non-executive directors is as follows:

	<b>Three months ended March 31, 2018</b>	<b>Three months ended March 31, 2017</b>
Salaries, fees and benefits	\$ 424,606	\$ 501,010
Share-based compensation	-	9,773
<b>Total</b>	<b>\$ 424,606</b>	<b>\$ 510,783</b>

**11. INCOME TAXES**

Income tax expense is recognized on management's best estimate of the actual income tax rate for the interim period applied to the pre-tax income of the interim period for Company. For the three months ended March 31, 2018 the Company has recorded a provision for income tax of \$10,231 (2017 - \$67,365).

**12. NET INCOME PER SHARE**

The computations for basic and diluted net income per share are as follows:

	<b>Three months ended March 31, 2018</b>	<b>Three months ended March 31, 2017</b>
Net income for the period	\$ 24,372	\$ 169,169
Weighted average number of common and restricted shares outstanding, basic	114,281,318	113,739,649
Effect of dilutive securities – share-based payments	897,154	1,609,906
Weighted average number of common and restricted shares outstanding, Diluted	115,178,472	115,349,555
Net income per share, basic	\$ 0.00	\$ 0.00
Net income per share, diluted	\$ 0.00	\$ 0.00

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**13. OPERATING SEGMENT INFORMATION**

The Company evaluates operational performance based on two reportable operating segments. Prodigy's technology services provider, Prodigy Labs, provides clients with consulting services for strategy, design, project management, application development, staff augmentation and services related to Prodigy's business platforms. Prodigy is also a venture builder. This segment (the "Venture Builder") is creating new business platforms and applications in many of the highest growth technology segments: mobile, video, secure identity, voice, blockchain, payments, augment reality and artificial intelligence. The Venture Builder's business platforms and applications are or will be designed to deliver B2B, B2C, P2P (Peer to Peer) and IoT (Internet of Things) capabilities.

The Company's Chief Executive Officer, the chief operating decision maker ("CODM"), evaluates performance, makes operating decisions and allocates resources based on financial data consistent with the segmented reporting in these consolidated financial statements. The accounting policies of the segments are the same as those described in Note 2.

An analysis of the Company's revenue and expenses by segment is presented below for the three months ended March 31, 2018 and 2017. Over 97% of the Company's revenue was received from Canadian customers.

	Three months ended March 31, 2018			Three months ended March 31, 2017		
	Prodigy Labs	Venture Builder	Total	Prodigy Labs	Venture Builder	Total
<b>Revenue</b>	\$ 3,568,622	\$ -	\$ 3,568,622	\$ 3,063,066	\$ 242	\$ 3,063,308
<b>Direct costs</b>	2,670,701	-	2,670,701	2,070,106	3,818	2,073,924
<b>Gross profit (loss)</b>	897,921	-	897,921	992,960	(3,576)	989,384
<b>Expenses:</b>						
Advertising and promotion	11,506	1,361	12,867	5,812	1,608	7,420
Compensation	329,694	38,994	368,688	286,666	34,802	321,468
Computer	14,620	14,493	29,113	11,063	16,234	27,297
Depreciation	5,178	612	5,790	3,994	485	4,479
Finance costs	234	27	261	2,827	343	3,170
Office and general	2,411	285	2,696	1,325	869	2,194
Professional fees	44,523	5,266	49,789	68,887	8,363	77,250
Rent and occupancy	10,118	20,236	30,354	3,551	10,654	14,205
Research and development	-	352,830	352,830	-	255,933	255,933
Share-based compensation	-	-	-	12,958	1,574	14,532
Telecommunications	1,878	222	2,100	1,832	222	2,054
Travel	7,896	934	8,830	20,374	2,474	22,848
	428,058	435,260	863,318	419,289	333,561	752,850
Net income (loss) before income taxes	469,863	(435,260)	34,603	573,671	(337,137)	236,534
Income taxes (recovery)	138,937	(128,706)	10,231	163,382	(96,017)	67,365
<b>Net income (loss) and comprehensive income (loss) for the period</b>	<b>\$ 330,926</b>	<b>\$ (306,554)</b>	<b>\$ 24,372</b>	<b>\$ 410,289</b>	<b>\$ (241,120)</b>	<b>\$ 169,169</b>

Total segment assets and total segment liabilities are not measures used by the CODM to assess performance and to make resource allocation decisions.

#### **14. COMMITMENTS**

The Company has entered into a seventeen-month lease agreement effective May 2017. The future minimum annual base rent on office premises under existing operating leases is:

2018	\$ 26,863
	\$ 26,863

#### **15. SUBSEQUENT EVENTS**

On April 2<sup>nd</sup>, 2018, the Company announced the appointment of Mr. Jeff Watts as President and Mr. Pierre Roberge, as Chief Technology Officer & Senior Vice-President Solutions and Ventures. Mr. Tom Beckerman, will remain as Chief Executive Officer and Director of the Company. Mr. Roberge replaces Hussein Vastani, Prodigy's former Chief Technology Officer, who has left the company to pursue his interests in the field of artificial intelligence and machine learning.

In connection with the appointments, Mr. Roberge has been granted 345,000 incentive stock options, which will vest in 12 equal monthly instalments over 12 months beginning on April 30, 2018, each exercisable into one common share at a price of \$0.175 per share for a period of two years from each vesting date. Mr. Watts has been granted 245,000 incentive stock options all of which will vest on March 31, 2019 each exercisable into one common share at a price of \$0.175 per share until March 31, 2021. The options are subject to the terms of the Company's Option Plan and the policies of the TSX Venture Exchange.

On May 1<sup>st</sup>, 2018, Prodigy announced the appointment of Mr. Anatol von Hahn to the Company's advisory board.