STATEMENT OF EXECUTIVE COMPENSATION - VENTURE ISSUERS

COMPENSATION OF NAMED EXECUTIVE OFFICERS AND DIRECTORS

The following table sets forth all compensation paid, payable, awarded, granted, given, or otherwise provided, directly or indirectly to Named Executive Officers ("**NEOs**"). NEO means CEO, CFO, each of the three most highly compensated executive officers other than the CEO and CFO, at the end of the most recently completed financial year whose total compensation was, individually, more than $150,000 for that financial year, and each individual who would be an NEO but for the fact that the individual was not an executive officer at the end of that financial year.

The NEOs for the year ended September 30, 2015 were Justin Holland, Chief Executive Officer ("**CEO**") who was Chief Operating Officer ("**COO**") until appointed CEO on August 14, 2015. Michael Carten was CEO and President until August 14, 2015. Sharon Penner was Chief Financial Officer ("**CFO**") until October 23, 2014. Mike Dalton was a CFO form October 23, 2014 until June 5, 2015. Patricia Dahm was CFO from June 5, 2015 until August 31, 2015.

The Corporation does not have any share-based award plans, non-equity long-term incentive plans, or any defined benefit or defined contribution pension plans for its NEOs.

Name and Principal Position	Fiscal Year Ended September 30	Salary ($)	Bonus/ Perquisites ($)	Committee or meeting fees ($)	All Other Compensation ($)	Total Compensation ($)
Justin Holland CEO[1]	2015 2014	150,000 150,000	Nil Nil	N/A N/A	Nil Nil	150,000 150,000
Michael Carten President, CEO, Director[2]	2015 2014	300,000 300,000	Nil Nil	Nil Nil	318,572[3] 18,572	618,572 318,572
Michael Dalton CFO	2015 2014	94,427 N/A	Nil N/A	N/A N/A	1,124 N/A	95,551 N/A
Sharon Penner CFO	2015 2014	21,000 96,000	Nil Nil	N/A N/A	Nil Nil	21,000 96,000
George Powlick Director	2015 2014	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil Nil
Gregory Nelson Director	2015 2014	48,000 48,000	Nil Nil	Nil Nil	Nil Nil	48,000 48,000
Robert Penner Director	2015 2014	Nil Nil	Nil nNil	39,000 39,000	Nil Nil	39,000 39,000
Andrew Gustajtis Director	2015 2014	Nil Nil	Nil Nil	27,000 27,000	Nil Nil	27,000 27,000

(1) All compensation to Justin Holland has been paid to J. Holland Consulting and has been included in the table above. Compensation includes salary paid when COO.

(2) During fiscal 2014 and 2015, Mr. Carten's compensation was $300,000 per year of which 50% was deferred pending certain contingencies including a change of control of the Corporation, profitability, insolvency of the Corporation or termination of his employment contract. During 2015 the contract of employment was terminated with effect on September 30, 2015 which was two years in advance of the contractual term. Under the termination agreement Mr Carten agreed to accept payment of the deferred compensation plus statutory vacation pay in respect thereof plus $300,000 in compensation due in respect of the last 2 years of his

contract over a period of 82 months. For the purposes of this form $300,000 payable in respect of 2016 and 2017 and statutory vacation on deferred compensation in 2014 and 2015 is treated as compensation for the 2015 fiscal year
For further detail please refer to “Employment, Consulting and Management Agreements”.

STOCK OPTIONS AND OTHER COMPENSATION SECURITIES

The following table sets forth all compensation securities granted or issued to each NEO or director by the Corporation in the most recent financial year. The Corporation does not have any share-based award plans for its NEOs. Each stock option can be exercised into one common share.

Compensation Securities							
Name and position	Type of compen sation security	Number of compensation securities, number of underlying securities, and percentage of class(1)(2)(3)	Date of issue or grant	Issue, conversion or exercise price ($)	Closing price of security or underlying security on date of grant ($)	Closing price of security or underlying security at year end ($)	Expiry date
Justin Holland CEO	Stock Options	332,764	31/3/15	0.35	0.34	0.10	31/3/25
Michael Carten President, CEO, Director	Stock Options	308,471	31/3/15	0.35	0.34	0.10	31/3/25
Michael Dalton CFO	Stock Options	300,000	29/10/14	0.35	0.38	0.10	29/10/24
George Powlick Director	Stock Options	56,203	31/3/15	0.35	0.34	0.10	31/3/25
Gregory Nelson Director	Stock Options	87,114	31/3/15	0.35	0.34	0.10	31/3/25
Robert Penner Director	Stock Options	41,412	31/3/15	0.35	0.34	0.10	31/3/25
Andrew Gustajtis Director	Stock Options	56,203	31/3/15	0.35	0.34	0.10	31/3/25

(1) No compensation securities have been re-priced, cancelled and replaced, had their terms extended, or otherwise been materially modified, in the most recently completed financial year.
(2) One sixth of the options vest every six months.
(3) The stock options are non-exercisable unless the Corporation has achieved positive quarterly net earning calculated before interest, taxes and depreciation/amortization for two consecutive fiscal quarters, or a Change of Control has occurred.
(4) Including the compensation securities listed in this table, Mr. Holland held a total of 765,264 stock options; Mr. Carten held a total of 888,651 stock options; Mr. Powlick held a total of 189,203 stock options; Mr. Nelson held a total of 293,263 stock options; Mr. Penner held a total of 139,412 stock options; Mr. Gustajtis held a total of 189,203 stock options.

No director or NEO exercised any compensation securities during the most recently completed financial year.

STOCK OPTION PLANS AND OTHER INCENTIVE PLANS

The Corporation has established an option plan (“**Plan**”) whereby the Corporation may grant options to purchase common shares to directors, officers, employees, and consultants. Options generally vest over a 3-year period with 1/6 vesting every 6 months. The Corporation’s plan allows for a maximum term of ten years on any options. The Corporation has a fixed number Plan and, at the discretion of the Board of Directors, may issue options to a maximum of 7,646,303 common shares. The Plan was approved by the shareholders on October 29, 2014. The minimum price at which the options may be granted is the closing price on the TSX Venture Exchange on the date of issue.

Employee stock options issued in June 2013, October 2014 and March 2015 are only exercisable following two consecutive quarters of positive earnings before interest, taxes, depreciation and amortization, or if the Corporation is acquired within the next 24 months. Management has estimated that as at September 30, 2015, 3,214,103 options are not exercisable as the performance indicator has not been achieved and there is uncertainty as to when it will be achieved, resulting in no stock based compensation being recognized.

EMPLOYMENT, CONSULTING AND MANAGEMENT AGREEMENTS

CONSULTING AGREEMENT – JUSTIN HOLLAND CONSULTING

The Corporation entered into a consulting agreement with Justin Holland Consulting for Mr. Holland to render his services as the COO of the Corporation for an annual consulting fee of $150,000 effective November 15, 2010. The agreement allows for a bonus of 30% of the consulting fee to be paid subject to approval from the Board of Directors. The consulting agreement remained in place following Mr. Holland's appointment as CEO in August 2015.

TERMINATION AND CHANGE OF CONTROL BENEFITS

Except as specifically described for Mr. Carten, the Corporation is not a party to any contract, agreement, plan or arrangement that provides for payments to a NEO at, following or in connection with any termination (whether voluntary, involuntary or constructive), resignation, retirement, a change in control of the Corporation, its subsidiaries or affiliates or a change in a NEOs responsibilities.

Effective September 1, 2009 the Corporation and Michael Carten entered into an employment contract, as amended from time to time to expire on December 31, 2017 under which Mr. Carten was entitled to a salary of $300,000 per year plus normal benefits the payment of 1/2 of which were deferred subject to the corporation reaching certain earnings thresh holds, a change of control or termination. When the contract was terminated in August 2015, Mr. Carten became entitled to the deferred salary and benefits which by agreement became payable at the rate of $13,115 a month over 82 months subject to becoming due immediately in the event of a change in control or the Corporation achieving an average of $1,000,000 in earnings before interest, taxes, depreciation and amortization for any two consecutive fiscal quarters.

DIRECTOR COMPENSATION

The Corporation paid independent directors an annual retainer of $25,000 plus $500 for each meeting of the Board or Committee attended by the director during the fiscal year ended September 30, 2015. In addition, the directors were reimbursed for expenses incurred in carrying out their duties as directors. Mr. Nelson and Mr. Powlick are not paid a retainer as directors. Mr. Nelson serves as a consultant based on a retainer of $4,000 per month. Mr. Powlick takes no cash compensation due to policies of Doughty Hanson Technology Ventures. The Corporation does not have share-based award plans, non-equity incentive plans or pension plans for its directors. Mr. Penner receives $10,000 per year for holding the position of audit chair.

OVERSIGHT AND DESCRIPTION OF DIRECTOR AND NAMED EXECUTIVE OFFICER COMPENSATION

NEO COMPENSATION GOVERNANCE

Objectives and Philosophy of the Compensation Program

The overall compensation program is intended to attract and retain competent, committed individuals who will ensure the long-term success of the Corporation by rewarding performance and contributions to the achievement of corporate goals and objectives. The Corporation strives to maintain alignment between the interests of Shareholders with those of executives and key employees. To this end, salaries for the Chief Executive Officer and certain of the key employees, have been held significantly below market, and employees and executives have been awarded stock options, allowing the Corporation to offer a competitive compensation package and encouraging investment in the Corporation.

Criteria for Compensation

The compensation policy is based largely upon the market value of the type of job the individual performs, the experience, skills, knowledge and responsibilities of the individual and their level of individual performance.

Elements of Compensation and Determination of Amounts for Each Element

The Corporation strives to provide a competitive compensation package, with a direct link to corporate performance, by emphasizing the components of cash and stock options to motivate highly qualified personnel. To this end, the Corporation compensates its executive officers through base salary and the award of stock options to acquire common shares ("**Options**") under the stock option plan ("**Option Plan**"), all at levels which the Corporation believes are reasonable in light of the performance of the Corporation under the leadership of the executive officers.

Base Salary

Base salary is intended to compensate core competencies in the executive role relative to skills, level of responsibility, industry experience, individual performance and contribution to the growth of the Corporation. Base salary provides fixed compensation determined by reference to competitive market information. Salaries of certain executive officers have historically been kept significantly below those of the industry and general marketplace because a greater emphasis is placed on Options in order to better align the interests of executives with those of shareholders. Base salaries for executive officers are reviewed by the Board of Directors to ensure they are appropriate so as to protect the ability of the Corporation to hire and retain key personnel.

Options

Long-term equity-based incentive compensation through the granting of Options is an important element of the compensation policy because it rewards long-term performance by allowing executive officers and employees to participate in the long-term market appreciation of the common shares and the overall growth of the Corporation. The Board believes that the granting of Options is required for the Corporation to be competitive from a total remuneration standpoint and to encourage retention. The granting of Options also promotes the alignment of interests of shareholders and executives.

With respect to the granting of Options, the Board reviews the recommendation of the CEO regarding Option awards. The CEO bases his decision upon the seniority, level of responsibility and the contribution of each individual toward the Corporation's goals and objectives. Consideration is also given to the overall number of Options that are outstanding relative to the number of outstanding common shares in determining whether to make any new grants of Options.

The Option Plan allows for a maximum number of shares which can be issued at 7,646,033. Pursuant to the terms of the Option Plan, the Board has the discretion to determine the fixed term of the option, which shall not exceed ten years, and vesting provisions of the stock options at the time of granting, including earlier termination provisions for the stock options. The Board shall have the discretion to amend the date upon which stock options will terminate on a case by case basis.

Benefits

The NEOs are eligible to participate in the same benefits as offered to all full-time employees. The Corporation does not view these benefits as a significant element of its compensation structure but does believe that they can be used in conjunction with base salary to attract, motivate and retain individuals in a competitive environment.

Assessment of Compensation

The compensation of the CEO is determined by the Board and the compensation for all other executive officers is determined by the Board after consideration of the recommendations of the CEO.

The Corporation recognizes that past and future success of the Corporation relies on its people and strives to foster compensation packages that promote the attraction, retention and development of quality personnel. Although salaries have historically been significantly below market, total compensation of executive officers is targeted to be competitive against similarly sized companies within the industry.

DIRECTOR COMPENSATION

Director compensation is determined through review of market rates that other directors are being paid on boards of similar types of companies of similar size. The Chairman of the Board provides final approval.

Discussion of NEO's Compensation

All significant elements of NEOs compensation has been previously disclosed in this Statement.

PENSION PLAN BENEFITS

The Corporation does not have in place any deferred compensation plan or pension plan that provides for payments or benefits at, following or in connection with retirement.