3TL Technologies Corp.

(Formerly KCO Capital Inc.)

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Three and Nine Months Ended September 30, 2015

(Unaudited and Expressed in Canadian Dollars)

NOTICE OF NO AUDITOR REVIEW OF CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Pursuant to National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators, 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 condensed interim financial statements for the three and nine months ended September 30, 2015 and 2014 have been prepared by the management in accordance with International Financial Reporting Standards and approved by the Board of Directors of the Company. These condensed consolidated interim financial statements have not been reviewed by the Company's independent auditors.

3TL Technologies Corp.
(Formerly KCO Capital Inc.)
Condensed Consolidated Interim Statements of Financial Position
(Unaudited - Expressed in Canadian Dollars)

	September 30, 2015	December 31, 2014
	$	$
ASSETS		
CURRENT		
Cash	**483,950**	1,923,151
Accounts receivable	**57,825**	6,691
Prepayments and other assets (Note 14)	**91,007**	104,332
Current assets	**632,782**	2,034,174
NON-CURRENT		
Equipment (Note 7)	**13,810**	14,885
Total assets	**646,592**	2,049,059
LIABILITIES		
CURRENT		
Accounts payable and other liabilities (Note 12)	**211,308**	165,292
Deferred revenue	**14,567**	16,183
	225,875	181,475
NON-CURRENT		
Due to related parties (Note 9)	**71,402**	70,794
Total liabilities	**297,277**	252,269
SHAREHOLDERS' EQUITY		
Share capital (Note 8)	**7,616,675**	7,160,995
Share-based payment reserve (Note 8 and 9)	**2,257,882**	1,947,356
Deficit	**(9,525,242)**	(7,311,561)
Total shareholders' equity	**349,315**	1,796,790
Total shareholders' equity and liabilities	**646,592**	2,049,059

Commitments (Note 9 and 14)

Approved on behalf of the Board

"Robert Craig"	*"David Raffa"*
Director	Director

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

3TL Technologies Corp.
(Formerly KCO Capital Inc.)
Condensed Consolidated Interim Statements of Loss and Comprehensive Loss
(Unaudited - Expressed in Canadian Dollars)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2015	2014	**2015**	2014
	$	$	**$**	$
Revenue	**34,991**	120,097	**270,935**	243,997
Cost of sales (Note 13)	**48,921**	106,194	**215,377**	175,140
Gross profit (loss)	**(13,930)**	13,903	**55,558**	68,857
Operating expenses				
General and administrative (Note 13)	**360,324**	185,843	**1,151,484**	420,998
Sales and marketing (Note 13)	**148,641**	168,527	**541,412**	395,051
Research and development (Note 13)	**113,269**	83,734	**492,633**	267,342
Share-based payments (Note 8)	**14,229**	40,340	**107,506**	333,719
Depreciation (Note 7)	**1,610**	3,300	**4,830**	5,116
Total operating expenses	**638,073**	481,744	**2,297,865**	1,422,226
Operating loss	**(652,003)**	(467,841)	**(2,242,307)**	(1,353,369)
Other items:				
Interest income (expenses)	**(4)**	(48,354)	**285**	(101,066)
Foreign exchange gain/(loss)	**18,512**	8,904	**28,341**	(1,016)
	(633,495)	(507,291)	**(2,213,681)**	(1,455,451)
Net and comprehensive loss	**(633,495)**	(507,291)	**(2,213,681)**	(1,455,451)
Loss per share				
Loss per share – basic and diluted	**$(0.01)**	$(0.05)	**$(0.03)**	$(0.15)
Weighted average number of common shares outstanding				
- basic and diluted	**73,136,090**	10,000,000	**71,884,524**	10,000,000

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

3TL Technologies Corp.
(Formerly KCO Capital Inc.)
Condensed Consolidated Interim Statements of Changes in Shareholders' Equity
(Unaudited - Expressed in Canadian Dollars)

	Number of Shares	Share Capital	Share-based Payment Reserve	Deficit	Total
		$	**$**	**$**	**$**
Balance as at December 31, 2013	10,000,000	775,075	1,081,856	(2,121,861)	(264,930)
Share-based compensation	-	-	333,719	-	333,719
Net and comprehensive loss	-	-	-	(1,455,451)	(1,455,451)
Balance as at September 30, 2014	10,000,000	775,075	1,415,575	(3,577,312)	(1,386,662)
Balance as at December 31, 2014	71,194,960	7,160,995	1,947,356	(7,311,561)	1,796,790
Issuance of shares for cash	3,500,000	502,600	-	-	502,600
Share issuance costs - cash	-	(49,000)	-	-	(49,000)
Share issuance costs - finder's warrants	-	(13,800)	-	-	(13,800)
Options exercised (Note 8)	77,000	15,880	(8,180)	-	7,700
Share-based compensation (Note 8)	-	-	107,506	-	107,506
Issuance of share purchase warrants (Note 8)	-	-	211,200	-	211,200
Net and comprehensive loss (Note 8)	-	-	-	(2,213,681)	(2,213,681)
Balance as at September 30, 2015	**74,771,960**	**7,616,675**	**2,257,882**	**(9,525,242)**	**349,315**

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

3TL Technologies Corp.
(Formerly KCO Capital Inc.)
Condensed Consolidated Interim Statements of Cash Flows
(Unaudited - Expressed in Canadian Dollars)

	Nine Months Ended September 30,	
	2015	2014
	$	$
Cash flows from operating activities:		
Loss of the period	**(2,213,681)**	(1,455,451)
Items not affecting cash:		
Depreciation	**4,830**	5116
Share-based compensation	**107,506**	333,719
Accretion on convertible debt	**-**	28175
Changes in non-cash working capital (Note 11)	**6,591**	(55,582)
Net cash flow from operating activities	**(2,094,754)**	(1,144,023)
Cash flows from investing activity:		
Acquisition of equipment	**(3,755)**	(10,095)
Net cash flow from investing activity	**(3,755)**	(10,095)
Cash flows from financing activities:		
Convertible debenture	**-**	1,001,336
Short-term loan	**-**	178,998
Net changes in related-party loan	**608**	68,112
Options exercised for cash (Note 8)	**7,700**	-
Shares issued for cash (Note 8)	**700,000**	-
Share issuance costs (Note 8)	**(49,000)**	-
Net cash flow from financing activities	**659,308**	1,248,446
INCREASE (DECREASE) CASH	**(1,439,201)**	94,328
CASH - BEGINNING OF PERIOD	**1,923,151**	-
CASH - END OF PERIOD	**483,950**	94,328

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

1. CORPORATE INFORMATION

3TL Technologies Corp. (the "Company" or "3TL Technologies") is a technology company operating in the consumer internet advertising sector and is a provider of consumer digital and social media engagement, data mining and loyalty solutions. In 2014, the Company launched Platform³ as a commercial product. Platform³ is a proprietary suite of digital applications that provides brands with a single digital marketing, data mining and reward platform to engage consumers on the web or mobile phone through digital and social channels. Platform³'s features enable brands to engage consumers, facilitate friend-to-friend sharing, collect and analyze data to determine which consumers are most valuable based on their level of engagement with a brand on social media, and incentivize and reward their most valuable consumers. Customers access Platform³ through a cloud-based software as a service subscription model.

The head and registered office of the Company is located at 422 Richards Street, Suite 160, Vancouver, BC, V6B 2Z4. The Company is listed on the TSX Venture Exchange (TSX-V) under the symbol 'TTM'.

3TL Technologies was incorporated under the Business Corporations Act of British Columbia on July 29, 2011 under the name of KCO Capital Inc. On August 1, 2012, the Company completed its initial public offering and became a Capital Pool Company in order to negotiate an acquisition or participation in a business (the "Qualifying Transaction"). On October 30, 2014, 3TL Technologies completed its Qualifying Transaction by acquiring 3 Tier Logic Inc. ("3 Tier Logic") through an acquisition of 100% of the shares of 3 Tier Logic (the "Acquisition").

2. STATEMENT OF COMPLIANCE AND BASIS OF PRESENTATION

a. Statement of compliance

The condensed consolidated interim financial statements of 3TL Technologies for the three and nine months ended September 30, 2015 are prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB") and interpretations of the IFRS Interpretations Committee ("IFRIC") applicable to the preparation of interim financial statements, including IAS 34 *Interim Financial Reporting*.

These unaudited condensed consolidated interim financial statements do not include all the information and notes required by IFRS for annual financial statements and therefore should be read in conjunction with the Company's audited annual financial statements and notes as at and for the year ended December 31, 2014.

These condensed consolidated interim financial statements were approved and authorized for issue by the Board of Directors on November 30, 2015.

b. Acquisition of 3 Tier Logic Inc. – recapitalization (reverse takeover)

On October 30, 2014, the Company acquired a 100% ownership in 3 Tier Logic by issuing 36,000,000 common shares to the shareholders of 3 Tier Logic. For accounting purposes, this acquisition is accounted for as a RTO and a recapitalization of KCO Capital Inc. because the acquisition resulted in the former shareholders of 3 Tier Logic. having control of the combined entity.

Accounting for the acquisition as a reverse takeover result in the following:

(i) The condensed consolidated interim financial statements of the combined entities are issued as the financial statements of the legal parent, KCO Capital Inc., but are considered a continuation of the financial statements of the legal subsidiary, 3 Tier Logic.

(ii) Since 3 Tier Logic. is deemed to be the acquirer for accounting purposes, its assets and liabilities are included in the financial statements at their historical carrying values.

(Unaudited - Expressed in Canadian Dollars)

(iii) In connection with the acquisition, the former shareholders of KCO Capital Inc. retained 13,195,064 common shares of the Company, 700,000 stock options exercisable at $0.10 and 445,000 warrants exercisable at $0.10.

(iv) The number of shares issued in the consolidated entity is that of 3TL Technologies plus the shares issued to acquire 3 Tier Logic. The dollar amount of the issued share capital in the consolidated statement of financial position immediately prior to acquisition is the dollar value of 3 Tier Logic's issued capital plus the value of the shares issued by 3TL Technologies to acquire 3 Tier Logic. The deficit of KCO Capital Inc. up to the date of acquisition is eliminated.

(v) Change of fiscal year end from May 31 to December 31 to coincide with the fiscal year end of 3 Tier Logic.

(vi) The stock exchange listing expense of $1,040,913 is comprised of the fair value of shares, options and warrants of the Company retained by the former shareholders of KCO Capital Inc. netted against the net assets of KCO Capital Inc. as at October 30, 2014. The fair value of shares, options and warrants of the Company is determined as follows:

(a) $1,319,506 representing the fair value of the shares of KCO Capital Inc. The common shares was measured at $0.10 per share, based on the fair value of the common shares on October 30, 2014.
(b) $41,750 representing the fair value of the stock options of KCO Capital Inc. The fair value of the stock options was based on an application of the Black-Scholes Option Pricing Model, using the following assumptions: a share price of $0.10 per share, an average volatility of 95%, an average annual risk free interest rate of 1.03%, no dividends and an expected remaining useful life of 3 years.
(c) $20,903 representing the fair value of the warrants of KCO Capital Inc. The fair value of the warrants was based on an application of the Black-Scholes Option Pricing Model, using the following assumptions: a share price of $0.10 per share, an average volatility of 95%, an average annual risk free interest rate of 1.03%, no dividends, and expected remaining useful life of 1.70 years.

The fair value of all the consideration given up and charged to stock exchange listing expense was comprised of:

	$
Outstanding common shares of KCO Capital Inc. (iii)	1,319,506
Outstanding stock options of KCO Capital Inc. (iii)	41,750
Outstanding warrants of KCO Capital Inc. (iii)	20,903
Total	1,382,159
Cash	171,723
Prepaid expenses and other assets	380,795
Trade payables and other liabilities	(211,272)
Net assets of KCO Capital Inc.	341,246
Stock exchange listing expense	1,040,913
Total	1,382,159

c. Basis of consolidation and going concern

The condensed consolidated interim financial statements include the accounts of 3 Tier Logic for the three and nine months ended September 30, 2015 and 2014 and those of 3TL Technologies (formerly KCO Capital Inc.) from the date of the RTO on October 30, 2014. These condensed consolidated interim financial statements have been prepared on a going concern basis, which assumes that the Company will continue operations for the foreseeable future and will be able to realize its assets and discharge its obligations in the normal course of operations. These condensed consolidated interim financial statements do not include any adjustments to the amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue as a going concern. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, and prior operating results. During the nine months ended September 30, 2015, the Company incurred a net and comprehensive loss of $2,213,681 (nine months ended September 30, 2014 - $1,455,451) and has an accumulated deficit at September 30, 2015 of $9,525,242 (December 31, 2014 - $7,311,561). The Company's ability to continue its operations will depend upon, but not be limited to, obtaining additional financing and generating revenues sufficient to cover its operating costs. These uncertainties cast significant doubt about the Company’s ability to continue as a going concern.

Management is of the opinion that it will be in a position to raise ongoing financing as needed; however, there is no certainty that these and other strategies will be sufficient to permit the Company to continue as a going concern.

d. Basis of measurement

These condensed consolidated interim financial statements have been prepared on the historical cost basis, except for where IFRS requires recognition at fair value.

Certain figures for the prior year have been reclassified to conform to the current presentation.

e. Functional and presentation currency

These condensed consolidated interim financial statements are presented in Canadian dollars, which is the functional currency of the Company.

f. Significant estimates and assumptions

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. The preparation of the financial statements also requires management to exercise judgment in the process of applying the accounting policies.

On an on-going basis, management evaluates its estimates and assumptions in relation to assets, liabilities and expenses. Management uses historical experience and various other factors it believes to be reasonable under the given circumstances, as the basis for its estimates and assumptions. Revisions to accounting estimates are recognized prospectively from the period in which the estimates are revised. Actual outcomes may differ from those estimates under different assumptions and conditions.

Estimates and assumptions where there is significant risk of material adjustments to assets and liabilities in future accounting periods include the impairment and useful lives of equipment, allowance for doubtful accounts, fair value measurements for financial instruments, share-based payments, and the recoverability and measurement of deferred tax assets.

g. Significant judgments

The preparation of financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying to accounting policies. The most significant judgments in applying the Company's financial statements include:

(i) Going concern – The evaluation of the Company's ability to continue as a going concern, to raise additional financing in order to cover its operating expenses and its obligations for the upcoming year requires significant judgment based on past experience and other assumptions including the probability that future events are considered reasonable according to the circumstances.

(ii) Revenue recognition – The Company derives revenues from several sources. Significant management judgements must be made in connection with and determination of the revenue to be recognized.

(iii) Share-based payments - The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, number of awards that will eventually vest, volatility, dividend yield and forfeiture rate and making assumptions about them. Expected volatility is estimated by considering historic average share price volatility of the Company and comparable companies for periods that exceeds the Company's trading.

3. SIGNIFICANT ACCOUNTING POLICIES

All significant accounting policies have been applied on a basis consistent with those applied in the most recent audited annual consolidated financial statements. The policies applied in these condensed consolidated interim financial statements are based on IFRS issued and outstanding as at the date the Board of Directors approved and authorized to issue these condensed consolidated interim financial statements.

4. ADOPTION OF NEW ACCOUNTING STANDARDS

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or IFRIC that are mandatory for fiscal periods beginning January 1, 2016 or later. The standards are described in the Company's annual consolidated financial statements for the year ended December 31, 2014 and are used in these condensed consolidated interim financial statements.

5. CAPITAL MANAGEMENT

The Company's objective is to maintain a strong capital base so as to maintain customer, supplier, investor, creditor, and market confidence and to sustain future development of the business and increase shareholder value through organic growth and strategic acquisitions. As of September 30, 2015, the Company's capital was $349,315 (December 31, 2014 – $1,796,790) and is defined by the Company as shareholders' equity. The Company's management believes it could issue new shares or raise new debt, increased sales, improve existing products and develop new products to maintain or strengthen its capital structure.

There were no changes in the Company's approach to capital management during the current period.

The Company is not subject to any externally imposed capital requirements.

6. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT

a. Financial instruments

The fair value of the Company's financial assets and liabilities approximate their carrying value due to their short-term nature.

The Company's financial assets and liabilities are classified and measured as follows:

Asset/Liability	Category	Measurement
Cash	Fair value through profit or loss	Fair value
Accounts receivable	Loans and receivables	Amortized cost
Trade payables	Other financial liability	Amortized cost
Due to related parties	Other financial liability	Amortized cost

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

- Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities
- Level 2 – inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – inputs that are not based on observable market data.

As at September 30, 2015, the Company measures its cash at fair value on a reporting period basis using Level 1 indicators. The fair value of cash is determined by reference to non-restricted funds available to the Company.

During the period ended September 30, 2015, there were no transfers between Level 1, Level 2, and Level 3 classified assets and liabilities.

b. Financial instrument risk exposure and management

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Liquidity risk
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. The Company manages its liquidity risk through budgeting, ongoing management and forecasting of operating cash flows, reviews of trade receivables, management of cash, and use of equity financings when appropriate. The Company believes that it will generate sufficient funds from operations and financing activities to cover the expected short and long term cash requirements.

Currency risk
Currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company's functional and reporting currency is the Canadian dollar. The Company's exposure to foreign currency risk is primarily related to fluctuations in the value of the Canadian dollar relative to the United States dollar ("USD") as some of the Company's revenues and expenses are in USD. To limit the impact of fluctuations of the Canadian dollar over the foreign currencies, the Company matches, in general and when

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possible, the cash receipts in a foreign currency with the cash disbursements in the same foreign currency. The Company does not use derivative financial instruments to cover the variability of cash flows in foreign currencies.

Credit risk
Credit risk is the risk of a loss if a counterparty to a financial instrument fails to meet its contractual obligations. Trade receivables are the most significant financial instrument that is exposed to credit risk. The Company provides credit to its customers in the normal course of operations. To minimize this risk, the Company grants credit to creditworthy customers and requires a portion of payment in advance. The Company believes that its exposure to credit risk is low, at present, due to a small number of customers. The maximum exposure to loss arising from trade receivables is equal to their total carrying amounts.

Market risk
Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. Management does not believe that the Company is exposed to any material market risk.

7. EQUIPMENT

	Computer Equipment			Furniture and Equipment			
	Cost	Accumulated Depreciation	Net Book Value	Cost	Accumulated Depreciation	Net Book Value	Total
	$	$	$	$	$	$	$
Balance at December 31, 2013	29,164	(28,054)	1,110	20,779	(11,144)	9,635	10,745
Additions	11,689	-	11,689	-	-	-	11,689
Depreciation	-	(5,782)	(5,782)	-	(1,767)	(1,767)	(7,549)
Balance at December 31, 2014	40,853	(33,836)	7,017	20,779	(12,911)	7,868	14,885
Additions	3,755	-	3,755	-	-	-	3,755
Depreciation	-	(3,650)	(3,650)	-	(1,180)	(1,180)	(4,830)
Balance at September 30, 2015	44,608	(37,486)	7,122	20,779	(14,091)	6,688	13,810

8. SHARE CAPITAL

a. Authorized share capital:

Unlimited common shares, voting, with no par value.

b. Changes in issued share capital

The issuance of shares on October 30, 2014 as part of the Acquisition is described in Note 2.

Concurrent with the Acquisition described in Note 2, the Company completed a brokered private placement financing of 11,682,600 common shares at $0.25 per share for gross proceeds of $2,920,650. In connection with the private placement, the Company paid finder's fees of $353,188 and issued 934,608 agent's warrants. The agent's warrants were allocated a fair value of $117,930. The fair value of the agent's warrants was calculated using the Black-Scholes Option Pricing Model using the following assumptions: risk free rate of 1.03%, expected life of 2 years, volatility of 95% and no expected dividends. The agent's warrants are exercisable at $0.25 until October 30, 2016.

During the year ended December 31, 2014, the Company issued convertible debentures (the "Debentures") for gross proceeds of $1,015,000. The Debentures were interest bearing at 12% annually for the first year and 15% annually thereafter. In connection with the Debentures, the Company paid share issuance costs of $13,664, which were recorded in general and administrative operating expenses and recorded $32,319 in accretion on the Debentures. The Debentures were convertible into common shares of KCO Capital Inc. at a conversion price of $0.10 per share. Upon closing of the Acquisition on October 30, 2014, the Debentures were converted into 10,150,000 common shares of the Company at a fair value of $0.25 per common share. As a result, a loss of $1,503,845 was recognized upon conversion of the Debentures.

During the year ended December 31, 2014, 167,296 common shares were issued from the exercise of warrants for gross proceeds of $16,729. These warrants were previously issued by KCO Capital Inc. Therefore, the Company has not reallocated any amounts to share capital, based on the residual method.

During the nine months ended September 30, 2015, 77,000 common shares were issued from the exercise of options for gross proceeds of $7,700.

On August 12, 2015, the Company closed a non-brokered private placement of 3,500,000 units of the Company at $0.20 per Unit for gross proceeds of $700,000 and issued 3,500,000 common shares of the Company. Each Unit consists of one common share in the capital of the Company and one share purchase warrant.

c. Share-based payment reserve

The share-based payment reserve records items recognized as share-based compensation expense and the fair value of warrants issued based on the residual method. At the time that the stock options or warrants are exercised, the corresponding amount is reallocated to share capital.

d. Escrow shares

As at September 30, 2015, the Company has 27,555,000 of its shares held in escrow. Of this amount, the common shares will be released as follows on these dates: 3,343,000 on November 7, 2015, 3,343,000 on May 7, 2016, 4,698,000 on November 7, 2016, 4,698,000 on May 7, 2017, and 11,473,000 on November 7, 2017.

e. Restricted Share Unit Plan

At the annual general and special meeting of shareholders of the Company held on June 15, 2015, shareholders approved and ratified the adoption by the Company of a restricted share unit plan (the "RSU Plan"). The RSU Plan was designed to provide certain directors, officers, other key employees and consultants of the Company and its related entities with the opportunity to acquire restricted share units ("RSUs") of the Company in order to enable them to participate in the long-term success of the Company and to promote a greater alignment of their interests with the interests of the shareholders. The Compensation Committee (or such other committee the Board may appoint) is responsible for administering the RSU Plan. The RSU Plan allows the Company to grant RSUs, under and subject to the terms and conditions of the RSU Plan, which may be exercised to purchase up to a maximum of 4,000,000 Shares.

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f. Share option plan

At the annual general and special meeting of shareholders of the Company held on June 15, 2015, shareholders approved and ratified the adoption by the Company of a fixed share option plan (the “Fixed Share Option Plan”). Under the Fixed Share Option Plan, a total of 9,100,000 common shares of the Company are reserved for share incentive options (“Options”) to be granted at the discretion of the Company to its directors, officers, employees, management company employees, consultants or company consultants. The previous 10% rolling share option plan dated April 23, 2012 has been terminated and replaced with the fixed maximum number Fixed Share Option Plan.

g. Stock options

The fair value of stock options is recognized as share-based compensation accounted for over the period of the options and the related credit is included in share-based payment reserve.

As of October 30, 2014, all former 700,000 stock options of KCO Capital Inc. continued to be stock options of the Company.

Summary of the Company’s stock options:

	Number	Weighted average exercise price
		$
December 31, 2013	5,180,000	0.20
Cancelled	(5,180,000)	0.20
KCO Capital Inc. stock options	700,000	0.10
Granted	6,005,000	0.26
December 31, 2014	6,705,000	0.24
Cancelled	(1,870,000)	0.25
Exercised	(77,000)	0.10
Granted	150,000	0.25
Granted	50,000	0.20
September 30, 2015	4,958,000	0.25

On July 15, 2015, the Company granted 50,000 options with a fair value of $6,500 to the Chief Financial Officer of the Company. During the three months ended September 30, 2015, $3,710 was recognized as share-based compensation. These options are vested on a quarterly basis over one year with exercise price of $0.20 and expire on July 15, 2020.

On April 15, 2015, the Company granted 150,000 options with a fair value of $19,500 to certain employees. During the three and nine months ended September 30, 2015, $3,637 and $8,923 were recognized as share-based compensation. These options are vested on a daily basis over 3 years with exercise price of $0.25 and expire on April 15, 2020.

During the year ended December 31, 2014, the Company granted 6,005,000 stock options with a fair value of $747,570. In the nine months ended September 30, 2015, 1,870,000 options were cancelled. During the three and nine months ended September 30, 2015, $6,882 and $100,159 was recognized as share-based compensation.

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The following weighted average assumptions were used in calculating the fair value of stock options granted during the period ended September 30, 2015 and the year ended December 31, 2014 using the Black-Scholes Option Pricing Model.

	July 15, 2015	April 15, 2015	December 31, 2014
Risk-free interest rate	0.68%	0.77%	1.53%
Expected life	5 years	5 years	5 years
Expected volatility	91%	99%	103%
Dividend rate	0%	0%	0%
Average share price at date of grant	$0.19	$0.19	$0.19

The table below summarizes information on stock options:

Outstanding options	Weighted average remaining contractual life (years)	Weighted average exercise price	Exercisable options
		$	
623,000	2.07	0.10	623,000
1,150,000	4.10	0.25	1,150,000
2,985,000	4.10	0.26	2,295,050
150,000	4.55	0.25	23,014
50,000	4.79	0.20	-
4,958,000	3.87	0.24	4,091,064

Subsequent to September 30, 2015, the Company granted 1,700,000 options to certain employees and consultants. These options have an exercise price of $0.15, with various vesting periods from upon grant to daily over a three year period, and expiry dates of November 3, 2016 to November 3, 2020.

h. Warrants

As of September 30, 2015, all former 277,704 warrants of KCO Capital Inc., net of the 167,296 warrants exercised previously, continued to be warrants of the Company.

On August 12, 2015, the Company issued 3,500,000 share purchase warrants and 245,000 broker warrants as part of the finders' fee. Each Warrant entitles the holder to purchase one additional common share in the capital of the Company at a price of $0.20 per Warrant Share for a period of 18 months from the closing of the private placement. The Company is entitled to accelerate the expiry date of the share purchase warrants to the date that is 30 days following the date a news release is issued announcing the accelerated expiry date in the event that the volume weighted average price of the Shares has been equal to or greater than $0.30 for any five consecutive trading days after four months and one day after closing of the private placement.

(Unaudited - Expressed in Canadian Dollars)

Summary of the Company's warrants:

	Number	Weighted average exercise price
		$
December 31, 2013	-	-
KCO Capital Inc. warrants	445,000	0.10
Exercised	(167,296)	0.10
Granted	934,608	0.25
December 31, 2014	1,212,312	0.22
Finder's warrants	245,000	0.20
Share purchase warrants	3,500,000	0.20
September 30, 2015	4,957,312	0.20

The table below summarizes information on warrants:

Outstanding warrants	Weighted average remaining contractual life (years)	Weighted average exercise price
		$
277,704	0.78	0.10
934,608	1.08	0.25
3,745,000	1.37	0.20
4,957,312	0.25	0.20

9. RELATED PARTY TRANSACTIONS

During the periods ended September 30, 2015 and 2014, compensation of key management personnel and related parties were as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2015	2014	2015	2014
	$	$	$	$
Key management personnel remuneration and benefits	93,500	148,631	361,000	310,131
Directors' fees	40,000	-	120,000	-
Stock based payments	15,562	18,401	33,328	271,998
Total	149,062	167,032	514,328	582,129

The remuneration, fees and short-term benefits were allocated to cost of sales, general and administrative, and research and development expenses.

(Unaudited - Expressed in Canadian Dollars)

Key management personnel remuneration and benefits include salaries paid to Chief Executive Officer and Chief Technology Officer of the Company and consulting fees paid to Chief Financial Officer of the Company. The employment agreements with Chief Executive Officer and Chief Technology Officer and the consulting agreement with Chief Financial Officer have been ratified by the Board of Directors are reviewed periodically.

The Company has also entered into consulting agreements with two directors who provide corporate advisory services to the Company. The fees paid under these two consulting agreements have been included in the directors' fees. These two directors do not receive any additional cash compensation as directors of the Company.

On July 15, 2015, the Company granted 50,000 options with a fair value of $6,500 to the Chief Financial Officer of the Company. (Note 8(g))

The stock based payments are the value of options that are granted to directors and officer and vested during the interim periods

As at September 30, 2015, $71,402 (December 31, 2014 - $70,794) was due to related parties. The amounts are non-interest bearing and unsecured. On August 29, 2014, the Company entered into debt settlement agreements with the related parties, whereby the Company will pay the outstanding amount of $70,794 within a 24-month period. The amounts are non-interest bearing and unsecured.

10. SEGMENTED INFORMATION

The Company operates in one reportable operating segment. The summarized financial information for the revenue derived by geographic segment is as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2015	2014	2015	2014
	$	$	$	$
Canada	10,291	33,730	38,792	125,500
United States	24,700	86,367	232,143	118,497
Total revenues	34,991	120,097	270,935	243,997

During the nine months ended September 30, 2015, a total of $36,792 (2014 - $96,500) related to revenue from a single customer (2014 – 3) based in Canada and a total of $183,739 (2014 - $57,610) related to revenue from one (2014 – 1) customer based in the USA. Revenue from each of these customers constituted more than 10% of total revenues.

11. CASH FLOWS

	Nine months ended September 30,	
Net changes in working capital items:	2015	2014
	$	$
Accounts receivable	(51,134)	(14,762)
Prepaid and other assets	13,325	894
Work in progress	-	(6,403)
Trade payables and other liabilities	46,016	(90,907)

(Unaudited - Expressed in Canadian Dollars)

Deferred revenue	(1,616)	(18,284)
Interest payable	-	73,880
Total	6,591	(55,582)

12. TRADE PAYABLES AND OTHER LIABILITIES

	September 30, 2015	December 31, 2014
	$	$
Trade payables	70,261	116,550
Accrued liabilities	83,057	20,000
Other payable	57,990	28,742
Total	211,308	165,292

13. OPERATING EXPENSES

The following table presents the Company's operating expenses by nature for the year:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2015	2014	2015	2014
Cost of sales	$	$	$	$
Consulting fees	1,147	50,229	1,147	58,616
Wages & salaries	17,432	21,589	81,800	32,814
Hosting and other overhead	30,342	29,994	132,430	79,162
Advertising re-sold to customers	-	4,382	-	4548
	48,921	106,194	215,377	175,140
General and administrative				
Consulting fees	42,486	108,730	108,430	206,968
Wages and salaries	192,124	-	570,144	-
Professional fees	50,276	42,790	178,130	135,590
Office and insurance	35,140	30,398	98,807	70,932
Supplies and other overhead	40,298	1,453	195,383	2,706
Penalties and interest	-	2,311	590	2,843
Bad debt	-	161	-	1,959
	360,324	185,843	1,151,484	420,998
Sales and marketing				
Consulting fees	104,455	74,439	333,069	221,870
Wages and salaries	19,140	56,712	99,892	89,504
Travel and entertainment	1,185	23,770	57,314	62,615
Advertising and licenses	23,861	13,606	51,137	21,062
	148,641	168,527	541,412	395,051

(Unaudited - Expressed in Canadian Dollars)

Research and development				
Salary and consulting	113,269	143743	492,633	327351
SR&ED tax credit	-	(60,009)	-	(60,009)
	113,269	83,734	492,633	267,342
Share-based compensation	14,229	40,340	107,506	333,719

14. COMMITMENT

On November 1, 2014, the Company entered into a consulting agreement (the "Consulting Agreement") for corporate advisory services. The Company paid an initial corporate advisory fee of $60,000 upon signing the Consulting Agreement (paid, of which $5,000 is recorded in prepaid and other assets at September 30, 2015) and are obligated to pay a further $60,000, as $5,000 per month, over a 12-month period. The Company will also pay 5%-10%, or other percentage that is agreed upon by both parties, as a finder's fee (the "finder's fee") for successful financing. The Consulting Agreement may be terminated at any time with 14 day notice. To September 30, 2015, the Company is not obligated to pay a finder's fee. Subsequent to September 30, 2015, the Consulting Agreement was cancelled.

15. SUBSEQUENT EVENTS

a. Subsequent to September 30, 2015, the Company's common shares was approved to trade on the OTCQB Venture Market as of October 27, 2015 under the symbol "TTMZF".

b. Subsequent to September 30, 2015, the Company granted 1,700,000 options to certain employees and consultants. These options have an exercise price of $0.15, with various vesting periods from upon grant to daily over a three-year period, and expiry dates of November 3, 2016 to November 3, 2020.

c. On November 5, 2015, the Company filed a preliminary short form prospectus with the securities regulatory authorities in the provinces of British Columbia, Alberta and Ontario in connection with an offering (the "Offering"), on a commercially reasonable efforts basis, of units (the "Units"), at a price to be determined in the context of the market (the "Offering Price"), to raise estimated gross proceeds of up to $2,000,000. Each Unit will consist of one common share and one-half of one common share purchase warrant (each a "Warrant"). Each whole Warrant will entitle the holder to purchase one additional common share for a period of 24 months from the date of closing of the Offering at a price yet to be determined. Global Securities Corporation (the "Agent") has agreed to act as agent in connection with the Offering. The Company will pay a cash commission to the Agent of 8% of the gross proceeds raised under the Offering and will issue agent's options entitling the Agent to purchase that number of common shares of the Company equal to 8% of the total number of Units sold under the Offering at the Offering Price, including those issued pursuant to the exercise of the over-allotment option, for a period of 24 months after the closing of the Offering.