iLOOKABOUT CORP.

ANNUAL INFORMATION FORM
FOR THE YEAR ENDED DECEMBER 31, 2017

April 3, 2018

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Table of Contents

NAME, ADDRESS AND INCORPORATION

iLOOKABOUT Corp. ("iLOOKABOUT" or the ñCompany") was formed on April 1, 2008 upon the amalgamation of Berkeley Capital Corp. I (ñBerkeleyò), a capital pool company, and iLOOKABOUT Holdings Inc. (ñiLOOKABOUT Holdingsò) under the *Business Corporations Act* (Ontario) (the ñOBCAò). This amalgamation constituted Berkeleyôs ñQualifying Transactionò as defined under Policy 2.4 (Capital Pool Companies) of the TSX Venture Exchangeôs (ñTSXVò) Corporate Finance Manual.

The registered and head office address of iLOOKABOUT is 383 Richmond Street, Suite 408, London, ON, N6A 3C4.

INTERCORPORATE RELATIONSHIPS

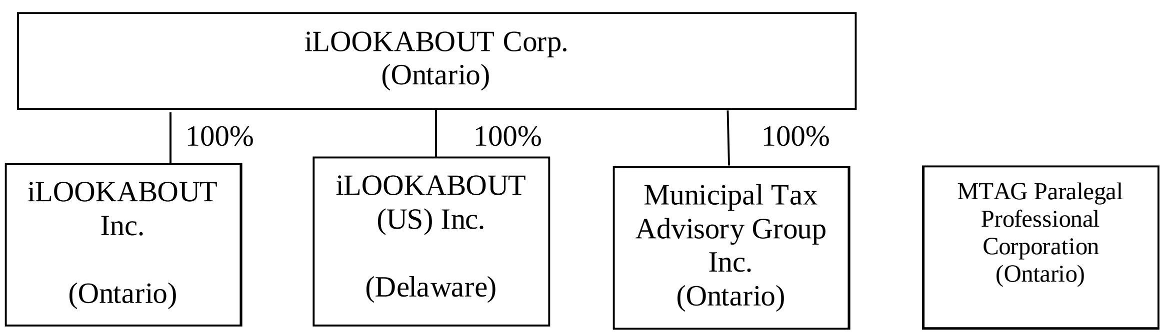
On December 31, 2017, iLOOKABOUT Corp. had three wholly-owned subsidiaries and one entity indirectly controlled by the Company, as outlined below:

(i) iLOOKABOUT Inc., which was formed on January 1, 2008 upon the amalgamation of iLOOKABOUT Inc. and iLOOKABOUT Inventions Inc. under the OBCA. iLOOKABOUT Inc. conducts the Companyôs Canadian based business of visual intelligence, data analytics and related software development and licensing, and owns all of iLOOKABOUTôs proprietary software, patents, patents pending, and registered and unregistered trademarks;

(ii) iLOOKABOUT (US) Inc., which was incorporated under the laws of the State of Delaware on October 19, 2007, conducts the Companyôs US-based business of visual intelligence and related software licensing; and

(iii) Municipal Tax Advisory Group Inc., which was incorporated under the OBCA on January 16, 2014 and began operations in December 2014. Municipal Tax Advisory Group Inc. provides consulting services, with a focus on the Ontario municipal property tax and valuation sectors.

(iv) MTAG Paralegal Professional Corporation operates a property tax paralegal practice in Ontario and is organized as a separate professional corporation to comply with the regulations of the *Law Society Act*. As required by applicable law, the Company is not a shareholder of MTAG Paralegal Professional Corporation; rather iLOOKABOUT controls this corporation and receives the economic benefits of or incurs any economic loss suffered by it through contractual arrangements. MTAG Paralegal Professional Corporation provides paralegal services with respect to municipal property tax and assessment to Ontario Municipalities.



GENERAL DEVELOPMENT OF THE BUSINESS

DESCRIPTION OF BUSINESS

OVERVIEW

iLOOKABOUT is a software, data analytics and visual intelligence company focused on real property, serving primarily the property assessment, property taxation, municipal, insurance, and appraisal sectors, both public and private, in Canada and the United States (ñUSò).

The Company operates and reports its results as one ñoperating segmentò (as defined by International Financial Reporting Standards (ñIFRSò)), being real property and related products and services.

For the year ended December 31, 2017, approximately 85% of the Companyôs revenue was generated from Canada-based sales and approximately 15% was generated from US-based sales. For the prior year, approximately 87% and 13% of revenue was generated from Canada-based sales and US-based sales, respectively.

Summary of Product/Service Offerings

GeoViewPort and StreetScape

GeoViewPort (ñGVPò) is a real property focused web-based application that targets the property assessment and appraisal industry by providing a leading-edge desktop review tool. GVP enables assessment professionals to simultaneously generate customized portals to view multiple elements related to a property, including iLOOKABOUTôs StreetScape and other street level imagery, aerial imagery, advanced mapping tools, property valuation details, comparable property analysis, and structural characteristics, amongst others. GVP has developed into one of iLOOKABOUT's core product offerings, upon which a software architecture has been built to support a full suite of add-on tools and services.

To support the Companyôs customersô need to monitor the progress of assessment initiatives, the productivity of individual staff, and to audit activities, iLOOKABOUT has developed the GVP Management Module as an addition to the GVP suite of product offerings. GVP Management Module has now been implemented by a number of customers in the US responsible for property assessments. The Company has also launched a beta version of GVP Mobile Appraiser, rounding out the GVP suite. Designed to facilitate physical property inspections, the GVP Mobile Appraiser provides automated task management for data collection, optimized routing, real-time navigation to support data entry, sketch review and photo capture capabilities. In combination with the additional features of geo-location recording, geo-controlled data entry and user labeling and notation, GVP Mobile Appraiser offers productivity enhancements to the workflow of the infield appraiser. GVP Mobile Appraiser is both cross-browser and cross-device compatible.

Since 2007, iLOOKABOUT has been collecting and processing street-level images from public streets in targeted geographic areas to create a database of images and associated metadata (data about data or content items). Through the utilization of proprietary hardware and software systems for the capturing, processing and geo-coding of image data from a moving vehicle, each high-resolution StreetScape image is captured with a digital camera and geo-coded using publicly available Global Positioning Systems (ñGPSò). The iLOOKABOUT StreetScape image database is accessible via GVP, as well as all major mapping applications, including, but not limited to, Google, Bing, Pictometry, ESRI, Intergraph, Bentley and Autodesk, through a secure web service.

To support the integration of its technology into customersô existing enterprise applications, the Company delivers professional programming and software development services in connection with its products to aid in customer implementation. This includes custom configuration and user interface modifications to suit the needs of the customerôs user groups and tailoring of the application to the particular end-user's needs.

Real Property Tax Analytics

Real Property Tax Analytics (ñRPTAò) is a web-based application that facilitates property assessment analytics by combining data attributes of more than 5.1 million properties in Ontario, integrating mapping, imagery and census data to deliver insightful comparable modeling and predictive valuations using proprietary algorithms. RPTA is currently being used primarily by municipal finance and taxation departments across Ontario. Regarded as a leading tool to support assessment-based management programs, this evolving offering is strategic for both large and small municipalities.

Other Applications

The Company has developed and/or supports web-based map applications, which leverage much of the architecture and data rendering techniques utilized in GVP, to service constituents of the tax assessment and appraisal process, including property assessors/appraisers, taxpayers and other municipal stakeholders.

Data Commercialization

iLOOKABOUT has developed products and services for customers looking to commercialize their assessment data through the delivery of reports and individual data requests to users through secure ecommerce transactions or by account. In addition to standardized reports, the Company also provides customized reports through an assisted fulfillment process.

Professional Services

To support users that require a facilitated experience to the Company's technology, iLOOKABOUT provides municipal property tax consulting and support services focused on the property and valuation sectors. These services are provided through Municipal Tax Advisory Group Inc. (ñMTAGò), a wholly-owned subsidiary of iLOOKABOUT Corp., and MTAG Paralegal Professional Corporation, an entity indirectly controlled by the Company.

iLOOKABOUT is actively researching new product development opportunities through both leveraging its existing technologies and developing new products that serve a broader audience including, but not limited to, private sector end users.

Timeline

The following is a timeline of significant milestones of iLOOKABOUT for its previously completed three fiscal years, and the current year to date:

2015 — In February 2015, the Company completed the purchase of certain software assets, including Real Property Tax Analytics (ñRPTAò), from Yeoman & Company Paralegal Professional Corporation (ñYCPò) and 2025832 Ontario Inc. (collectively the ñVendorsò). This constituted a non-armôs length transaction under TSXV regulations, and as such required regulatory and shareholder approval. Upon receiving such approvals, the transaction closed, and as consideration for the purchase of the software assets, the Company issued 6,000,000 Common Shares of the Company to the Vendors at a share price of $0.38, being the closing price of the Companyôs Common Shares on the closing date of the transaction.

In March 2015, holders of 357,500 Series 1 Preference Shares (ñSeries 1 Preference Sharesò) exercised their right to convert such Preference Shares into 1,153,223 Common Shares and 576,611.5 warrants to purchase an equal number of Common Shares at an exercise price of $0.31 per full warrant.

In April 2015, the Company redeemed the remaining 392,500 Series 1 Preference Shares, for an aggregate redemption price of $405,991, of which $13,491 constituted accrued dividends.

2016 In March 2016, the Company entered into a services agreement with Municipal Property Assessment Corporation (ñMPACò) with respect to the channel delivery of its Municipal Connect™ 2.0 platform to MPACôs municipal clients in Ontario.

In April 2016, the Company repaid its $600,000 secured term credit facility in full, together with the related bonus interest in the amount of $165,550, thereby terminating this credit facility.

In September 2016, the Board appointed Mr. Laurence Rose as Chief Executive Officer of iLOOKABOUT Corp. Mr. Rose was granted options to purchase up to 1,000,000 Common Shares of the Company for an exercise price of $0.30, which options expired unexercised in March 2018.

In October 2016, the Company completed a non-brokered private placement of 1,000,000 Units to or as directed by Mr. Rose, at a price of $0.21 per Unit, for gross proceeds of $210,000. Each Unit consisted of one Common Share and one common share purchase warrant. Each whole warrant entitles the holder to purchase one Common Share of the Company at an exercise price of $0.40 for a period of five years from the date of issuance.

In November 2016, the Company executed a multi-year Verification Services Agreement with the Miami-Dade County Property Appraiserôs Office. The Miami- Dade Property Appraiserôs Office has primary responsibility to identify and appraise all real and tangible personal property within Miami-Dade County and certify the annual tax roll with the Florida Department of Revenue in accordance with state law.

2017 In January 2017, the Company issued 1,481,000 Common Shares to Mr. Gary Yeoman, Chairman and Executive Officer of iLOOKABOUT, following the exercise of all his Series I Warrants. The exercise price of these warrants was $0.15 per share, resulting in gross proceeds to the Company of $222,150. These warrants were issued to Mr. Yeoman in connection with a private placement completed in January 2013 when Mr. Yeoman joined the Company.

In May 2017, the Company completed a public offering (the ñOfferingò), resulting in the issuance of 20,520,000 Common Shares of the Company for gross proceeds of $5,130,000, and net proceeds of $4,557,196. In addition to cash compensation, the Company issued 1,044,000 common share purchase warrants (the ñBroker Compensation Warrantsò) to the underwriters of the Offering. Each Broker Compensation Warrant entitles the holder to purchase one Common Share of the Company at an exercise price of $0.25. These warrants have an expiry date of May 16, 2019. iLOOKABOUT intends to use the net proceeds of the Offering to accelerate new product development, position the Company for new opportunities, including potential acquisitions, and for general corporate purposes.

In June 2017, the Company successfully executed the renewal of a multi-year services contract with MPAC with respect to the provision of digital imagery, spatial information and software application services. The Company was awarded this contract as a result of iLOOKABOUTôs successful response to MPACôs request for proposal, re-establishing the Company as MPACôs preferred supplier of street-level and ortho-imagery, as well as spatial data.

In July 2017, the Company entered into a market making services agreement with Independent Trading Group Inc. (ñITGò). Under this agreement, the Company pays ITG monthly compensation of $5,000 for market making services designed to promote market stability and natural liquidity, mitigate price volatility, and enhance the trading experience for investors.

In August 2017, the Company executed a multi-year services contract renewal with MPAC under which the Company will continue to host and manage the Municipal Connect™ platform which is used by Ontario Municipalities to access detailed property and assessment related information in their jurisdictions.

In September 2017, the Company terminated and replaced a Data Distributor Agreement with respect to real property related data licensed for use by the Company.

In September 2017, the GeoViewPort Mobile Appraiser application, aimed at the property assessment marketplace, was launched in beta version by the Company at the International Association of Assessing Officers 2017 Conference held in Las Vegas, Nevada.

In December 2017, the Company announced that Mr. Laurence Rose had left the Company in his position as Chief Executive Officer and Director to pursue other interests. Mr. Gary Yeoman was appointed as the new Chief Executive Officer transitioning from his role as Executive Chairman, which role was then eliminated. Mr. Yeoman continues to act as Chairman of the Board.

In January 2018, the Company appointed Mr. Phillip Millar as a Director of the Company.

2018 In January 2018, the Company issued 1,481, 000 Common Shares to Mr. Gary Yeoman, following the exercise of all of his Series J Warrants. The exercise price of these warrants was $0.15 per share, resulting in gross proceeds to the Company of $222,150. These warrants were issued to Mr. Yeoman in connection with a private placement completed in January 2013 when Mr. Yeoman joined the Company.

Intellectual Property

iLOOKABOUT actively protects its confidential information, trade secrets, source code, know-how and registered intellectual property rights, including its patents and trademarks.

The Company seeks to own all proprietary rights to its material intellectual property, including the iLOOKABOUT StreetScape data capture systems, iLOOKABOUT StreetScape imagery and associated data that the Company captures, as well as its proprietary systems applications used for data storage, retrieval, hosting and delivery of such imagery and associated data, all of which were developed by the Company.

Protection of the intellectual property of the Companyøs key commercial applications is primarily achieved through the adherence to best practices with respect to storage of and access to source code, various physical and electronic security measures and the use of confidentiality agreements.

The Company has registered trademarks in Canada, the United States and the European Union for the names ñiLOOKABOUTò, ñGeoViewPortò, StreetScape and/or the Companyøs logo.

Competitive Conditions

iLOOKABOUT StreetScape

To Managementøs knowledge, there are no Canada-based companies currently offering a commercial enterprise-targeted product that meets or exceeds the technological scope of the iLOOKABOUTøs StreetScape product. Specifically, the Company believes that its StreetScape product offers competitive advantages in the following areas: image quality; accuracy of geo-coding; automation of processing and delivery; cost of data capture; geographic coverage area and refresh rates; and customization. However, Management has identified several US-based companies that offer alternative street-level imaging solutions that are competitive.

GeoViewPort™ ("GVP")

iLOOKABOUT has identified a number of service providers who have developed or are developing applications similar to GVP to assist in the performance of desktop review (i.e., performing activities using technology as opposed to requiring physical site visits to the property of interest). However, it is the content of this application, such as street-level imagery, ortho-imagery, property attributes, etc., and the aggregation of this content on a property-centric basis that increases the value of this proprietary application. iLOOKABOUT believes it is a leader in its industry with respect to street-level imagery and the aggregation of data, the content that populates GVP, and therefore offers a highly competitive product. The Company continues to enhance the functionality of GVP to maintain its competitive advantage, most recently adding the Mobile Appraiser module to the application.

Real Property Tax Analytics ("RPTA")

The Company is aware of various property assessment and appraisal companies that have developed methodologies, which may or may not be similar to that of RPTA, to assist in the determination of property values and identification of potentially improperly valued properties. However, iLOOKABOUT believes that RPTA has competitive advantages based on the following:

- Superior Methodology: Development of proprietary algorithms, upon which RPTA operates, are based on years of experience serving the property assessment market.
- Access to Data: To determine property values and identify potentially improperly valued properties, the quality and extent of underlying property data utilized by the application is critical. iLOOKABOUT has secured access to vast amounts of property data and continues to expand the types of property data available for its customers.
- Integration: RPTA has been successfully integrated with the Companyôs GVP platform, thus further enhancing the ability of end users to complete effective and efficient desktop review of properties.

Property Tax Consulting Services

The Companyôs property tax consulting services are currently focused on the municipal sector in Ontario. While there are multiple competitors in this market, the Company feels it has a distinct competitive advantage in that the Companyôs property tax consultants are able to utilize the Companyôs RPTA software to enhance their service offering.

New technologies and the continued enhancement of existing technologies may increase competitive activity for iLOOKABOUT and the Company cannot provide assurance that it will be able to successfully compete against current and future competitors or adequately address increased competitive activity. See ñ*Risk Factors*.ò

Employees and Contractors

As at December 31, 2017, iLOOKABOUT had 28 employees and 3 contractors (some of which provide services on a part-time basis), compared to 29 employees and 3 contractors (some of which provided services on a part-time basis) as at December 31, 2016. These numbers are exclusive of the independent contractors engaged by the Company to provide staffing for its data capture, image processing and supplementary programming efforts on a temporary, ñas required, where requiredò basis. The extent of these services is primarily driven by the data capture and related activities then being undertaken.

RISK FACTORS

Risks Related to Business and Industry

The Company is dependent on its key customers/partners and if it is unable to maintain and renew its existing agreements with these customers/partners on commercially favourable terms, its revenue will be materially adversely affected.

Customers representing more than 10% of the Companyôs revenue are classified as significant customers. For the year ended December 31, 2017, the Company had one significant customer representing 52% of total revenue. It is expected that this customer will continue to represent a material concentration of the Companyôs total revenue. If iLOOKABOUT is unable to maintain and/or renew its existing agreements with this customer on commercially favourable terms, its revenue will be materially adversely affected.

Competitive products and technologies may reduce demand for iLOOKABOUT's products and technologies.

The Companyôs success depends upon maintaining its competitive position in the commercialization of products and technologies in its area of expertise. Additional competitors to iLOOKABOUT may arise as a result of developing similar imagery data technology and products/related products. Some of the Companyôs existing competitors have substantially greater research and development capabilities, experience and distribution networks, and/or financial and managerial resources than iLOOKABOUT and represent a significant competitive threat. There is no assurance that developments by others will not render iLOOKABOUTôs products or technologies non-competitive or obsolete, or that the Companyôs products will be able to maintain the level of acceptance within the targeted market sectors necessary to compete successfully. iLOOKABOUT is aware of several potential competitors that are at various stages of development for the sale or licensing of imaging products, data analytics and related products and services. The success of the Companyôs competitors and their products may have a material adverse impact on iLOOKABOUTôs business, financial condition and results of operations.

If iLOOKABOUT fails to hire or retain key personnel, the implementation of its business plan could slow its business and future growth could suffer.

The Companyôs success depends in large part upon its ability to attract and retain highly qualified personnel, particularly in the areas of engineering, programming, geo-spatial information systems, database development, database administration and sales and marketing. Competition for such resources from other companies, academic institutions, government entities and other organizations is intense, and the Companyôs financial resources may place iLOOKABOUT at a competitive disadvantage in respect to compensation and benefit matters. In particular, iLOOKABOUT depends on its senior management team. There is no assurance that iLOOKABOUT will retain its current key personnel or will be able to continue to attract additional qualified personnel as required, and any failure to do so could slow implementation of its business plan or future growth. Should certain key management positions need to be replaced, there would likely be a significant adverse financial impact to the Company.

iLOOKABOUT's operations could be disrupted if its information systems fail or if it is unsuccessful in implementing necessary technical upgrades.

The Companyôs business depends on the operation and connectivity of its servers, which store and process the imagery and associated data collected with its proprietary technology. Although the Company has implemented certain redundancy initiatives to protect its image library, due to financial constraints, iLOOKABOUT has not yet fully implemented its planned comprehensive redundancy program for its systems. If its systems were to fail or the Company was unable to successfully expand the capacity of these systems or integrate new technologies into its existing systems as required, iLOOKABOUTôs operations and financial results could suffer. For example, any connectivity or operation failure of its servers may result in the Companyôs customers being unable to access image data, which may result in iLOOKABOUT being in default of its contractual obligations to certain existing customers or negatively impact its ability to obtain new ones. Furthermore, any catastrophic failure to its servers could result in the partial or complete loss of image data collected by iLOOKABOUT to date. While the Company maintains a comprehensive insurance program to mitigate these and other potential losses, it cannot be guaranteed to what extent such insurance coverage would address this risk.

Much of iLOOKABOUT’s potential success and value lies in its ownership and use of intellectual property and its failure or inability to protect its intellectual property could negatively affect its business.

iLOOKABOUT has filed a number of patent applications, primarily in Canada and the United States. The patent positions of technology companies can be highly uncertain and involve complex legal and factual questions. Therefore, there can be no assurance that any patent applications made by or on behalf of iLOOKABOUT will result in the issuance of patents, that it will develop additional proprietary products that are patentable, that any patents issued or licensed to the Company will provide iLOOKABOUT with any competitive advantage or will not be challenged by third parties, or that the intellectual property of others will not be able to circumvent the patents issued to iLOOKABOUT. Furthermore, there can be no assurance that others will not independently develop similar products, duplicate any of iLOOKABOUT’s products or, if patents are issued to the Company, design around iLOOKABOUT’s patented products.

Since patent applications are maintained in secrecy for a period of time after filing, and since publication of discoveries in the scientific or patent literature often lag behind actual discoveries, iLOOKABOUT cannot be certain that its inventor of its patents was the first creator of inventions covered by pending applications, or that it was the first to file patent applications for such inventions. There can be no assurance that iLOOKABOUT’s patents, as or if issued, will be held valid or enforceable by a court or that a competitor’s technology or product would be found to infringe such patents.

As the development of iLOOKABOUT’s products continue, the potential uses of such products may overlap with those of other products and, as a result, may increasingly become subject to claims of infringement. There can be no assurance that third parties will not assert infringement claims against iLOOKABOUT in the future or require iLOOKABOUT to obtain a license for the intellectual property rights of third parties. There can be no assurance that such licenses, if required, will be available on reasonable terms or at all. If the Company does not obtain such licenses, it could encounter delays in the delivery or fulfilment of its contractual obligations or could find that the licensing of its intellectual property to customers is prohibited or materially limited.

Much of iLOOKABOUT’s know-how and technology may not be patentable, and to protect its rights, iLOOKABOUT requires employees, consultants, advisors and collaborators to enter into confidentiality agreements. There can be no assurance that these agreements will provide meaningful protection for iLOOKABOUT’s trade secrets, know-how or other proprietary information in the event of any unauthorized use or disclosure.

Litigation may be necessary to enforce iLOOKABOUT’s rights in its intellectual property or to determine the scope and validity of a third party’s proprietary rights. iLOOKABOUT could incur substantial costs if litigation is required to defend itself in any intellectual property rights suit brought by third parties or if it initiates a patent infringement claim against a third party, and there can be no assurance that iLOOKABOUT would prevail in any such actions. An adverse outcome in litigation or in an interference or other proceeding in a court or patent office could subject iLOOKABOUT to significant liabilities, require disputed rights to be licensed from other parties or require iLOOKABOUT to cease using certain technology or products, any of which may have a material adverse effect on iLOOKABOUT and its operations.

The iLOOKABOUT StreetScape product may capture images that are made available to third parties in violation of applicable privacy laws.

Most jurisdictions have laws relating to personal privacy rights that may or may not be infringed when a person's face or other personal identifying information is captured and forms part of the Company's image data, including that collected using iLOOKABOUT's StreetScape technology. If such image data is determined to violate such rights or laws, iLOOKABOUT could face costly litigation, penalties or fines and the diversion of Management's attention and resources to deal with such issues. Certain customer agreements entered into by iLOOKABOUT require that the images provided under such agreement comply with all applicable privacy legislation. While iLOOKABOUT has developed algorithms that automate the scanning for personal identifying images and blurring such information, the ability of such algorithms to identify all offending images has yet to be determined. As a response, iLOOKABOUT may have to develop additional or alternative operational or technical means to avoid any such infringement, which will require additional resources and may delay or prevent the Company from meeting its business objectives.

Risks Related to Financial Condition

iLOOKABOUT has a history of operating losses and until recently had negative cash flow from operations. Although the Company currently generates positive cash flow from operations on an annual basis, this has not been consistent and there is no assurance that positive cash flow from operations will continue to occur. If the Company does not achieve sufficient revenues or profitability in the future to be self-sustaining, the Company may require additional financing. iLOOKABOUT cannot assure that such additional financing will be available on terms acceptable to it, if at all.

Since the inception of the Company and its predecessors, the business has incurred significant losses and, until recently, negative cash flow from operations. iLOOKABOUT cannot assure that it will achieve sufficient revenues from sales of its products to achieve or maintain profitability or positive cash flow from operations.

Should the Company be unable to generate sufficient cash resources through its operating activities on a consistent basis, the Company would need to raise additional funds to be utilized for general working capital purposes, marketing and business development activities, additional data capture and continued research and development activities. These funds may be raised through public or private equity or debt financings, collaborative arrangements with third parties and/or from other sources. iLOOKABOUT cannot assure that additional financing will be available on terms acceptable to it, if at all. Any such financing may have a dilutive effect on the holdings of shareholders.

If adequate funds are not available as required, the Company may be required to reduce the scope of its image data capture initiatives, significantly scale back or cease operations, sell or license some of its proprietary technology on terms that are less favourable than it otherwise might have been if it were in a better financial position, or consider merging with another company or positioning itself to be acquired by a third party.

iLOOKABOUT's operating results may be subject to currency fluctuations.

To date, the Company's operations have largely been based in Canada and/or are compensated in Canadian dollars. However, given the planned continued expansion in the US, the Company expects that a significant portion of its future revenues and expenses will be denominated in US dollars. The exchange rate between the Canadian dollar and the US dollar, or other foreign currencies, is subject to day-to-day fluctuations in the currency markets and these fluctuations in market exchange rates are expected to continue in the future. iLOOKABOUT does not engage in currency hedging activities at this time. The Company may be subject to risks associated with these currency fluctuations, which may, from time to time, impact its financial position and results.

Risks Related to the Company’s Securities

The market price and trading volume of iLOOKABOUT’s securities may be volatile.

The market price of the Companyǿs Common Shares may experience significant volatility, which could be in response to numerous factors, including quarterly variations in results of operations; announcements of new customer contracts and data capture progress or technological innovations or new products by it, its customers or competitors; government regulations; developments concerning proprietary rights; litigation; announcements of acquisitions or dispositions; general fluctuations in the stock market; or actual revenues and results of operations being below the expectations of the public market. Any of these, or other factors, could result in significant fluctuations in the market price of the Companyǿs securities.

The market capitalization for the Companyǿs listed Common Shares is relatively small and as a result, the trading in such shares may be subject to limitations in liquidity and greater price volatility. As a result, holders of iLOOKABOUT Common Shares may be required to hold their shares for an indefinite period of time or sell them at a loss.

The Company does not intend to pay any cash dividends in the short or medium term.

iLOOKABOUT does not expect to pay cash dividends in the foreseeable future. If the Company generates earnings in the short to medium term, these funds will be retained to finance further growth and, when appropriate, retire its outstanding debt, if any. iLOOKABOUTǿs Board of Directors will determine if and when dividends should be declared and paid in the future based on the Companyǿs financial position at the relevant time and its future cash requirements.

CAPITAL STRUCTURE AND OUTSTANDING SECURITIES

iLOOKABOUTǿs authorized capital consists of an unlimited number of Common Shares and an unlimited number of preference shares which are issuable in series.

As at December 31, 2017, the Company had the following issued and outstanding securities:

- 83,614,784 Common Shares;
- 1,481,000 Series J Warrants, 1,000,000 Series L Warrants and 1,044,000 Broker Compensation Warrants;
- 5,754,975 stock options; and
- 2,537,341 Deferred Share Units.

Shares

The Companyǿs Common Shares carry the right to vote, the right to receive discretionary dividends if and when declared by the Board of Directors, and the right to receive the balance of the assets of the Company in the event of the dissolution or winding up of the Company after the payment of all creditors and the payment of all amounts owing to the holders of any outstanding Preference Shares in such circumstances. The Companyǿs Common Shares are listed on the TSXV.

There are currently no preference shares outstanding.

Warrants and Options

The Series J Warrants were issued in January 2013 and entitle the holder thereof to purchase an aggregate of 1,481,000 Common Shares for an exercise price of $0.15 per share. All of these options were exercised in January 2018.

The Series L Warrants were issued in October 2016 and entitle the holders thereof to purchase an aggregate of 1,000,000 Common Shares for an exercise price of $0.40 per share. These warrants will expire if unexercised on the earlier of (i) October 24, 2021, and (ii) the Required Expiry Date (as defined in the applicable warrant certificate).

The Broker Compensation Warrants were issued to underwriters in May 2017 upon the completion of a public offering by the Company. These warrants entitle the holders thereof to purchase an aggregate of 1,044,000 Common Shares for an exercise price of $0.25 per share. These warrants will expire if unexercised on May 16, 2019.

The outstanding stock options have been granted to directors, officers, employees and contractors of iLOOKABOUT under the Companyôs stock option plan that was adopted effective April 1, 2008, as amended from time to time. These options are exercisable at prices ranging from $0.145 to $0.335, and are currently scheduled to expire on dates ranging from two to forty-eight months.

Deferred Share Units

At the 2014 Annual Meeting, iLOOKABOUT adopted its Deferred Share Unit Plan (ñDSU Planò). All Deferred Share Units (ñDSUsò) outstanding have been issued to non-employee Directors of the Company. Upon a Director ceasing to be a Director, the value of his or her Deferred Share Unit Account (ñDSU Accountò) will be determined on the date specified in the DSU Plan by multiplying the number of DSUs in the Directorôs DSU Account by the market price of the Common Shares as at such date, and will be settled prior to December 31st of the year following the date that the Director ceases to be a director of the Company. The actual settlement of a DSU Account will be made by way of cash or shares, or a combination of both, as determined under the Companyôs then-current Director Compensation Program. It is currently the Companyôs option and intent to settle any DSU redemptions with Common Shares.

Subsequent Capital-Related Events

Subsequent to December 31, 2017, the following capital-related events occurred:

- 1,481,000 Series J Warrants were exercised, resulting in the issuance of 1,481,000 Common Shares for gross proceeds of $222,150; and
- 1,012,500 options expired unexercised.

In addition, the Company expects to issue further Deferred Share Units to non-employee Directors immediately prior to the Companyôs 2017 annual meeting of shareholders. The number of Deferred Share Units to be issued will depend on the price of the Companyôs Common Shares at that time. Assuming a share price of $0.21, the Company anticipates that approximately 392,855 Deferred Share Units will be granted.

As at the date of this Annual Information Form, the Company had the following issued and outstanding securities:

- 85,095,784 Common Shares;
- 1,000,000 Series L Warrants;
- 1,044,000 Broker Compensation Warrants;
- 4,742,475 stock options; and
- 2,537,341 Deferred Share Units.

ESCROWED SECURITIES AND SECURITIES SUBJECT TO CONTRACTUAL TRANSFER RESTRICTIONS

As at December 31, 2017, none of the Companyôs securities were subject to any escrow provisions or contractual transfer restrictions.

DIVIDENDS

iLOOKABOUT has never declared dividends on any of its Common Shares or Preference Shares, although the accrued, cumulative dividends on the Series 1 Preference Shares were paid upon the redemption of these shares in April 2015.

Although the Company has not developed a formal dividend policy, the Board has determined that it will not declare dividends on any of it shares in the short and medium term as it is currently contemplated that any excess operating profits will be reinvested in the Company to fund future growth.

MARKET FOR SECURITIES

Trading Price and Volume

The Company is a reporting issuer in each of Ontario, British Columbia, Alberta, Saskatchewan, Manitoba, New Brunswick, Nova Scotia, Prince Edward Island, Newfoundland and Labrador, the Northwest Territories, Yukon and Nunavut and its Common Shares are listed and posted for trading on the TSXV under the symbol ñILAò. The Companyôs Deferred Share Units, options and warrants are not listed for trading on any public exchange.

2017 Trading Summary for Common Shares from the TSXV

Month	High	Low	Volume Traded
January	$0.330	$0.250	593,810
February	$0.295	$0.230	467,067
March	$0.300	$0.220	3,149,187
April	$0.310	$0.260	1,119,741
May	$0.290	$0.185	1,541,460
June	$0.250	$0.200	1,037,395
July	$0.250	$0.195	648,935
August	$0.235	$0.170	555,000
September	$0.230	$0.180	1,112,615
October	$0.205	$0.180	275,402
November	$0.195	$0.160	266,915
December	$0.210	$0.160	2,608,290

DIRECTORS AND OFFICERS

Name, Occupation and Security Holding

The following table and notes set out the names, province and country of residence for each of the directors and executive officers of iLOOKABOUT, their positions within the Company and their principal occupations, all as at December 31, 2017:

Name, Province & Country of Residence	Position within the Company	Principal Occupation [1]	Director Since[2]	Board Committee Membership
Gary Yeoman *Ontario, Canada*	Chairman of the Board, Chief Executive Officer	Chief Executive Officer, iLOOKABOUT Corp.[3]	June 2013	Audit (ex officio) Disclosure (ex officio) Governance (ex officio) Nomination & Compensation (ex officio)
John C. Drake *Ontario, Canada*	Director	Independent Businessman[4]	May 2009	Disclosure Governance Nomination & Compensation (Chair)
Allan Bezanson *Alberta, Canada*	Director	Executive Vice President, FCF Capital Inc.[5]	June 2013	Audit Disclosure (Chair) Governance (Chair)
Peter Hyde *Ontario, Canada*	Director	President, Hyde Construction Ltd.	June 2013	Audit Nomination & Compensation
Gerald Quinn *Ontario, Canada*	Director	President, The Erin Mills Investment Corporation	June 2013	Audit (Chair) Disclosure Governance Nomination & Compensation
Phillip Millar, *Ontario, Canada*	Director	Lawyer, Millars Law Professional Corporation	December 2017	Nil
Jeff Young *Ontario, Canada*	Director and President	President, iLOOKABOUT Corp.	April 2008	Nil
Jeff Hack *Ontario, Canada*	Director, Chief Technology Officer	Chief Technology Officer, iLOOKABOUT Corp.	April 2008	Nil
Mark Sheppard *Ontario, Canada*	Chief Operating Officer	Chief Operating Officer, iLOOKABOUT Corp.	N/A	N/A
Robin Dyson, *Ontario, Canada*	Chief Financial Officer and Secretary	Chief Financial Officer, iLOOKABOUT Corp.	N/A	N/A

Notes:

(1) During the past five years each of the foregoing directors and executive officers have been engaged in the principal occupation shown opposite his/her name, except as otherwise noted below.

(2) Directors are elected at each annual meeting of shareholders to hold office for a term expiring at the close of the next annual meeting of shareholders.

(3) Mr. Yeoman was appointed as Chief Executive Officer of the Company in December 2017. Mr. Yeoman became an employee of iLOOKABOUT Corp. on January 1, 2015, holding the position of Executive Chair. Prior to becoming the Executive Chair, Mr. Yeomanōs primary occupation was that of President of Yeoman & Associates Inc., a real estate consulting firm.

(4) From 1994 until 2013, Mr. Drake was the President of Drake Goodwin Corporation, an investment firm based in London, Ontario, with diverse interests in financial services, real estate development and manufacturing businesses. Mr. Drake is now an independent businessman.

(5) Mr. Bezanson holds the position of Chief Executive Officer of BW Founders Ltd. Prior to this, Mr. Bezanson held the position of Executive Vice President of FCF Capital Inc. (formerly known as Brilliant Resources Inc.). Prior to joining FCF, Mr. Bezanson was a Managing Partner of Cornerstone Capital Partners L.P., a boutique merchant bank with an emphasis on energy, mining and early stage technology sectors, and the President of Oballan Capital Group Inc., a boutique investment management firm specializing in private equity, structured product and energy financing.

Collectively, as at December 31, 2017, the directors and executive officers of iLOOKABOUT, beneficially owned, or controlled or directed, directly or indirectly, a total of 26,868,694 Common Shares, representing 32.1% of all of the issued and outstanding Common Shares.

Cease Trade Orders, Bankruptcies, Penalties or Sanctions

Except as otherwise noted below, no director, officer or, to the knowledge of Management, shareholder holding sufficient number of shares of iLOOKABOUT to materially affect the control of the Company, is or has been within the ten years preceding the date of this Annual Information Form:

(a) a director, chief executive officer or chief financial officer of any company that:

  (i) while such person was in the capacity, was the subject of a cease trade, or similar order or an order that denied the relevant company or entity access to any exemption under applicable securities legislation, in any case for a period of more than 30 consecutive days (an ñOrderò), or

  (ii) was, after the director or executive officer ceased to be a director, chief executive officer or chief financial officer, the subject of an Order which resulted from an event that occurred while that person was acting in the capacity of director, chief executive officer and chief financial officer

(b) a director or chief executive officer of any company that, while that person was acting in that capacity, or within one year of the person ceasing to act in the that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or has a receiver, receiver manager or trustee appointed to hold such companyôs assets; or

(c) become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or was subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of such person.

John C. Drake, a director of the Company, is a former director of Alpha Re Limited (ñAlphaò), a closely-held company formed in 2011 under the laws of the Cayman Islands for the purpose of providing reinsurance. In January of 2018, the members of Alpha authorized its winding-up and voluntary liquidation. In early March of 2018, after the directors of Alpha declined to provide a declaration of solvency to the joint voluntary liquidators appointed by the members, the Cayman court appointed joint official liquidators to replace the joint voluntary liquidators and ordered that the liquidation continue under the supervision of the Court.

Conflicts of Interest

The Company is not aware of any existing or potential material conflicts of interest between the Company or any of its subsidiaries and any director or officer of the Company or any of its subsidiaries.

INTEREST OF MANAGEMENT AND OTHERS
IN MATERIAL TRANSACTIONS

Below is a summary of any material interests of any directors, executive officers or persons that directly or indirectly own, or exercise control over, more than 10% of the Companyôs outstanding Common Shares, and their respective associates and affiliates, in any transaction within the last three most recently completed fiscal years or during the current financial year that has materially affected or will materially affect the Company:

1. MTAG Paralegal Professional Corporation operates a property tax paralegal practice in Ontario and is organized as a separate professional corporation to comply with the regulations of the *Law Society Act*. The Chief Executive Officer of the Company, a paralegal licensed in the Province of Ontario, is the sole shareholder of this professional corporation; however, the Company controls the entity through contractual arrangements which provide that all economic benefit or loss resulting from the entity will be received or incurred by the Company and the sole shareholder can be required to transfer the shares of this entity as directed by the Company. In September 2017, MTAG Paralegal Professional Corporation commenced the delivery of paralegal services.

2. In May 2017, the Company completed a public offering of its Common Shares for gross proceeds of $5,130,000. The Companyôs then CEO participated in the Officer, purchasing 700,000 Common Shares at a price of $0.25 per share.

3. In January 2017, 1,481,000 Series I purchase warrants previously issued under a private placement to the Executive Chair of the Company, were exercised for 1,481,000 Common Shares at an exercise price of $0.15 per share.

4. In February 2015, the Company completed the purchase of certain software assets, including Real Property Tax Analytics (collectively, the ñSoftwareò), from Yeoman & Company Paralegal Professional Corporation (ñYCPò) and 2025832 Ontario Inc. (collectively the ñVendorsò). This constituted a non-armôs length transaction under TSXV regulations, as the Chairman of the Company is the father of two of the principals of YCP. As such, that transaction required regulatory and shareholder approval, which was received. As consideration for the purchase of the Software, the Company issued 6,000,000 Common Shares to the Vendors at a share price of $0.38, being the closing price of the Companyôs Common Shares on the closing date of the transaction. In addition, to provide for ongoing support and development of the Software licensed in December 2014 then purchased in February 2015, the Company entered into a consulting agreement with YCP (the ñConsulting Agreementò). The Consulting Agreement has a term of twenty years, ending in December 2034, and provides for an annual fee of $265,000 plus 15% of revenue recognized and received by the Company from end customers for use of the Software.

These transactions are in the normal course of operations and are measured at the transaction amount, being the amount of consideration established and agreed to by the related parties.

TRANSFER AGENTS AND REGISTRARS

Security	Transfer Agent and Registrar	Location
Common Shares	TSX Trust	Toronto, Ontario
Warrants	Harrison Pensa LLP	London, Ontario
Deferred Share Units	iLOOKABOUT Corp.	London, Ontario
Stock Options	iLOOKABOUT Corp.	London, Ontario

INTERESTS OF EXPERTS

The Company’s auditors are KPMG LLP. To the Company’s knowledge, based on the most recent representations made by KPMG LLP, KPMG and its partners do not hold any registered or beneficial ownership interests, directly or indirectly, in the securities of the Company or its associates or affiliates.

ADDITIONAL INFORMATION

Additional information relating to iLOOKABOUT may be found on SEDAR at www.sedar.com.