



SQI Diagnostics Inc.

Condensed Interim Consolidated Financial Statements

(Unaudited)

(Expressed in Canadian dollars)

For the Three and Nine Months Ended June 30, 2019 and 2018

Notice to Reader

The accompanying unaudited financial statements have been prepared by management and the Company's independent auditors have not performed a review of these financial statements.

SQI Diagnostics Inc.
Condensed Interim Consolidated Balance Sheets
(Unaudited)
(Amounts are in thousands of Canadian dollars)

As at	June 30, 2019	September 30, 2018
Assets		
Current		
Cash	\$ 745	\$ 2,401
Restricted Cash (note 3)	408	-
Accounts receivable	793	865
Prepays and other assets	199	170
Inventory (Note 4)	780	192
Leases receivable (Note 5)	20	130
	2,945	3,758
Leases receivable (Note 5)	-	36
Property and equipment (Note 6)	1,365	1,431
Patents and trademarks (Note 7)	525	610
	\$ 4,835	\$ 5,835
Liabilities		
Current		
Accounts payable and accrued liabilities	\$ 1,403	\$ 896
Deferred revenue	879	18
Lease obligation (Note 8)	133	153
	2,415	1,067
Long Term		
Lease obligation (Note 8)	37	71
Secured debentures (Note 9)	3,021	2,781
	5,473	3,919
Shareholders' Equity		
Capital stock (Note 10a)	62,062	60,816
Warrants (Note 11)	9,684	12,861
Contributed surplus	19,653	15,062
Deficit	(92,037)	(86,823)
	(638)	1,916
	\$ 4,835	\$ 5,835

Going concern (Note 2)

Approved by the Board

"Clive Beddoe"
Director (Signed)

"Andrew Morris"
Director (Signed)

SQI Diagnostics Inc.**Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Unaudited)**

(Amounts are in thousands of Canadian dollars except per share amounts)

	Three Months Ended		Nine Months Ended	
	June 30, 2019	June 30, 2018	June 30, 2019	June 30, 2018
Revenue				
Services revenue	\$ 227	\$ 79	\$ 405	\$ 258
Product sales	313	141	846	514
	540	220	1,251	772
Expenses				
Cost of products sold	148	77	405	382
Corporate and general (Note 14)	448	385	1,234	1,235
Sales and marketing (Note 15)	334	309	1,003	866
Research and development (Note 16)	1,329	1,342	3,338	3,325
Interest and accretion expense (Note 9)	169	149	485	425
	2,428	2,262	6,465	6,233
Net loss and comprehensive loss	(1,888)	(2,042)	(5,214)	(5,461)
Loss per share				
Basic and diluted	\$ (0.01)	\$ (0.02)	\$ (0.03)	\$ (0.04)
Weighted average number of common shares outstanding (thousands of shares)	186,609	134,936	170,948	125,834
Weighted average number of shares				

SQI Diagnostics Inc.

Condensed Interim Consolidated Statements of Changes in Equity

(Unaudited)

(Amounts are in thousands of Canadian dollars)

	Issued Capital Stock		Warrants	Contributed Surplus	Deficit	Total Equity
	Number of Shares (thousands of shares)	Amount				
Balance as at September 30, 2017	103,875	\$ 56,369	\$ 12,265	\$ 11,716	\$ (79,386)	\$ 964
Issued in connection with private placement (Note 10b)	31,061	4,659	-	-	-	4,659
Allocated to warrants – private placement (Note 10b)	-	(2,048)	2,048	-	-	-
Share issuance costs (Note 10b)	-	(98)	(37)	-	-	(135)
Warrants expired	-	-	(3,123)	3,123	-	-
Stock-based compensation (Note 13)	-	-	-	276	-	276
Net loss and comprehensive loss	-	-	-	-	(5,461)	(5,461)
Balance as at June 30, 2018	134,936	\$ 58,882	\$ 11,153	\$ 15,115	\$ (84,847)	\$ 303
Balance as at September 30, 2018	158,407	\$ 60,816	\$ 12,861	\$ 15,062	\$ (86,823)	\$ 1,916
Issued in connection with private placements (Note 10c)	28,200	2,256	-	-	-	2,256
Allocated to warrants – private placement (Note 10c)	-	(997)	997	-	-	-
Share issuance costs (Note 10c)	-	(14)	(12)	-	-	(26)
Warrants exercised (Note 11)	5	1	-	-	-	1
Warrants expired	-	-	(4,250)	4,250	-	-
Revaluation of extended warrants (Note 11)	-	-	88	(88)	-	-
Stock-based compensation (Note 13)	-	-	-	429	-	429
Net loss and comprehensive loss	-	-	-	-	(5,214)	(5,214)
Balance as at June 30, 2019	186,612	\$ 62,062	\$ 9,684	\$ 19,653	\$ (92,037)	\$ (638)

See accompanying notes

SQI Diagnostics Inc.
Condensed Interim Consolidated Statements of Cash Flows
(Unaudited)
(Amounts are in thousands of Canadian dollars)

	Three Months Ended		Nine Months Ended	
	June 30, 2019	June 30, 2018	June 30, 2019	June 30, 2018
Cash flows used in operating activities				
Net loss	\$ (1,888)	\$ (2,042)	\$ (5,214)	\$ (5,461)
Add items not affecting cash				
Amortization - patents and trademarks	35	38	107	116
- property and equipment	88	72	271	214
Stock-based compensation	130	158	429	276
Loss on sale of equipment	9	-	9	-
Accretion on debenture	88	71	240	194
	(1,538)	(1,703)	(4,158)	(4,661)
Changes in non-cash working capital items				
Accounts receivable, Prepaids and other assets	(74)	(7)	18	(115)
Lease receivable	11	30	71	(195)
Investment tax credit recoverable	245	209	-	-
Inventory	(131)	(130)	(488)	(40)
Accounts payable and accrued liabilities	561	444	507	378
Deferred revenue	174	74	861	110
	(752)	(1,083)	(3,189)	(4,523)
Cash flows used in investing activities				
Purchase of property and equipment	(31)	(29)	(149)	(282)
Additions to patents and trademarks	(5)	(10)	(22)	(34)
	(36)	(39)	(171)	(316)
Cash flows from financing activities				
Proceeds from issuance of shares and exercise of warrants and options, net of share issuance costs	1	-	2,231	4,524
Lease Obligations	(47)	(8)	(119)	(8)
	(46)	(8)	2,112	4,516
Net change in cash during the period	(834)	(1,130)	(1,248)	(323)
Cash at beginning of period	1,987	2,273	2,401	1,466
Cash at end of period	\$ 1,153	\$ 1,143	\$ 1,153	\$ 1,143
Cash is comprised of:				
Cash	745	1,143	745	1,143
Restricted cash	408	-	408	-
Non-cash transactions				
Equipment transferred from inventory and segregated for use by the company	-	-	-	97
Equipment acquired under capital lease	-	-	65	256
Return of inventory on lease	100	-	100	-

See accompanying notes

SQI Diagnostics Inc.

Notes to Condensed Interim Consolidated Financial Statements

(Unaudited)

June 30, 2019 and 2018

(Amounts are in Canadian dollars; tabular amounts in thousands)

1. NATURE OF OPERATIONS

SQI Diagnostics Inc., (the "Company"), is incorporated under the *Canada Business Corporations Act*, is listed on the TSX Venture Exchange under the symbol SQD and trades on the OTCQB under the symbol SQIDF. The Company's head office and development centre is located at 36 Meteor Drive Toronto, Ontario. The Company is a life sciences company that develops and commercializes proprietary technologies and products for advanced multiplexing diagnostics. The Company's goal is to become a leader in the development and commercialization of multiplexed blood tests to enable simultaneous measurement of important molecules like proteins, antibodies and inflammatory biomarkers.

2. BASIS OF PRESENTATION

Statement of Compliance

These condensed interim consolidated financial statements have been prepared in accordance with IAS 34, Interim Financial Reporting as issued by the International Accounting Standards Board ("IASB"). Except as noted below our accounting policies have been applied consistently within our condensed interim consolidated financial statements using the same accounting policies and methods as were used for the Company's Consolidated Financial Statements and the notes thereto for the years ended September 30, 2018 and 2017. The financial statements should be read in conjunction with the Company's Audited Consolidated Financial Statements for the years ended September 30, 2018 and 2017.

These condensed interim consolidated financial statements were authorized for issuance by the Board of Directors on August 27, 2019.

Basis of Presentation and Going Concern

The condensed interim consolidated financial statements have been prepared using the historical cost basis, except for certain financial instruments that are measured at fair value, as explained in the accounting policies.

These condensed interim consolidated financial statements have been prepared on a going concern basis that presumes the realization of assets and the discharge of liabilities in the normal course of business.

Since inception, the Company has focused on product research, development and more recently on commercialization activities. The Company has a history of net losses and negative cash flows from operations, which are expected to continue in the near term.

The Company's ability to continue as a going concern and execute on its research, development and commercialization activities is dependent upon the Company's ability to successfully generate product or service revenues, or to finance its cash requirements through further equity and/or debt financings.

Based on the foregoing, the Company will continue to pursue commercial sales, strategic partnering activities and funding opportunities, however, no assurances can be given that it will be successful in generating revenues, or raising additional investment capital to generate sufficient cash flows to continue as a going concern. As a result, these material uncertainties cast significant doubt regarding the Company's ability to continue as a going concern.

SQI Diagnostics Inc.

Notes to Condensed Interim Consolidated Financial Statements (Unaudited)

June 30, 2019 and 2018

(Amounts are in Canadian dollars; tabular amounts in thousands)

2. BASIS OF PRESENTATION (continued)

These condensed interim consolidated financial statements do not reflect the adjustments that might be necessary to the carrying amount of reported assets, liabilities, revenue, and expenses and the statement of financial position classification used if the Company was unable to continue operations in accordance with this assumption. Such adjustments could be material.

The condensed interim consolidated financial statements are expressed in Canadian dollars which is the functional currency of the Company and its wholly owned subsidiary. All amounts are reported in thousands of dollars except for per share data.

Basis of Consolidation

The condensed interim consolidated financial statements include the accounts of the Company and its wholly owned subsidiary, SQI Diagnostics Systems Inc.

Inter-company balances and transactions are eliminated upon consolidation.

Accounting Standards Implemented

IFRS 15, Revenue from Contracts with Customers, was issued by the IASB in May 2016 and supersedes existing standards and interpretations including IAS 18, Revenue, and IFRIC 13, Customer Loyalty Programmes. IFRS 15 introduces a single model for recognizing revenue from contracts with customers with the exception of certain contracts under other IFRSs such as IAS 17, Leases. The standard requires revenue to be recognized in a manner that depicts the transfer of promised goods or services to a customer and at an amount that reflects the expected consideration receivable in exchange for transferring those goods or services. The Company has adopted IFRS 15 as of October 1, 2018. The effect of initially applying this standard as of the date of initial application has no impact on the comparative information presented.

IFRS 9, Financial Instruments ("IFRS 9") – replaces IAS 39, Financial Instruments: Recognitions and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The Company implemented IFRS 9 on October 1, 2018 and determined these was no material impact on the measurement or classification of the Company's financial instruments.

3. Restricted Cash

Restricted Cash represents funds paid by a customer to the Company which can only be released into operating cash in accordance with the terms of the agreement.

4. INVENTORY

Inventory consists of finished goods and component parts that are to be used in the future production of SQI's diagnostics platforms and Ig_plex consumable assays.

SQI Diagnostics Inc.

Notes to Condensed Interim Consolidated Financial Statements

(Unaudited)

June 30, 2019 and 2018

(Amounts are in Canadian dollars; tabular amounts in thousands)

5. LEASES RECEIVABLE

The Company has entered into two lease agreements acting as the lessor with certain customers relating to its diagnostics platforms with a sales value of \$255,000 and related cost of product sold of \$216,000. In both these arrangements, the lessee has an option to purchase the platform at a price that is expected to be significantly lower than the fair value at the date the option becomes exercisable, making it reasonably certain at the inception of the lease, that the option will be exercised. In addition, at the inception of the lease the present value of the minimum lease payments amount to substantially all of the fair value of the leased asset, and risks and rewards incidental to legal ownership are transferred, although title is not transferred until the option is exercised. These leases are recognized as finance type leases and recorded as leases receivable at an amount equal to the net investment in the lease.

The first lease has a term of 24 months, with monthly payments of \$2,600 USD commencing January 8, 2018. The implicit interest rate is 8% with a buyout option of \$1 at the end of the lease term.

June 30, 2019:

Sum of minimum lease payments	\$	21
Unearned finance income		<u>1</u>
Present value of lease payments	\$	<u>20</u>

The second lease term has a term of 24 months, with monthly payments of \$6,300 USD commencing January 22, 2018. The implicit interest rate is 8% with a buyout option of \$1 at the end of the lease term. During the quarter, the balance of the lease was written off and the platform was placed back into inventory for potential future resale. Accordingly, \$100,000 was transferred from lease receivable to inventory.

SQI Diagnostics Inc.**Notes to Condensed Interim Consolidated Financial Statements
(Unaudited)****June 30, 2019 and 2018**

(Amounts are in Canadian dollars; tabular amounts in thousands)

6. PROPERTY AND EQUIPMENT

Cost	Computer Hardware	Computer Software	Laboratory Fixtures and Equipment	Office Equipment	Leasehold Improvements	Total
September 30, 2017	\$ 359	\$ 216	\$ 4,598	\$ 176	\$ 265	\$ 5,614
Additions	26	30	518	5	-	579
Transfers from inventory	-	-	318	-	-	318
September 30, 2018	\$ 385	\$ 246	\$ 5,434	\$ 181	\$ 265	\$ 6,511
Additions	78	6	128	2	-	214
Dispositions	-	-	(42)	-	-	(42)
June 30, 2019	\$ 463	252	5,520	183	\$ 265	\$ 6,683

Accumulated Amortization	Computer Hardware	Computer Software	Laboratory Fixtures and Equipment	Office Equipment	Leasehold Improvements	Total
September 30, 2017	\$ 327	\$ 204	\$ 3,815	\$ 171	\$ 256	\$ 4,773
Amortization expense	25	13	262	3	4	307
September 30, 2018	\$ 352	\$ 217	\$ 4,077	\$ 174	\$ 260	\$ 5,080
Dispositions			(33)			(33)
Amortization expense	21	13	232	3	2	271
June 30, 2019	\$ 373	\$ 230	\$ 4,276	177	262	\$ 5,318

Net Book Value						
September 30, 2018	\$ 33	\$ 29	\$ 1,357	\$ 7	\$ 5	\$ 1,431
June 30, 2019	\$ 90	\$ 22	\$ 1,244	\$ 6	\$ 3	\$ 1,365

During the year ended September 30, 2018 the Company acquired manufacturing equipment to scale up the production of its microarrays. The equipment was acquired under a finance type lease. The equipment has a cost of \$472,000 and will be amortized over its useful life of 10 years (net book value at June 30, 2019 - \$413,000). \$324,000 of this asset was leased and legal title does not transfer to the Company until all lease payments are made.

During the quarter ended March 31, 2019 the Company acquired server equipment under a finance type lease. The equipment has a cost of \$65,000 and will be amortized over its useful life of 3 years (net book value at June 30, 2019 - \$56,000). The residual payment on the lease is \$20 and legal title does not transfer to the Company until all lease payments are made.

SQI Diagnostics Inc.**Notes to Condensed Interim Consolidated Financial Statements****(Unaudited)****June 30, 2019 and 2018**

(Amounts are in Canadian dollars; tabular amounts in thousands)

7. PATENTS AND TRADEMARKS

Cost	
September 30, 2017	\$ 2,179
Additions	42
September 30, 2018	\$ 2,221
Additions	22
June 30, 2019	\$ 2,243
Accumulated Amortization	
September 30, 2017	\$ 1,458
Amortization expense	153
September 30, 2018	\$ 1,611
Amortization expense	107
June 30, 2019	\$ 1,718
Net Book Value	
September 30, 2018	\$ 610
June 30, 2019	\$ 525

SQI Diagnostics Inc.

Notes to Condensed Interim Consolidated Financial Statements

(Unaudited)

June 30, 2019 and 2018

(Amounts are in Canadian dollars; tabular amounts in thousands)

8. LEASE OBLIGATION

The Company has entered into two finance lease agreements. The first lease is for manufacturing equipment, the initial amount of the lease is \$260,000 USD. Repayable with a lump sum payment of \$60,000 USD on January 24, 2018 and subsequent monthly payments of \$11,400 USD commencing in June, 2018 and ending in February, 2020. Monthly lease payments include principal and interest amounts, with the implicit rate of the lease being 16%.

The second lease is for server equipment, the initial amount of the lease is \$65,000. The lease is repayable with monthly lease payments of \$2,100 commencing March 1, 2019 for 36 months. Monthly lease payments include principal and interest amounts, with the implicit rate of the lease being 11.5% with a buyout option of \$20 at the end of the lease term.

June 30, 2019:

Sum of minimum lease payments	\$	186
Interest expense		<u>16</u>
Present value of lease payments	\$	<u>170</u>

June 30, 2020:

Sum of minimum lease payments	\$	41
Interest expense		<u>4</u>
Present value of lease payments	\$	<u>37</u>

SQI Diagnostics Inc.

Notes to Condensed Interim Consolidated Financial Statements

(Unaudited)

June 30, 2019 and 2018

(Amounts are in Canadian dollars; tabular amounts in thousands)

9. SECURED DEBENTURES

On January 30, 2015 and February 20, 2015 the Company issued secured debentures (the "Debentures") with a principal amount of \$1,950,000 and \$1,286,000, respectively. The debentures bear interest at a rate of 10% and are redeemable 60 months from the date of issuance. Approximately 60% of the Debentures were subscribed to by individuals who subsequently became board members and are thus considered related parties. The Debentures are secured by a general security agreement over all the present and future assets of the Company including intangibles. The Company also issued an aggregate of 3,236,000 common share purchase warrants. Each warrant is exercisable at a price of \$0.60 and entitles the holder thereof to acquire one common share for 60 months from the date of issuance.

The Debentures may be redeemed in whole or in part, at face value and without premium or penalty, at the option of the Company if at any time following the first anniversary of the date of issuance of the debentures, and prior to the maturity date of such debentures, the volume weighted average closing price of the Company's shares on the TSXV (or any other stock exchange on which such shares are then traded) is equal to or greater than \$1.00 per share for twenty (20) consecutive trading days.

The Debentures were separated into their liability and equity components using the effective interest rate method. The fair value of the liability component at the time of issue was calculated as the discounted cash flows for the debentures assuming an 18.6% effective interest rate, which was the estimated rate for the debentures without the warrants. The fair value of the warrants was determined at the time of issue as the difference between the face value of the debentures and the fair value of the liability component.

In connection with financing, the Company paid a finder's fee of \$194,000 and issued 323,600 compensation warrants. Each compensation warrant is exercisable at a price of \$0.60 and entitles the holder thereof to acquire one common share for 60 months from the date of issuance. The fair value of the compensation warrants was estimated at \$120,000 using the Black-Scholes pricing model with the following assumptions: share price \$0.50; dividend yield 0%; risk free interest 0.53%; volatility 107%; and an expected life of 5 years. Expected volatility is based on historical volatility. Compensation 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 issuance costs including compensation warrants were \$345,000.

The carrying value of the Debentures are accreted to their face value of \$3,236,000 using the effective interest rate of 23.4%

	June 30, 2019	September 30, 2018
Secured debentures	\$ 3,236	\$ 3,236
Equity component of secured debenture	(858)	(858)
Issuance costs	(345)	(345)
	2,033	2,033
Accretion in carrying amount of notes	988	748
Balance end of period	\$ 3,021	\$ 2,781

SQI Diagnostics Inc.

Notes to Condensed Interim Consolidated Financial Statements

(Unaudited)

June 30, 2019 and 2018

(Amounts are in Canadian dollars; tabular amounts in thousands)

10. CAPITAL STOCK

- (a) The Company has authorized an unlimited number of common shares.
- (b) On December 20, 2017, the Company completed a non-brokered private placement of an aggregate of 31,061,300 units of the Company at \$0.15 per unit for gross proceeds of \$4,659,000. Each unit comprises one common share of the Company and one common share purchase warrant. Each warrant is exercisable at a price of \$0.20 and entitles the holder thereof to acquire one common share for a period of five years from the date of issuance, subject to accelerated expiry in certain circumstances. The proceeds from the issuance of units are allocated between capital stock and warrant capital based on their relative fair values, with \$2,048,000 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 \$0.14; dividend yield 0%; risk free interest 1.75%; volatility 117%; and an expected life of 5 years. Expected volatility is based on historical volatility.

In connection with the private placement, the Company paid a finder's fee of \$75,000 and issued 463,260 compensation warrants exercisable for 36 months from the closing of the private placement. Each compensation warrant is exercisable into one common share at a price of \$0.20. The fair value of the compensation warrants was estimated at \$40,000 using the Black-Scholes pricing model with the following assumptions: share price \$0.14; dividend yield 0%; risk free interest 1.75%; volatility 112%; and an expected life of 3 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 \$175,000 and \$77,000 was allocated to warrant capital.

- (c) On March 1 and March 8, 2019, the Company completed a non-brokered private placement of an aggregate of 28,200,005 units of the Company at \$0.08 per unit for gross proceeds of \$2,256,000. Each unit comprises one common share of the Company and one common share purchase warrant. Each warrant is exercisable at a price of \$0.11 and entitles the holder thereof to acquire one common share for a period of five years from the date of issuance, subject to accelerated expiry in certain circumstances. The proceeds from the issuance of units are allocated between capital stock and warrant capital based on their relative fair values, with \$997,000 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 \$0.9; dividend yield 0%; risk free interest 1.58%; volatility 116%; and an expected life of 5 years. Expected volatility is based on historical volatility. The total share issuance costs were \$26,000 and \$12,000 was allocated to warrant capital.
- (d) Subsequent to the quarter end, on July 12, 2019, the Company completed a non-brokered private placement of an aggregate of 13,428,849 units of the Company at \$0.13 per unit for gross proceeds of \$1,746,000. Each unit comprises one common share of the Company and one common share purchase warrant. Each warrant is exercisable at a price of \$0.17 and entitles the holder thereof to acquire one common share for a period of five years from the date of issuance, subject to accelerated expiry in certain circumstances.

SQI Diagnostics Inc.

Notes to Condensed Interim Consolidated Financial Statements

(Unaudited)

June 30, 2019 and 2018

(Amounts are in Canadian dollars; tabular amounts in thousands)

11. WARRANTS

The Company had the following warrants outstanding at June 30, 2019:

Number of Warrants	Exercise Price	Maturity
5,330	\$0.64	July 16, 2020
3,560	\$0.59	January 30, 2020 and February 20, 2020
7,631	\$0.52	December 15 and 21, 2020
22,970	\$0.21	March 10, 2022
463	\$0.20	December 20, 2020
54,527	\$0.20	December 20, 2022 – August 24, 2023
28,227	\$0.11	March 1 and 8, 2024
122,708		

On December 6, 2018, the Company received approval to extend the expiry of 7,630,945 warrants that were issued in connection with a private placement in December of 2015. 7,480,945 warrants that were to expire on December 15, 2018 have been extended to December 15, 2020, and 150,000 warrants that were to expire on December 22, 2018 have been extended to December 22, 2020. All other terms of the warrants remain unchanged. Accordingly, \$88,000 was recorded in warrant capital with a corresponding reduction in contributed surplus in the quarter.

On January 26, 2019 2,965,000 warrants issued in connection with a private placement in January of 2014 with an exercise price of \$0.64 and an expiry date of January 26, 2019 expired unexercised. Accordingly, \$1,338,000 was transferred from warrant capital to contributed surplus in the nine months ended June 30, 2019.

On April 10, 2019 8,400,000 warrants issued in connection with a public offering in April of 2014 with an exercise price of \$0.64 and an expiry date of April 10, 2019 expired unexercised. Accordingly, \$2,912,000 was transferred from warrant capital to contributed surplus in the nine months ended June 30, 2019.

On June 6, 2019 5,000 warrants were exercised for gross proceeds of \$1,000. The warrants were issued in connection with a private placement in August of 2018 with an exercise price of \$0.20.

SQI Diagnostics Inc.**Notes to Condensed Interim Consolidated Financial Statements****(Unaudited)****June 30, 2019 and 2018**

(Amounts are in Canadian dollars; tabular amounts in thousands)

12. STOCK OPTIONS

The Company maintains a Stock Option Plan (the "Plan") for the benefit of employees, officers and directors. The maximum number of common shares reserved for issuance under the Plan, together with any other employee stock option plans, options for services and employee share purchase plans, will not exceed 10% of the issued and outstanding shares at the time of the option grant. Options granted pursuant to the Plan will have terms not to exceed five years, and are granted at an option price which will not be less than the fair market price at the time the options are granted. All options granted to individual optionees, other than consultants, generally vest in three equal installments over a period of 12 to 36 months.

The following summarizes the stock option activities under the Plan:

	Nine Months Ended			
	June 30, 2019		June 30, 2018	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Beginning Balance	9,287	\$ 0.23	4,545	\$ 0.33
Granted	3,252	\$ 0.15	5,613	\$ 0.19
Cancelled/Expired	(339)	\$ 0.42	(703)	\$ 0.55
Forfeited	(418)	\$ 0.20	(71)	\$ 0.20
Ending Balance	11,782	\$ 0.22	9,384	\$ 0.23
Exercisable	5,576	\$ 0.24	3,283	\$ 0.30

The Company had the following stock options outstanding under the Plan at June 30, 2019:

Number of Options	Range of Exercise Prices	Weighted average time to maturity
9,477	\$ 0.14 - 0.25	4.00 years
1,972	\$ 0.26 – 0.39	1.69 years
333	\$ 0.40 – 0.60	1.18 years
11,782		

SQI Diagnostics Inc.

Notes to Condensed Interim Consolidated Financial Statements (Unaudited)

June 30, 2019 and 2018

(Amounts are in Canadian dollars; tabular amounts in thousands)

13. STOCK-BASED COMPENSATION

The fair value of the options granted during the nine months ended June 30, 2019 was \$382,000 (nine months ended June 30, 2018 - \$899,000), which will be recognized over vesting periods of 18 to 36 months. The total compensation expense credited to contributed surplus for the nine months ended June 30, 2019 was \$429,000 (nine months ended June 30, 2018 - \$276,000).

The fair value of each option granted has been estimated at the date of grant or the date when it became measurable using the Black-Scholes option pricing model with the following weighted average inputs and assumptions at the measurement date:

	Nine Months Ended	
	June 30, 2019	June 30, 2018
Dividend Yield	0%	0%
Expected Volatility (historical data basis)	114%	120%
Risk-free Interest Rate	1.63%	1.96%
Share price and exercise price	\$ 0.15	\$ 0.19
Expected Life (years)	5.00	5.00
Weighted average grant date fair value	\$ 0.12	\$ 0.16

The Company estimates forfeiture rates based on historic experience with any change in estimate thereof reflected in the year they occur. The Company assumes a forfeiture rate of 20% to 40% based on the vesting period of the option.

14. CORPORATE AND GENERAL EXPENSE

	Three Months Ended		Nine Months Ended	
	June 30, 2019	June 30, 2018	June 30, 2019	June 30, 2018
Salaries and wages	\$ 118	\$ 119	\$ 350	\$ 382
General and administrative	195	119	456	367
Professional and consulting	84	103	281	379
Stock-based compensation	51	44	147	107
Corporate and general expense by nature	\$ 448	\$ 385	\$ 1,234	\$ 1,235

SQI Diagnostics Inc.**Notes to Condensed Interim Consolidated Financial Statements
(Unaudited)****June 30, 2019 and 2018**

(Amounts are in Canadian dollars; tabular amounts in thousands)

15. SALES AND MARKETING EXPENSE

	Three Months Ended		Nine Months Ended	
	June 30, 2019	June 30, 2018	June 30, 2019	June 30, 2018
Contractor fees	\$ 242	\$ 227	\$ 759	\$ 682
Travel and marketing	74	70	205	163
Stock-based compensation	18	12	39	21
Sales and marketing expense by nature	\$ 334	\$ 309	\$ 1,003	\$ 866

16. RESEARCH AND DEVELOPMENT COSTS

	Three Months Ended		Nine Months Ended	
	June 30, 2019	June 30, 2018	June 30, 2019	June 30, 2018
Salaries and wages	\$ 727	\$ 708	\$ 2,215	\$ 2,029
Laboratory costs and supplies	418	389	717	918
Investment tax credit recoverable	-	(10)	(245)	(210)
Professional fees	-	43	30	110
Amortization – patents and trademarks	35	38	107	116
Amortization – property and equipment	88	72	271	214
Stock-based compensation	61	102	243	148
Research and development expense by nature	\$ 1,329	\$ 1,342	\$ 3,338	\$ 3,325

17. COMMITMENTS

The Company has entered into a five year premises lease agreement. The table below reflects the commitments the Company has at June 30, 2019:

December 31, 2019	\$ 152
December 31, 2020	313
December 31, 2021	321
December 31, 2022	330
December 31, 2023	348
Beyond	58
Total operating lease commitment	\$ 1,522

SQI Diagnostics Inc.

Notes to Condensed Interim Consolidated Financial Statements

(Unaudited)

June 30, 2019 and 2018

(Amounts are in Canadian dollars; tabular amounts in thousands)

18. CAPITAL RISK MANAGEMENT

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern so that it can complete its lead assay commercialization efforts and receive the required regulatory approvals to sell and market its products and provide returns for shareholders and benefits for other stakeholders.

The capital structure of the Company consists of shareholders' equity and secured debentures. The Company is not subject to externally imposed capital requirements.

19. FINANCIAL RISK MANAGEMENT

(a) Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's cash, accounts receivable and lease receivables are exposed to credit risk. The maximum credit risk exposure is the carrying amount. The credit risk on cash is mitigated because the counterparties are Schedule 1 Canadian banks. The credit risk on accounts receivable is due to the concentration of accounts as a result of the few large customers that comprise the Company's international customer base. In fiscal 2018 and 2017, four customers accounted for 100% of the revenue. The Company is also exposed to counterparty risk on accounts receivable and lease receivable. Credit risk on accounts receivable is managed by ongoing review of the amount and aging of accounts receivable and lease receivable balances.

(b) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk on its fixed and variable interest rate financial instruments. Fixed-rate instruments subject the Company to a fair value risk while the variable-rate instruments subject it to a risk of changes in cash flow. The Company's cash is exposed to cash flow interest rate risk as the Company invests cash at floating rates of interest in highly liquid instruments. Fluctuations in interest rates would not significantly impact interest income due to the short term nature of the Company's investments. The Company's Debentures are subject to a fixed interest rate.

(c) Currency Risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is not exposed to significant currency risk.

(d) Fair Value Risk

The carrying amount of accounts receivables, lease receivable and accounts payable and accrued liabilities, lease obligations and secured debentures approximate their fair values.

SQI Diagnostics Inc.

Notes to Condensed Interim Consolidated Financial Statements

(Unaudited)

June 30, 2019 and 2018

(Amounts are in Canadian dollars; tabular amounts in thousands)

19. FINANCIAL RISK MANAGEMENT (continued)

(e) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities. At June 30, 2019, the Company had a working capital surplus of \$530,000 (September 30, 2018 - working capital surplus of \$2,691,000). The Company's liabilities consist of accounts payables and accrued liabilities which are due within one year of the balance sheet date, lease obligation and secured debentures which require annual interest payments of \$324,000 on the anniversary date and the principal amount of \$3,236,000 is due five years from the date of issuance. The Company has sufficient liquidity to meet its current obligations as they come due. The continuation of the Company's research, development and commercialization activities is dependent upon the Company's ability to generate product or service revenues or to finance its operations through further equity and or debt financings.

20. COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform with the current year's financial state preparation. The amounts related to the lease obligations of the Company were classified as operating activities in the cash flow statement of the comparative period. In this period's statement, the lease obligations have been classified under financing activities.