keek

(Formerly Primary Petroleum Corporation)

Condensed Consolidated Interim Financial Statements

For the Nine Months Ended November 30, 2015 and 2014

(Expressed in Canadian Dollars)

(Unaudited)

MANAGEMENT'S COMMENTS ON UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

NOTICE TO READER PURSUANT TO NATIONAL INSTRUMENT 51-102 - *CONTINUOUS DISCLOSURE OBLIGATIONS*

Under National Instrument 51-102, *Continuous Disclosure Obligations*, if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The Company's independent auditor has not performed a review of these condensed consolidated interim financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

Keek Inc.

(Formerly Primary Petroleum Corporation)
Condensed Consolidated Interim Statements of Financial Position
(Expressed in Canadian Dollars)
(Unaudited)

	November 30, 2015	February 28, 2015
Assets		
Current assets		
Cash	$ 444,771	$ 1,754,838
Accounts receivable	94,056	160,804
Loan receivable (Notes 9(g) and 13(b))	400,000	-
Other receivables	30,254	891,854
Prepaid expenses	101,018	128,858
Investment tax credits receivable	-	337,500
	1,070,099	3,273,854
Prepaid expenses	51,747	51,747
Intangible assets	31,404	38,376
Property and equipment (Note 4)	479,582	1,847,057
	$ 1,632,832	$ 5,211,034
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities (Note 5)	$ 3,397,998	$ 1,789,163
Secured notes (Notes 8 and 13(a and c))	3,101,104	5,176,594
Current portion of finance lease obligations	-	4,781
	6,499,102	6,970,538
Shareholders' Deficiency		
Share capital (Note 6)	48,810,529	45,150,064
Contributed surplus	19,021,306	16,998,992
Warrants reserve (Note 6)	548,098	290,950
Deficit	(73,246,203)	(64,199,510)
	(4,866,270)	(1,759,504)
	$ 1,632,832	$ 5,211,034

Nature of Operations and Going Concern (Note 1)
Commitments (Note 10)

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

Keek Inc.

(Formerly Primary Petroleum Corporation)
Condensed Consolidated Interim Statements of Loss and Comprehensive Loss
For the Three and Nine Months Ended November 30, 2015 and 2014
(Expressed in Canadian Dollars)
(Unaudited)

	Three Months Ended November 30,		Nine Months Ended November 30,	
	2015	2014	**2015**	2014
Revenue				
Advertising revenue	**$ 12,228**	$ 105,852	**$ 155,413**	$ 129,843
Expenses				
Salaries and benefits (Note 7)	**480,526**	1,734,589	**3,452,797**	4,835,797
Consulting fees (Note 9)	**382,459**	436,341	**1,270,102**	1,604,582
Amortization	**341,500**	534,806	**1,252,262**	1,595,484
Internet and communications	**248,322**	516,981	**1,050,755**	1,466,126
Advertising and marketing (Note 7)	**121,621**	1,640,700	**456,427**	3,029,792
Professional fees	**262,177**	23,782	**440,017**	197,161
Office and general	**147,854**	299,754	**349,364**	831,031
Occupancy costs	**62,702**	200,806	**269,012**	567,469
Translation and software licensing	**5,449**	29,883	**38,382**	129,124
Foreign exchange (gain) loss	**(13,639)**	(41,765)	**(20,469)**	70,744
Gain on disposal of long-lived assets	**-**	-	**(98,121)**	-
	2,038,971	5,375,877	**8,460,528**	14,327,310
Other expenses (income)				
Interest and accretion expense	**243,737**	49,943	**743,900**	91,515
Interest income	**(1,683)**	(787)	**(2,322)**	(45,651)
Gain on settlement of debts (Note 5)	**-**	-	**-**	(289,367)
	242,054	49,156	**741,578**	(243,503)
Net loss from continuing operations	**$ (2,268,797)**	$ (5,319,181)	**$ (9,046,693)**	$(13,953,964)
Net loss from discontinued operations	**-**	(44,320)	**-**	(24,212)
Net loss for the period	**$ (2,268,797)**	$ (5,363,501)	**$ (9,046,693)**	$(13,978,176)
Exchange differences on translating foreign operations	**-**	3,382	**-**	(22,621)
Comprehensive loss for the period	**$ (2,268,797)**	$ (5,360,119)	**$ (9,046,693)**	$(14,000,797)
Net loss per share from continuing operations*				
Basic and diluted	**$ (0.12)**	$ (0.46)	**$ (0.63)**	$ (1.28)
Net loss per share from discontinued operations*				
Basic and diluted	**$ 0.00**	$ 0.00	**$ 0.00**	$ 0.00
Net loss per share*				
Basic and diluted	**$ (0.12)**	$ (0.47)	**$ (0.63)**	$ (1.28)
Weighted average number of common shares outstanding*				
Basic and diluted	**18,980,838**	11,455,270	**14,428,639**	10,884,960

*Reflects the January 15, 2015 one-for-thirty common share consolidation (Note 6)

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

Keek Inc.

(Formerly Primary Petroleum Corporation)
Condensed Consolidated Interim Statements of Changes in Equity
For the Nine Months Ended November 30, 2015 and 2014
(Expressed in Canadian Dollars)
(Unaudited)

	Common shares		Preference shares				Equity component of		
	Number*	Amount	Number*	Amount	Contributed surplus	Warrants reserve	convertible debentures	Deficit	Total
Balance at February 28, 2014	**1,166,666**	**$ 350**	**3,214,475**	**$ 27,101,557**	**$ 13,010,977**	**$ 137,635**	**$ 137,074**	**$ (43,435,431)**	**$ (3,047,838)**
Net loss for the period	-	-	-	-	-	-	-	(13,978,176)	(13,978,176)
Share-based payments (Note 7)	-	-	-	-	2,083,141	-	-	-	2,083,141
Issuance of preference shares for settlement of debt (Note 5)	-	-	12,327	110,945	-	-	-	-	110,945
Conversion of convertible debentures	-	-	907,078	2,721,234	-	-	(128,677)	-	2,592,557
Issuance of shares under anti-dilution rights	-	-	1,114,800	-	-	-	-	-	-
Conversion of preference shares to common shares	5,248,680	29,933,736	(5,248,680)	(29,933,736)	-	-	-	-	-
Issuance of shares to effect the reverse acquisition transaction	5,013,590	15,040,770	-	-	48,299	-	-	-	15,089,069
Fair value difference on reverse acquisition transaction	-	-	-	-	1,372,531	-	-	-	1,372,531
Issuance of warrants	-	-	-	-	-	280,170	-	-	280,170
Reallocation of expired warrants	-	-	-	-	72,294	(72,294)	-	-	-
Repurchase of convertible debentures	-	-	-	-	8,397	-	(8,397)	-	-
Exercise of options	26,334	175,208	-	-	(96,208)	-	-	-	79,000
Translation adjustment	-	-	-	-	(22,621)	-	-	-	(22,621)
Balance at November 30, 2014	**11,455,270**	**$ 45,150,064**	**-**	**$ -**	**$ 16,476,810**	**$ 345,511**	**$ -**	**$ (57,413,607)**	**$ 4,558,778**
Balance at February 28, 2015	**11,455,216**	**$ 45,150,064**	**-**	**$ -**	**$ 16,998,992**	**$ 290,950**	**$ -**	**$ (64,199,510)**	**$ (1,759,504)**
Net loss for the period	-	-	-	-	-	-	-	(9,046,693)	(9,046,693)
Share-based payments (Note 7)	-	-	-	-	1,786,961	-	-	-	1,786,961
Issuance of shares (Note 6)	6,750,000	851,902	-	-	-	548,098	-	-	1,400,000
Issuance of shares under anti-dilution rights (Note 6)	250,000	-	-	-	-	-	-	-	-
Issuance of shares for settlement of debt and trade payables (Notes 6 and 8)	5,865,000	2,677,966	-	-	-	-	-	-	2,677,966
Reallocation of cancelled warrants	-	-	-	-	290,950	(290,950)	-	-	-
Exercise of options	75,000	130,597	-	-	(55,597)	-	-	-	75,000
Balance at November 30, 2015	**24,395,216**	**$ 48,810,529**	**-**	**$ -**	**$ 19,021,306**	**$ 548,098**	**$ -**	**$ (73,246,203)**	**$ (4,866,270)**

*Reflects the January 15, 2015 one-for-thirty common share consolidation (Note 6)

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

Keek Inc.

(Formerly Primary Petroleum Corporation)
Condensed Consolidated Interim Statements of Cash Flows
For the Nine Months Ended November 30, 2015 and 2014
(Expressed in Canadian Dollars)
(Unaudited)

	Nine Months Ended November 30, 2015	2014
Cash flows used in operating activities		
Net loss for the period from continuing operations	**$ (9,046,693)**	$ (13,953,964)
Items not affecting cash:		
Share-based payments (Note 7)	**1,786,961**	2,083,141
Amortization	**1,252,262**	1,595,484
Issuance of common shares for accrued interest (Note 6)	**240,684**	-
Accretion on secured notes (Note 8)	**229,510**	11,612
Issuance of common shares for debt (Note 6)	**132,282**	-
Issuance of preference shares for debt	**-**	110,945
Accretion on convertible debentures	**-**	12,040
Gain on settlement of debts	**-**	(289,367)
Gain on disposal of long-lived assets	**(98,121)**	-
	(5,503,115)	(10,430,109)
Changes in non-cash working capital items		
Accounts receivable	**66,748**	(124,092)
Other receivables	**861,600**	(22,566)
Prepaid expenses	**27,840**	503,156
Investment tax credits receivable	**337,500**	450,000
Accounts payable and accrued liabilities	**1,608,834**	(1,999,457)
	2,902,522	(1,192,959)
Net cash used in continuing operating activities	**(2,600,593)**	(11,623,068)
Net cash provided from discontinued operations	**-**	918,136
Net cash used in operating activities	**(2,600,593)**	(10,704,932)
Cash flows generated from financing activities		
Issuance of common shares	**1,400,000**	-
Repayment of finance lease obligations	**(4,781)**	(1,027,225)
Cash acquired on reverse acquisition transaction	**-**	12,812,044
Proceeds from options exercised	**75,000**	79,000
Repurchase of convertible debentures	**-**	(150,000)
Proceeds from issuance of secured notes	**-**	5,165,000
Net cash generated from financing activities	**1,470,219**	16,878,819
Cash flows used in investing activities		
Proceeds from disposal of property and equipment	**245,069**	-
Purchase of intangible assets	**-**	(4,420)
Purchase of property and equipment	**(24,762)**	(100,295)
Advances under loan agreement (Note 9(g))	**(400,000)**	-
Net cash used in investing activities	**(179,693)**	(104,715)
Net increase (decrease) in cash	**(1,310,067)**	6,069,172
Cash, beginning of period	**1,754,838**	454,476
Cash, end of period	**$ 444,771**	$ 6,523,648
Supplemental cash flow information		
Cash paid for interest	**$ 13,012**	$ 39,708
Issuance of shares for settlement of debt and trade payables	**$ 2,677,966**	$ 110,945

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

1. NATURE OF OPERATIONS AND GOING CONCERN

Nature of Operations

Keek Inc. (formerly Primary Petroleum Corporation) (the "Company"), was incorporated under the provisions of the Business Corporations Act in the Province of British Columbia on May 20, 2004 and on January 10, 2008, was continued under the laws of the Province of Alberta. The Company is a publicly traded company listed on the TSX Venture Exchange (“TSX-V”) under the symbol "KEK". The Company's principal activity is the development of an online social media app which allows users to upload and share personal videos of themselves. The Company's head office is 1 Eglinton Avenue East, Suite 416, Toronto, Canada, M4P 3A1.

On March 5, 2014, Primary Petroleum Corporation ("Primary") completed a reverse acquisition with Keek Inc. (“Keek”), a private company incorporated under the laws of the Province of Ontario, which was effected pursuant to an amalgamation agreement entered into between Keek, Primary, and Primary's wholly-owned subsidiary, 2400964 Ontario Limited (“Primary Subco”), formed solely for the purpose of facilitating the amalgamation. Pursuant to the amalgamation agreement, Primary acquired all of the issued and outstanding shares of Keek by way of amalgamation between Primary Subco and Keek (the “Amalgamation”). The Amalgamation was structured as a three-cornered amalgamation, resulting in the amalgamated company becoming a wholly-owned subsidiary of Primary, and former shareholders of Keek receiving common shares of Primary on a one-for-one basis (the "Transaction").

Although the Transaction resulted in Keek becoming a wholly-owned subsidiary of Primary, the Transaction constitutes a reverse acquisition of Primary by Keek in-as-much as the former shareholders of Keek received 56.25%, on a non-diluted basis, of the issued and outstanding common shares of the resulting corporation. For accounting purposes, Keek is considered the acquirer and Primary the acquiree. Accordingly, these condensed consolidated interim financial statements are a continuation of the financial statements of Keek and references to the “Company” will mean the consolidated entity subsequent to the date of the transaction and to Keek prior to that date.

Following the closing of the Transaction, Primary filed articles of amendment to change its name to Keek Inc.

On January 28, 2015, the Company executed a share purchase agreement with Mooncor Oil & Gas Corp. ("Mooncor"), a related party by nature of a common director, for the sale of 100% of the common shares of Primary Petroleum Company USA, Inc. (“PPC-USA”) (a United States company), resulting in the disposition of PPC-USA and its wholly-owned subsidiaries Primary Petroleum Company LLC (“PPCLLC”) (a United States company) and AP Petroleum Company LLC (“APLLC”) (a United States company), for Nil consideration. Mooncor assumed all the obligations of PPC-USA and its subsidiaries, including reclamation obligations. The sale resulted in the disposition of all discontinued operations.

These condensed consolidated interim financial statements for the three and nine months ended November 30, 2015, include the consolidated financial results of Keek, Primary, and Primary Petroleum Canada Corporation ("PPCC") (a wholly-owned subsidiary of Primary). The comparative balances for the three and nine months ended November 30, 2014, are those of Keek for the three and nine months ended November 30, 2014, and Primary and its wholly-owned subsidiaries, PPCC and PPC-USA, and its wholly-owned subsidiaries PPCLLC and APLLC, from March 5, 2014, the date of the reverse acquisition, to November 30, 2014. The comparative balances for the year ended February 28, 2015, are the consolidated balances of Keek, Primary, and PPCC.

1. NATURE OF OPERATIONS AND GOING CONCERN (Continued)

Going Concern

While these condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") on a going concern basis that presumes the realization of assets and discharge of liabilities in the normal course of business, there are material uncertainties related to adverse conditions and events that cast significant doubt on the Company's ability to continue as a going concern.

During the nine months ended November 30, 2015, the Company incurred a net loss of $9,046,693 (November 30, 2014 - $13,978,176) and, as of that date, the Company had accumulated a deficit of $73,246,203 (February 28, 2015 - $64,199,510) and negative cash flows from operations of $2,600,593 (November 30, 2014 - $11,623,068). These factors create material uncertainties that cast significant doubt upon the Company's ability to continue as a going concern.

The Company has not yet realized profitable operations and has relied on non-operational sources of financing to fund operations. Management has been able to raise sufficient funds to finance its operations in the past through private placements of both equity and debt and will need to continue to do so to fund operations in the future. These condensed consolidated interim financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments would be material.

2. BASIS OF PREPARATION

Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with IFRS as issued by the International Accounting Standards Board ("IASB") and interpretations of the IFRS Interpretations Committee, and using International Accounting Standard ("IAS") 34, "*Interim Financial Reporting*".

These condensed consolidated interim financial statements follow the same basis of presentation, accounting policies and methods of computation as were followed in the preparation of Keek's annual audited consolidated financial statements for the year ended February 28, 2015. Accordingly, these condensed consolidated interim financial statements should be read in conjuction with Keek's annual audited consolidated financial statements for the year ended February 28, 2015.

These condensed consolidated interim financial statements were approved and authorized for issue by the Board of Directors on January 27, 2016.

Basis of Presentation

These condensed consolidated interim financial statements are presented in Canadian dollars which is also the functional currency of the Company and its subsidiaries. The functional currency of the Company's former subsidiaries PPC-USA, PPCLLC, and APLLC was the United States dollar.

These condensed consolidated interim financial statements have been prepared under the historical cost convention, except for certain financial assets and financial liabilities which have been measured at fair value.

2. BASIS OF PREPARATION (Continued)

Principles of Consolidation

These condensed consolidated interim financial statements include the accounts of the Company and its wholly-owned subsidiaries, Keek Inc. and PPCC. The accounting policies of the subsidiaries align with the policies adopted by the Company. Subsidiaries include all entities controlled by the Company. Control exists when the Company has the power to directly or indirectly govern the financial and operating policies of another entity. All intercompany transactions, balances, and unrealized gains on transactions between group companies are eliminated.

Comparative Amounts

Comparative condensed consolidated interim financial statements have been reclassified from statements previously presented to conform with current period presentation.

3. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies are outlined in the annual audited consolidated financial statements of the Company as at and for the year ended February 28, 2015, and have been applied consistently to all periods presented in these financial statements.

Adoption of New or Amended Accounting Standards

The Company did not adopt any new standards, amendments to standards, or interpretations during the nine months ended November 30, 2015.

Accounting Standards and Amendments Issued but Not Yet Applied

IFRS 9, *Financial Instruments* (“IFRS 9”) was issued in November 2009 and contained requirements for financial assets. This standard addresses classification and measurement of financial assets and replaces the multiple category and measurement models in IAS 39, *Financial Instruments – Recognition and Measurement* (“IAS 39”) for debt instruments, with a new mixed measurement model having only two categories: amortized cost and fair value through profit or loss. IFRS 9 also replaces the models for measuring equity instruments, and such instruments are either recognized at fair value through profit or loss or at fair value through other comprehensive income (loss). Where such equity instruments are measured at fair value through other comprehensive income (loss), dividends are recognized in profit or loss to the extent not clearly representing a return of investment; however, other gains and losses (including impairments) associated with such instruments remain in accumulated comprehensive income (loss) indefinitely.

Requirements for financial liabilities were added in October 2010 and they largely carried forward existing requirements in IAS 39, except that fair value changes due to credit risk for liabilities designated at fair value through profit and loss would generally be recorded in other comprehensive income (loss). IFRS 9 is effective for annual periods beginning on or after January 1, 2018, with earlier adoption permitted. The Company does not expect IFRS 9 to have a material impact on the financial statements.

(Expressed in Canadian Dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Accounting Standards and Amendments Issued but Not Yet Applied (Continued)

IFRS 15, *Revenue from Contracts with Customers* ("IFRS 15"), was issued in May 2014, replacing IAS 11, *Construction Contracts*, IAS 18, *Revenue Recognition*, IFRIC 13, *Customer Loyalty Programmes*, IFRIC 15, *Agreements for the Construction of Real Estate*, IFRIC 18, *Transfers of Assets from Customers*, and SIC-31, *Revenue – Barter Transactions Involving Advertising Services*. IFRS 15 provides a single, principles based five-step model that will apply to all contracts with customers with limited exceptions, including, but not limited to, leases within the scope of IAS 17; financial instruments and other contractual rights or obligations within the scope of IFRS 9, IFRS 10, *Consolidated Financial Statements* and IFRS 11, *Joint Arrangements*.

In addition to the five-step model, the standard specifies how to account for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. The incremental costs of obtaining a contract must be recognized as an asset if the entity expects to recover these costs.

The standard's requirements will also apply to the recognition and measurement of gains and losses on the sale of some nonfinancial assets that are not an output of the entity's ordinary activities. IFRS 15 is required for annual periods beginning on or after January 1, 2018. Earlier adoption is permitted. The Company does not expect IFRS 15 to have a material impact on the financial statements.

4. PROPERTY AND EQUIPMENT

For the Nine Months Ended November 30, 2015

	February 28, 2015	Additions (amortization)	Disposals and write-downs	**November 30, 2015**
Cost				
Computers	$ 352,142	$ 10,639	$ -	**$ 362,781**
Furniture and fixtures	34,067	-	(9,050)	**25,017**
Servers	5,842,713	14,123	(996,571)	**4,860,265**
Software	68,701	-	-	**68,701**
Telephones	16,502	-	-	**16,502**
Total cost	$ 6,314,125	$ 24,762	$ (1,005,621)	**$ 5,333,266**
Accumulated amortization				
Computers	$ (265,149)	$ (52,550)	$ -	**$ (317,699)**
Furniture and fixtures	(7,485)	(11,974)	2,640	**(16,819)**
Servers	(4,116,321)	(1,174,082)	856,035	**(4,434,368)**
Software	(63,780)	(4,697)	-	**(68,477)**
Telephones	(14,336)	(1,988)	-	**(16,324)**
Total accumulated amortization	$ (4,467,071)	$ (1,245,291)	$ 858,675	**$ (4,853,687)**
Carrying value				
Computers	$ 86,993	$ (41,911)	$ -	**$ 45,082**
Furniture and fixtures	26,585	(11,974)	(6,410)	**8,201**
Servers	1,726,392	(1,159,959)	(140,536)	**425,897**
Software	4,921	(4,697)	-	**224**
Telephones	2,166	(1,988)	-	**178**
Total carrying value	$ 1,847,057	$ (1,220,529)	$ (146,946)	**$ 479,582**

(Expressed in Canadian Dollars)

4. PROPERTY AND EQUIPMENT (Continued)

For the Year Ended February 28, 2015

	February 28, 2014	Additions (amortization)	Disposals and write-downs	**February 28, 2015**
Cost				
Computers	$ 274,475	$ 77,667	$ -	**$ 352,142**
Furniture and fixtures	104,776	34,067	(104,776)	**34,067**
Leasehold improvements	516,140	-	(516,140)	**-**
Servers	5,728,723	113,990	-	**5,842,713**
Software	67,171	1,530	-	**68,701**
Telephones	16,502	-	-	**16,502**
Total cost	$ 6,707,787	$ 227,254	$ (620,916)	**$ 6,314,125**
Accumulated amortization				
Computers	$ (184,753)	$ (80,396)	$ -	**$ (265,149)**
Furniture and fixtures	(1,029)	(46,391)	39,935	**(7,485)**
Leasehold improvements	(25,164)	(50,355)	75,519	**-**
Servers	(2,188,005)	(1,928,316)	-	**(4,116,321)**
Software	(49,117)	(14,663)	-	**(63,780)**
Telephones	(9,884)	(4,452)	-	**(14,336)**
Total accumulated amortization	$ (2,457,952)	$ (2,124,573)	$ 115,454	**$ (4,467,071)**
Carrying value				
Computers	$ 89,722	$ (2,729)	$ -	**$ 86,993**
Furniture and fixtures	103,750	(12,324)	(64,841)	**26,585**
Leasehold improvements	490,976	(50,355)	(440,621)	**-**
Servers	3,540,718	(1,814,326)	-	**1,726,392**
Software	18,054	(13,133)	-	**4,921**
Telephones	6,618	(4,452)	-	**2,166**
Total carrying value	$ 4,249,835	$ (1,897,319)	$ (505,462)	**$ 1,847,057**

The write-down of leasehold improvements of $440,621 relates to a former operating premises of the Company which is now occupied by a sub-tenant. The carrying value of leasehold improvements were written off as there is no future economic benefit to these costs as their cost is not being recovered through rental payments from the sub-tenant.

5. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities is comprised significantly of the following:

	November 30, 2015	February 28, 2015
Trade payables	**$ 2,682,309**	$ 1,238,595
Accrued liabilities	**715,689**	550,568
	$ 3,397,998	$ 1,789,163

During the nine months ended November 30, 2014, the Company settled trade payables in the amount of $1,032,535 for cash payments totalling $632,223 and the issuance of 12,327 shares at a value of $9.00 per share for additional consideration of $110,945, resulting in a gain on settlement of debt of $289,367.

(Expressed in Canadian Dollars)

6. SHARE CAPITAL

Authorized	
Unlimited	Preference shares, no stated dividend, non-participating, non-voting
Unlimited	Common shares, no par value

The Company filed articles of amendment effective January 15, 2015 consolidating the common shares of Keek Inc., on the basis of one (1) common share for every thirty (30) common shares. The share consolidation has been applied retrospectively for all periods presented.

On July 9, 2015, the Company completed a non-brokered private placement of 1,000,000 units at a price of $0.25 per unit for aggregate gross proceeds of $250,000. The units were purchased by Hurorosh Partners Inc. ("Hurorosh"), a company controlled by Ron Hulse, a director of Keek. Each unit consisted of one common share and one common share purchase warrant. Each common share purchase warrant entitled the holder to purchase one additional common share at a price of $0.40 per share for a period of 3 years from the closing date. In addition, should Keek issue shares at a price that is less than $0.25 for a period of 12 months, Hurorosh will receive an additional number of shares at no cost, calculated to be the difference in the total number of shares Hurorosh would have received had they originally subscribed at the lower price.

On August 14, 2015, the Company completed a non-brokered private placement of 4,084,000 units, including 2,000,000 units purchased by Personas.com Corporation ("Personas"), a significant shareholder of the Company, and 750,000 units purchased by Hurorosh, at a price of $0.20 per unit for aggregate gross proceeds of $816,800. Each unit consisted of one common share and one common share purchase warrant. Each common share purchase warrant entitled the holder to purchase one additional common share at a price of $0.25 per share for a period of 3 years from the closing date. The common share purchase warrants have an ascribed value of $288,223. In addition, pursuant to price protection provisions granted to Hurorosh in connection with the private placement of 1,000,000 units (see above), Keek issued an additional 250,000 common shares to Hurorosh for no consideration and amended the number and exercise price of the warrants originally issued to Hurorosh. The amended common share purchase warrants have an ascribed value of $98,528.

On August 14, 2015, the Company issued 300,000 common shares to Mooncor to settle debt of $60,000 at a price of $0.20 per share.

On September 1, 2015, 75,000 options were exercised into common shares of the Company by certain former directors at a price of $1.00 per share for gross proceeds of $75,000. The fair value assigned to these options of $55,597 was reallocated from contributed surplus to share capital.

On September 3, 2015, the Company completed a non-brokered private placement of 1,666,000 units, including 1,000,000 units purchased by Personas, at a price of $0.20 per unit for aggregate gross proceeds of $333,200. Each unit consisted of one common share and one common share purchase warrant. Each common share purchase warrant entitled the holder to purchase one additional common share at a price of $0.25 per share for a period of 3 years from the closing date. The common share purchase warrants have an ascribed value of $161,347.

On November 16, 2015, the Company issued 17,546 common shares to settle trade payables of $12,282 at a price of $0.70 per share.

On November 27, 2015, the Company issued 5,419,795 common shares to settle $2,305,000 principal amount secured notes and accrued interest of $242,303 at a price of $0.47 per share (see note 8).

(Expressed in Canadian Dollars)

6. SHARE CAPITAL (Continued)

On November 27, 2015, the Company issued 127,659 common shares to settle trade payables of $60,000 at a price of $0.47 per share.

Warrants

During the nine months ended November 30, 2015, the fair value of warrants of $548,098 issued upon the non-brokered private placement financing was determined using the Black-Scholes option pricing model with the following weighted average assumptions:

	November 30, 2015
Risk free interest rate (%)	**0.42**
Expected volatility (%)	**100**
Expected life (in years)	**3.00**
Expected dividends	**Nil**
Weighted average share price	**$0.25**

On November 27, 2015, the Company cancelled 180,498 non-transferable warrants with an ascribed value of $290,950, originally granted in connection with the issuance of secured notes (see note 8). The warrants were exercisable at $3.00 and expired on dates ranging from November 2017 to February 2018.

A summary of the status of the Company's warrants is presented below:

	Nine Months Ended November 30, 2015		Year Ended February 28, 2015	
	Number of Warrants*	**Weighted Average Exercise Price***	Number of Warrants*	Weighted Average Exercise Price*
Beginning balance	**180,498**	**$ 3.00**	8,723	$ 30.00
Granted	**7,000,000**	**$ 0.25**	180,498	$ 3.00
Expired/Cancelled	**(180,498)**	**$ 3.00**	(8,723)	$ 30.00
Ending balance	**7,000,000**	**$ 0.25**	180,498	$ 3.00

*Reflects the January 15, 2015 one-for-thirty common share consolidation (Note 6)

The Company had the following warrants outstanding at November 30, 2015:

Number of Warrants*	Exercise Price*	Expiry Date	Ascribed Value
1,250,000	$0.25	July 9, 2018	$ 98,528
4,084,000	$0.25	August 14, 2018	288,223
1,666,000	$0.25	September 3, 2018	161,347
7,000,000			**$ 548,098**

*Reflects the January 15, 2015 one-for-thirty common share consolidation (Note 6)

(Expressed in Canadian Dollars)

6. SHARE CAPITAL (Continued)

Stock Option Plan

The Company has a stock option plan (the "Plan") which provides for the issuance of stock options to directors, officers, employees, consultants, and preferred partners with exercise prices not less than the discounted market price on the date of grant. The Plan restricts the maximum number of stock options authorized by the Board of Directors for issuance at any one time to 20% of the issued and outstanding common shares of the Company, being 4,879,043 as at November 30, 2015. Options granted under the Stock Option Plan to persons who do not perform investor relations activities for the Company vest over a thirty month period as to 10% vesting immediately; 10% vest in six months from grant date and 20% every six months thereafter, unless the Board of Directors determines otherwise, in which case options may have a longer or shorter vesting period, or no vesting period at all. Options granted to consultants performing investor relations activities vest in stages over 12 months with no more than one quarter of the options vesting in any three month period.

The following summarizes the stock option activities under the Plan:

	Nine Months Ended November 30, 2015		Year Ended February 28, 2015	
	Number of Options*	**Weighted Average Exercise Price***	Number of Options*	Weighted Average Exercise Price*
Beginning balance	**2,074,711**	**$ 4.54**	715,667	$18.33
Granted	**2,814,000**	**$ 1.12**	1,812,074	$ 3.34
Expired/Cancelled	**(1,326,565)**	**$ 5.26**	(722,698)	$20.21
Exercised	**(75,000)**	**$ 1.00**	(26,332)	$ 3.00
Issued to effect the reverse acquisition	**-**	**$ -**	296,000	16.69
Ending balance	**3,487,146**	**$ 1.68**	2,074,711	$ 4.54
Exercisable	**3,204,421**	**$ 1.63**	679,981	$ 6.02

*Reflects the January 15, 2015 one-for-thirty common share consolidation (Note 6)

The Company had the following options outstanding at November 30, 2015:

Exercise Price*	**Options Outstanding***	**Weighted Average Remaining Contractual Life**	**Weighted Average Exercise Price***	**Options Exercisable***	**Weighted Average Exercise Price (Exercisable)***
$1.00	301,500	4.16 years	$1.00	263,625	$1.00
$1.12	2,790,000	4.76 years	$1.12	2,652,000	$1.12
$3.00	93,329	3.15 years	$3.00	55,997	$3.00
$4.80	144,998	3.38 years	$4.80	86,999	$4.80
$5.10	119,499	3.66 years	$5.10	107,800	$5.10
$6.00	7,832	0.83 years	$6.00	7,832	$6.00
$15.00	6,664	2.07 years	$15.00	6,664	$15.00
$30.00	23,324	3.53 years	$30.00	23,324	$30.00
	3,487,146	**4.54 years**	**$1.68**	**3,204,241**	**$1.63**

*Reflects the January 15, 2015 one-for-thirty common share consolidation (Note 6)

(Expressed in Canadian Dollars)

6. SHARE CAPITAL (Continued)

Maximum Share Dilution

The following table presents the maximum number of shares that would be outstanding if all outstanding stock options and warrants were exercised into common shares.

	November 30, 2015*	February 28, 2015*
Common shares outstanding	**24,395,216**	11,455,216
Stock options outstanding to purchase common shares	**3,487,146**	2,074,711
Warrants outstanding to purchase common shares	**7,000,000**	180,498
Fully diluted common shares outstanding	**34,882,362**	13,710,425

*Reflects the January 15, 2015 one-for-thirty common share consolidation (Note 6)

7. SHARE-BASED PAYMENTS

The total compensation expense relating to share-based payments granted to directors, officers, employees, service consultants and preferred partner consultants for the nine months ended November 30, 2015, was $1,786,961 (November 30, 2014 - $2,083,141) with a corresponding charge to contributed surplus (three months ended November 30, 2015 and 2014 - $140,353 and $1,025,952 respectively). In the absence of a reliable measurement of the fair value of the services received from service consultants and preferred partner consultants, the services have been measured at the fair value of the options issued.

For the nine months ended November 30, 2015, share-based compensation expense related to directors, officers, employees and service consultants in the amount of $1,904,630 (November 30, 2014 - $1,490,201) is included in salaries and benefits. Share-based compensation recovery related to share-based payments granted to preferred partner consultants for the nine months ended November 30, 2015, in the amount of $117,669 (November 30, 2014 - expense of $592,940) is included in advertising and marketing.

For the three months ended November 30, 2015, share-based compensation related to directors, officers, employees and service consultants in the amount of $140,353 (November 30, 2014 - $493,013) is included in salaries and benefits. Share-based compensation related to share-based payments granted to preferred partner consultants for the three months ended November 30, 2015, in the amount of $Nil (November 30, 2014 - $532,939) is included in advertising and marketing.

The fair value of the stock options was determined using the Black-Scholes option pricing model. The expected volatility is based on comparable companies in the industry. The share price used in the determination of fair value of the share-based compensation relating to options granted after March 5, 2014 (the date of the reverse acquisition transaction) was based on the most recent market price of common shares. Prior to the reverse acquisition transaction, the share price used was based on the most recent issuance of preference shares.

The fair value of stock options was determined using the Black-Scholes option pricing model with the following weighted average assumptions:

	November 30, 2015	February 28, 2015
Risk free interest rate (%)	**0.42**	1.28
Expected volatility (%)	**100**	100
Expected life (in years)	**5.00**	5.00
Expected dividends	**Nil**	Nil
Weighted average share price*	**$1.12**	$3.14

*Reflects the January 15, 2015 one-for-thirty common share consolidation (Note 6)

(Expressed in Canadian Dollars)

8. SECURED NOTES

The secured notes (the "Notes") bear interest at a rate of 12% per annum on the principal amount outstanding and are repayable twelve months from the date issued. The Notes are secured by a General Security Agreement over all present and future assets and intangibles of the Company.

Between November 2014 and February 2015 the Company issued $5,415,000 aggregate principal amount Notes, including $3,000,000 aggregate principal amount Notes to Pinetree Capital Ltd. (TSX: PNP) ("Pinetree"), a former significant shareholder of the Company, and $270,000 to certain former directors and officers of the Company. In consideration for the Notes, the Company issued 180,498 non-transferable common share purchase warrants exercisable at $3.00, including 100,000 to Pinetree and 9,000 to certain former directors and officers of the Company.

On November 27, 2015, $2,305,000 aggregate principal amount Notes plus accrued interest of $242,303 were converted into 5,419,795 common shares of the Company at a price of $0.47 per share.

As at November 30, 2015, $3,110,000 aggregate principal amount Notes plus accrued interest of $427,678 remained outstanding.

The Pinetree Notes were acquired by Riavera Corp. (a parent company to Personas) ("Riavera") in November 2015 and amended on December 3, 2015 (see note 13(a)).

The share purchase warrants originally granted in relation to the Notes were cancelled upon conversion or amendment of the Notes, as applicable.

For accounting purposes, the Notes 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 Notes assuming a 18.6% effective interest rate (19.1% effective interest rate after considering transaction costs), which was the estimated rate for the Notes without the warrants attachment. The fair value of the equity component (the warrants) was determined at the time of issue as the difference between the face value of the Notes and the fair value of the liability component.

The following table summarize the changes in the Company's Notes:

	Nine Months Ended November 30, 2015	Year Ended February 28, 2015
Opening liability balance	$ 5,176,594	$ -
Issuance of secured notes	-	5,415,000
Transaction costs	-	(30,000)
Equity component of secured notes	-	(290,950)
Accretion of discount on secured notes	229,510	82,544
Conversion of secured notes to common shares	(2,305,000)	-
Ending liability balance	$ 3,101,104	$ 5,176,594

During the nine months ended November 30, 2015, the Company expensed a total of $494,172 (November 30, 2014 - $28,330) in interest related to the Notes and recorded interest accretion of $229,510 (November 30, 2014 - $11,612).

(Expressed in Canadian Dollars)

9. RELATED PARTY TRANSACTIONS

Related party transactions are in the normal course of business and are measured at the exchange amount which is the amount of consideration established by and agreed to by the related parties. Related party transactions for the three and nine months ended November 30, 2015, are as follows:

a) During the three months ended November 30, 2015, the Company paid $75,000 (2014 - $Nil) in consulting fees to a Corporation owned by a director in relation to management consulting services (nine months ended November 30, 2015 and 2014 - $175,000 and $Nil, respectively).

b) During the three months ended November 30, 2015, the Company paid $50,001 (2014 - $Nil) in consulting fees to Riavera in relation to management consulting and technology integration services.

c) During the three months ended November 30, 2015, the Company accrued $7,832 of interest (2014 - $8,640) on $270,000 aggregate principal amount Notes issued to certain former directors and officers of the Company (nine months ended November 30, 2015 and 2014 - $24,392 and $8,640, respectively). These $270,000 aggregate principal amount Notes and accrued interest of $33,032 were converted to common shares of the Company on November 27, 2015 (see note 8).

d) During the three months ended November 30, 2015, the Company accrued $92,000 of interest (2014 - $114,000) on $3,000,000 aggregate principal amount Notes acquired by Riavera in November 2015 (see note 8) (nine months ended November 30, 2015 and 2014 - $276,000 and $114,000, respectively).

e) On August 31, 2015, the Company issued 1,800,000 options to certain directors and officers. The options have a contractual life of 5 years, are exercisable at $1.12, and vested on the date of grant.

f) On September 7, 2015, the Company issued 300,000 options to Riavera. The options have a contractual life of 5 years, are exercisable at $1.12, and vested on the date of grant.

g) On November 13, 2015, the Company issued a 30-day secured loan in the amount of $400,000 to Riavera. The loan bears interest at 7% and is secured against the $3,000,000 aggregate principal amount Notes acquired by Riavera in November 2015 (see notes 8 and 13(b)).

h) See note 6 for information relating to shares and warrants issued to Personas and Hurorosh.

10. COMMITMENTS

The Company is committed to a lease of a premises at 1 Eglinton Avenue East, Suites 300, 401, and 416, in Toronto, Ontario. The lease of Suite 300 commenced on August 15, 2013, and ends on November 30, 2023. The lease of Suites 401 and 416 commenced on December 1, 2014, and ends on December 31, 2017. Future minimum lease payments and estimated taxes, maintenance, and insurance payments over the remaining course of the lease are approximately as follows:

	Minimum lease payments	Taxes, Maintenance, and Insurance (estimated)	Total estimated commitment
Less than one year	$ 375,575	$ 495,958	$ 871,533
Between one and five years	1,297,817	1,563,258	2,861,075
More than five years	915,297	1,055,284	1,970,581
	$ 2,588,689	**$ 3,114,500**	**$ 5,703,189**

11. LEGAL PROCEEDINGS

In June 2015, Kik Interactive Inc. ("Kik") served the Company with a trademark infringement lawsuit in the United States District Court for the Southern District of New York. Pursuant to a confidential settlement agreement entered into with Kik, the Company has agreed to phase out all use of the Keek trademarks on a worldwide basis. All outstanding litigation and trademark oppositions have been brought to an end.

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

(a) Fair Values

The carrying value of cash, accounts receivable, loan receivable, other receivables, and accounts payable and accrued liabilities approximate fair values due to the short-term maturities of these instruments. Fair value represents the amount that would be exchanged in an arm's length transaction between willing parties and is best evidenced by a quoted market price, if one exists. The fair value of the secured notes approximates their carrying amounts as they bear terms similar to that of comparable instruments.

The Company follows a three-tier categorization for its financial instruments as a framework for disclosing fair value based upon inputs used to value the Company's investments. The hierarchy is summarized as:

- Level 1 – quoted prices (unadjusted) in active markets for identical assets and liabilities
- Level 2 – inputs that are observable for the asset or liability, either directly (prices) or indirectly (derived from prices) from observable market data
- Level 3 – inputs for assets and liabilities not based upon observable market data

As at November 30, 2015, and February 28, 2015, cash was carried at Level 1 in the fair value hierarchy.

(b) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company's interest rate risk is primarily related to the Company's interest bearing debts on its condensed consolidated interim statement of financial position. The secured notes bear interest at fixed rates of 7% and 12%, and as such, are not subject to cash flow interest rate risk resulting from market fluctuations thereby minimizing the Company's exposure to cash flow interest rate risk.

(c) Foreign Currency Risk

The Company is subject to foreign exchange rate risk as it enters into transactions denominated in currencies other than the Company's functional currency, which is the Canadian dollar. The maximum exposure to foreign currency risk is equal to amounts held in foreign currencies at the Statement of Financial Position date. As at November 30, 2015, the Company carried net current liabilities of CDN$1,731,867 in USD$ (February 28, 2015 - net current assets of CDN$90,820 in USD$). Accordingly, a 5% change in the US dollar exchange rate as at November 30, 2015 would have resulted in an exchange gain or loss of CDN$86,593 (February 28, 2015 - exchange gain or loss of CDN$4,541).

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

(d) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure as outlined in Note 12(f) to the condensed consolidated interim financial statements. The Company has minimal income from operations and relies on equity and debt funding to support its development and corporate activities. Should the need for further equity or debt funding arise, there is a risk that the Company may not be able to sell new common shares at an acceptable price or debt instruments at an acceptable interest rate level.

Accounts payable and accrued liabilities and secured notes are due within the current operating period. As at November 30, 2015, the Company had total cash of $444,771 (February 28, 2015 - $1,754,838) to settle current liabilities of $6,499,102 (February 28, 2015 - $6,970,538) and finance future operations. As a result, the Company is exposed to liquidity risk.

(e) 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 their obligations. Financial instruments that potentially expose the Company to this risk consist of cash, accounts receivable, short term loan receivable, and other receivables. The majority of the Company's cash is on deposit with a Canadian Tier 1 chartered bank. The short term loan receivable was secured and subsequent collected. Other receivables include input tax credits related to GST/HST filings. Accounts receivable are in the normal course of business with established entities and no material amount relates to any one specific entity. As a result, the Company's exposure to credit risk is minimal.

(f) Capital Management

The Company considers its capital to be its equity attributable to shareholders, which is comprised of share capital, contributed surplus, warrants reserve, and deficit, which as at November 30, 2015, amounted to a capital deficiency of $4,866,270 (February 28, 2015 - capital deficiency of $1,759,504).

The Company's objectives when managing capital are: to safeguard its ability to continue as a going concern; and, to have sufficient capital to fund the research and development of its social media app for the benefit of its shareholders.

There were no changes in the Company's management of its capital during the nine months ended November 30, 2015. The Company is not subject to any externally imposed capital requirements.

In order to maintain its capital structure, the Company is dependent on equity and/or debt funding and, when necessary, raises capital through the issuance of equity instruments, comprised of common shares, preference shares, warrants, incentive stock options, and the issuance of debt instruments. The Company reviews its capital management methods and requirements on an ongoing basis and makes adjustments accordingly.

13. SUBSEQUENT EVENTS

The following significant transactions occurred subsequent to the nine months ended November 30, 2015:

a) On December 3, 2015, Riavera agreed to amend the terms of the $3,000,000 aggregate principal Notes (see Note 8) as follows: (1) extend the maturity date of the Notes to March 1, 2017; and (2) reduce the interest rate from 12% per annum to 7% per annum. In consideration for amending the existing terms of the Notes, the Company agreed to make the Notes (both principal and accrued interest) convertible into common shares of the Company at the option of Riavera at any time prior to maturity. The conversion ratio is one (1) common share of Keek for every dollar of principal or interest converted. The amending terms also carry an automatic conversion feature which provides for an automatic conversion of the Notes should Keek conduct a bona fide financing prior to the maturity date pursuant to which it receives aggregate gross proceeds of not less than $1,000,000, whether by way of a private placement or an amalgamation, arrangement, merger, consolidation, reverse takeover, reorganization or other business combination or other similar transaction.

b) On December 14, 2015, Riavera repaid a $400,000 principal amount short term loan and $2,411 of interest to the Company (see note 9).

c) On January 21, 2016, the Company proposed to complete a non-brokered private placement of up to 6,000,000 units at a price of $0.25 per unit to raise proceeds of $1,500,000. Each unit is comprised one common share and one common share purchase warrant of Keek. Each warrant entitles the holder to purchase one common share of the company, at a price of $0.30 per share for a period of 12 months.

Riavera has agreed to purchase 4,000,000 units as part of the private placement, subject to receipt of shareholder approval for the creation of Riavera as a control person of Keek. Keek proposes to hold a special shareholders' meeting on March 11, 2016, to seek approval for the creation of Riavera as a control person. Keek proposes to close the private placement immediately following the shareholders' meeting, subject to receiving an affirmative vote from shareholders.

In addition, as a result of the completion of the private placement, the $3,000,000 aggregate principal amount Notes held by Riavera (see note 8), as well as all accrued interest, will automatically convert according to its terms, into common shares of Keek at a price of $0.25 per share. Principal and interest accrued on the Riavera Notes to March 11, 2016 (being the expected closing of the private placement), will equal approximately $3,441,083 and would result in the issuance by Keek of approximately 13,764,332 common shares.

d) 88,490 options with a weighted average exercise price of $7.86 expired unexercised.