Form 5

QUARTERLY LISTING STATEMENT

Name of CSE Issuer: **RESAAS Services Inc.** (the "Issuer").

Trading Symbol: **RSS**

This Quarterly Listing Statement must be posted on or before the day on which the Issuer's unaudited interim financial statements are to be filed under the *Securities* Act, or, if no interim statements are required to be filed for the quarter, within 60 days of the end of the Issuer's first, second and third fiscal quarters. This statement is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by the Exchange Policies. If material information became known and was reported during the preceding quarter to which this statement relates, management is encouraged to also make reference in this statement to the material information, the news release date and the posting date on the Exchange website.

General Instructions

(a) Prepare this Quarterly Listing Statement using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the following items must be in narrative form. When the answer to any item is negative or not applicable to the Issuer, state it in a sentence. The title to each item must precede the answer.

(b) The term "Issuer" includes the Listed Issuer and any of its subsidiaries.

(c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

There are three schedules which must be attached to this report as follows:

SCHEDULE A: FINANCIAL STATEMENTS

See the Issuer's financial statements for the interim period ended June 30, 2015 attached as Schedule A.

Financial statements are required as follows:

For the first, second and third financial quarters interim financial statements prepared in accordance with the requirements under Ontario securities law must be attached.

If the Issuer is exempt from filing certain interim financial statements, give the date of the exempting order.

SCHEDULE B: SUPPLEMENTARY INFORMATION

The supplementary information set out below must be provided when not included in Schedule A .

1. Related party transactions

All related party transactions have been disclosed in the Issuer's financial statements for the interim period ended June 30, 2015 attached as Schedule A.

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

(a) A description of the relationship between the transacting parties. Be as precise as possible in this description of the relationship. Terms such as affiliate, associate or related company without further clarifying details are not sufficient.

(b) A description of the transaction(s), including those for which no amount has been recorded.

(c) The recorded amount of the transactions classified by financial statement category.

(d) The amounts due to or from Related Persons and the terms and conditions relating thereto.

(e) Contractual obligations with Related Persons, separate from other contractual obligations.

(f) Contingencies involving Related Persons, separate from other contingencies.

2. Summary of securities issued and options granted during the period.

All securities issued and options granted by the Issuer have been disclosed in notes to the Issuer's financial statements for the interim period ended June 30, 2015 attached as Schedule A.

Provide the following information for the period beginning on the date of the last Listing Statement (Form 2A):

(a) summary of securities issued during the period,

Date of Issue	Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid

(b) summary of options granted during the period,

Date	Number	Name of Optionee if Related Person and relationship	Generic description of other Optionees	Exercise Price	Expiry Date	Market Price on date of Grant

3. **Summary of securities as at the end of the reporting period.**

A summary of securities has been provided in the financial statements for the interim period ended June 30, 2015.

Provide the following information in tabular format as at the end of the reporting period:

(a) description of authorized share capital including number of shares for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,

(b) number and recorded value for shares issued and outstanding,

(c) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and

(d) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

4. **List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.**

Name of Director	Position(s) Held
Cory Brandolini	Chief Executive Officer, Chair, and Director
Cameron Shippit	Chief Financial Officer, Secretary and Director
Thomas Rossiter	President and Director
Michael St. Hilaire	Chief Revenue Officer
Danielle Sissons	Vice President of Communications
Marwan Haddad	Chief Technical Officer, Vice President of Engineering
Ceilidh MacLeod	Vice President of Growth
J. Christopher Morgando	Director and Audit Committee Chair
Adrian Barrett	Director

SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS

Provide Interim MD&A if required by applicable securities legislation.

See the Issuer's Management's Discussion and Analysis for the interim period ended June 30, 2015 attached as Schedule C.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Quarterly Listing Statement.

2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.

3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all exchange Requirements (as defined in Exchange Policy 1).

4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated: **August 31, 2015**.

Cameron Shippit
Name of Director or Senior Officer

/s/ "Cameron Shippit"

Signature

CFO and Director
Official Capacity

Issuer Details Name of Issuer **RESAAS Services Inc.**	For Quarter Ended **June 30, 2015**	Date of Report YY/MM/D **15/08/31**
Issuer Address **#303 – 55 Water Street**		
City/Province/Postal Code **Vancouver, BC V6B 1A1**	Issuer Fax No. **None**	Issuer Telephone No. **778.996.9544**
Contact Name **Cameron Shippit**	Contact Position **CFO and Director**	Contact Telephone No. **778.996.9544**
Contact Email Address **cam.shippit@resaas.com**	Web Site Address **http://www.resaas.com/**	

SCHEDULE A

FINANCIAL STATEMENTS

[inserted as following pages]

RESAAS SERVICES INC.

Interim Consolidated Financial Statements

June 30, 2015

(Expressed in Canadian dollars)

(Unaudited)

RESAAS SERVICES INC.
Interim Consolidated Statements of Financial Position
(Expressed in Canadian dollars)

	June 30, 2015 $	December 31, 2014 $
	(Unaudited)	
Assets		
Current assets		
Cash and cash equivalents	4,100,104	4,517,137
Amounts receivable	36,565	41,114
Prepaid expenses	23,211	19,966
Due from related parties (Note 9)	–	176,900
Total current assets	4,159,880	4,755,117
Non-current assets		
Property and equipment (Note 5)	28,896	27,304
Website development costs (Note 6)	989,025	959,656
Intangible assets (Note 7)	36,529	27,655
Total non-current assets	1,054,450	1,014,615
Total assets	5,214,330	5,769,732
Liabilities and Shareholders' Equity		
Current liabilities		
Accounts payable and accrued liabilities	464,434	138,160
Obligations under finance lease (Note 8)	2,189	1,987
Total current liabilities	466,623	140,147
Obligations under finance lease (Note 8)	3,762	4,910
Total liabilities	470,385	145,057
Shareholders' equity		
Common shares	18,917,539	16,204,493
Share-based payment reserve	7,478,272	7,862,638
Deficit	(21,651,866)	(18,442,456)
Total shareholders' equity	4,743,945	5,624,675
Total liabilities and shareholders' equity	5,214,330	5,769,732

Going concern (Note 2(c))
Commitments and contingencies (Note 13)
Subsequent events (Note 15)

Approved and authorized for issuance by the Board of Directors on August 31, 2015:

/s/ "Cory Brandolini" — Cory Brandolini, Director

/s/ "Cam Shippit" — Cam Shippit, Director

(The accompanying notes are an integral part of these interim consolidated financial statements)

RESAAS SERVICES INC.
Interim Consolidated Statements of Comprehensive Loss
(Expressed in Canadian dollars except share amounts)
(Unaudited)

	Three Months Ended June 30, 2015 $	Three Months Ended June 30, 2014 (Restated – Note 4) $	Six Months Ended June 30, 2015 $	Six Months Ended June 30, 2014 (Restated – Note 4) $
Revenue	47,682	2,890	88,731	2,890
Expenses				
Amortization	188,956	301,310	353,846	575,571
Consulting fees	153,211	26,847	191,759	69,278
Filing fees	39,527	24,926	50,184	32,682
Foreign exchange loss	7,328	15,454	12,892	26,832
General and administrative (Note 9)	376,438	310,073	769,005	606,680
Management fees (Note 9)	74,461	63,692	322,027	129,659
Promotion and advertising	239,183	210,419	381,670	413,807
Professional fees	665,624	78,000	1,004,278	156,143
Stock-based compensation (Notes 9 and 12)	30,376	7,281	125,295	1,114,243
Travel	57,034	35,632	98,316	97,467
Total operating expenses	1,832,138	1,073,634	3,309,272	3,222,362
Loss before other income	(1,784,456)	(1,070,744)	(3,220,541)	(3,219,472)
Other income				
Interest income	6,492	4,468	11,131	10,618
Net loss and comprehensive loss for the period	(1,777,964)	(1,066,276)	(3,209,410)	(3,208,854)
Basic and diluted loss per common share	(0.05)	(0.04)	(0.10)	(0.11)
Weighted average number of common shares outstanding	32,651,784	29,545,398	32,347,515	29,492,825

(The accompanying notes are an integral part of these interim consolidated financial statements)

RESAAS SERVICES INC.
Interim Consolidated Statements of Changes in Shareholders' Equity
(Expressed in Canadian dollars except share amounts)
(Unaudited)

	Common Shares Number	Common Shares Amount $	Share-based Payment Reserve $	Shares Issuable $	Deficit $	Total Shareholders' Equity $
Balance, December 31, 2013	29,381,115	11,283,213	4,171,583	–	(10,602,015)	4,852,781
Issuance of common shares pursuant to the exercise of stock options at $1.00 per share	63,250	92,794	(29,544)	–	–	63,250
Issuance of common shares pursuant to the exercise of stock options at $1.10 per share	70,000	131,880	(54,880)	–	–	77,000
Issuance of common shares pursuant to the exercise of stock options at $1.55 per share	80,000	212,912	(88,912)	–	–	124,000
Fair value of stock options granted	–	–	1,289,788	–	–	1,289,788
Shares issuable	–	–	–	2,856,263	–	2,856,263
Net loss	–	–	–	–	(3,208,854)	(3,208,854)
Balance, June 30, 2014 (Restated – Note 4)	**29,594,365**	**11,720,799**	**5,288,035**	**2,856,263**	**(13,810,869)**	**6,054,228**

(The accompanying notes are an integral part of these interim consolidated financial statements)

RESAAS SERVICES INC.

Interim Consolidated Statements of Changes in Shareholders' Equity
(Expressed in Canadian dollars except share amounts)
(Unaudited)

	Common Shares		Share-based Payment Reserve	Shares Issuable	Deficit	Total Shareholders' Equity
	Number	Amount $	$	$	$	$
Balance, December 31, 2014	31,436,268	16,204,493	7,862,638	–	(18,442,456)	5,624,675
Issuance of common shares pursuant to the exercise of stock options at $1.00 per share	255,000	347,514	(92,514)	–	–	255,000
Issuance of common shares pursuant to the exercise of stock options at $1.10 per share	588,000	1,023,016	(376,216)	–	–	646,800
Issuance of common shares pursuant to the exercise of stock options at $1.25 per share	33,750	64,693	(22,506)	–	–	42,187
Issuance of common shares pursuant to the exercise of stock options at $2.35 per share	7,400	31,412	(14,022)	–	–	17,390
Issuance of common shares pursuant to the exercise of warrants at $1.10 per share	92,635	151,671	(49,772)	–	–	101,899
Issuance of common shares pursuant to the exercise of warrants at $1.50 per share	589,827	884,740	–	–	–	884,740
Issuance of common shares pursuant to the exercise of warrants at $3.00 per share	70,000	210,000	–	–	–	210,000
Fair value of stock options granted	–	–	170,664	–	–	170,664
Net loss	–	–	–	–	(3,209,410)	(3,209,410)
Balance, June 30, 2015	**33,072,880**	**18,917,539**	**7,478,272**	**–**	**(21,651,866)**	**4,743,945**

(The accompanying notes are an integral part of these interim consolidated financial statements)

RESAAS SERVICES INC.
Interim Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)
(Unaudited)

	Six Months Ended June 30, 2015 $	Six Months Ended June 30, 2014 (Restated – Note 4) $
Operating activities		
Net loss	(3,209,410)	(3,208,854)
Items not affecting cash:		
Amortization	353,846	575,571
Stock-based compensation	125,295	1,114,243
Changes in non-cash operating working capital:		
Amounts receivable	4,549	4,877
Prepaid expenses	(3,245)	14,472
Accounts payable and accrued liabilities	326,274	(17,880)
Net cash used in operating activities	(2,402,691)	(1,517,571)
Investing activities		
Acquisition of intangible assets	(9,325)	(9,676)
Proceeds from redemption of short-term investments	–	508,477
Purchase of property and equipment	(10,037)	(9,975)
Website development costs	(328,951)	(240,228)
Net cash provided by (used in) investing activities	(348,313)	248,598
Financing activities		
Repayment of finance lease obligations	(946)	–
Proceeds from the exercise of options and warrants	2,158,017	264,250
Due from related parties	176,900	–
Proceeds for shares issuable	–	2,856,263
Net cash provided by financing activities	2,333,971	3,120,513
Increase (decrease) in cash and cash equivalents	(417,033)	1,851,540
Cash and cash equivalents, beginning of period	4,517,137	3,341,649
Cash and cash equivalents, end of period	4,100,104	5,193,189
Cash and cash equivalents is comprised of:		
Amounts held in legal trust account	79,702	14,670
Cash in bank	3,969,614	3,328,801
Cashable guaranteed investment certificates	50,788	1,849,718
Total cash and cash equivalents	4,100,104	5,193,189
Non-cash investing and financing activities:		
Stock compensation capitalized as website development costs	45,368	175,545

(The accompanying notes are an integral part of these interim consolidated financial statements)

1. Corporate Information

RESAAS Services Inc. (the "Company") was incorporated on June 4, 2009 under the Business Corporations Act (British Columbia). The Company is engaged in the development of web and mobile communications software for the real estate industry. The Company's head office is located at Suite 303 – 55 Water Street, Vancouver, British Columbia, Canada, V6B 1A1.

2. Basis of Presentation

(a) Statement of Compliance and Principles of Consolidation

These interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34, *Interim Financial Reporting*. The interim consolidated financial statements should be read in conjunction with the annual consolidated financial statements for the year ended December 31, 2014, which have been prepared in accordance with IFRS as issued by the IASB. The Company uses the same accounting policies and methods of computation as in the annual consolidated financial statements.

These interim consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries, RESAAS USA Inc., a company incorporated in the state of California in 2012, and The Real Estate Social Network Ltd., a company incorporated in the state of Delaware in 2013. All significant intercompany transactions have been eliminated on consolidation.

(b) Basis of Measurement

These interim consolidated financial statements have been prepared on a historical cost basis and are presented in Canadian dollars, which is also the Company's functional currency.

The preparation of these interim consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the period. These estimates are, by their nature, uncertain. The impacts of such estimates are pervasive throughout the financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Significant areas of estimation include:

i) The useful life and recoverability of long-lived assets:

ii) The inputs used in the valuation of share-based payments:

iii) Recognition of deferred income tax assets:

Significant areas of judgment include:

i) Qualification of costs to capitalize as website development costs:

ii) Application of the going concern assumption:

(Expressed in Canadian dollars except shares and options)

2. Basis of Presentation (continued)

(c) Going Concern

These interim consolidated financial statements have been prepared on the going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. As at June 30, 2015, the Company has not generated significant revenues, has negative cash flows from operations, and has an accumulated deficit of $21,651,866. The continued operations of the Company are dependent on its ability to generate future cash flows or obtain additional financing. Management is pursuing equity financing. Management is of the opinion that sufficient working capital will be obtained from external financing to meet the Company's liabilities and commitments as they become due, although there is a risk that additional financing will not be available on a timely basis or on terms acceptable to the Company. These factors, among others, create substantial doubt as to the ability of the Company to continue as a going concern.

These interim consolidated financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and, therefore, be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in these interim consolidated financial statements.

3. Recent Accounting Pronouncements

Certain pronouncements were issued by the IASB or the IFRS Interpretations Committee that are mandatory for annual periods beginning after January 1, 2016 or later periods.

The following new IFRSs that have not been early adopted in these interim consolidated financial statements will not have a material effect on the Company's future results and financial position:

i) IFRS 9, *Financial Instruments* (New; to replace IAS 39 and IFRIC 9)

ii) IFRS 15, *"Revenue from Contracts with Customers"*

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

4. Restatement of Comparatives

The Company has revised comparative figures to include the capitalization of website development costs that were eligible for capitalization but were not capitalized until the third and fourth quarter of 2014. There was no impact on the results for the year ended December 31, 2014.

	For the Three Months Ended June 30, 2014		
Interim Consolidated Statements of Comprehensive Loss	As Previously Stated $	Restatement $	As Adjusted $
Expenses			
Amortization	256,845	44,465	301,310
General and administrative	430,187	(120,114)	310,073
Stock-based compensation	7,281	–	7,281
Total operating expenses	1,149,283	(75,649)	1,073,634
Net Loss before other income	(1,146,393)	75,649	(1,070,744)
Net loss and comprehensive loss for the period	(1,141,925)	75,649	(1,066,276)
Basic and diluted loss per common share	(0.04)	0.00	(0.04)

(Expressed in Canadian dollars except shares and options)

4. Restatement of Comparatives (continued)

	For the Six Months Ended June 30, 2014		
Interim Consolidated Statements of Comprehensive Loss	As Previously Stated $	Restatement $	As Adjusted $
Expenses			
Amortization	512,627	62,944	575,571
General and administrative	846,908	(240,228)	606,680
Stock-based compensation	1,289,788	(175,545)	1,114,243
Total operating expenses	3,575,191	(352,829)	3,222,362
Net Loss before other income	(3,572,301)	352,829	(3,219,472)
Net loss and comprehensive loss for the period	(3,561,683)	352,829	(3,208,854)
Basic and diluted loss per common share	(0.12)	0.01	(0.11)

	For the Six Months Ended June 30, 2014		
Interim Consolidated Statements of Cash Flows	As Previously Stated $	Restatement $	As Adjusted $
Operating Activities			
Net loss	(3,561,683)	352,829	(3,208,854)
Amortization	512,627	62,944	575,571
Stock-based compensation	1,289,788	(175,545)	1,114,243
Net cash used in operating activities	(1,757,799)	240,228	(1,517,571)
Investing Activities			
Website development costs	–	(240,228)	(240,228)
Net cash provided by (used in) investing activities	488,826	(240,228)	248,598

(Expressed in Canadian dollars except shares and options)

5. Property and Equipment

	Furniture $	Computer Equipment Under Finance Lease $	Computer Equipment $	Total $
Cost:				
Balance, December 31, 2014	–	7,144	44,216	51,360
Additions	1,368	–	8,668	10,036
Balance, June 30, 2015	1,368	7,144	52,884	61,396
Accumulated amortization:				
Balance, December 31, 2014	–	–	24,056	24,056
Additions	114	1,949	6,381	8,444
Balance, June 30, 2015	114	1,949	30,437	32,500
Carrying amounts:				
Balance, December 31, 2014	–	7,144	20,160	27,304
Balance, June 30, 2015	1,254	5,195	22,447	28,896

6. Website Development Costs

	$
Cost:	
Balance, December 31, 2014	3,229,777
Additions	374,319
Balance, June 30, 2015	3,604,096
Accumulated amortization:	
Balance, December 31, 2014	2,270,121
Additions	344,950
Balance, June 30, 2015	2,615,071
Carrying amounts:	
Balance, December 31, 2014	959,656
Balance, June 30, 2015	989,025

(Expressed in Canadian dollars except shares and options)

7. Intangible Assets

	Trademarks $
Cost:	
Balance, December 31, 2014	29,164
Additions	9,325
Balance, June 30, 2015	38,489
Accumulated amortization:	
Balance, December 31, 2014	1,509
Additions	451
Balance, June 30, 2015	1,960
Carrying amounts:	
Balance, December 31, 2014	27,655
Balance, June 30, 2015	36,529

8. Obligations Under Finance Lease

On November 28, 2014 and December 11, 2014, the Company entered into two agreements to lease computer equipment for three years each. The computer equipment leases are classified as finance leases. The interest rates underlying the obligations in the finance leases are 18% and 25% per annum. The following is a schedule by years of future minimum lease payments under finance leases together with the present value of the net minimum lease payments as of June 30, 2015:

Fiscal year ending December 31:	$
2015	1,583
2016	3,167
2017	2,744
Net minimum lease payments	7,494
Less: amount representing interest payments	(1,543)
Present value of net minimum lease payments	5,951
Less: current portion	(2,189)
Long-term portion	3,762

(Expressed in Canadian dollars except shares and options)

9. Related Party Transactions

During the six months ended June 30, 2015, the Company was engaged in the following related party transactions:

a) As of December 31, 2014, the Company was owed $88,500 for loans from the Chief Executive Officer of the Company, which is unsecured, non-interest bearing, and due on demand. The loan was offset by a bonus payment in March 2015 for services rendered. As of June 30, 2015, the Company was owed $Nil.

b) As of December 31, 2014, the Company was owed $88,400 for loans from the Chief Financial Officer of the Company, which is unsecured, non-interest bearing, and due on demand. The loan was offset by a bonus payment in March 2015 for services rendered. As of June 30, 2015, the Company was owed $Nil.

c) Key management personnel compensation:

The following table summarizes the compensation of the Company's key management:

	Six Months Ended June 30,	
	2015	2014
	$	$
Management fees	325,339	129,659
Employee salary and benefits (included in general and administrative)	56,184	56,072
Share based payments to officers and directors	–	250,778

10. Share Capital

Common Shares

The Company is authorized to issue an unlimited number of common shares without par value.

Share transactions during the six months ended June 30, 2015:

(a) In January 2015, the Company issued 555,940 common shares for proceeds of $754,275 upon the exercise of stock options and warrants at prices ranging from $1.00 per share to $1.50 per share. The fair value of the stock options of $78,424 was transferred from share-based payment reserve to common shares upon exercise.

(b) In February 2015, the Company issued 422,272 common shares for proceeds of $537,251 upon the exercise of stock options and warrants at prices ranging from $1.00 per share to $1.50 per share. The fair value of the stock options and warrants of $90,847 was transferred from share-based payment reserve to common shares upon exercise.

(c) In March 2015, the Company issued 2,000 common shares for proceeds of $2,200 upon the exercise of stock options at prices ranging from $1.10 per share. The fair value of the stock options of $1,280 was transferred from share-based payment reserve to common shares upon exercise.

(d) In April 2015, the Company issued 76,400 common shares for proceeds of $121,790 upon the exercise of stock options and warrants at prices ranging from $1.10 per share to $3.00 per share. The fair value of the stock options of $48,571 was transferred from share-based payment reserve to common shares upon exercise.

(e) In May 2015, the Company issued 150,000 common shares for proceeds of $212,500 upon the exercise of stock options and warrants at prices ranging from $1.10 per share to $3.00 per share. The fair value of the stock options of $79,988 was transferred from share-based payment reserve to common shares upon exercise.

(f) In June 2015, the Company issued 430,000 common shares for proceeds of $530,000 upon the exercise of stock options and warrants at prices ranging from $1.10 per share to $3.00 per share.

(Expressed in Canadian dollars except shares and options)

10. Share Capital (continued)

The fair value of the stock options of $255,920 was transferred from share-based payment reserve to common shares upon exercise.

Share transactions during the six months ended June 30, 2014:

(g) In January 2014, the Company issued 60,000 common shares for proceeds of $87,500 upon the exercise of stock options at prices ranging from $1.00 per share to $1.55 per share. The fair value of the stock options of $60,319 was transferred from share-based payment reserve to common shares upon exercise.

(h) In February 2014, the Company issued 13,250 common shares for proceeds of $13,250 upon the exercise of stock options at $1.00 per share. The fair value of the stock options of $6,122 was transferred from share-based payment reserve to common shares upon exercise.

(i) In March 2014, the Company issued 55,000 common shares for proceeds of $71,500 upon the exercise of stock options at prices ranging from $1.00 per share to $1.55 per share. The fair value of the stock options of $44,892 was transferred from share-based payment reserve to common shares upon exercise.

(j) In May 2014, the Company issued 85,000 common shares for proceeds of $92,000 upon the exercise of stock options at prices ranging from $1.00 per share to $1.10 per share. The fair value of the stock options of $62,003 was transferred from share-based payment reserve to common shares upon exercise.

Escrowed Shares

On October 20, 2010, the Company entered into an Escrow Agreement with certain shareholders in which 9,750,001 common shares would be subject to escrow restrictions for a period of 66 months. Under the terms of the Escrow Agreement, 10% of the shares were released from escrow one year after the completion of the Company's IPO, and a further 10% every 6 months thereafter. During the six months ended June 30, 2015, 975,000 shares were released from escrow. As at June 30, 2015, 2,925,001 shares are held in escrow.

11. Share Purchase Warrants

The following table summarizes the continuity of share purchase warrants:

	Number of Warrants	Weighted Average Exercise Price
		$
Balance, December 31, 2013	717,732	1.45
Issued	1,570,903	3.00
Exercised	(2,250)	1.50
Balance, December 31, 2014	2,286,385	2.51
Exercised	(752,462)	1.59
Expired	(33,020)	1.50
Balance, June 30, 2015	1,500,903	3.00

(Expressed in Canadian dollars except shares and options)

11. Share Purchase Warrants (continued)

The following table summarizes information about warrants outstanding and exercisable at June 30, 2015:

Warrants Outstanding	Exercise Price $	Expiry Date
1,500,903	3.00	January 30, 2016
1,500,903		

12. Stock Options

On March 7, 2014 the Company's stock option plan was amended and replaced in its entirety. The stock option plan provides for the issuance of stock options to its directors, officers and consultants. The stock options are granted in accordance with the policies of the regulatory authorities at an exercise price equal to or higher than the market price of the Company's stock, with a maximum term of five years on the date of grant, and are not to exceed 20% of the issued and outstanding common shares of the Company. Vesting terms are determined by the policies of the Canadian Securities Exchange or by the board of directors.

On January 8, 2014, the Company entered into an agreement with a third party for financial public relations services to be provided in the United States during an initial 12 month term for a monthly fee of $5,000. The Company also granted bonus incentive options to purchase 130,000 common shares at a price of $4.98 per share, expiring on January 11, 2017. The options vest as to 50,000 immediately, 15,000 on April 10, 2014, 15,000 on July 10, 2014, and 50,000 on the closing of certain proposed capital-raising transactions. During the six months ended June 30, 2015, the options expired unexercised.

The following table summarizes information about the stock options.

	Six Months Ended June 30, 2015		Year Ended December 31, 2014	
	Number of Options	Weighted Average Exercise Price $	Number of Options	Weighted Average Exercise Price $
Outstanding – beginning of period	4,492,700	1.95	3,144,700	1.14
Granted	–	–	2,150,000	2.92
Expired	(884,150)	1.09	(320,000)	1.76
Exercised	(1,175,950)	0.56	(482,000)	1.17
Outstanding – end of period	2,432,600	2.45	4,492,700	1.95
Exercisable – end of period	2,357,600	2.45	4,292,700	1.90

(Expressed in Canadian dollars except shares and options)

12. Stock Options (continued)

The following table summarizes information about stock options outstanding and exercisable as at June 30, 2015.

Exercise Price $	Expiry Date	Number of Options Outstanding	Number of Options Exercisable	Weighted Average Remaining Contracted Life (Years)
1.25	September 13, 2015	490,000	490,000	0.21
4.50	March 8, 2016	360,000	360,000	0.69
2.35	December 23, 2016	1,582,600	1,507,600	1.48
		2,432,600	2,357,600	1.10

The fair value of stock options granted was determined using the Black-Scholes option pricing model. During the six months ended June 30, 2015, the Company did not grant any stock options. During the six months ended June 30, 2015, the Company capitalized $45,368 as website development costs and expensed $125,295 for the vesting of previously granted stock options. During the six months ended June 30, 2014, the Company granted stock options with a fair value of $1,342,275 which will be recognized over the vesting term. During the six months ended June 30, 2014, the Company recognized $1,114,242 of stock-based compensation expense and capitalized $175,545 as website development costs. The weighted average fair value of the options granted during the six months ended June 30, 2014 was $2.49 per option. The weighted average exercise price for stock options exercised was $1.09 (2014 - $1.24). Weighted average assumptions used in calculating the fair value of stock-based compensation expense are as follows:

	2015	2014
Risk-free rate	–	0.47%
Dividend yield	–	0%
Volatility	–	111%
Expected forfeitures	–	–
Weighted average expected life of the options (years)	–	2.24

The expected volatility used in the Black-Scholes option pricing model is based on the historical volatility of the Company's common shares.

13. Commitments and Contingencies

The Company had no significant commitments or contractual obligations with any parties respecting executive compensation, consulting arrangements, or other matters other than disclosed below. Management services provided are on a month-to-month basis.

a) The Company has entered into leases for the provision of facility space until October 31, 2015. The Company's future minimum lease payments for the premise leases are as follows:

Fiscal year ending December 31, 2015	$	29,300
Total:	$	29,300

b) The Company has entered into two leases for Company vehicles until October 28, 2018 and September 21, 2019. The Company's future minimum lease payments for the vehicle leases are as follows:

Fiscal year ending December 31, 2015	$	10,108
Fiscal year ending December 31, 2016		20,214
Fiscal year ending December 31, 2017		20,214
Fiscal year ending December 31, 2018		17,393
Fiscal year ending December 31, 2019		5,954
Total:	$	73,883

(Expressed in Canadian dollars except shares and options)

13. Commitments and Contingencies (continued)

c) On April 1, 2015, the Company entered into a service agreement for marketing consulting services for an indefinite term in exchange for (i) a fee of US$23,000 per month for the first two months and US$25,000 per month thereafter, (ii) a commission of 15% on all revenue generated from customers introduced by the consultant, and (iii) subject to the agreement continuing in effect for a period of 120 days, the grant of options to purchase 50,000 common shares at an exercise price equal to the closing market price of the Company's common shares on the date of grant, exercisable for a period of five years, plus the grant of an additional 50,000 options on the same terms for each subsequent 60 day period during which the agreement remains in effect, to a maximum of 150,000 options in total.

d) The Company is actively contesting one threatened legal action in the ordinary course of business and believes the ultimate outcome of this action will not have a material adverse impact on the Company's financial position, results of operations or liquidity.

14. Financial Instruments and Risk Management

The Company is exposed in varying degrees to a variety of financial instrument and related risks. Those risks and management's approach to mitigating those risks are as follows:

(a) Fair Values

	Fair Value Measurements Using			
	Quoted prices in active markets for identical instruments (Level 1) $	Significant other observable inputs (Level 2) $	Significant unobservable inputs (Level 3) $	Balance, June 30, 2015 $
Cash and cash equivalents	4,100,104	–	–	4,100,104
	4,100,104	–	–	4,100,104

The fair values of other financial instruments, which include amounts receivable, accounts payable and accrued liabilities approximate their carrying values due to the relatively short-term maturity of these instruments.

(b) Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's exposure to credit risk is in its cash and receivables. Cash is held with major banks in Canada, which are high credit quality financial institutions as determined by rating agencies. Amounts receivable consists of GST refunds which are due from the Government of Canada. The carrying amount of financial assets represents the maximum credit exposure.

(c) Currency Risk

The Company's functional currency is the Canadian dollar. There is low foreign exchange risk to the Company as the Company primarily operates within Canada.

(d) Interest Rate Risk

The Company's exposure to interest rate risk relates to its ability to earn interest income on cash balances at variable rates and its short-term term deposits at prescribed market rates. The fair value of the Company's cash is not significantly affected by changes in short-term interest rates. The income earned from the bank accounts and short-term term deposits is subject to movements in interest rates.

(Expressed in Canadian dollars except shares and options)

14. Financial Instruments and Risk Management (continued)

(e) Liquidity and Funding Risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available capital in order to meet its liquidity requirements. Management maintains sufficient cash to satisfy short-term liabilities in highly liquid investments.

Funding risk is the risk that market conditions will impact the Company's ability to raise capital through equity markets under acceptable terms and conditions.

As at June 30, 2015	Carrying amount $	Contractual cash flows $	1 year or less $	1 -5 Years $
Trade and other payables	464,434	464,434	464,434	-
Obligations under finance lease	5,951	7,494	2,956	4,538
	470,385	471,928	467,390	4,538

15. Subsequent Events

a) In July 2015, the Company issued 70,500 common shares for proceeds of $88,125 upon the exercise of stock options at a price of $1.25 per share.

b) In July 2015, the Company issued 20,000 common shares for proceeds of $60,000 upon the exercise of warrants at a price of $3.00 per share.

c) In August 2015, the Company issued 70,500 common shares for proceeds of $88,125 upon the exercise of stock options at a price of $1.25 per share.

SCHEDULE B

SUPPLEMENTARY INFORMATION

[not applicable - included in Schedule A Financial Statements]

SCHEDULE C

MANAGEMENT'S DISCUSSION AND ANALYSIS

[inserted as following pages]

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

This Management's Discussion and Analysis ("MD&A") of RESAAS Services Inc. (the "Company") is dated August 31, 2015. You should read this MD&A in conjunction with our unaudited consolidated financial statements and the related notes thereto for the fiscal quarter ended June 30, 2015. We present our unaudited consolidated financial statements in Canadian dollars and in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"). All references to dollar amounts are in Canadian dollars unless otherwise noted.

This MD&A contains forward-looking statements that involve risks and uncertainties. Such information, although considered to be reasonable by the Company's management at the time of preparation, may prove to be inaccurate and actual results may differ materially from those anticipated in any forward-looking statements. Additional information on the Company, including our voluntarily-filed AIF, is available on SEDAR at www.sedar.com.

Overview

RESAAS has developed a cloud-based social business software platform for the real estate services industry.

We have created a suite of tools which integrate with the platform, including an enterprise social network, a global referral network, lead generation engine, listing management, client engagement modules, customer relationship management (CRM) tools, analytics, file sharing and an advertising engine. These tools and functionality are made available exclusively to owners of real estate brokerage firms and brokers, licensed real estate agents, and Realtors and are designed to increase user productivity through better communication and collaboration between users.

Our mission is to enable agents, Realtors and brokers to communicate effectively, connect instantly and engage meaningfully with one another through a platform built for their benefit. Our platform allows for instant discussion and debate, both on local and global scale, for facilitating easier and richer communication within the real estate industry. We commenced operations of our website in February 2013 and began full-scale revenue generating activities for the RESAAS platform in January 2015. The RESAAS platform is designed specifically for real estate professionals to instantly connect with other industry professionals and potential business leads in a more modern and socially engaging environment. This real estate services industry platform, which is accessible through our website, allows professional users to set up public-facing profiles, connect with other registered professionals both inside and outside of their firm, add them to their network, generate leads and referrals and post reblasts to their network as well as to their profiles on other major social networking sites such as Facebook, Twitter and LinkedIn, so as to answer questions and announce new listings, open houses, price changes, sale notifications, market reports and new blog articles.

Revenue Generating Services

In January 2015, we began offering premium subscription services to our professional user base. Prior to 2015, we generated nominal revenue from the sale of advertising. While we continue to look for additional streams of revenue and advertising partners, we expect that our revenue generation will primarily come from conversion of our user base to paid premium service subscriptions.

Key Business Metrics

To analyze our business performance, determine financial forecasts, and help develop long-term strategic plans, we review the key business metrics below.

- Professional user — means an individual who has registered on the RESAAS website and has been verified by our team as a professional real estate agent, Realtor or broker.

- Premium user — means a professional user who has upgraded their account to receive access to our premium service package through a monthly or annual subscription payment.

- Premium conversion rate — means the rate at which we convert our current professional user base to premium users.

- Unique real estate content — means unique content that is posted to the RESAAS platform in the form of postings and real estate listings. We do not include comments to original postings or reblasts of the content in this metric.

Factors Affecting Our Performance

Growth in Registered Professional Users in North America. As of December 31, 2014, our professional user base in North America was 280,707. Our user growth rates are affected by digital marketing campaigns and general market penetration. We expect that our user base in North America will continue to increase as we achieve higher market penetration rates but may do so at a slower pace dependent upon our digital marketing activity.

Growth in Users in Other Regions. We anticipate increased user growth in the regions of South America and Europe. In particular, we anticipate activity to significantly increase in Brazil and central Europe where there exists a growing middle class. We intend to establish a local presence in such regions and hire additional staff to further develop brand awareness. In general, new users in regions outside North America do not require material incremental infrastructure investments because we are able to utilize existing infrastructure such as our data centers in the United States and Canada to make our platform available to users.

Conversion to Premium Services. In January 2015, we began efforts to convert our professional user base to paid premium users. Conversion can occur on an individual basis or as a result of agreements with brokerages which provide premium services to multiple users. We expect conversion rates of our existing professional user base to continue to display steady growth as our premium services gain recognition.

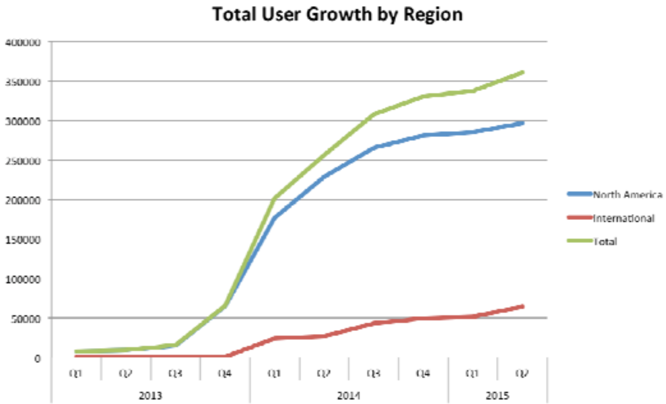
User Engagement. Changes in user engagement, such as postings and real estate listings, affect our revenue and financial performance. Growth in user engagement and posting of unique real estate content may increase the opportunities for us to display advertising and our ability to deliver relevant commercial content to users. Growth in user engagement also generally results in increases in our expenses and capital expenditures required to support user activity.

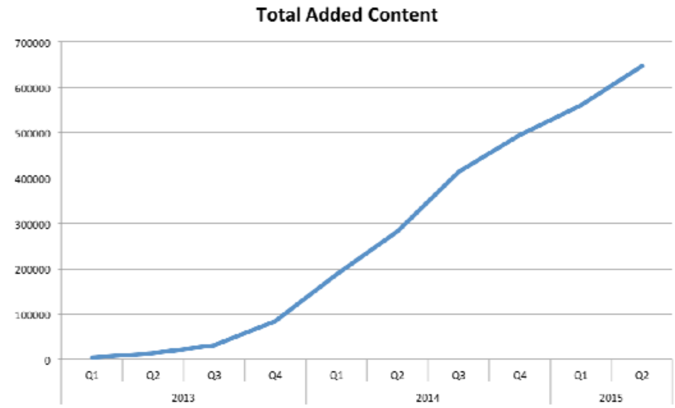
Our key business metrics are as follows:

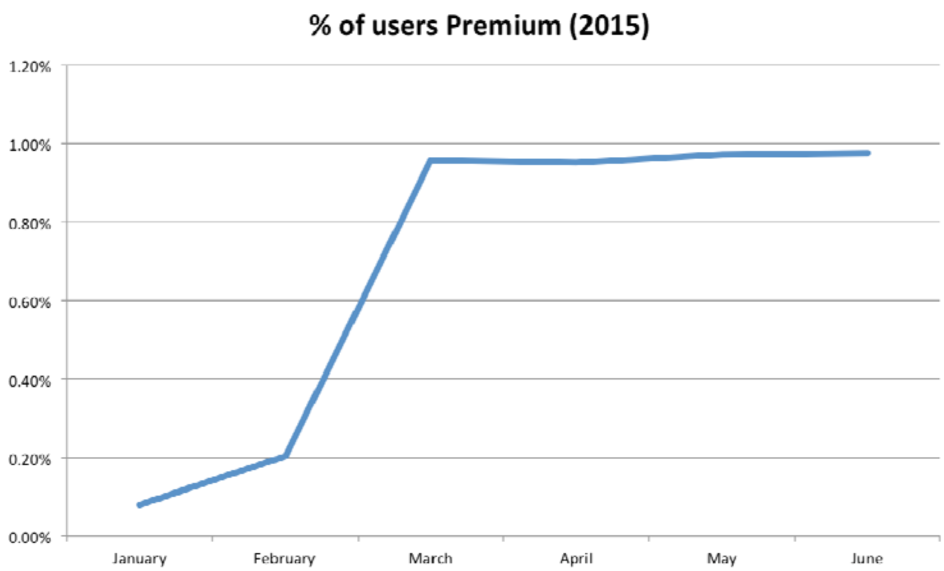
	2013				2014			
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
Professional Users								
North America	7,502	8,955	14,683	64,825	176,641	228,783	265,122	280,707
International	524	619	804	1,075	24,237	27,116	42,818	49,243
Total	8,026	9,574	15,487	65,900	200,878	255,899	307,940	329,950
Unique Real Estate Content								
New Added Content	4,022	9,324	17,480	52,838	103,102	96,177	131,103	80,082
Total Added Content	4,022	13,346	30,826	83,664	186,766	282,943	414,046	494,128

	2015	
	Q1	Q2
Professional Users		
North America	285,254	296,474
International	51,826	64,181
Total	337,080	360,655

Unique Real Estate Content		
New Added Content	65,911	86,949
Total Added Content	560,039	646,988







	January	February	March
Total Users	331,544	334,420	337,080
Premium Users	262	685	3,230

	April	May	June
Total Users	343,901	345,160	360,655
Premium Users	3,268	3,351	3,523

Results of Operations
Comparison of the six months ended June 30, 2015 and 2014

The following table summarizes the results of our operations for the six months ended June 30, 2015 and 2014 together with the changes to those items.

	Six Months Ended June 30,	
	2015	**2014 (Restated – See Below)**
Revenue	$ 88,731	$ 2,890
Interest income	11,131	10,618
Operating expenses		
Amortization	$ 353,846	$ 575,571
Consulting fees	191,759	69,278
Filing fees	50,184	32,682
Foreign exchange loss	12,892	26,832
General and administrative	769,005	606,680
Management fees	322,027	129,659
Promotion and advertising	381,670	413,807
Professional fees	1,004,278	156,143
Stock-based compensation	125,295	1,114,243
Travel	98,316	97,467
Net loss	(3,209,410)	(3,208,854)
Basic and diluted loss per share	(0.10)	(0.11)
Total current assets	4,159,880	5,434,102
Total assets	5,214,330	6,170,947
Total current liabilities	466,623	116,719
Total liabilities	470,385	116,719
Working capital	3,693,257	5,317,383
Cash dividends	–	–

The Company has revised comparative figures to include the capitalization of website development costs that were eligible for capitalization but were not capitalized until the third and fourth quarter of 2014. There was no impact on the results for the year ended December 31, 2014.

	For the Six Months Ended June 30, 2014		
	As Previously Stated	Restatement	As Adjusted
Amortization	$ 512,627	$ 62,944	$ 575,571
General and administrative	846,908	(240,228)	606,680
Stock-based compensation	1,289,788	(175,545)	1,114,243
Net loss	(3,561,683)	352,829	(3,208,854)
Basic and diluted loss per share	(0.12)	0.01	(0.11)
Total assets	5,818,118	352,829	6,170,947

Revenue

Revenue consists of payments received from premium service subscriptions and limited advertising revenue generated from our platform. We had minimal revenue for the six months ended June 30, 2014. We had $88,731 of revenue during the six months ended June 30, 2015. We anticipate that revenue will increase with the further commercialization of our platform through conversions of professional users to paid premium services, advertising and enterprise contracts with brokerages.

Operating Expenses

Amortization

Amortization expense consists of the amortization of capitalized costs to develop the Company's platform.

Amortization expense decreased by $221,725 or 39% to $353,846 for the six months ended June 30, 2015 from $575,571 for the six months ended June 30, 2014. This decrease was due to the Company having a greater amount of website development costs subject to amortization during the six months ended June 30, 2015 as compared to the six months ended June 30, 2014.

Consulting

Consulting expenses consist primarily of costs incurred to third party service providers. Consulting expense increased by $122,481, or 177%, to $191,759 for the six months ended June 30, 2015 from $69,278 for the six months ended June 30, 2014. The increase was the result of the Company engaging additional consultants to assist with the further commercialization of our platform during the six months ended June 30, 2015 as compared to during the six months ended June 30, 2014.

General and Administrative Expenses

General and administrative expenses consist primarily of salaries and benefits related to our executive, finance, business development, human resources and support functions. Other general and administrative expenses include facility-related costs and expenses associated with the requirements of being a listed public company in Canada and insurance.

We anticipate that our general and administrative expenses will increase in the future as we increase our headcount to support our continued research and development and further commercialization of our platform. Additionally as we continue to commercialize our platform we will likely incur increased marketing expenses.

General and administrative expenses increased by $162,325, or 27%, to $769,005 for the six months ended June 30, 2015 from $606,680 for the six months ended June 30, 2014. General and administrative expenses increased primarily as a result of an increase in the amount of staffing and overhead costs incurred during the current period compared to the prior period.

Management Fee Expenses

Management fee expenses consist primarily of salaries and benefits incurred to directors and officers. We expect management fees to increase moderately in the future.

Management fees increased by $192,368 or 148% to $322,027 for the six months ended June 30, 2015 from $129,659 for the six months ended June 30, 2014. The increase in management fees during fiscal 2015 was primarily the result of declaring bonuses of $178,900 to management which were offset by loans owed by management.

Professional Fees

Professional fee expenses consist primarily of costs incurred for legal, accounting and auditing services.

Professional fee expenses increased by $848,135, or 543%, to $1,004,278 for the six months ended June 30, 2015 from $156,143 for the six months ended June 30, 2014. This increase was the result of an increase in the Company's operations and activity during the six months ended June 30, 2015 and need for additional legal and accounting services.

Stock-Based Compensation

Stock-based compensation consists of the grant date fair value of share-based payment awards granted to employees recognized over the period that the employees unconditionally become entitled to the awards.

Stock-based compensation expense decreased by $988,948 or 89% to $125,295 for the six months ended June 30, 2015 from $1,114,243 for the six months ended June 30, 2014. This decrease was due to no stock options being granted during the six months ended June 30, 2015 as compared to granting of 540,000 stock options during the six months ended June 30, 2014.

Results of Operations
Comparison of the three months ended June 30, 2015 and 2014

The following table summarizes the results of our operations for the three months ended June 30, 2015 and 2014 together with the changes to those items.

	Three Months Ended June 30,	
	2015	**2014 (Restated – See Below)**
Revenue	$ 47,682	$ 2,890
Interest income	6,492	4,468
Operating expenses		
Amortization	$ 188,956	$ 301,310
Consulting fees	153,211	26,847
Filing fees	39,527	24,926
Foreign exchange loss	7,328	15,454
General and administrative	376,438	310,073
Management fees	74,461	63,692
Promotion and advertising	239,183	210,419
Professional fees	665,624	78,000
Stock-based compensation	30,376	7,281
Travel	57,034	35,632
Net loss	(1,777,964)	(1,066,276)
Basic and diluted loss per share	(0.05)	(0.04)

The Company has revised comparative figures to include the capitalization of website development costs that were eligible for capitalization but were not capitalized until the third and fourth quarter of 2014. There was no impact on the results for the year ended December 31, 2014.

	For the Three Months Ended June 30, 2014		
	As Previously Stated	Restatement	As Adjusted
Amortization	$ 256,845	$ 44,465	$ 301,310
General and administrative	430,187	(120,114)	310,073
Net loss	(1,141,925)	75,649	(1,066,276)
Basic and diluted loss per share	(0.04)	-	(0.04)

Revenue

Revenue consists of payments received from premium service subscriptions and limited advertising revenue generated from our platform. We had minimal revenue for the three months ended June 30, 2014. We had

$47,682 of revenue during the three months ended June 30, 2015. We anticipate that revenue will increase with the further commercialization of our platform through conversions of professional users to paid premium services, advertising and enterprise contracts with brokerages.

Operating Expenses

Amortization

Amortization expense consists of the amortization of capitalized costs to develop the Company's platform.

Amortization expense decreased by $112,354 or 37% to $188,956 for the three months ended June 30, 2015 from $301,310 for the three months ended June 30, 2014. This decrease was due to the Company having a greater amount of website development costs subject to amortization during the six months ended June 30, 2015 as compared to the six months ended June 30, 2014.

Consulting

Consulting expenses consist primarily of costs incurred to third party service providers. Consulting expense increased by $126,364, or 471%, to $153,211 for the six months ended June 30, 2015 from $26,847 for the six months ended June 30, 2014. The increase was the result of the Company engaging additional consultants during the three months ended June 30, 2015 as compared to during the three months ended June 30, 2014 to assist with the further commercialization of our platform.

General and Administrative Expenses

General and administrative expenses consist primarily of salaries and benefits related to our executive, finance, business development, human resources and support functions. Other general and administrative expenses include facility-related costs and expenses associated with the requirements of being a listed public company in Canada and insurance.

We anticipate that our general and administrative expenses will increase in the future as we increase our headcount to support our continued research and development and further commercialization of our platform. Additionally as we continue to commercialize our platform we will likely incur increased marketing expenses.

General and administrative expenses increased by $66,365, or 21%, to $376,438 for the three months ended June 30, 2015 from $310,073 for the three months ended June 30, 2014. General and administrative expenses increased primarily as a result of an increase in the amount of staffing and overhead costs incurred during the current period compared to the prior period.

Professional Fees

Professional fee expenses consist primarily of costs incurred for legal, accounting and auditing services.

Professional fee expenses increased by $587,624, or 753%, to $665,624 for the three months ended June 30, 2015 from $78,000 for the three months ended June 30, 2014. This increase was the result of an increase in the Company's operations and activity during the three months ended June 30, 2015 and need for additional legal and accounting services.

Stock-Based Compensation

Stock-based compensation consists of the grant date fair value of share-based payment awards granted to employees recognized over the period that the employees unconditionally become entitled to the awards.

Stock-based compensation expense increased by $23,095 or 317% to $30,376 for the three months ended June 30, 2015 from $7,281 for the three months ended June 30, 2014. This increase was due to the vesting of previously granted stock options. No stock options were granted during the three months ended June 30, 2015 or during the three months ended June 30, 2014.

Travel

Travel expenses consist primarily of costs related to travel. Travel expense increased by $21,402, or 60%, to $57,034 for the three months ended June 30, 2015 from $35,632 for the three months ended June 30, 2014. The increase was the result of increased travel during the three months ended June 30, 2015 as compared to during the three months ended June 30, 2014.

Quarterly Information

Selected consolidated financial information for each of the last eight quarters (unaudited) as prepared in accordance with International Financial Reporting Standards:

	June 30, 2015 $	March 31, 2015 $	December 31, 2014 $	September 30, 2014 $
Total Assets	5,214,330	5,871,618	5,769,732	6,001,402[1]
Working Capital	3,693,257	4,573,701	4,614,970	5,356,970
Revenue	47,682	41,049	2,987	830
Net Loss	(1,777,964)	(1,431,446)	(3,190,032)[1]	(1,441,555)[1]
Loss per Share	(0.05)	(0.04)	(0.11)[1]	(0.05)[1]

	June 30, 2014 $	March 31, 2014 $	December 31, 2013 $	September 30, 2013 $
Total Assets	6,170,948[1]	4,296,266[1]	4,987,381	6,035,300
Working Capital	5,317,383	3,256,670	3,975,788	4,806,837
Revenue	2,890	–	–	–
Net Loss	(1,066,276)[1]	(2,142,578)[1]	(764,562)	(1,572,795)
Loss per Share	(0.04)[1]	(0.07)[1]	(0.03)	(0.05)

[1] The Company has restated comparative figures to include the capitalization of website development costs that were eligible for capitalization but were not capitalized until the third and fourth quarter of 2014. There was no impact to the year ended 2014 amounts.

Three months ended June 30, 2015 and 2014

For the three months ended June 30, 2015, we posted net loss of $1,777,964 compared to net loss of $1,066,276 for the same period in 2014. Net loss per share was $0.05 (2014 - $0.04). The $711,688 difference in net loss was primarily a result of increased operations and the further commercialization of our platform. This resulted in increases in consulting, general and administrative and professional fees as discussed above. These increases were offset by a decrease in amortization which was $188,956 for the three months ended June 30, 2015 as compared to $301,310 for the three months ended June 30, 2014.

Liquidity and Capital Resources

Sources of Liquidity

Since our inception, we have incurred significant operating losses. We anticipate that we will continue to incur losses for at least the next several years. As a result, we will need additional capital to fund our operations, which we may obtain from additional financings, debt and operations revenue or other sources. To date, we have financed our operations primarily through the issuance of our Common Shares.

As at June 30, 2015, we had total assets of $5,214,330 compared with $5,769,732 as at December 31, 2014. The total assets balance is comparable to the prior period. This decrease was the result of a decrease in cash. We had a cash balance of $4,100,104 and working capital of $3,693,257 at June 30, 2015, compared with a cash balance of $4,517,137 and working capital of $4,614,970 at December 31, 2014. The cash balance and working capital decreased as a result of a decrease in cash as more cash was used in operations during the current year and as a result of an increase in liabilities as result of incurring increased professional fees and consulting expenses.

Our unaudited consolidated financial statements have been prepared on the going concern basis, which assumes that we will be able to realize our assets and discharge our liabilities in the normal course of business. As at June 30, 2015, we had not generated significant revenues, has negative cash flows from operations, and has an accumulated deficit of $21,651,866. The continued operations of the Company are dependent on our ability to generate future cash flows or obtain additional financing. Management is pursuing equity financing. Management is of the opinion that sufficient working capital will be obtained from external financing to meet our liabilities and commitments as they become due, although there is a risk that additional financing will not be available on a timely basis or on terms acceptable to us. These factors, among others, may cast substantial doubt as to the ability of the Company to continue as a going concern.

Related Party Transactions

As of June 30, 2015, we were owed $Nil (December 31, 2014 - $88,500) and $Nil (December 31, 2014 - $88,400), for loans to our Chief Executive Officer and Chief Financial Officer, respectively, which were unsecured, non-interest bearing, and due on demand. The loans were converted to bonus compensation and treated as management fees occurring in March 2015, respectively, for services rendered by each executive in 2013.

During the six months ended June 30, 2015, we incurred management fees of $325,339 (2014 - $129,659), salaries of $46,928 (2014 - $42,555), and a bonus of $9,256 (2014 - $13,517) to our various officers.

During the six months ended June 30, 2015, we recognized stock-based compensation expense of $Nil (2014 - $250,778) for Nil (2014 - 100,000) stock options granted to our officers and directors.

The amounts incurred are in the normal course of operations and have been recorded at their exchange amounts, which are the amounts agreed upon by the transacting parties.

Cash Flows

The following table summarizes the results of our cash flows for the six months ended June 30, 2015 and 2014.

	2015	**2014 (Restated – See Below)**
Opening balance	$4,517,137	$3,341,649
Net cash (outflow) from operating activities	(2,402,691)	(1,517,571)
Net cash inflow / (outflow) from investing activities	(348,313)	248,598
Net cash inflow from financing activities	2,333,971	3,120,513
Closing balance	$4,100,104	$5,193,189

The Company has revised comparative figures to include the capitalization of website development costs that were eligible for capitalization but were not capitalized until the third and fourth quarter of 2014. There was no impact on the results for the year ended December 31, 2014.

	For the Six Months Ended June 30, 2014		
	As Previously Stated	**Restatement**	**As Adjusted**
Net cash (outflow) from operating activities	$(1,757,799)	$ 240,228	$(1,517,571)
Net cash inflow / (outflow) from investing activities	$ 488,826	$(240,228)	$ 248,598

Operating Activities

Net cash outflow from operating activities increased by $885,120, or 58%, to $2,402,691 for the six months ended June 30, 2015 compared to $1,517,571 for the six months ended June 30, 2014. This increase was primarily due to increases in general and administrative expenses of $162,325, and in professional fees of $848,135 for the six months ended June 30, 2015 as compared to 2014.

Investing Activities

Net cash outflow for the six months ended June 30, 2015 was $348,313 as compared to a net cash inflow of $248,598 for the six months ended June 30, 2014. The difference relates primarily to proceeds from the redemption of short-term investments of $508,477 during the 2014 period.

Financing Activities

Net cash inflow from financing activities in all periods presented relates to the proceeds received from the various sales of our equity securities, net of expenses. We received $2,158,017 from the exercise of options and warrants during the six months ended June 30, 2015 as compared to $264,250 during the six months ended June 30, 2014. We also received $2,856,263 from share subscriptions during the six months ended June 30, 2014 as compared to $nil during the six months ended June 30, 2015.

Contractual Obligations and Commitments

The following table summarizes our contractual commitments and obligations as of June 30, 2015.

	Payments Due By Period				
	Total	**Less Than 1 Year**	**Between 1 and 3 Years**	**Between 3 and 5 Years**	**More Than 5 Years**
Operating lease obligations	$103,183	$49,514	$40,428	$13,241	$ --
Finance lease obligations	7,494	2,956	4,538	--	--
Total contractual obligations	$110,677	$52,470	$44,966	$13,241	$ --

Off-Balance Sheet Arrangements

We do not have any, and during the periods presented we did not have any, off-balance sheet arrangements, other than the contractual obligations and commitments described above.

Funding Requirements

We anticipate that our expenses will increase substantially in connection with the expansion of our engineering, sales, marketing and further development of the RESAAS platform.

In addition, our expenses will increase if and as we:

- continue the research and development of internally designed and built tools, features and applications;
- increase our marketing efforts to identify and develop additional business relationships and opportunities;
- maintain, expand and protect our intellectual property portfolio;
- hire additional technical and development personnel;
- expand our physical presence in the United States and abroad; and
- add operational, financial and management information systems and personnel, including personnel to support our platform development and planned future commercialization efforts.

We believe that our existing cash and cash equivalents will be sufficient to enable us to fund our operating expenses and capital expenditure requirements through April 2016. We have based this estimate on assumptions that may prove to be wrong, and we could use our capital resources sooner than we currently expect. Our future capital requirements will depend on many factors, including:

- maintaining, enforcing and protecting our intellectual property rights and defending against any intellectual property-related claims;
- our ability to establish and maintain collaborations, licensing or other arrangements and the financial terms of such arrangements;
- the extent to which we acquire or invest in other businesses, products and technologies;
- the rate of the expansion of our physical presence in the United States and abroad; and
- the costs of operating as a public company.

Until such time, if ever, as we can generate substantial revenues, we expect to finance our cash needs through a combination of equity offerings, collaborations, strategic alliances, debt financings, and marketing, distribution or licensing arrangements. We do not have any committed external source of funds. To the extent that we raise additional capital through the sale of equity or convertible debt securities, the ownership interest of our existing shareholders may be diluted, and the terms of these securities may include liquidation or other preferences that adversely affect the rights of holders of our Common Shares. Debt financing, if available, may involve agreements that include covenants limiting or restricting our ability to take specific actions, such as incurring additional debt, making capital expenditures or declaring dividends or other distributions.

If we raise additional funds through collaborations, strategic alliances or marketing, distribution or licensing arrangements with third parties, we may have to relinquish valuable rights to our technologies, future revenue streams, or to grant licenses on terms that may not be favorable to us. If we are unable to raise additional funds through equity or debt financings or other arrangements when needed, we may be required to delay, limit, reduce or terminate our platform development or future commercialization efforts or grant rights to develop and market platform that we would otherwise prefer to develop and market ourselves.

Critical Accounting Policies and Significant Judgments and Estimates

We make estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in accounting estimate is recognized prospectively by including it in comprehensive income in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both.

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in our consolidated financial statements within the next financial year are discussed below.

(a) Website Development Costs

Website development costs consist of costs incurred to develop Internet websites to earn revenue with respect to our business operations. Costs are capitalized in accordance with SIC Interpretation 32, Intangible Assets – Web Site Cost, and are amortized under IAS 38, Intangible Assets, over its estimated useful life commencing when the Internet website has been completed. We amortize the capitalized costs over their useful life of two years.

(b) Share-based Payments

The grant date fair value of share-based payment awards granted to employees is recognized as a stock-based compensation expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognized as an expense 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 as an expense is based on the number of awards that do meet the related service and non-market performance conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

Where equity instruments are granted to parties other than employees, they are recorded by reference to the fair value of the services received. If the fair value of the services received cannot be reliably estimated, we measure the services received by reference to the fair value of the equity instruments granted, measured at the date the counterparty renders service.

All equity-settled share-based payments are reflected in share-based payment reserve, until exercised. Upon exercise, shares are issued from treasury and the amount reflected in share-based payment reserve is credited to share capital, adjusted for any consideration paid.

(c) Impairment of Non-financial Assets

The carrying amounts of our non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If indicators exist, then the asset's recoverable amount is estimated. The recoverable amounts of the following types of intangible assets are measured annually whether or not there is any indication that they may be impaired:

- an intangible asset with an indefinite useful life
- an intangible asset not yet available for use
- goodwill acquired in a business combination

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the cash-generating unit, or "CGU").

Our corporate assets do not generate separate cash inflows. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

In respect of assets other than goodwill and intangible assets that have indefinite useful lives, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

New Accounting Pronouncements

Management has considered that the following amendments, revisions and new IFRSs that are mandatory for annual periods beginning after January 1, 2016 or later periods might not have a material effect on our future disclosure, results and financial position:

- IFRS 9, Financial Instruments (New)

- IFRS 15, Revenue from Contracts with Customers

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on our financial statements.

Quantitative and Qualitative Disclosures about Financial Risks

Our activities expose us to a variety of financial risks: market risk (including foreign currency risk); cash flow and fair value interest rate risk; credit risk; and liquidity risk. Our principal financial instrument comprises cash and cash equivalents, and this is used to finance our operations. We have various other financial instruments such as trade receivables and payables that arise directly from our operations. The category of loans and receivables contains only trade and other receivables, shown on the face of the balance sheet, all of which mature within one year. We have compared fair value to book value for each class of financial asset and liability and no difference was identified. We have a policy, which has been consistently followed, of not trading in financial instruments.

Interest Rate Risk

We do not hold any derivative instruments to manage interest rate risk.

Foreign Currency Risk

Foreign currency risk refers to the risk that the value of a financial commitment or recognized asset or liability will fluctuate due to changes in foreign currency rates. Our net income and financial position, as expressed in Canadian dollars, are exposed to movements in foreign exchange rates against the U.S. dollar and the euro. We are exposed to foreign currency risk as a result of operating transactions and the translation for foreign bank accounts. We monitor our exposure to foreign exchange risk. Exposures are generally managed through natural hedging via the currency denomination of cash balances and any impact currently is not material to us.

Credit Risk

Our credit risk with respect to customers is limited and we did not have any trade receivables outstanding as of March 31, 2015. Financial instruments that potentially expose us to concentrations of credit risk consist primarily of short-term cash investments and trade accounts receivable.

Liquidity Risk

We have funded our operations since inception primarily through the issuance of equity securities. Until such time as we can generate significant revenue from platform, if ever, we expect to finance our operations through a combination of public or private equity or debt financings or other sources. Adequate additional financing may not be available to us on acceptable terms, or at all. Our inability to raise capital as and when needed would have a negative impact on our financial condition and our ability to pursue our business strategy.

Outstanding Share Data

As at August 31, 2015, we had no Class A preferred shares issued and outstanding.

As at August 31, 2015, we had no Class B preferred shares issued and outstanding.

As at August 31, 2015, we had 33,233,880 Common Shares issued and outstanding.

As at August 31, 2015, we had 2,191,600 stock options and 1,480,903 warrants exercisable and outstanding.

Escrowed Shares

As at August 31, 2015, the Company had 1,950,001 Common Shares held in escrow.

Additional Disclosure for Venture Issuers Without Significant Revenues

During the six months ended June 30, 2015, the material components of general & administrative expenses included rent of $44,399 (2014 - $39,021), employee wages of $468,876 (2014 - $387,020), office expenses of $100,328 (2014 - $102,689), telephone expenses of $30,227 (2014 - $20,420), computer and information technology expenses of $59,563 (2014 - $18,567), automotive expenses of $24,398 (2014 - $14,805), and insurance of $18,511 (2014 - $nil).