SQI DIAGNOSTICS INC.

Management's Discussion and Analysis of Financial Condition and Results of Operations

June 30, 2013

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This Management's Discussion and Analysis ("MD&A") covers the unaudited financial statements for the three and nine months ended June 30, 2013 and 2012 and should be read in conjunction with the Company's condensed interim consolidated financial statements. The June 30, 2013 financial statements and additional information about the Company, including the annual audited financial statements and MD&A for the year ended September 30, 2012 and the most recent Annual Information form ("AIF") can be found on SEDAR as www.sedar.com.

All amounts are expressed in Canadian dollars unless otherwise indicated.

This discussion and analysis was prepared by management using information available as at August 21, 2013.

This document contains forward-looking statements that relate to future events or future performance and reflect our expectations and assumptions regarding our growth, results of operations, performance and business prospects and opportunities. Such forward-looking statements reflect our current beliefs and are based on information currently available to us. In some cases, forward-looking statements can be identified by terminology such as "our goal", "may", "would", "could", "will", "should", "expect", "plan", "intend", "anticipate", "believe", "estimate", "predict", "potential", "continue" or the negative of these terms or other similar expressions concerning matters that are not historical facts. The forward-looking statements in this document include, among others, statements regarding our future operating results, economic performance, product development efforts, and statements in respect of:

- *our expected future losses and accumulated deficit levels;*
- *our requirement for, and our ability to obtain, future funding on favourable terms or at all;*
- *market competition and technological advances of competitive products;*
- *our expectations regarding the acceptance of our products by the market;*
- *our expectations regarding the progress and the successful and timely completion of the various stages of the regulatory clearance process;*
- *our strategy to develop new products and to enhance the capabilities of existing products;*
- *our strategy with respect to research and development;*
- *our dependence on expanding our customer base;*
- *our plans to market, sell and distribute our products;*
- *our plans in respect of strategic partnerships for research and development;*
- *our ability to obtain a sufficient supply of the components needed for our products;*
- *our plans to retain and recruit personnel;*
- *our plans to correct defects or errors in our systems; and*
- *our strategy with respect to the protection of our intellectual property.*

A number of factors could cause actual events, performance or results, including those in respect of the foregoing items, to differ materially from the events, performance and results discussed in the forward-looking statements. Factors that could cause actual events, performance or results to differ materially from those set forth in the forward-looking statements include, but are not limited to:

- *the extent of our future losses;*
- *our ability to obtain the capital required to fund development and operations;*
- *development or commercialization of similar products by our competitors;*
- *our ability to develop and market our products;*
- *our ability to comply with applicable governmental and securities regulations and standards;*
- *our ability to develop and commercialize our technologies;*
- *delays or failures in our ability to develop and implement new diagnostic products;*

- *our reliance on a few key and significant customers;*
- *our ability to attract and retain skilled and experienced personnel;*
- *the impact of changes in the business strategies and development priorities of our strategic partners;*
- *loss of suppliers or increases to the cost of the components of our systems;*
- *the impact of legislative changes to the healthcare system and regulatory process;*
- *our ability to maintain effective internal control over financial reporting;*
- *damage to our manufacturing facility or its failure to accommodate future sales growth;*
- *the impact of unknown defects or errors and product liability claims;*
- *foreign currency fluctuations;*
- *our ability to obtain patent protection and protect our intellectual property rights and not infringe on the intellectual property rights of others;*
- *the expense and potential harm to our business of intellectual property litigation;*
- *stock market volatility;*
- *the fact that further equity financing may substantially dilute the interests of our shareholders; and*
- *other risks detailed from time-to-time in our ongoing quarterly filings, annual information forms, annual reports and annual filings with applicable securities regulators, and those which are discussed under the heading "Risk Factors".*

Although the forward-looking statements contained in this management discussion and analysis are based on what we consider to be reasonable assumptions based on information currently available to us, there can be no assurance that actual events, performance or results will be consistent with these forward-looking statements, and our assumptions may prove to be incorrect. These forward-looking statements are made as of the date of this document.

OVERVIEW

SQI Diagnostics Inc. is an innovator in multiplexed microarray diagnostics and life sciences tools. Our goal is to become a leader in the development and commercialization of microarray and multiplexed blood tests to enable simultaneous measurement of important molecules like proteins, antibodies and inflammatory markers. We do this by offering our customers comprehensive "turnkey" solutions that allow them to replace current multiple tests that are very labour intensive and expensive with our multiplex tests and diagnostic platforms. Customers value multiplex tests from SQI because they combine multiple tests that they use in a particular application with a single multiplex test providing all of the results and the test performance they currently expect. SQI's multiplex tests increase the efficiency and ease of bioanalytical, immunogenicity and diagnostics testing. Our advanced diagnostic platforms and software are used to greatly reduce the time and effort consumed in test development. This reduces the overall cost of delivery for both SQI and our customers. Our multiplex tests and diagnostic platform together form a very powerful tool for the design, commercialization and execution of blood testing in clinical trials for drug development markets.

Our proprietary microarray tests and automated diagnostic platforms have the potential to change the way pharmaceutical companies design and conduct antigen, protein and antibody testing. In using SQI's Custom Plex and Ig_PLEX tests and SQiD-analyzers, pharmaceutical companies enjoy many of the benefits and processes incorporated into our FDA-cleared IVD tests and analyzers. This provides them or their CROs the confidence to test responses to their biosimilar and innovator drugs in one multiplexed test, decreasing the number of studies required and potentially shortening development times to regulatory filing. Shortening the time to regulatory filing would enable pharmaceutical companies to advance their pipeline of new

drug candidates more quickly, extending the time period under patent protection, and reducing their overall costs; critical issues for these companies.

Our technology meets or exceeds all FDA guidance for EMA immunogenicity and biosimilar test guidelines. These applications for our technology open up a new and growing market for SQI, as regulatory focus on immunogenicity testing of biopharmaceutical drug offerings increases.

Our target customers require diagnostic processing equipment and consumable tests (together "systems") that are capable of processing large numbers of patient samples to detect and quantify multiple and varied types of human antibodies, isotypes and sub-classes of antibodies as well as human proteins including protein-based drugs. Our systems and multiplexing technologies enable many tests to be completed in a single well of one of our consumable test kits at low cost and with minimal labour requirements using our semi-automated, fully-automated high-throughput systems. Our systems, capable of providing multiple biomarker measurements in each single test array, have the potential to increase a laboratory's throughput with significantly less labour, consumables and other costs. Our greatest value proposition is the ability to greatly reduce the effort and time to complete certain aspects of clinical testing in a drug development program or IVD testing in a reference laboratory.

Our SQiDlite™ Bench-Top Diagnostic System (SQiDlite), launched at the American Association of Pharmaceutical Scientists (AAPS) Annual Meeting and Exposition in October of 2012, offers laboratories of all sizes flexible, configurable, fully automated workflow solutions from dilutions through reporting to run protein and antibody multiplexed immunoassays. This bench-top system will be able to process multiple sizes of microarray devices from single 8-well strips up to a single 96-well microarray plate. SQiDlite integrates all test fluidics, test kit processing and analyzing functions in a user-friendly bench-top footprint.

Our high-throughput SQiDworks™ Diagnostic Platform (SQiDworks) is a fully-automated microarray processing and analytical instrument, which provides significant cost savings and other benefits over existing technologies. Additionally, the incremental cost savings of tests run on our fully-automated platform versus existing technologies increase as the complexity of the test increases.

Our SQiD-X System is a semi-automated bench top platform that incorporates all of SQI's technology with the exception of automated fluidics handling and is targeted at earlier stage, lower volume customers and those who intend to complete Custom PLEX assay development work at their sites.

Our Ig_PLEX and Custom PLEX™ microarrays have the ability to accurately measure multiple biomarkers, including but not limited to antibodies, their isotypes and subclasses of the isotypes in a single test, all while using less patient serum than established tests. Additionally, our microarray technology requires fewer steps than traditional methods. These key features may increase the predictive value of the test. The increased predictive value of the test may enable the healthcare provider to choose a treatment plan earlier in the course of the disease. Pharmaceutical customers also benefit from our antibody isotyping and subclass multiplexing by receiving more robust data on immunogenic responses to their in-development drugs than previously available. These same customers also stand to benefit through the cost and time savings from multiplexing which could reduce their time to market improving their bottom line results.

Our proprietary multiplex assay development process and microarray manufacturing capabilities, combined with our automated systems, are designed to significantly reduce the

complexity and cost to our customers to commercialize microarray tests, or to develop in-house research use only (RUO) bioanalytical tests to capture and measure their target biomarkers.

The Company is focussing on leveraging its existing technologies and its IVD pedigree to develop Custom PLEX tests that can be processed on our systems and address the needs of the large pharmaceutical drug development market. The status of the Company's commercialization and development efforts are discussed below.

STATUS OF COMMERCIALIZATION AND DEVELOPMENT ACTIVITIES - FISCAL YEAR TO DATE

Highlights of Commercialization and Development Activities for the Quarter-ended June 30, 2013
SQI and Algorithme Pharma ("Algorithme") jointly presented the results of the proof-of-concept studies at the 14th Annual Immunogenicity for Biotherapeutics Conference in Baltimore held 18-20 March. Subsequent to the conference, SQI has participated in marketing efforts with Algorithme which strategically target commercial opportunities with global pharmaceuticals. Subsequent to the quarter end, SQI delivered a diagnostic system to Algorithme Pharma for further collaborative sales initiatives and in preparation for the marketing webinar titled "A Multiplexed Approach for Immunogenicity Assessment Using the New SQiDlite™ System: Case Study Analysis" held on July 11.
During the quarter, master services agreements were executed with two global pharmaceutical companies in its Diagnostics Tools and Services business. The names of the global pharmaceutical companies have been omitted owing to confidentiality agreements with both of the entities.
The master service agreement with the first global pharmaceutical company ("Global Pharma 1") is for the development and evaluation of a proof-of-concept anti-drug-antibody ("ADA") assay to detect and quantify the immune response in three animal species to a new class of drug. Material progress has been made on commercialization milestones and Global Pharma 1 is expected to perform an on-site evaluation of the assay on the SQiD-X system leading to a commercial agreement to acquire a system and test kits from SQI.
The master services agreement with the second global pharmaceutical company ("Global Pharma 2") is for the development and evaluation of a 21 biomarker ADA assay that will measure the immune responses in clinical trials to the customer's in-development biologic drug. Major development milestones have been achieved on this project during and subsequent to the quarter-end and the Company expects to deliver evaluation kits in September to be evaluated on a SQiD-X platform.
During the quarter, Global Pharma 2 expressed interest in evaluating the Company's 8-plex cytokine assay. The Company made significant progress on the commercial demonstration and delivered a SQiD-X platform in August to the customer's site to enable evaluation of the Ig_PLEX Cytokine assay. Training and evaluation sessions are on-going at the date of this report. The Company is hopeful that the successful evaluation will result in a commercial contract with Global Pharma 2.

The Company has been focussing on arranging and completing many targeted sales and business development initiatives with a large number of (1) diagnostics companies with immunologic

single-plex tests amenable to multiplexing, (2) pharmaceutical and vaccine companies using single-plex immunogenicity tests in drug development and (3) CROs that service the immunogenicity testing needs of pharmaceutical companies that outsource their bioanalytical and immunogenicity testing. Our sales team continues to pursue opportunities in our sales funnel and has made significant progress on many customer opportunities. This progress includes:

- During the quarter, the Company entered into a definitive agreement to develop a proof-of-concept multiplexed assay to assess the immunogenicity of a novel therapeutic with a global pharmaceutical company ("Global Pharma 1"). During and subsequent to the quarter-end, the Company completed the proof-of-concept milestones. The completed multiplex proof-of-concept test demonstrated one hundred percent agreement in primates and excellent agreement in the other two species when compared to the single-plex tests currently used by Global Pharma 1. Other performance criteria of the tests, including sensitivity, have exceeded project goals. Owing to the achievement of all project milestones, an on-site evaluation of the assay on SQI's SQiD-X system is being planned to enable commercial purchase of SQI products. The timing of this evaluation is dependent on a number of factors not within the control of the Company, however, SQI and the customer are working diligently to progress this project on a practical timeline.

- During the quarter, the Company executed an agreement with a global and diversified pharmaceutical company ("Global Pharma 2") to develop a proof-of-concept multiplexed immunogenicity assay for a target therapeutic. This 21 biomarker assay takes full advantage of SQI's multiplexing capabilities and has met or exceeded all project goals. Through this project, SQI demonstrated that we can detect and measure the response of isotypes and their subclasses to a recombinant protein drug, its subunits, and a biosimilar in a single assay. The data from this successful collaboration are being presented to larger groups within Global Pharma 2. This customer has expressed interest to also evaluate SQI's non-IVD 8-plex cytokine product. Cytokine assays are commonly used in clinical trials during the development of many classes of drugs. SQI delivered a SQiD-X platform on August 9, 2013 to Global Pharma 2. Training on the SQiD-X system and the evaluation of the Ig_PLEX Cytokine assay is scheduled for the week of August 19th. The Company also expects to deliver the ADA assay for evaluation on the SQiD-X system in September. Successful evaluation of both the ADA Custom PLEX proof-of-concept assay and the Ig_PLEX Cytokine assay are expected to result in the sale of test kits and SQiDlite platforms for use in the customer's drug development programs.

- These proof-of-concept assays were developed as no-cost evaluations, the Company is in negotiations with both Global Pharma companies to turn these evaluations into revenue generating relationships. The successful completion of these proof-of–concept assays has resulted in additional interest from these and other pharmaceutical companies. Subsequent to quarter-end, the Company was negotiating terms for its first paid proof-of-concept project with a leading novel drug development company.

- On January 24th, 2013, the Company signed a collaboration agreement with Algorithme Pharma ("Algorithme") to develop an assay targeted at immunogenicity testing of heparin and heparin-based low molecular weight biosimilar compounds ("HIT assay"). The multiplex HIT assay has been developed and Algorithme has commenced marketing the "shelf ready" multiplexed assay to the many pharmaceutical companies who are building heparin and other types of biosimilar compounds that need to be evaluated in Bioequivalence or Phase-1 studies. These marketing efforts consist of strategic publications and marketing messages which highlight the benefits of the SQI multiplexed

isotyping platform. Subsequent to quarter-end, SQI delivered a diagnostic system to Algorithme Pharma for further collaborative sales initiatives and in preparation for the marketing webinar titled "A Multiplexed Approach for Immunogenicity Assessment Using the New SQiDlite™ System: Case Study Analysis" held on July 11, 2013. The webinar was well attended with over 30 participants. The heparin market alone has been estimated to grow at a CAGR of 11.2 percent over the period 2011-2015 (Technavio, Global Heparin Market 2011 – 2015, November 2012). Heparin and its biosimilar compounds are currently estimated to generate revenues of approximately $1 billion per year. There are several heparin-based biosimilar compounds currently on the market and an estimated eight biosimilars in development. Heparin is used to treat a variety of conditions such as deep vein thrombosis, pulmonary embolism, and acute coronary syndrome (ACS) to prevent clotting during dialysis and to avert intravascular coagulation during open heart surgical procedures.

The Company will continue to focus on developing opportunities and penetrating the market with diagnostics, pharmaceutical and vaccine companies and CROs that service theses markets through conference presentations, the publication of the results of the proof-of-concept studies and other targeted marketing activities.

Platform development of SQiDlite has continued during the quarter-ended June 30, 2013. This development includes studies to position SQiDlite for IVD approvals as well as continuous improvements to assist customers in their Custom PLEX assay development and the application of new SQI technologies. Management believes that the first commercial application of the SQiDlite platform would be to deliver non-regulated cytokine testing to a target customer in the drug development market and within the Company's Diagnostic Tools and Services business.

Verification work on Ig_PLEX Celiac DGP is complete and, with the process stabilized to repeatedly produce products with assay to assay variation below 10%, the Company is moving to complete validation.

The Company's current focus is to deliver on the customer-targeted proof-of-concept assays to generate near-term revenues. The Company is delivering on this goal and has demonstrated to its first target customers, Global Pharma 1 and Global Pharma 2 that it can deliver the Custom PLEX assays specific to their drug targets within agreed upon timelines. The Company expects to complete validation for Ig_PLEX Celiac DGP and complete the regulatory submission in calendar 2013; however, the Company will prioritize projects in favour of those with near-term revenue prospects.

The status of each component of our development program is summarized in the table below:

DEVELOPMENT STATUS - IVD						
PRODUCT	STAGE OF DEVELOPMENT					
	Candidate Panel	Proof-of-Concept	Assay Development	Automation	Validation	Approval/ Clearance
IgX PLEX RA (Qualitative) (1)						
IgX PLEX RA (Quantitative) (2)						
IgX PLEX Celiac (Qualitative) (1)						
IgX PLEX Celiac (Quantitative) (2)						
Ig_PLEX Celiac DGP (Quantitative) (3)						
Ig_PLEX Vasculitis						
Ig_PLEX RA (Quantitative) (3) ON HOLD						
Ig_PLEX Lupus ON HOLD						
Ig_PLEX IBD/Crohn's ON HOLD						

(1) Approved or cleared in the U.S. and Canada.
(2) Approved or cleared in Canada and Europe.
(3) Development status for clearance in the U.S.

DEVELOPMENT STATUS – Custom PLEX and Immunogenicity						
PRODUCT	STAGE OF DEVELOPMENT					
	Candidate Panel	Proof-of-Concept	Assay Development	Automation	Validation	Ready to Commercialize
Cytokines 8 PLEX (RUO)						
Heparin Immunogenicity Assay						
Global Pharma 1						
Global Pharma 2						

CORPORATE FINANCING TRANSACTIONS

On December 4, 2012 the Company extended the expiry of 1,192,052 warrants exercisable at a price of $4.00 per share to December 4, 2013. All other terms of the warrants remained unchanged. The fair value of the extension was estimated using the Black-Scholes pricing model with the following assumptions: share price $0.34; dividend yield 0%; risk free interest 1.07%; volatility 103%; and an expected life of 1 year. Expected volatility is based on historical volatility. As a result of the extension $4,000 was recorded in warrant capital with a corresponding reduction in contributed surplus.

On May 2, 2013 the Company completed a non-brokered private placement of 5,126,044 units of the Company at $0.75 per unit for gross proceeds of $3,845,000.

Each unit consists of one common share and one common share purchase warrant. Each common share purchase warrant entitles the holder to purchase one common share at a price of $1.10 for a period of two years from the date of issuance. The proceeds from the issuance of units are allocated between capital stock and warrant capital based on their relative fair values, with $1,163,000 being allocated to warrant capital. The fair value of the warrants was estimated using the Black-Scholes pricing model with the following assumptions: share price $0.53; dividend

yield 0%; risk free interest 0.95%; volatility 115%; and an expected life of 2 years. Expected volatility is based on historical volatility.

In connection with the private placement, the Company paid a finder's fee of $269,000 and issued 512,604 compensation warrants exercisable for 24 months from the closing of the private placement. Each compensation warrant is exercisable into one common share and one warrant at a price of $0.75. Each underlying warrant included in the compensation warrant is exercisable into one common share at a price of $1.10 for a two year period from the date of the private placement. The fair value of the compensation warrants was estimated at $331,000 using the Black-Scholes pricing model with the following assumptions: share price $1.00; dividend yield 0%; risk free interest 0.95%; volatility 115%; and an expected life of 2 years. Expected volatility is based on historical volatility. Broker warrants and related financings were not measured at the fair value of the services received as the fair value of such services was not reliably measurable. The total share issuance costs were $628,000.

Subsequent to quarter-end, the Company extended the expiry of 1,140,000 warrants with an expiry date of August 12, 2013. The warrants were extended to August 12, 2015. All other terms of the warrants remained unchanged.

CRITICAL ACCOUNTING POLICIES AND SIGNIFICANT ESTIMATES

The Company's financial statements are prepared in accordance with International Financial Reporting Standards (IFRS).

The significant accounting policies that management believes are the most critical in fully understanding and evaluating the reported financial results include the following:

Intangible Assets

Patents and trademarks comprise costs, including professional fees, incurred in connection with the creation and filing of patents and registration of trademarks related to the Company's core technology and trademarks. The costs relating to initial patent and trademark fees are deferred and amortized over 10 years on a straight-line basis. Patents and trademarks are recorded net of impairment losses, if any. Research costs are charged to operations in the period in which they are incurred. Development costs are expensed as incurred or deferred if they meet the criteria for deferral under International Financial Reporting Standards and are expected to provide future benefits with reasonable certainty.

At June 30, 2013, the Company was developing two customer-targeted proof-of-concept multiplexed immunogenicity assays, the multiplexed assay targeted at immunogenicity testing of heparin and heparin-based low molecular weight biosimilar compounds (HIT Assay), Ig_PLEX diagnostics assays for celiac, vasculitis and an 8-plex cytokine assay. While not in active development, other assays in the development pipeline include lupus (SLE), Crohn's (IBD) and the second generation, fully quantitative Ig_PLEX RA assay. Deferral criteria have not been met, and accordingly, all development costs have been expensed in the period.

Stock-Based Compensation and Other Stock-Based Payments

The Company offers a share option plan for its employees, officers and directors. The fair value of stock-based payment awards granted is recognized as an expense with a corresponding increase in contributed surplus. The Company grants stock options with multiple vesting

periods, with each vesting period being treated as a separate tranche and considered a separate grant for the calculation of fair value. Fair value is calculated using the Black-Scholes option pricing model and the resulting fair value is amortized over the vesting period of the respective tranches. In addition, stock-based compensation expense recognized reflects estimates of award forfeitures with any change in estimate there of reflected in the period of the change. Consideration received upon the exercise of stock options is credited to capital stock at which time the related contributed surplus is transferred to capital stock.

In situations where non-employee stock-based compensation is issued and some or all of the goods or services received by the entity as consideration cannot be measured reliably, they are measured at the fair value of the stock-based payment.

Income Taxes

The Company follows the asset and liability method of accounting for income taxes. Under this method, deferred income tax assets and liabilities are determined based on temporary differences between financial reporting and tax bases of assets and liabilities, as well as for the benefit of losses available to be carried forward to future years for tax purposes. Deferred income tax assets and liabilities are measured using enacted or substantively enacted tax rates and laws that will be in effect when the differences are expected to reverse. Deferred tax assets for unused tax losses, investment tax credits (ITCs) and deductible temporary differences are recorded in the financial statements, to the extent that it is probable that future taxable profits will be available against which they can be utilized.

Critical Accounting Estimates and Judgments

The preparation of financial statements in conformity with International Financial Reporting Standards requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenue and expenses during the period. Actual results could differ from those estimates.

Significant areas requiring the use of management estimates relate to the determination of the useful lives of property and equipment and patents and trademarks for amortization purposes and impairment of same, valuation of ITCs recoverable, valuation of stock options and warrants and recognition of deferred tax assets.

RECENT ACCOUNTING PRONOUNCEMENTS

IFRS 9 Financial Instruments

In October 2010, the IASB issued IFRS 9, Financial Instruments (IFRS 9). IFRS 9, which replaces IAS 39, Financial Instruments: Recognition and Measurement, establishes principles for the financial reporting of financial assets and financial liabilities. This new standard is effective for annual periods beginning on or after January 1, 2015, with earlier application permitted. The Company is assessing the impact of this new standard on its consolidated financial statements.

IFRS 10 Consolidated Financial Statements and IAS 27 Separate Financial Statements

In May, 2011, the IASB issued IFRS 10, Consolidated Financial Statements (IFRS 10) and IAS 27 Separate Financial Statements (IAS 27). IFRS 10 and the amended IAS 27 together replace IAS 27 Consolidated and Separate Financial Statements. IFRS 10 establishes the principles for the presentation and preparation of consolidated financial statements when an entity controls one or more other entities. IAS 27 prescribes the accounting and disclosure requirements for investments in subsidiaries, joint ventures and associates when an entity prepares separate financial statements. These standards are effective for annual periods beginning on or after January 1, 2013, with earlier application permitted. The Company is assessing the impact of this new standard on its consolidated financial statements.

IFRS 13 Fair Value Measurement

In May, 2011, the IASB issued IFRS 13 Fair Value Measurement (IFRS 13). IFRS 13, which is to be applied prospectively, is effective for annual periods beginning on or after January 1, 2013, with earlier application permitted.

IFRS 13 defines fair value, provides a framework for measuring fair value and includes disclosure requirements for fair value measurements. IFRS 13 will be applied in most cases when another IFRS requires (or permits) fair value measurement. The Company is assessing the impact of this new standard on its consolidated financial statements.

SELECTED FINANCIAL INFORMATION

Third Quarter Commentary

The table below summarizes quarterly financial information for the three month periods shown.

	June 30, 2013 (000s)	March 31, 2013 (000s)	December 31, 2012 (000s)	September 30, 2012 (000s)
Revenue	$ -	$ -	$ 3	$ -
Net Loss	$ 1,740	$ 1,351	$ 1,563	$ 1,727
Net Loss Per Share	$ (0.04)	$ (0.03)	$ (0.04)	$ (0.04)
Weighted Average Shares	43,206	39,826	39,826	39,822
	June 30, 2012 (000s)	**March 31, 2012 (000s)**	**December 31, 2011 (000s)**	**September 30, 2011 (000s)**
Revenue	$ -	$ 8	$ 4	$ 5
Net Loss	$ 1,584	$ 1,350	$ 1,650	$ 3,896
Net Loss Per Share	$ (0.04)	$ (0.04)	$ (0.05)	$ (0.11)
Weighted Average Shares	37,877	36,280	35,637	33,946

Revenue for the nine months ended June 30, 2013 was $3,000 compared to $12,000 for the nine months ended June 30, 2012. Revenue in the nine months ended June 30, 2013 was as a result of an initiative with one of our hardware vendors of our platform systems components. Revenue for the nine months ended June 30, 2013 was the result of sales of the QuantiSpot RA test kits.

For the quarter-ended June 30, 2013, the Company recorded a net loss of $1,740,000 ($0.04 net loss per share) compared to a net loss of $1,585,000 ($0.04 net loss per share) for the quarter-ended June 30, 2012. The net loss for the nine months ended June 30, 2013 was $4,654,000 ($0.11 net loss per share) compared to a net loss of $4,584,000 ($0.13 net loss per share) for the nine months ended June 30, 2012. Per share values are based on the weighted average shares outstanding in the period. For the quarter-ended June 30, 2013 there was an average 43,206,000 shares outstanding (nine months ended June 30, 2013 – 40,953,000).

The net loss for the three and nine months ended June 30, 2013 was higher compared to the three and nine months ended June 30, 2012. The Company continued to control costs and focus on development projects for Diagnostic Tools and Services customers that have the potential to evolve into commercial projects. The Company had four DT&S projects in development in the quarter-ended June 30, 2013. Cost in the three and nine months ended June 30, 2012 were offset by an additional Scientific Research & Experimental Development (SR&ED) tax credit recorded in the third quarter of fiscal 2012, as discussed in more detail below.

R&D expenditures, excluding amortization and stock based compensation for the quarter-ended June 30, 2013 were $895,000 compared to $672,000 for the quarter-ended June 30, 2012. R&D expenditures for the three months ended June 30, 2012 were offset by a $204,000 SR&ED investment tax credit recorded in the third quarter of fiscal 2012 related to an audit of the 2008, 2009, and 2010 SR&ED claims. After adjusting for the SR&ED ITC, R&D costs for the three months ended June 30, 2013 are consistent with the three months ended June 30, 2012. R&D expenditures, excluding amortization and stock based compensation, for the nine months ended June 30, 2013 were $2,228,000 compared to $2,237,000 for the nine months ended June 30, 2012. R&D costs for the nine months ended June 30, 2013 were consistent with the costs for the nine months ended 2012. In the nine months ended June 30, 2012 the Company incurred higher laboratory costs and R&D professional fees as a result of the focus on IVD products. These higher costs were offset by the additional $204,000 SR&ED investment tax credit recorded in that period. During the year to date the Company has been focussed on Diagnostic Tools and Services customer directed projects in the large Pharma market. The collaboration agreements, in some cases, have required these potential customers to provide certain reagents and antibodies required for development also reducing R&D costs for the nine months ended June 30, 2013.

Corporate and general expenses include salaries and related expenses (including benefits and payroll taxes) of the Company other than salaries and related expenses paid to personnel engaged in research and development. Salaries and wages were $181,000 for the quarter-ended June 30, 2013 compared to $296,000 for the quarter-ended June 30, 2012. Salaries and wages were $541,000 for the nine months ended June 30, 2013 compared to $643,000 for the nine months ended June 30, 2012. The change in general and administrative salaries for the three and nine months ended June 30, 2013 as compared to the three and nine months ended June 30, 2012 is a result of the business realignment in fiscal 2012 when temporary reductions were made to administrative salaries. A bonus and payment of deferred salaries was recorded in June of 2012 for those that had salary deferrals. Salaries returned to normal levels in July of 2012 and through the current period.

Corporate and general expenses also include general and administrative expenses which comprise occupancy costs, insurance costs, foreign exchange expenses, and other general operating costs. General and administrative expenses were $127,000 for the three months ended June 30, 2013 compared to $146,000 for the three months ended June 30, 2012. General and administrative expenses were $421,000 for the nine months ended June 30, 2013 compared to $412,000 for the nine months ended June 30, 2012. General and administrative expenses in the three and nine months ended June 30, 2013 are consistent with the expenses for the three and nine months ended June 30, 2012.

Professional consulting (legal, accounting, Board of Directors compensation, recruiting, administrative contractor, and investor relations) costs in the three months ended June 30, 2013 were $145,000 compared to $86,000 for the three months ended June 30, 2012. Professional consulting costs in the nine months ended June 30, 2013 were $272,000 compared to $245,000 for the nine months ended June 30, 2012. The increase in professional and consulting costs in the three and nine months ended June 30, 2013 was primarily related to increased professional fees related to the Company's engagement of an investment banker to review strategic alternatives. These costs were offset by reduced recruiting and professional fees as a result of the Company's cost cutting efforts.

Sales and marketing expenses were primarily related to sales and marketing consultant fees and to travel related to selling activities in the quarter. Sales and marketing expenses, excluding stock based compensation, totalled $88,000 for the three months ended June 30, 2013 compared to $57,000 for the three months ended June 30, 2012. Sales and marketing expenses, excluding stock

based compensation, totalled $299,000 for the nine months ended June 30, 2013 compared to $181,000 for the nine months ended June 30, 2012. The increase in sales and marketing expenses for the three and nine months ended June 30, 2013 compared to the three and nine months ended June 30, 2012 was primarily a result of the addition of a senior sales contractor in June of 2012 and increased expenditures on conferences, travelling and marketing materials as the Company focuses on creating and developing sales opportunities for its Diagnostic Tools and Services business.

Non-cash stock based compensation charges totalled $145,000 for the three months ended June 30, 2013 (nine months - $416,000) compared to $179,000 for the three months ended June 30, 2012 (nine months - $418,000). The related stock option issuances are described further in the Outstanding Capital Stock section that follows.

Operational expenses were partially offset by interest income earned on short-term investments of $8,000 for the three months ended June 30, 2013 (nine months - $19,000) compared to $2,000 for three months ended June 30, 2013 (nine months - $4,000). The Company invests its cash in variable term cashable government investment certificates and short-term money market deposits.

OUTLOOK AND FUTURE PROSPECTS

The Company launched its Diagnostics Tools and Services business line in fiscal 2012 and has established a strong line-up of development and evaluation customers during fiscal 2013, some of whom are in the process of conducting evaluations. This business is focussed on using our core IVD technologies, software and platforms to enable diagnostic customers, and pharmaceutical companies and CROs involved in drug development with single test biomarker panels to move to multiplexed assays on the SQI technology platform.

We believe that our unique technology is attractive to prospects that desire multiplexed assays but do not have the capability to commercialize multiplexed tests. Feedback, based on data delivered to our collaborators, Algorithme Pharma and first two evaluation Global Pharma customers has been very positive regarding the power of the SQI technology to deliver multiplexed results and the level of service provided by SQI.

We believe that our multiplex automated platforms (SQiDworks and SQiDlite) and our semi-automated SQiD-X, are unique in this market and if provided to customers on an OEM basis will enable a broader adoption of multiplexed tests from which we could generate revenue streams including: Diagnostic Tools and Services assay development fees; product revenue from the manufacture of OEM kits; software revenues; and platform revenues from the sale of primarily SQiDlite units, but also SQiDworks and SQiD-X units.

The ideal customer targets are those that have either tried to apply competing bead-based multiplexing technologies or planar microarrays (or both) to antibody-based immunologic tests or panels requiring multiple biomarkers.

As previously discussed, the Company completed the development of a multiplex proof-of-concept heparin immunogenicity assay. SQI and Algorithme jointly presented the results of the proof-of-concept studies at the 14th Annual Immunogenicity for Biotherapeutics Conference in Baltimore on 18-20 March. Joint marketing efforts have commenced, including a webinar collaboration held on July 11, 2013, and the Company expects commercial opportunities to be generated from these efforts. The commercial heparin assay is available on the SQiD-X platform.

The speed of development and excellent results from this first proof-of-concept immunogenicity assay has, in management's opinion, resulted in agreements with other companies, as detailed earlier in this discussion.

Management believes the current pipeline of commercial opportunities will enable SQI to establish its ability to deliver contract products quickly, with excellent results and that this will further accelerate our efforts to generate sales of additional Diagnostic Tools and Services projects and will also create sales synergies in our IVD markets. The Company intends to develop the current opportunities into commercial relationships and expects to further our presence in the pharmaceutical market and the CRO's that service these pharmaceutical organizations.

Management expects losses to continue for fiscal 2013 as investment continues in product development and commercialization efforts on its pipeline of IVD and Custom PLEX test kits and platforms, as well as investment in sales and marketing. Management expects to reduce losses later in fiscal 2013 as it generates revenues and margin from a variety of Diagnostic Tools and Services' customers.

Early in fiscal 2013 the Company established a special committee to review strategic alternatives. The Company's advisers generated interest from a number of parties, however no agreements were reached. In light of the recent commercial progress with the Diagnostic Tools and Services offering the Company has decided to place the assessment of strategic alternatives on hold and the special committee has been disbanded.

SQI's operational objectives are straightforward: generate revenue from Custom PLEX products and services from our current proof-of-concept initiatives with our Global Pharma customer prospects; continue to establish and grow our Custom PLEX sales pipeline based on current successes; continue successful commercialization and continuous improvement of a menu of autoimmune test kits; and, expand partnerships and other strategic relationships to enhance our product offerings and revenues. Success in these steps will allow the Company to further validate its multiplexing model, value proposition and to roll-out and sell its products to customers in its target markets.

Sources and Uses of Cash

Operational activities for the year ended June 30, 2013 were financed by cash on hand.

At June 30, 2013, current assets were $3,178,000 compared to $4,208,000 at September 30, 2012. Working capital as at June 30, 2013 was $2,698,000 compared to $3,190,000 at September 30, 2012.

Cash used in investing activities for the quarter-ended June 30, 2013 was $68,000 (nine months - $301,000) compared to $53,000 for the quarter-ended June 30, 2012 (nine months - $183,000). The increases in investing activities during the nine months ended June 30, 2013 are a result of expenditures on the development and continued enhancements of the SQiDlite and SQiD-X platforms and the expansion of the Company's patent and trademark portfolio. In the three months ended June 30, 2013 capital expenditure focused mainly on maintaining the patent portfolio.

RISK FACTORS

An investment in our common shares involves a number of risks. In addition to the other information contained in this Management Discussion and Analysis, including our consolidated financial statements and related notes and the Annual Information Form dated January 10, 2013, you should give careful consideration to the following risk factors. Any of the matters highlighted in these risk factors could have a material adverse effect on our business, results of operations and financial condition, causing an investor to lose all, or part of, its, his or her investment.

The risks and uncertainties described below are not the only ones we face. Additional risks and uncertainties that we are not aware of or focussed upon, or that we currently deem to be immaterial, may also impair our business operations and cause the trading price of our common shares to decline.

Risks Related to Our Business and Strategy

We have incurred losses since inception, and we expect to continue to incur losses for the foreseeable future.

Our future capital needs are uncertain and we may need to raise additional funds in the future, which may not be available on a timely basis or on commercially reasonably terms.

Market competition and technological advances of similar diagnostics products could reduce the attractiveness of our products or render them obsolete.

If our products fail to achieve and sustain sufficient market acceptance, our revenue will be adversely affected.

We are subject to complex regulatory compliance requirements and the failure to obtain, or the withdrawal of, regulatory clearance or approval for our products could adversely affect our ability to market our products and/or require us to incur significant costs to comply with such requirements.

We may not be able to develop new products or enhance the capabilities of our existing diagnostics products to keep pace with rapidly changing technology and customer requirements.

Research and development of diagnostic products requires significant testing and investment and may not result in commercially viable products within the timeline anticipated, if at all.

Our future success depends upon our ability to expand our customer base and introduce new products and services.

We have limited experience in marketing, selling and distributing our products, and we need to expand our internal and external sales and marketing force and distribution capabilities to successfully commercialize and sell our products.

We rely on strategic partnerships for research and development and commercialization of our products.

We depend upon key suppliers for some of the components and materials used in our platform technologies and our microarrays, and the loss of any of these suppliers could harm our business.

Future legislative or regulatory changes to the healthcare system, including reimbursement, may adversely affect our business.

We rely on certain key personnel and our ability to successfully grow our business would be adversely affected by their departure from our company.

If we cannot provide quality technical support, we could lose customers and our operating results could suffer.

We may experience development or manufacturing problems or delays that could limit the growth of our revenue or increase our losses.

Our products could have unknown defects or errors, which may give rise to claims against us and adversely affect market adoption of our systems.

Our future financial results may be adversely affected by foreign exchange fluctuations.

Risks Related to Intellectual Property

Our ability to protect our intellectual property and proprietary technology through patents and other means is uncertain.

Risks Related to Our Common Shares

We expect that our share price will fluctuate significantly, and you may not be able to resell your common shares at or above the current price.

We have never paid dividends on our common shares, and we do not anticipate paying any dividends in the foreseeable future.

Please refer to our annual information form dated January 10, 2013 for a complete discussion of risks and uncertainties.

Management seeks to mitigate these risks, and others, primarily by retaining experienced employees and advisors who have expertise in the scientific, medical business, regulatory, manufacturing and operational disciplines of automated platform integration and immunoassay diagnostic test development.

During the current reporting period, the Company did not earn significant revenues from its test kits or its diagnostic platforms. Management believes that it may generate revenues from a variety of Diagnostic Tools and Services customers in fiscal 2013; this is subject to certain risks including the continued success of the development program. The continuation of the Company's research, development and commercialization activities along with investment in marketing and sales is dependent upon the Company's ability to successfully manage its growth, investment in continued pipeline development and its cash requirements.

We are exposed to market risks related to changes in interest rates and foreign currency exchange rates, which could affect the value of our current assets and liabilities. We do not believe that the results of operations or cash flows would be affected to any significant degree by a sudden

change in market interest rates relative to our cash investment, due to the prime interest rate based nature of the investment. We have not entered into any forward currency contracts or other financial derivatives to hedge foreign exchange risk. We are subject to foreign exchange rate changes that could have a material effect on future operating results or cash flows.

Management will continue to review the Company's financial needs and to seek additional capital financing as required from sources that may include equity financing, debt financing, collaborative projects and licensing arrangements; however, there can be no assurance that such additional funding will be available or if available, whether acceptable terms will be offered.

Outstanding Capital Stock

As at June 30, 2013, there were 44,952,000 common shares issued and outstanding.

The following tables describe the securities that have been issued that are convertible under certain conditions into common shares:

The Company had the following warrants outstanding June 30, 2013:

Number of Warrants	Purchase Price	Weighted average time to maturity
1,140	$5.00	0.12 years
1,199	$4.00	0.43 years
5,784	$2.50	0.66 years
86	$2.00	0.32 years
311	$1.75	0.61 years
5,126	$1.10	1.84 years
513	$0.75	1.84 years
14,159		

The Company had the following stock options outstanding under the Plan at June 30, 2013:

Number of Options	Range of Exercise Prices	Weighted average time to maturity
1,088	$0.35 - 1.31	4.70 years
790	$1.32 - 2.28	3.31 years
327	$2.29 - 3.26	2.40 years
2,205		

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

DISCLOSURE CONTROLS AND PROCEDURES, AND INTERNAL CONTROL OVER FINANCIAL REPORTING

The accompanying financial statements have been prepared by management in accordance with International Financial Reporting Standards. For quarterly reporting periods, the Company's financial statements are approved by the Audit Committee and the Board of Directors. For annual reporting periods, the Company's financial statements are approved by the Board of Directors upon recommendation by the Audit Committee. The integrity and objectivity of these financial statements are the responsibility of management. In addition, management is responsible for all other information in this report and for ensuring that this information is consistent, where appropriate, with the information contained in the financial statements.

In support of this responsibility, management maintains a system of internal controls to provide reasonable assurance as to the reliability of financial information and the safeguarding of assets.

In particular, the CEO and CFO or his designate are responsible for establishing and maintaining disclosure controls and procedures ("DC&Ps") and internal controls over financial reporting ("ICFRs") for the Company, and have:

(a) designed such DC&Ps, or caused them to be designed under supervision, to provide reasonable assurance that material information is made known during the period in which the annual and quarterly filings are being prepared;

(b) designed such ICFRs, or caused them to be designed under supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS;

(c) evaluated the design and effectiveness of the Company's DC&Ps as of June 30, 2013;

(d) have concluded that a material design weakness in the ICFRs may exist in terms of the inadequate segregation of certain duties, which is typical of development stage companies; mitigating factors, including dual-payment authorization policies and transparent internal financial transaction reporting processes, serve to minimize the risk that such design weakness could result in a material misstatement of results for the quarter-ended June 30, 2013; and

(e) have concluded that, other than the item described above in sub-point (d), there are no additional material design weaknesses in the DC&Ps or ICFRs, and that the effectiveness of the DC&Ps is sufficient to expect the prevention or detection of material misstatements of results.

The financial statements include amounts that are based on the best estimates and judgments of management. The Board of Directors is responsible for ensuring that management fulfills its responsibility for financial reporting and internal control. The Board of Directors exercises this responsibility principally through the Audit Committee. The Audit Committee consists of three directors, all of whom are independent and not involved in the daily operations of the Company. The Audit Committee meets with management and the external auditors to satisfy itself that management's responsibilities are properly discharged and to review the financial statements prior to their presentation to the Board of Directors for approval.