# QUARTERLY FINANCIAL REPORT

Pursuant to Rule 15c2-(11)(a)(5)

For

# CABLECLIX (USA), INC.

**2308 Middle Road**
**Winchester, VA 22601**

## For the Quarter Ended July 31, 2015

Further data to comply with the Basic Disclosure Guidelines

Federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 ("Exchange Act") as well as Rule 144 of the Securities Act of 1933 ("Securities Act"), and state Blue Sky laws, require issuers to provide adequate current information to the public markets. With a view to encouraging compliance with these laws, OTC Markets Group has created these OTC Pink Basic Disclosure Guidelines. We use the basic disclosure information provided by OTC Pink companies under these guidelines to designate the appropriate tier in the OTC Pink marketplace: Current, Limited or No Information. OTC Markets Group may require companies with securities designated as Caveat Emptor to make additional disclosures in order to qualify for OTC Pink Current Information tier.

*The Company was previously a shell company; therefore the exemption offered pursuant to Rule 144 is not available. Anyone who purchased securities directly or indirectly from the Company or any of its affiliates in a transaction or chain of transactions not involving a public offering cannot sell such securities in an open market transaction absent a valid exemption from registration.*

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# CABLECLIX (USA), INC.

## QUARTERLY REPORT
### FOR THE PERIOD ENDED JULY 31, 2015

All information contained in this Quarterly Report has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

No dealer, salesman or any other person has been authorized to give any information or to make any representations not contained herein in connection with the Issuer. Any representations not contained herein must not be relied upon as having been made or authorized by the Issuer.

Delivery of this information does not imply that the information contained herein is correct as of any time subsequent to the date of this Quarterly Report.

**ITEM 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSORS**

**CableClix (USA), Inc.** (effective June 16, 2015)

**RainEarth Inc.** (effective on March 27, 2009)

**Gold Rock Resources Inc.** (effective on March 14, 2006)

**ITEM 2. ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES**

Company Headquarters
*As of May 8, 2015:*
2308 Middle Road
Winchester, VA 22601
Phone: 888-421-CLIX
Email: info@cableclix.com

**ITEM 3. SECURITY INFORMATION**

Trading Symbol: **CCLX** (previously "RNER")

CUSIP: **126857101**

The par or stated value of the security:

A. Par or Stated Value of for each class of outstanding securities.

   Par value of Common Stock is $0.00001
   Par value of Preferred Stock is $0.00001

B. Voting Rights, Dividend, Pre-emption Rights, and other matters regarding Common and Preferred Stock.
   Every shareholder of record shall be entitled at every meeting of the shareholders of the Company to one vote for every share of Common Stock standing in its name on the record of the shareholders. There are no pre-emption rights on the Common Stock of the Company.

Shares Authorized and Outstanding:

**As of the quarter ended July 31, 2015:**

| Class | Shares Authorized | Shares Outstanding | Freely Tradable Shares (Float) | Total Number of Shareholders of Record |
|---|---|---|---|---|
| Common | 1,000,000,000 | 52,255,813 | 300,013 | 35 |
| Preferred | 1,000,000,000 | 0 | 0 | 0 |

**Transfer Agent**
Action Stock Transfer Corp*
2469 E Fort Union Blvd, Suite 214
Salt Lake City, UT 84121
Tel: 801-274-1088
Fax: 801-274-1099
*Action Stock Transfer Corp is registered under the Exchange Act

Restrictions on the transfer of any security:
None, except Rule 144 Restrictions.

Describe any trading suspension orders issued by the SEC in the past 12 months:
None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

Effective May 17, 2013, the Company completed a fifty (50) for one (1) reverse split of its issued and outstanding common stock, whereby every fifty (50) shares were converted automatically into one (1) share of our post-reverse stock split common stock. This report reflects the reverse stock split.

On May 8, 2015, the Company and CableClix, Inc., a Nevada corporation, closed on a Share Exchange Agreement whereby 51,000,000 newly issued common shares of the Company were exchanged for 40,000,000 common shares (100%) of CableClix, Inc. and all of its assets. Following the closing, the Company's board of directors and majority of shareholders voted on May 26, 2015 to effectuate a name change to "CableClix (USA), Inc." and symbol change for the Company from "RNER" to "CCLX", which was declared effective in the market by FINRA on June 16, 2015.

## ITEM 4. ISSUANCE HISTORY

Events by the Issuer Resulting in Changes in Total Outstanding Shares for the Past Two Fiscal Years.

To the best knowledge of the present management of the Company, the list identified below identifies all events, in chronological order, that resulted in changes in total shares outstanding by the Company (1) within the two-year period ending on the last day of the Company's most recent fiscal year and (2) since the last day of the Company's most recent fiscal year.

***During the period ended July 31, 2015,*** a total of 51,000,000 restricted common stock shares were issued to the shareholders of CableClix, Inc. pursuant to the closing of the Share Exchange Agreement with CableClix, Inc. as disclosed above.

In January 2015, the Company's board of directors voted to cancel and return to treasury 21,000,000 shares pursuant to the cancellation of an LOI, dated June 2013. The shares were physically cancelled on May 22, 2015.

***Subsequent to the period ended July 31, 2015***, on August 7, 2015, an aggregate of 2,466,667 shares were issued to one shareholder pursuant to the partial conversion of debt owed under a promissory note dated February 1, 2013. The cost basis of the conversion was $3,700.

**During the year ended April 30, 2015,** a total of Nil restricted shares of the Company's common stock were issued.

**During the year ended April 30, 2014,** a total of 21,059,800 restricted shares of the Company's common stock were issued.

On June 10, 2013, 59,800 restricted shares of common stock were issued to PCG pursuant to the Consultancy Services Agreement dated May 1, 2012, as disclosed above.

On June 11, 2013, 5,000,000 restricted shares of common stock were issued to Surya Chandra as an incentive for entering into that certain Consulting Agreement dated April 17, 2013 wherein Mr. Chandra will serve as the Company's President, Director and CEO for a term of three years. The appointment and issuance was approved by a majority of the Company's shareholders.

On June 18, 2013, 16,000,000 restricted shares of common stock were issued to three parties; 10,000,000 of the restricted shares, cost basis $1.00 per share, were issued to one party pursuant to a Letter of Understanding to acquire a property located in Austria. The remaining 6,000,000 restricted shares were issued to two parties as a consulting fee. However, as the Company was not able to value the resort property at the $1.00 per common share it valued the transaction at $0.12 per share, being the closing price of the Company's transaction at June 18, 2013.

## ITEM 5. FINANCIAL STATEMENTS

Financial statements containing the balance sheet, statement of operations, statement of changes in stockholders' equity, and notes to the financials for quarter are attached to this report (*see* Exhibit 1, page 11) and are herein incorporated by reference.

## ITEM 6. ISSUER'S BUSINESS, PRODUCTS, AND SERVICES

Date and State of Incorporation

The Company as incorporated in the State of Nevada on March 14, 2006.

Issuers Fiscal Year End Date

The Issuer's fiscal year end is April 30.

Primary and Secondary SIC Codes

Primary SIC Code: 1040

Description of the Issuer's Business Operations as of the date of this report

CableClix (USA), Inc. (the "Company" or "CableClix") (www.cableclix.com) is a video streaming and caching company bringing local High Definition Over-the-Air (OTA) network broadcasts, Free-to-Air (FTA) signals, and paid premium content over private networks owned by Internet Service Providers (ISPs) directly to the customers of ISPs. CableClix.com provides high speed, high definition, live, DVR, and video-on-demand services to subscribers in their local viewing area. CableClix has developed an innovative platform that ensures delivery of local affiliate content to the intended metropolitan broadcast area, while allowing customers the flexibility to watch television on a variety of devices. CableClix bridges the gaps between video content, local broadcast affiliates, internet service providers and end users, and brings high definition video to even the most rural locations.

CableClix,Inc., a Nevada corporation, was formed in 2013 to be a leading provider of high definition streaming television over broadband connections. On May 8, 2015, the Company and CableClix, Inc., closed on a Share Exchange Agreement whereby 51,000,000 newly issued common shares of the Company were exchanged for 40,000,000 common shares (100%) of CableClix, Inc. and all of its assets. Thus, the business of CableClix, Inc. became the business of the Company. Our goals remain as they were at our inception in 2013, to deliver quality television programming in high and ultrahigh definition, including local network content, directly to the local consumer, on nearly any device, at any time. CableClix is different from others that have attempted to deliver similar services in the past because we create partnerships with the national networks, local affiliates, and local ISP's. Commonly referred to as television rebroadcasting, the concept is often one-sided in nature and ultimately the end consumer is left to pay significant monthly subscription fees for a plethora of channels that go mostly unwatched. Concurrently, local broadcast affiliates feel the ever increasing pressure of internet-based streaming services often broadcasting the same content and diminishing the relevance of traditional TV viewing. CableClix's founders believed there was an opportunity to bridge the gap between the network and affiliate interests, and at the same time, give the consumers what they are clearly asking for: the convenience of watching their favorite shows any time, unaltered, and without a barrage of irrelevant marketing and advertisement.

Another important aspect of CableClix's approach to streaming television is our appreciation for the local ISP's, especially the Wireless ISP's (WISPs). All ISP's have experienced the pressure of needing to increase upstream bandwidth to support the growing popularity of streaming video. The cost of these increases in bandwidth are either passed on to the end customer, or in competitive markets, taken directly from the bottom line. WISPs in particular tend to serve customers in rural areas, and while are still part of a given metropolitan broad cast area, are unable to receive local broadcasts without a satellite connection due to line of sight or distance from transmitters. In nearly all of those cases, cable is not an option for those customers due to the unavailability of the required infrastructure. CableClix's founder and owner/operator of a WISP understood this problem firsthand, which triggered the desire to solve this growing TV viewing conundrum:

How can we deliver high definition, local and premium television to the public, especially rural customers, while simultaneously relieving bandwidth strain on ISPs, in a manner that protects and enforces the local broadcast area boundaries and respects the intellectual property of the networks and production houses?

CableClix is committed to the development and continual enhancement of products and services that deliver the programming that consumers want affordably and reliably. We achieve this using best-of-breed technologies, innovative people, and a customer-centric underpinning woven into everything we do. We respect the ownership, talent, and effort that goes into developing the news, entertainment, and other intellectual property that we stream, and always respect and enforce the boundaries of metropolitan broadcast areas. We value our partnerships with ISP's and constantly seek out new ways to optimize their network resources to ensure the best customer experience. We are excited to be a part of the transformation of traditional viewing to the next generation of customized streaming TV.

Principal Products or Services, and their Markets

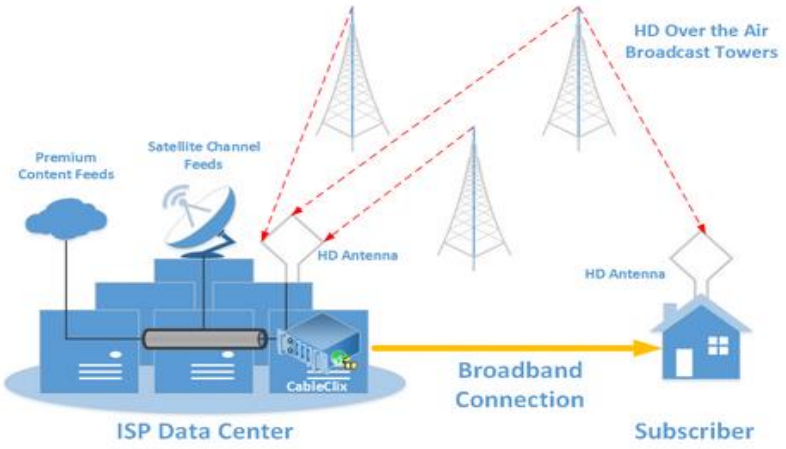
**Intelligent Video Delivery**

The CableClix Intelligent Video Delivery and Cloud DVR solution brings all local channels (including High Definition and Ultra High 4K) within a given metropolitan broadcast area and up to one hundred additional satellite and premium channels to subscribers. CableClix proprietary technology first determines which channels should be present at a given location and then decides whether to feed those channels to the subscriber from the OTA broadcast (if available) or to stream the channels live from our equipment from the nearest CableClix Content and Caching Server. CableClix Intelligent Video Delivery eliminates "dark spots" and other obstacles that keep viewers from enjoying high definition over-the-air broadcasts.

*How it works:*

- CableClix set top box determines what network channels should be available at the subscriber's location and scans for availability of those channels over the air (OTA)
- Any channel that cannot be received at the subscriber location via OTA transmission is transparently fed to the subscriber over broadband from the CableClix streaming server located at the subscriber's ISP
- CableClix lists all available network and satellite channels, as well as any premium content subscriptions through a unified channel / program browser
- Subscribers have the option to watch live programming or stream previously recorded content from the CableClix cloud DVR at a later time

- CableClix™ Intelligent Video Delivery




**Content Caching and Distribution**

CableClix provides high capacity caching servers optimized for today's High Definition and Ultra High Definition media-rich internet experience. Built upon a high performance, late model compute and storage platform, CableClix caching servers deliver reliable caching for high definition video content including 4K. Content caching servers from CableClix enable frequently accessed, high bandwidth content to be placed closer to your customers ensuring the highest quality user experiences at any resolution.

***Features:***

- Current model server and storage subsystems
- Lightweight operating environment and caching engine
- Storage is optimized for throughput and resiliency
- Revenue sharing model for data center operators and ISP's

***Advantages:***

- Reliable platforms ensure highly available content
- Efficient caching engines keep content served under the most congested conditions
- Detailed caching reports provide valuable intelligence on content usage and demographics
- Consistent revenue stream for data center operators and ISPs

**CableClix for WISPs (Wireless Internet Service Providers)**

CableClix provides a comprehensive television package with over 60 channels of high definition programming including local channels for Wireless Internet Service Provider customers. Often located in rural areas where over-the-air programming cannot be accessed, and where cable TV providers lack infrastructure, CableClix enables WISPs with a powerful television and cloud DVR solution with revenue sharing. The CableClix solution for WISPs includes our powerful caching technology which locally stores and streams popular high-bandwidth content to the viewer from the WISP network, reducing the ever increasing need for upstream bandwidth.

***Features:***

- Comprehensive channel lineup including local networks, popular cable channels including movies, sports, and news, as well as international programming
- Powerful caching engines for bandwidth-intensive media collocated in your data center
- Predictable bandwidth usage for video services on the customer-facing side of your network
- Revenue sharing opportunity with CableClix based on number of subscribers to video services

***Advantages:***

- Ability to offer valuable high definition television and DVR services to WISP customers
- Significantly reduces requirement for upstream bandwidth to support popular streaming video demands
- More accurate capacity planning capabilities for upstream and downstream bandwidth
- Revenue sharing opportunity effectively subsidizes your monthly upstream bandwidth costs

**CableClix Rural Broadband and Video Enablement**

The placement of CableClix content caching, distribution, and delivery platforms throughout the rural USA brings high definition video, including the newest 4K video technology, to businesses and households on the fringes of all metropolitan broadcast areas. Today there are millions of end customers that cannot receive local broadcast content due to geographic constraints and a lack of line of site to transmission infrastructure. By collocating our platforms on the wireless internet infrastructure (towers) in those regions, CableClix ensures that all customers can receive television from their metropolitan area affiliates. This drives the expansion of broadband into rural areas and empowers rural ISPs to offer an additional value-add service to their existing customer bases.

***Features:***

- Patent-pending technology to ensure delivery of broadcast area-specific network programming
- Weatherized video delivery and caching equipment for tower based installation
- Dedicated frequencies for video transmission available in select markets (3.65Ghz & 5Ghz)
- Revenue sharing model for rural ISP's and tower operators

***Advantages:***

- Programming is restricted to the intended metropolitan broadcast area
- Flexible, compact equipment footprint allows for physical placement in close proximity to users
- Gives WISPs the option to deliver video over dedicated frequencies instead of local networks
- Shared revenue model provides an additional steady income stream from each tower / WISP data center

## ITEM 7. NATURE AND EXTENT OF ISSUER'S FACILITIES

The Company's principal operations are located at our business office at 2308 Middle Road, Winchester, VA 22601. The Company feels this space adequately meets the needs of the Company and it is not anticipated that expanded facilities will be needed in the near future.

The Company does not have any property or interests that tantamount to property ownership. The Company does not have any plants or other property nor does it lease any assets, properties or facilities other than the rights associated with the mineral claim discussed above.

## ITEM 8. OFFICERS, DIRECTORS, AND CONTROL PERSONS

### A. Officers and Directors as at July 31, 2015

| Name | Position |
|---|---|
| Kristopher Domich [(1)]<br>2308 Middle Road<br>Winchester, VA 22601 | President, Principal Executive Officer, Principal Financial Officer, and Director |
| Mark Bayliss[(1)]<br>2308 Middle Road<br>Winchester, VA 22601 | Treasurer and Director |
| Gregory Steinke[(2)]<br>2308 Middle Road<br>Winchester, VA 22601 | Secretary and Director |

[(1)] On May 8, 2015, Mr. Chandra resigned from all positions with the Company and appointed Mr. Kristopher Domich as President, CEO, CFO, and Director, and appointed Mr. Mark Bayliss as Treasurer and Director of the Company.

[(2)] Gregory Steinke was appointed as Secretary and Treasurer of the Company effective January 2, 2015.

**B. Involvement in Certain Legal Proceedings**

None of the officers, directors, promoters or control persons of the Issuer have been involved in the past five (5) years in any of the following:

(1) A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and minor offenses);

(2) The entry of an order, judgment, or decree, not subsequently reverse, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities or bank activities;

(3) A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

(4) The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

**C. Beneficial Owners**

The following table sets forth, as of July 31, 2015, the number of shares of post reverse-split Common Stock owned of record and beneficially by executive officers, directors and persons who holds 5% or more of the outstanding Common Stock of the company. Also included are the shares held by all executive officers and directors as a group.

As of July 31, 2015, there were 52,255,813 shares of common stock outstanding. Percentage of ownership as disclosed below is based on 52,255,813 shares outstanding.

| Name and Address | Shares Owned | Percentage of Shares Owned |
|---|---|---|
| Kristopher Domich<br>2308 Middle Road<br>Winchester, VA 22601 | 20,370,000 | 38.98% |
| Mark Bayliss<br>2308 Middle Road<br>Winchester, VA 22601 | 20,370,000 | 38.98% |
| Gregory Steinke<br>2308 Middle Road<br>Winchester, VA 22601 | 10,260,000[(4)] | 19.63% |
| **Total Shares owned by Beneficial Owners** | 51,000,000 | 97.59% |

**ITEM 9. THIRD PARTY PROVIDERS**

Legal Counsel

**Zouvas & Associates LLP**
3990 Old Town Avenue, Suite C 102
San Diego, CA 92110
Phone: (619) 688-1116

Accountant or Auditor

**Roland Vetter**
189 Talisman Ave.
Vancouver, BC V5Y 2L6
Phone: (604) 871-9031

Public Relations Consultant

None

Investor Relations Consultant

None

Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure documentation.

None

**ITEM 10. ISSUER CERTIFICATION**

I, Kristopher Domich, certify that:

1. I have reviewed this Quarterly Disclosure Statement of CableClix (USA), Inc. (fka RainEarth Inc.);

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which the statements were made, not misleading with respect to the period covered by this disclosure statement and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: September 14, 2015

*/s/Kristopher Domich*

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Kristopher Domich
President, Principal Financial Officer, and Principal Executive Officer

**EXHIBIT 1**

# CABLECLIX (USA), INC.

**(Formerly RainEarth Inc.)**
**Quarterly Financial Statements**
**For the Period Ended July 31, 2015**
**(Unaudited)**

NOTICE TO READER

The accompanying unaudited financial statements of **CableClix (USA), Inc.** (the "Company") have been prepared by in accordance with US GAAP by persons with sufficient financial skills. No review has been performed by an independent auditor for these financial statements.

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

# CableClix (USA), Inc

**(Formerly RainEarth Inc.)**

## Consolidated Balance Sheets

**(Expressed in US Dollars)**

**(Unaudited)**

| | July 31, 2015 | April 30, 2015 |
|---|---|---|
| **ASSETS** | | |
| **Current Assets** | | |
| Cash | $ 2,775 | $ 43 |
| **Total Current Assets** | 2,775 | 43 |
| | | |
| **Investment in Resort** | - | 1,200,000 |
| Other assets | 1,000 | 1,000 |
| | | |
| **Fixed Assets** | 6,435 | |
| | | |
| **Total Assets** | $ 10,210 | $ 1,201,043 |
| | | |
| **LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)** | | |
| **Current Liabilities** | | |
| Accounts payable and accrued liabilities | $ 228,439 | $ 77,472 |
| Due to related parties | 49,325 | 49,325 |
| Loans Payable | 147,987 | 147,987 |
| Convertible Notes | 210,000 | 70,000 |
| **Total current liabilities** | 635,751 | 274,784 |
| | | |
| **Stockholders' Equity** | | |
| Preferred stock, $0.00001 par value; authorized 1,000,000,000 shares, | | |
| Common stock, $0.00001 par value; authorized 1,000,000,000 shares, | | |
| Issued and outstanding: 52,255,800 April 30, 2015: 22,255,813) common stock | 523 | 332 |
| Committed to be issued: Nil (April 30, 2015: 317,545 shares | - | 3 |
| Additional paid-in capital | 1,643,227 | 3,393,305 |
| Deficit accumulated during the development stage | (2,269,290) | $ (2,537,380) |
| **Total stockholders' equity (deficit)** | (625,540) | 856,260 |
| **Total Liabilities and Stockholders' Equity** | $ 10,210 | $ 1,131,043 |
| | | |
| **See notes to financial statements.** | | |

**CableClix (USA), Inc**

(Formerly RainEarth Inc.)

**Consolidated Statements of Operations**

**(Expressed in US Dollars)**

**(Unaudited)**

| | Quarter Ended July 31, 2015 | Year Ended April 30, 2015 |
|---|---|---|
| **Revenues** | $ - | $ - |
| **Expenses** | | |
| Finders Fees | - | 720,000 |
| General and administrative | 1,247 | 2,180 |
| Legal Fees | 6,015 | |
| Professional fees | 150,000 | 642,979 |
| Total Costs and Expenses | 157,262 | 1,365,160 |
| **Net Loss** | (157,262) | (1,365,160) |
| **Net Loss per share** | (0.01) | (0.06) |
| Basic and diluted | 29,755,800 | 22,255,800 |

**See notes to financial statements.**

**CableClix (USA), Inc**

(Formerly RainEarth Inc.)

**Consolidated Statements of Stockholders' Equity (Deficit)**

**For the first quarter ended July 31, 2015**

**(Expressed in US Dollars)**

**(Unaudited)**

| | Common Stock | | | | Additional Paid | Deficit Accumulated | Total Stockholders' |
|---|---|---|---|---|---|---|---|
| | Issued and Outstanding | | Committed to be issued | | in Capital | During the | Equity |
| | Shares | $0.00001 Par Value | Shares | $0.00001 Par Value | | Development Stage | (Deficit) |
| Net loss | — | — | — | — | — | (63,092) | (63,092) |
| **Balance, April 30, 2012** | 1,040,000 | 10 | — | — | 795,125 | (954,434) | (159,598) |
| | | | | | | | |
| Common stock committed issued | | | | | | | |
| in connection with consulting agreement | 156,000 | 2 | | | 78,778 | 0 | 78,780 |
| Common stock committed to be issued | | | | | | | |
| in connection with consulting agreement | 59,800 | 1 | 0 | 0 | 14,949 | — | 14,949 |
| Donated services and rent | — | — | — | — | 9,000 | — | 9,000 |
| Net loss | — | — | — | — | — | (155,290) | (155,290) |
| **Balance,April 30, 2013** | 1,255,800 | $ 13 | 0 | $ 0 | $ 897,852 | $ (1,109,724) | $ (212,159) |
| Donated services and rent | | | | | 0 | | |
| Common stock issued | | | | | | | |
| in connection with consulting agreement | 5,000,000 | 50 | 110 | | (549,840) | — | 549,790 |
| Common stock committed to be issued | | | | | | | |
| in connection with consulting agreement | 0 | 0 | 257,745 | 3 | 25,772 | — | 25,775 |
| Common stock issued | | | | | | | |
| for Investment in Resort Project | 16,000,000 | 160 | | | 1,919,840 | | 1,920,000 |
| Net loss | | | | | - | (1,365,177) | (1,365,177) |
| **Balance, April 30, 2014** | 22,255,800 | 223 | 257,855 | 3 | 2,293,624 | (2,474,901) | 918,229 |
| Net loss | | | | | | 362,871 | 362,871 |
| **Balance, April 30, 2015** | 22,255,800 | 223 | 257,855 | 3 | 2,293,624 | (2,112,029) | 1,281,101 |
| | | | | | | | |
| Common stock taken back to treasury | | | | | | | |
| for Investment in Resort Project rescinded | (16,000,000) | (160.00) | | | (1,199,840) | | (1,200,000) |
| Common stock taken back to treasury | | | | | | | |
| for reversal of consulting fees | (5,000,000) | (50.00) | | (3) | (549,837) | | (549,890) |
| Common Stock issued | | | | | | | |
| for Acquisition of perivate company in reverse take over | 51,000,000 | 510.00 | | | | | 510 |
| Net loss | | | | | | (157,262) | (157,262) |
| **Balance, July 31, 2015** | 52,255,800 | 523 | 257,855 | 0 | 1,643,227 | (2,269,291) | (625,541) |

**See notes to financial statements.**

**CableClix (USA), Inc**

(Formerly RainEarth Inc.)

**Consolidated Statements of Cash Flows**

**(Expressed in US Dollars)**

(Unaudited)

| | Quarter Ended July 31 2015 | Year Ended April 30 2015 |
|---|---|---|
| **Cash Flows from Operating Activities** | | |
| Net loss | $ (157,262) | $ (62,500) |
| Changes in operating assets and liabilities | | |
| Accounts payable and accrued liabilities | 153,559 | 61,936 |
| **Net cash provided by (used for) operating activities** | (3,702) | (564) |
| **Cash Flows from Investing Activities** | | |
| Fixed Assets acquired | 6435 | |
| Mineral claim acquisition costs incurred | - | - |
| **Net cash provided by (used for) investing activities** | 6,435 | - |
| **Cash Flows from Financing Activities** | | |
| Proceeds from loans and convertible notes | | - |
| Proceeds from issuance of common stock for investment | | |
| Proceeds from sales of common stock | - | - |
| **Net cash provided by (used for) financing activities** | - | - |
| **Increase (decrease) in cash** | 2,733 | (564) |
| **Cash, beginning of period** | 43 | 606 |
| **Cash, end of period** | $ 2,775 | $ 43 |
| **Supplemental disclosures of cash flow information:** | | |
| Interest paid | $ - | $ - |
| Income taxes paid | $ - | $ - |
| **Non-Cash investing and financing activities:** | | |
| Cancellation of common stock in connection with cancelling resort project | (1,200,000) | |
| Cancellation of common stock in connection with consulting agreement | $ (549,890) | $ - |

**See notes to financial statements.**

# CableClix (USA), Inc.

(Formerly RainEarth Inc.)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**For the First Quarter ended July 31, 2015**

Note 1. Organization and Business Operations

CableClix (USA), Inc., formerly known as RainEarth Inc., (the "Company") was incorporated in the State of Nevada on March 14, 2006 under the name of Gold Rock Resources Inc. In April 2006 (see Note 4), the Company acquired a mineral claim in British Columbia, Canada; the claim was forfeited April 19, 2009. On March 25, 2009 (see Note 5), the Company entered into a Business Cooperation Agreement with Beijing RainEarth Technology Co. Ltd. ("Beijing RainEarth") to jointly conduct a Hollow Fiber Membrane Materials application and manufacturing business. On March 27, 2009, the Company changed its name to RainEarth Inc. In August 2010 (see Note 5), the Business Cooperation Agreement was terminated. In June, 2013 the Company entered into a letter of Intent to acquire an interest in an Austrian Resort enterprise for which it issued 10,000, 000 common stock, plus a further 6,000,000 common stock as a finder's fee.

On July 11, 2008, the Company effected a 10 for 1 forward stock split of its common stock. On May 17, 2013, the Company effected a 1 for 50 reverse stock split of its common stock. The financial statements have been retroactively adjusted to reflect this stock split.

On May 8, 2015, the Company and CableClix, Inc., a Nevada corporation, closed on a Share Exchange Agreement whereby 51,000,000 newly issued common shares of the Company were exchanged for 40,000,000 common shares (100%) of CableClix, Inc. and all of its assets. Following the Share Exchange, the Company's name was changed to CableClix (USA), Inc. and the Company is continuing the business of CableClix, Inc., focusing on video streaming and caching, providing high speed, high definition, live, DVR, and video-on-demand services to subscribers in their local viewing area.

The financial statements have been prepared on a going concern basis, which implies that the Company will continue to realize its assets and discharge its liabilities in the normal course of business. At July 31, 2015, the Company had cash of $2,7750 and negative working capital of $631,976 for the first quarter ended July 31, 2015, the Company had net losses of $157,262 and a loss of $1,365,160 for the April 30, 2015 year end. These factors raise substantial doubt as to the Company's ability to continue as a going concern. The Company plans to raise additional capital and achieve profitable operations through future business ventures. However, there is no assurance that the Company will accomplish these objectives. The 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.

Note 2. Summary of Significant Accounting Policies

a) Basis of Presentation

These consolidated financial statements and related notes are presented in accordance with accounting principles generally accepted in the United States, and are expressed in U.S. dollars.

b) Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

c) Basic and Diluted Net income (Loss) Per Share

The Company computes net income (loss) per share in accordance with Accounting Standards Codification ("ASC") Topic 260, "*Earnings per Share*". ASC Topic 260 requires presentation of both basic and diluted earnings per share (EPS) on the face of the income statement. Basic EPS is computed by dividing net income (loss) available to common shareholders (numerator) by the weighted average number of shares outstanding (denominator) during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period using the treasury stock method and convertible preferred stock using the if-converted method. In computing Diluted EPS, the average stock price for the period is used in determining the number of shares assumed to be purchased from the exercise of stock options or warrants. Diluted EPS excludes all dilutive potential shares if their effect is antidilutive.

d) Comprehensive Loss

ASC Topic 220, "Comprehensive Income," establishes standards for the reporting and display of comprehensive loss and its components in the financial statements. For the quarter ended July 31, 2015 and for the period of March 14, 2006 (inception) to July 31, 2015, except for net loss, the Company had no items that represent comprehensive income (loss) and, therefore, has not included a schedule of comprehensive income (loss) in the financial statements.

e) Cash and Cash Equivalents

The Company considers all highly liquid instruments with a maturity of three months or less at the time of issuance to be cash equivalents.

f) Financial Instruments

The fair values of financial instruments, which include cash, accounts payable and accrued liabilities and due to related party, approximate their carrying values due to the immediate or short-term maturity of these financial instruments. The Company's operations are outside the United States which results in exposure to market risks from changes in foreign currency rates. The financial risk is the risk to the Company's operations that arise from fluctuations in foreign exchange rates and the degree of volatility of these rates. Currently, the Company does not use derivative instruments to reduce its exposure to foreign currency risk.

g) Income Taxes

Potential benefits of income tax losses are not recognized in the accounts until realization is more likely than not. The Company has adopted ASC Topic 740, "Income Taxes", as of its inception. Pursuant to ASC Topic 740, the Company is required to compute tax asset benefits for net operating losses carried forward. Potential benefit of net operating losses have not been recognized in these financial statements because the Company cannot be assured it is more likely than not it will utilize the net operating losses carried forward in future years.

h) Foreign Currency Translation

The Company's functional and reporting currency is the United States dollar. Monetary assets and liabilities denominated in foreign currencies are translated in accordance with ASC Topic 830, "Foreign Currency Matters", using the exchange rate prevailing at the balance sheet date. Gains and losses arising on settlement of foreign currency denominated transactions or balances are included in the determination of income. Foreign currency transactions are primarily undertaken in Canadian dollars. The Company has not, to the date of these financials statements, entered into derivative instruments to offset the impact of foreign currency fluctuations.

Note 3. Related Party Balances/Transactions

At July 31, 2015, the Company is indebted to a former director of the Company (who resigned September 4, 2008) for $45,021 and to a current director for $4,304. Both liabilities are non-interest bearing, unsecured and due on demand.

Note 4. Accounts payable and Accrued Liabilities.

| | July 31, 2015 | April 30, 2015 |
|---|---|---|
| Presidents Corporate Group Corp. ("PCG") | $ 65,516 | $ 65,516 |
| Above the Best Consulting | 68,149 | 68,149 |
| Michael T. Studer CPA P.C. | 8,832 | 8,832 |
| Other | 4,975 | 4,975 |
| Total | $ 147,472 | $ 147,472 |

Note 5. Convertible Note.

The Company has one outstanding convertible debenture dated February 1, 2013 for $70,000, bearing interest at 6% per annum which may be converted into common shares at $0.0015 per share. See subsequent events note.

On May 1, 2015, the Company entered into two Convertible Promissory Notes for $70,000 each that bear interest at 10% per annum, due on May 1, 2017 which are convertible into common stock shares at a conversion price of $0.15 per share, at the option of the note holder.

Note 6. Preferred Stock - Terms and Conditions

The preferred stock may be divided into, and issued, in series. The Board of Directors of the Company is authorized to divide the authorized shares of preferred stock into one or more series, each of which shall be so designated as to distinguish the shares thereof from the shares of all other series and classes. The Board of Directors of the Company is authorized, within any limitations prescribed by law and this Article, to fix and determine the designations, rights, qualifications, preferences, limitations and terms of the shares of any series of preferred stock including but not limited to the following:

a) The rate of dividend, the time of payment of dividends, whether dividends are cumulative, and the date from which any dividends shall accrue;
b) Whether shares may be redeemed, and, if so, the redemption price and the terms and conditions of redemption;
c) The amount payable upon shares in the event of voluntary or involuntary liquidation;
d) Sinking fund or other provisions, if any, for the redemption or purchase of shares;
e) The terms and conditions on which shares may be converted, if the shares of any series are issued with the privilege of conversion;
f) Voting powers, if any, provided that if any of the preferred stock or series thereof shall have voting rights, such preferred stock or series shall vote only on a share for share basis with the common stock on any matter, including but not limited to the election of directors, for which such preferred stock or series has such rights; and,
g) Subject to the foregoing, such other terms, qualifications, privileges, limitations, options, restrictions, and special or relative rights and preferences, if any, of shares or such series as the Board of Directors of the Company may, at the time so acting, lawfully fix and determine under the laws of the State of Nevada.

The Company shall not declare, pay or set apart for payment any dividend or other distribution (unless payable solely in shares of common stock or other class of stock junior to the preferred stock as to dividends or upon liquidation) in respect of common stock, or other class of stock junior to the preferred stock, nor shall it redeem,

purchase or otherwise acquire for consideration shares of any of the foregoing, unless dividends, if any, payable to holders of preferred stock for the current period (and in the case of cumulative dividends, if any, for all past periods) have been paid, are being paid or have been set aside for payments. In the event of the liquidation of the Company, holders of preferred stock shall be entitled to receive, before any payment or distribution on the common stock or any other class of stock junior to the preferred stock upon liquidation, a distribution per share in the amount of the liquidation preference, if any, fixed or determined in accordance with the terms of such preferred stock plus, if so provided in such terms, an amount per share equal to accumulated and unpaid dividends in respect of such preferred stock (whether or not earned or declared) to the date of such distribution. Neither the sale, lease nor exchange of all or substantially all of the property and assets of the Company, nor any consolidation or merger of the Company, shall be deemed to be a liquidation for the purposes of these terms and conditions.

Note 6. Income Taxes

| The Components of the net Deferred Taxation are: | | |
|---|---|---|
| | 30 April , 2015 | 30 April, 2014 |
| Net Loss since inception | 3,053,401 | 2,490,228 |
| Less stock based Compensation | (119,502) | (119,502) |
| Less donated rent and Services | (64,125) | (64,125) |
| Less Finders Fee for Investment | (720,000) | (720,000) |
| Less Amortization of Beijing Investment | (640,000) | (640,000) |
| Net Operating loss carry forward | 1,509,774 | 946,601 |
| Statutory Tax Rate | 34% | 34% |
| Deferred Tax asset at Statutory tax rate | 513,323 | 321,844 |

| | | |
|---|---|---|
| At April 30, 2014 the net operating loss carried forward is | | 1,509,774 |
| Which Expires as follows | 2026 | 18,050 |
| | 2027 | 21,490 |
| | 2028 | 25,510 |
| | 2029 | 41,358 |
| | 2030 | 58,513 |
| | 2031 | 40,296 |
| | 2032 | 54,092 |
| | 2033 | 52,560 |
| | 2034 | 4,757 |
| | 2035 | 191,479 |
| | | 508,105 |

This is pursuant to ASC 740 "Income Taxes", in which the Company is required to compute the tax benefits of the net operating loss carried forward that have not been recognized in the AFS into future years.

Current United States income tax laws limit the amount of loss available to offset against future taxable income when a substantial change in ownership occurs. Therefore, the amount available to offset future taxable income may be limited.

Note 7. Subsequent Events

On August 8, 2014, $3,700 of the convertible note dated February 1, 2013, was converted into 2,466,667 shares by an assignee of the note holder.

**END NOTES TO FINANCIALS**