

# **EmerGeo Solutions Worldwide Inc.**

**(Formerly Kavalmedia Services Ltd.)**

## **CONSOLIDATED FINANCIAL STATEMENTS**

**Three Months Ended June 30, 2009 and 2008**

**(Expressed in Canadian Dollars)**

**(Unaudited – Prepared by Management)**

**EmerGeo Solutions Worldwide Inc.  
(formerly Kavalmedia Services Ltd.)**

**(the “Company”)**

**CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

Three Months Ended June 30, 2009 and 2008

**NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS**

The accompanying unaudited interim financial statements of the Company have been prepared by and are the responsibility of Company’s management.

The Company’s independent auditor has not performed a review of these financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity’s auditor.

August 19, 2009

## EmerGeo Solutions Worldwide Inc.

(formerly Kavalmedia Services Ltd.)

Consolidated Balance Sheets

(Expressed in Canadian Dollars)

June 30, 2009 and March 31, 2009

(Unaudited)

	June 30, 2009	March 31, 2009
<b>Assets</b>	(Unaudited)	(Audited)
Current:		
Cash and cash equivalents	\$ 730,960	\$ 734,583
Accounts receivable	367,185	1,029,999
Income tax recoverable	-	23,208
Prepaid expenses and deposits (Note 5)	142,633	152,637
	<hr/> 1,240,778	<hr/> 1,940,427
Equipment (Note 6)	112,904	128,452
Intangible assets (Note 7)	358,870	318,637
	<hr/> \$ 1,712,552	<hr/> \$ 2,387,516
<b>Liabilities</b>		
Current:		
Accounts payable and accrued liabilities (Note 11)	\$ 388,072	\$ 529,830
Due to related parties (Note 11)	87,357	87,357
Deferred revenue	299,833	467,927
	<hr/> 775,262	<hr/> 1,085,114
Non-controlling interest (Note 2(b))	(25,206)	-
<b>Shareholders' Equity</b>		
Share capital (Note 10(b))	3,028,276	2,888,416
Contributed surplus (Note 10(e))	467,225	378,201
Deficit	(2,533,005)	(1,964,215)
	<hr/> 962,496	<hr/> 1,302,402
	<hr/> \$ 1,712,552	<hr/> \$ 2,387,516

Nature of Operations and Future Operations (Note 1)

- See accompanying notes -

## EmerGeo Solutions Worldwide Inc.

(formerly Kavalmedia Services Ltd.)

Consolidated Statements of Loss and Deficit

(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008

(Unaudited)

	2009	2008
Sales	\$ 494,281	\$ 195,318
Cost of Sales	307,438	164,461
	186,843	30,857
Operating expenses:		
General and administration	246,769	172,506
Sales and marketing	279,488	129,454
Research and development	126,611	36,141
Stock-based compensation	89,024	369,813
Amortization	38,374	186
	780,266	708,100
Loss before other items	(593,423)	(677,243)
Other Items:		
Foreign exchange	(13,049)	(1,745)
Interest and other income	6,334	5,028
	(6,715)	3,283
Loss before income taxes	(600,138)	(673,960)
Income taxes	(4,151)	-
Loss before non-controlling interest	(604,289)	(673,960)
Non-controlling interest	35,499	-
Loss and comprehensive loss for the period	(568,790)	(673,960)
Deficit, beginning of period	(1,964,215)	(43,528)
Deficit, end of period	\$ (2,533,005)	\$ (717,488)
Basic and diluted loss per share	\$ (0.03)	\$ (0.05)
Weighted average number of Shares outstanding	16,751,488	11,733,380

- See accompanying notes -

## EmerGeo Solutions Worldwide Inc.

(formerly Kavalmedia Services Ltd.)  
Consolidated Statements of Cash Flows  
(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008  
(Unaudited)

	2009	2008
Cash provided by (used in):		
Operations:		
Net loss for the period	\$ (568,790)	\$ (673,960)
Adjustments for -		
Amortization	38,374	186
Stock-based compensation	89,024	369,813
Change in future income tax asset	-	51
Non-controlling interest	(35,499)	-
Changes in non-cash working capital -		
Accounts receivable	662,814	(55,681)
Income tax recoverable	23,208	-
Prepaid expenses	10,004	(37,191)
Accounts payable and accrued liabilities	(141,758)	20,960
Deferred revenue	(168,094)	192,911
	(90,717)	(182,911)
Investing:		
Purchase of equipment	(280)	(15,267)
Intangible assets	(62,779)	(23,936)
Cash of legal parent upon reverse acquisition (Note 8)	-	489,612
	(63,059)	450,409
Financing:		
Proceeds from loans	-	79,800
Decrease in credit facilities	-	(71,450)
Due to related parties	-	200
Proceeds from issuance of shares	139,860	2,459,400
Share issuance costs	-	(208,977)
Share subscriptions	-	(135,000)
Contribution by non-controlling interest	10,293	-
	150,153	2,123,973
Increase (decrease) in cash and cash equivalents	(3,623)	2,391,471
Cash and cash equivalents, beginning of period	734,583	28,939
Cash and cash equivalents, end of period	\$ 730,960	\$ 2,420,410
Supplementary information:		
Cash paid for:		
Interest	\$ 1,254	\$ 572
Income taxes	\$ -	\$ -

- See accompanying notes -

# **EmerGeo Solutions Worldwide Inc.**

(Formerly Kavalmedia Services Ltd.)

Notes to Financial Statements

(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008

(Unaudited)

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## **1. Nature of Operations:**

EmerGeo Solutions Worldwide Inc. (formerly Kavalmedia Services Ltd.) (“the Company”) was incorporated on October 16, 1997 under the laws of British Columbia. The Company is listed on the TSX Venture Exchange (the “Exchange”).

On May 2, 2008, the Company acquired all of the issued and outstanding share capital of EmerGeo Solutions Inc. (“EmerGeo Solutions”), a company which develops, integrates, sells and supports emergency management, environment health and safety, and security software solutions and services. EmerGeo Solutions’ own mapping software suite provides reliable, OpenGIS based mapping solutions that help government and industry to mitigate against, prepare for, respond to and recover from potential and actual incidents, natural disasters, acts of terrorism or other major events.

The Company changed its year end date to March 31 to coincide with that of Emergeo Solutions. On August 1, 2008, the Company changed its name to EmerGeo Solutions Worldwide Inc..

These consolidated financial statements are prepared on a basis of accounting principles applicable to a going concern, which assumes the realization of assets and satisfaction of liabilities and commitments in the normal course of business.

For the period ended June 30, 2009, the Company had generated revenues of \$494,281 as compared to \$195,318 from the prior period and has an accumulated deficit of \$2,533,005, including a loss for the period ended June 30, 2009 of \$568,790.

The continuation of the Company as a going concern is dependent upon its ability to raise additional financing and ultimately attain and maintain profitable operations. To the extent the Company is unable to cover its ongoing cash requirements through operations, the Company expects to raise additional equity financing to cover any shortfall. There can be no assurance that such financing and profitability will occur in the amounts and with terms expected. These consolidated financial statements do not give effect to adjustments that would be necessary to the carrying value and classification of assets and liabilities should the Company be unable to continue as a going concern.

In the event that cash flow from operations, if any, together with the proceeds of any future financings are insufficient to meet the Company’s current operating expenses, the Company will be required to re-evaluate its planned expenditures and allocate its total resources in such a manner as the Board of Directors and management deems to be in the Company’s best interest. This may result in a substantial reduction of the scope of existing and planned operations.

# **EmerGeo Solutions Worldwide Inc.**

(Formerly Kavalmedia Services Ltd.)

Notes to Financial Statements

(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008

(Unaudited)

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## **2. Basis of Preparation and Consolidation:**

These unaudited interim consolidated financial statements have been prepared in accordance with generally accepted accounting principles (“GAAP”) in Canada. They do not include all of the information and disclosures required by Canadian GAAP for annual financial statements. In the opinion of management, all adjustments considered necessary for fair presentation have been included in these financial statements. The unaudited interim consolidated financial statements should be read in conjunction with the company’s audited consolidated financial statements including notes thereto as at and for the year ended March 31, 2009.

The accounting policies followed by the company are set out in note 2 to the audited consolidated financial statements for the year ended March 31, 2009 and have been consistently followed in the preparation of these consolidated financial statements.

### **(a) Reverse takeover transaction**

On May 2, 2008, the Company acquired all of the issued and outstanding common shares of EmerGeo Solutions in exchange for common shares.

As the transaction was a capital transaction in substance for EmerGeo Solutions, the transaction was accounted for as a reverse takeover using the purchase method with EmerGeo Solutions as the acquirer.

Application of reverse takeover accounting results in the following:

- i) The consolidated financial statements of the combined entity are issued under the name of the legal parent, the Company, but are considered a continuation of the financial statements of the legal subsidiary, EmerGeo Solutions.
- ii) As EmerGeo Solutions is deemed to be the acquirer for accounting purposes, its assets and liabilities are included in the consolidated balance sheets for the continuing entity at their historical carrying values. The Company’s assets and liabilities at the date of the transaction are included in the consolidated balance sheets at their estimated fair market value, which equaled their book value at the date of the transaction.

### **(b) Consolidation**

These consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles. They include the accounts of the Company and its wholly-owned subsidiaries, EmerGeo Solutions Inc., 0799998 BC Ltd., EmerGeo Solutions (US) Inc. and its 80% owned subsidiary, EmerGeo Software Solutions Middle East LLC. All intercompany amounts and transactions have been eliminated on consolidation.

# EmerGeo Solutions Worldwide Inc.

(Formerly Kavalmedia Services Ltd.)

Notes to Financial Statements

(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008

(Unaudited)

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### 3. Adoption of New Accounting Standards:

The Company has adopted the following new accounting standards issued by the Canadian Institute of Chartered Accountants (CICA) effective April 1, 2009.

(a) Goodwill and intangible assets

CICA Handbook Section 3064, *Goodwill and Intangible Assets* (Section 3064) replaces CICA Handbook Section 3062, *Goodwill and Intangible Assets* and establishes standards for the recognition, measurement and disclosure of goodwill and intangible assets. CICA Handbook Section 1000, *Financial Statement Concepts* is amended to clarify criteria for recognition of an asset. CICA Handbook Section 3450, *Research and Development Costs* is replaced by guidance in Section 3064. EIC 27 *Revenues and Expenditures During the Pre-Operating Period* is no longer applicable for entities that have adopted Section 3064. A number of other EIC abstracts have consequential amendments. CICA Accounting Guideline 11 *Enterprises in the Development Stage* is also amended to delete references to deferred costs and to provide guidance on development costs as intangible assets under CICA 3064. The adoption of this Section had no impact on the Company's consolidated financial statements.

(b) Credit Risk and the Fair Value of Financial Assets and Financial Liabilities

EIC-173, *Credit Risk and the Fair Value of Financial Assets and Financial Liabilities*, provides guidance on how to take into account an entity's own credit risk and the credit risk of the counter party in determining the fair value of financial assets and financial liabilities, including derivative instruments, for presentation and disclosure purposes. The application of this EIC had no effect on the Company's consolidated financial statements.

### 4. Recent Accounting Pronouncements:

(a) Business combinations -

CICA Handbook Section 1582, *Business Combinations*, replaces Section 1581, *Business Combinations* and provides the Canadian equivalent to International Financial Reporting Standards ("IFRS") 3, *Business Combinations*. This applies to a transaction in which the acquirer obtains control of one or more businesses. Most assets acquired and liabilities assumed, including contingent liabilities that are considered to be improbable, will be measured at fair value. Any interest in the acquiree owned prior to obtaining control will be remeasured at fair value at the acquisition date, eliminating the need for guidance on step acquisitions. Additionally, a bargain purchase will result in recognition of a gain and acquisition costs must be expensed. The Section applies prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2011.

## EmerGeo Solutions Worldwide Inc.

(Formerly Kavalmedia Services Ltd.)

Notes to Financial Statements

(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008

(Unaudited)

### 4. Recent Accounting Pronouncements (continued):

#### (b) International Financial Reporting Standards -

In 2006, the Canadian Accounting Standards Board (AcSB) published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian GAAP with IFRS over an expected five year transitional period. In February 2008, the AcSB announced that 2011 is the changeover date for publicly accountable companies to use IFRS, replacing Canadian GAAP. This date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The transition date of January 1, 2011 will require the restatement for comparative purposes of amounts reported by the Company for the year ended October 31, 2009. In July 2008, the Canadian Securities Administrators announced that early adoption will be allowed in 2009 subject to seeking exemptive relief. We are currently assessing the financial reporting impact of the transition to IFRS and the changeover date.

#### (c) Consolidations and Non-Controlling Interests -

Section 1601, *Consolidated Financial Statements*, and Section 1602, *Non-Controlling Interests*, replace Section 1600, *Consolidated Financial Statements*. Section 1601 establishes standards for the preparation of consolidated financial statements. Section 1602 establishes standards for accounting for a non-controlling interest in a subsidiary in consolidated financial statements subsequent to a business combination. It is equivalent to the corresponding provisions of IFRS standard, IAS 27 (Revised), *Consolidated and Separate Financial Statements*. The Sections apply to interim and annual consolidated financial statements relating to fiscal years beginning on or after January 1, 2011. Earlier adoption is permitted as of the beginning of a fiscal year. The Company expects to adopt this standard on April 1, 2011.

### 5. Prepaid expenses and deposits:

Included in prepaid expenses and deposits is a restricted deposit consisting of an investment of US\$47,500 which has maturity date beyond three months and is secured against the Company's service contracts.

### 6. Equipment:

June 30, 2009	Cost	Accumulated Amortization	Net
Computer hardware	\$ 133,791	\$ 55,671	\$ 78,120
Computer software	43,014	20,778	22,236
Office furniture	9,645	1,878	7,767
Office equipment	6,786	2,005	4,781
	<u>\$ 193,236</u>	<u>\$ 80,332</u>	<u>\$ 112,904</u>

## EmerGeo Solutions Worldwide Inc.

(Formerly Kavalmedia Services Ltd.)

Notes to Financial Statements

(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008

(Unaudited)

### 6. Equipment (continued):

March 31, 2009	Cost	Accumulated Amortization	Net
Computer hardware	\$ 133,511	\$ 45,469	\$ 88,042
Computer software	43,014	16,200	26,814
Office furniture	9,645	1,396	8,249
Office equipment	6,786	1,439	5,347
	<u>\$ 192,956</u>	<u>\$ 64,504</u>	<u>\$ 128,452</u>

### 7. Intangible assets:

June 30, 2009	Cost	Accumulated Amortization	Net
Technology assets	\$ 344,978	\$ 46,349	\$ 298,629
Website	33,750	9,375	24,375
eLearning programs	51,400	15,534	35,866
	<u>\$ 430,128</u>	<u>\$ 71,258</u>	<u>\$ 358,870</u>

March 31, 2009	Cost	Accumulated Amortization	Net
Technology assets	\$ 282,199	\$ 30,899	\$ 251,300
Website	33,750	6,563	27,187
eLearning programs	51,400	11,250	40,150
	<u>\$ 367,349</u>	<u>\$ 48,712</u>	<u>\$ 318,637</u>

### 8. Reverse takeover ("RTO") of EmerGeo Solutions Inc.:

Pursuant to a Share Exchange Agreement dated February 15, 2008 with EmerGeo Solutions and its shareholders, the Company acquired all of the issued and outstanding shares of EmerGeo Solutions in exchange for the issuance of 6,000,000 common shares of the Company. In addition, the Company issued 300,000 common shares as finder's fee with respect to the acquisition.

The 6,300,000 common shares are subject to a Value Security Escrow Agreement and will be released from escrow over a period of three years in accordance with the policies of the Exchange. The release of the escrowed shares and finder's fee shares is subject to certain assumptions being met as set forth in a valuation report of Evans & Evans dated January 29, 2008. These assumptions include no undisclosed contingent liabilities and no significant variation between the management-prepared financial statements upon which the valuation was based and final audited financial statements.

## EmerGeo Solutions Worldwide Inc.

(Formerly Kavalmedia Services Ltd.)

Notes to Financial Statements

(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008

(Unaudited)

### 8. Reverse takeover ("RTO") of EmerGeo Solutions Inc. (continued):

As the transaction, which was completed on May 2, 2008, was a capital transaction in substance for EmerGeo Solutions, the transaction was accounted for as a reverse takeover using the purchase method with EmerGeo Solutions as the acquirer. The amounts assigned to the assets and liabilities purchased are based on the account balances as at April 30, 2008 (there being no material transactions between April 30, 2008 and May 2, 2008) as the estimated fair value of the net assets of the Company, as follows:

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Net assets acquired at assigned value:	
Cash	\$ 489,612
Accounts receivable	9,000
Prepaid expenses	2,900
Advances to EmerGeo Solutions	220,000
	<hr/> 721,512
Equipment	2,475
Accounts payable and accrued liabilities	(19,807)
Due to a shareholder	(87,357)
	<hr/> \$ 616,823
Consideration given:	
6,000,000 common shares	<hr/> \$ 616,823

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### 9. Credit Facilities:

The Company has an operating line of credit with a maximum limit of \$150,000. As at June 30, 2009, the line of credit had a balance of \$nil (March 31, 2009 - \$nil) and bears interest at the rate equal to Royal Bank prime rate plus 1.8%.

The credit facilities are secured by a first priority lien on the assets of the company including, but not limited to, inventory, equipment, accounts receivable, chattel paper, documents of title, contractual rights and insurance claims, all patents, industrial designs, trade-marks, trade secrets and know-how, and all proceeds and renewals thereof.

### 10. Share Capital:

(a) Authorized -

Unlimited Common shares without par value.

(b) Issued and Fully Paid -

In accordance with reverse takeover accounting principles, EmerGeo Solutions, the legal subsidiary, is deemed to have acquired control of the net assets of the legal parent, the Company (Note 8). Accordingly, the number of issued shares reflects the structure of the Company, while the value of the issued share capital reflect the position of EmerGeo Solutions adjusted for the cost of the purchase.

## EmerGeo Solutions Worldwide Inc.

(Formerly Kavalmedia Services Ltd.)

Notes to Financial Statements

(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008

(Unaudited)

### 10. Share Capital (continued):

#### (b) Issued and Fully Paid (continued) -

Share capital of EmerGeo Solutions (legal subsidiary) prior to reverse takeover:

	Number of Shares	Amount
Balance, April 30, 2008 immediately prior to reverse takeover transaction	200,000	\$ 20

Share capital of the Company (as a result of the reverse takeover):

	Number of Shares	Amount
Fair value of net assets of legal parent attributed to issued shares of legal parent at the date of the reverse takeover	7,919,997	\$ 20
Shares issued pursuant to reverse takeover	6,300,000	616,823
Exercise of warrants	50,000	37,500
Private placement (i)	2,440,650	2,440,650
Share issue costs	-	(206,577)
Balance, March 31, 2009	16,710,647	2,888,416
Exercise of warrants	499,500	139,860
Balance, June 30, 2009	17,210,147	\$ 3,028,276

#### (i) Non-brokered Private Placement -

On June 19, 2008, the Company completed a non-brokered private placement of 2,440,650 units priced at \$1.00 per unit for gross proceeds of \$2,440,650. Each unit consisted of one common share and one-half of one common share purchase warrant. Each whole common share purchase warrant entitles the holder, on exercise, to acquire one additional common share of the Company at an exercise price of \$1.50 per share at any time until the close of business on the day which is two years from the date of issuance of the warrant.

The warrant has an "accelerator" provision such that if the closing price of the Company's common shares exceeds \$2.00 for 10 consecutive trading days at any time after the closing date, the Company may, by issuance of a press release, give notice of "acceleration" of the warrant expiry date to the day which is 20 calendar days following the date of issuance of the press release.

Finders' fees of \$180,852 were paid in connection with this private placement.

## EmerGeo Solutions Worldwide Inc.

(Formerly Kavalmedia Services Ltd.)

Notes to Financial Statements

(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008

(Unaudited)

### 10. Share Capital (continued):

(c) Warrants -

Each whole warrant entitles the holder to purchase one common share of the Company:

	Number of Warrants	Weighted Average Exercise Price
Balance, March 31, 2008	1,861,000	\$ 0.46
Issued	1,220,325	1.50
Exercised	(50,000)	0.75
Balance, March 31, 2009	3,031,325	0.87
Cancelled	(648,500)	0.28
Exercised	(499,500)	0.28
Balance, June 30, 2009	1,883,325	\$ 1.23

Share purchase warrants outstanding at June 30, 2009 are as follows:

Number of Shares	Exercise Price	Expiry Date
663,000	\$0.75	December 7, 2009
1,220,325	\$1.50	June 19, 2010
1,883,325		

(d) Options -

The Company established a stock option plan, which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the Exchange requirements, grant to directors, officers, employees and technical consultants to the Company, non-transferable options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Company. The options will be exercisable for a period of up to five years from the date of grant. The number of common shares reserved for issuance to any individual director or officer will not exceed five percent (5%) of the issued and outstanding common shares and the number of common shares reserved for issuance to all technical consultants will not exceed two percent (2%) of the issued and outstanding common shares.

## EmerGeo Solutions Worldwide Inc.

(Formerly Kavalmedia Services Ltd.)

Notes to Financial Statements

(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008

(Unaudited)

### 10. Share Capital (continued):

#### (d) Options (continued) -

A summary of the status of the options outstanding is presented below:

	Number of Options	Weighted Average Exercise Price
Balance, March 31, 2008	580,000	\$ 0.34
Granted	1,180,000	0.61
Cancelled	(165,000)	0.88
Balance, March 31, 2009	1,595,000	0.48
Granted	85,000	0.50
Cancelled	(50,000)	0.50
Balance, June 30, 2009	1,630,000	\$ 0.48

Stock options outstanding and exercisable at June 30, 2009 are as follows:

Outstanding	Exercise Price	Expiry Date	Exercisable
565,000	\$0.34	July 8, 2017 <sup>(1)</sup>	565,000
550,000	\$0.56	May 2, 2013	412,500
15,000	\$1.12	May 13, 2013	11,250
50,000	\$0.95	September 2, 2013	31,250
365,000	\$0.50	January 21, 2014	136,875
85,000	\$0.50	April 13, 2019	21,250
1,630,000			1,178,125

<sup>(1)</sup> The term of these stock options was extended from July 8, 2012 (five years) to July 8, 2017 (ten years).

During the three months ended June 30, 2009, under the fair-value-based method \$86,073 (2008 - \$369,813) in compensation expense was recorded in the statements of operations for stock options granted to employees and consultants of the Company.

The stock-based compensation costs reflected in these financial statements were calculated using the Black-Scholes option pricing model using the following weighted average assumptions:

	2009	2008
Risk free interest rate	2.10%	2.88%
Expected dividend yield	0%	0%
Expected stock price volatility	119.13%	128%
Expected life of options	6.99 years	3.02 years

## EmerGeo Solutions Worldwide Inc.

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Notes to Financial Statements

(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008

(Unaudited)

### 10. Share Capital (continued):

(d) Options (continued) -

The weighted average fair value of options granted during the period ended June 30, 2009 was \$0.42 (2008 - \$1.07) per option.

(e) Contributed surplus -

A continuity of contributed surplus is as follows:

	June 30, 2009	March 31, 2009
Balance, beginning of period	\$ 378,201	\$ -
Stock-based compensation	89,024	378,201
Balance, end of period	\$ 467,225	\$ 378,201

### 11. Related Party Transactions:

During the three months ended June 30, 2009, the Company paid or accrued \$18,000 (2008 - \$18,000) for professional fees to a company controlled by an officer of the Company.

During the three months ended June 30, 2009, the Company paid or accrued \$60,000 (2008 - \$60,000) for wages to two directors and officers of the Company.

During the three months ended June 30, 2009, the Company paid or accrued \$nil (2008 - \$13,142) for accounting fees to a company controlled by a spouse of a director and officer of the Company.

During the three months ended June 30, 2009, the Company paid or accrued \$16,913 (2008 - \$9,003) for legal fees and \$nil (2008 - \$12,771) for share issue costs to a company controlled by an officer of the Company.

During the three months ended June 30, 2009, the Company paid or accrued \$15,000 (2008 - \$15,000) for office, rent and administration to a company having an officer in common.

As at June 30, 2009, included in accounts payable and accrued liabilities was \$10,432 (March 31, 2009 - \$2,354) due to a company owned by an officer of the Company.

As at June 30, 2009, the amounts due to shareholders, directors, officers and related companies of directors and officers of \$87,357 (March 31, 2009 - \$87,357) were unsecured, non-interest bearing and without fixed terms of repayment.

These transactions are in the normal course of business operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

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(Expressed in Canadian Dollars)

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(Unaudited)

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## 12. Commitments:

The Company has operating lease agreements for the rental of premises, a vehicle and equipment. The minimum future annual rental payments under the leases are as follows:

2010	\$ 86,091
2011	72,360
2012	1,773
	<hr/>
	\$ 160,224

## 13. Financial Instruments:

The risk exposure is summarized as follows:

(a) Credit risk -

Credit risk is the risk of loss resulting from the failure of a customer or counterparty to meet its contractual obligations to the Company. The carrying amount of financial assets represents the Company's estimate of maximum credit exposure.

The Company's credit risk is primarily attributable to its cash balances and accounts receivable. The Company's cash equivalents are held in Guaranteed Investment Certificates and are held on deposit with Schedule 1 banks or equivalent, with the majority of its cash held in Canadian based banking institutions, authorized under the Bank Act to accept deposits, which may be eligible for deposit insurance provided by the Canadian Deposit Insurance Corporation.

The Company sells the majority of its products and services to government agencies responsible for emergency management within their jurisdictions, as well as to companies in industries responsible for their own emergency management programs, such as oil and gas, utilities, and forestry, located in Canada, United States, and the Middle East. The Company's exposure to credit risk associated with non-payment by customers of this nature to be limited, but may be affected by conditions or occurrences within its industry and the global marketplace. The Company closely monitors extensions of credit and performs ongoing credit evaluations of its customers' financial condition to manage its credit risk exposure. The Company believes it maintains adequate provisions for potential credit losses. The amounts disclosed in the consolidated balance sheet are net of allowances for doubtful accounts, estimated by the Company's management, based on prior experience and an assessment of current financial conditions of customers, as well as the general economic environment. As of June 30, 2009, accounts receivable are net of an allowance for doubtful accounts of \$11,241 (March 31, 2009 - \$11,241).

## EmerGeo Solutions Worldwide Inc.

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(Expressed in Canadian Dollars)

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### 13. Financial Instruments (continued):

(b) Liquidity risk -

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with its financial liabilities. The Company's approach to managing liquidity is to ensure that it will have sufficient liquidity to settle obligations and liabilities when due. As at June 30, 2009, the Company had in cash and cash equivalents a balance of \$730,960 to settle current liabilities of \$475,429 which mainly consist of accounts payable that are considered short term and settled within 30 days and amounts due to a related party which is non-interest bearing and no fixed terms of repayment. The Company's primary source of liquidity is its cash reserves. The Company also maintains certain credit facilities to support short term funding of operations and trade finance. The Company believes it has sufficient available funds to meet current and foreseeable financial requirements. The repayment schedule for our long-term credit facilities is included in note 9.

(c) Market risk -

(i) 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's cash and cash equivalents attract interest at floating rates and have maturities of 90 days or less. The interest is typical of Canadian banking rates, which are at present low, however the conservative investment strategy mitigates the risk of deterioration to the investment. A change of 100 basis points in the interest rates would not be material to the financial statements.

(ii) Foreign currency risk -

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company has offices in Canada, United States and Abu Dhabi and holds cash in Canadian, United States and United Arab Emirates currencies in line with forecasted expenditures.

As at June 30, 2009, the denomination of the Company's financial instruments were as follows:

	US	Canadian	Others	Total
Cash	\$ 16,232	\$ 667,302	\$ 47,426	\$ 730,960
Accounts receivable	29,708	337,477	-	367,185
Accounts payable and Accrued liabilities	31,638	350,397	6,037	388,072

## **EmerGeo Solutions Worldwide Inc.**

(Formerly Kavalmedia Services Ltd.)

Notes to Financial Statements

(Expressed in Canadian Dollars)

Three Months Ended June 30, 2009 and 2008

(Unaudited)

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### **13. Financial Instruments (continued):**

(c) Market risk (continued) -

(ii) Foreign currency risk (continued) -

At June 30, 2009, the Company had no hedging agreements in place with respect to foreign exchange rates.

### **14. Capital management:**

The Company defines capital that it manages as the aggregate of short-term and long-term debt, share capital, contributed surplus and deficit.

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company in order to support its operations and maintain its good standing with the various regulatory authorities. The current objectives are to meet the capital requirements through funds from operations. The Company had minimal short-term debt which was paid off during the year and there are no current plans to issue long-term debt. The Company is not subject to externally imposed capital requirements.

The Company has policies and procedures in place for employee and officer expenditure authorization limits and capital expenditure authorization. Capital expenditures of \$50,000 or more require approval by the Board of Directors. Management reviews its capital management approach on an ongoing basis and believes this approach, given the size of the Company, is reasonable.

There were no changes in the Company's management of capital during the period ended June 30, 2009.