SIYATA MOBILE INC.

(formerly Teslin River Resources Corp.)

Consolidated Interim Financial Statements
(Unaudited – Prepared by Management)
(Expressed in Canadian Dollars)

As at and for the three months ended March 31, 2017 and 2016

Siyata Mobile Inc.

(formerly Teslin River Resources Corp.)

(the “Company” or “Siyata”)

CONSOLIDATED INTERIM FINANCIAL STATEMENTS
As at and for the three ended March 31, 2017

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

The Management of the Company is responsible for the preparation of the accompanying unaudited consolidated interim financial statements. The unaudited consolidated interim financial statements have been prepared using accounting policies in compliance with International Financial Reporting Standards (“IFRS”) for the preparation of consolidated interim financial statements and are in accordance with IAS 34 – Interim Financial Reporting.

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

Siyata Mobile Inc.
(formerly Teslin River Resources Corp.)
Consolidated Interim Statements of Financial Position
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)
As at

		March 31, 2017		December 31, 2016
Assets				
Current Assets				
Cash	**$**	**2,779,222**	$	258,054
Trade and other receivables (Note 6)		**1,663,432**		1,707,968
Prepaid expenses		**311,397**		319,246
Advances to suppliers		**937,932**		876,864
Deferred Charge		-		214,024
Due from Related Party (Note 19)		**893,193**		364,430
Inventory (Note 7)		**4,100,884**		2,664,664
		10,686,060		6,405,250
Equipment		**51,675**		50,100
Intangible assets (Note 8)		**3,741,554**		3,437,691
Goodwill (Note 5)		**1,022,269**		1,022,269
Total Assets	**$**	**15,501,558**	$	10,915,310
Liabilities and Shareholders' Equity				
Current Liabilities				
Accounts payable and accrued liabilities	**$**	**1,626,478**	$	1,843,908
Due to related parties (Note 18)		**-**		-
Other payables (Note 9)		**484,576**		147,206
Future purchase consideration (Note 10)		**364,781**		356,308
		2,475,835		2,347,422
Future purchase consideration (Note 10)		**302,037**		295,022
Deferred tax liability (Note 15)		**34,000**		34,000
Long term debt (Note 10)		**250,000**		250,000
		586,037		579,022
Total Liabilities		**3,061,872**		2,926,444
Shareholders' Equity				
Share capital (Note 11)		**1,7495,908**		13,066,977
Accumulated other comprehensive loss		**(474,663)**		(449,136)
Reserves (Note 11)		**1,512,788**		1,403,717
Deficit		**(6,094,347)**		(6,032,692)
		12,439,686		7,988,866
Total Liabilities and Shareholders' Equity	**$**	**15,501,558**	$	10,915,310

Nature of Operations and Going Concern (Note 1)
Approved on May 29, 2017 on behalf of the Board:

"Gil Gurfinkel" — Gil Gurfinkel – Director

"Marc Seelenfreund" — Marc Seelenfreund – Director

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

Siyata Mobile Inc.
(formerly Teslin River Resources Corp.)
Consolidated Interim Statements of Loss and Comprehensive Loss
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	For the three months ended March 31, 2017	2016
Revenues	$ **4,888,517**	$ 2,723,181
Cost of sales (Note 12)	**(3,567,964)**	(2,148,970)
Gross profit	$ **1,320,553**	$ 574,211
Expenses:		
Amortization and Depreciation	**82,022**	49,972
Selling and marketing (Note 13)	**682,818**	241,215
General and administrative (Note 14)	**474,255**	305,417
Share-based payments (Note 11)	**76,455**	212,370
Total operating expenses	**1,315,550**	808,974
Total operating profit (loss)	**5,003**	(234,763)
Other expenses:		
Finance expense	**61,376**	22,802
Foreign exchange	**(10,205)**	929,814
Signifi transaction costs (Note 5)	**-**	-
Accretion of contingent consideration (Note 10)	**15,488**	-
Total other expenses	**66,659**	952,616
Net Income (loss) for the period	$ **(61,656)**	$ (1,187,379)
Translation Adjustment	**(25,527)**	557,936
Comprehensive loss for the period	$ **(87,183)**	$ (629,443)
Weighted average number of shares outstanding	**72,064,868**	59,591,187
Basic and diluted loss per share	$ **(0.00)**	(0.02)

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

Siyata Mobile Inc.
(formerly Teslin River Resources Corp.)
Consolidated Interim Statement of Changes in Shareholders' Equity (Deficiency)
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	Number of Common Shares	Share Capital Amount	Accumulated other comprehensive income (loss)	Reserves	Deficit	Total Shareholders' Equity (Deficiency)
Balance, December 31, 2015	**59,591,187**	**$ 9,949,322**	**$ (668,000)**	**$ 738,746**	**$ (3,869,983)**	**$ 6,150,086**
Shares issued on acquisition of Signifi Mobile (Note 5)	1,000,000	360,000	-	-	-	360,000
Private placement	8,299,714	2,904,900	-	-	-	2,904,900
Share issue costs	-	(302,760)	-	84,294	-	(218,466)
Exercise of agents' options	35,577	15,690	-	(5,017)	-	10,673
Shares issued for debt	402,612	139,825	-	-	-	139,825
Share-based payments	-	-	-	585,692	-	585,692
Translation adjustment	-	-	218,864	-	-	218,864
Loss for the period	-	-	-	-	(2,162,708)	(2,162,708)
Balance, December 31, 2016	**69,329,090**	**$ 13,066,977**	**$ (449,136)**	**$ 1,403,715**	**$ (6,032,691)**	**$ 7,988,866**
Private placement	12,835,000	5,134,000	-	-	-	5,134,000
Share issue costs	-	(954,446)	-	148,027	-	(806,419)
Exercise of agents' options	824,686	249,377	-	(115,410)	-	133,967
Share-based payments	-	-	-	76,455	-	76,455
Translation adjustment	-	-	(25,527)	-	-	(25,527)
Loss for the period	-	-	-	-	(61,655)	(61,655)
Agent's units	100,000	-	-	-	-	-
Balance, March 31, 2017	**83,088,776**	**$ 17,495,908**	**$ (474,663)**	**$ 1,512,787**	**$ (6,094,346)**	**$ 12,439,686**

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

Siyata Mobile Inc.
(formerly Teslin River Resources Corp.)
Consolidated Interim Statements of Cash Flows
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

	For the three months ended March 31, 2017	2016
Cash provided by / (used for):		
Operating Activities:		
Net loss for the period	**$ (61,656)**	$ (1,187,379)
Items not affecting cash:		
Amortization	**82,022**	46,600
Share-based payments	**76,455**	212,370
Revaluation of future consideration	**15,488**	-
Unrealized foreign exchange	**-**	949,918
Net change in non-cash working capital items:		
Trade and other receivables and advances to suppliers	**205,341**	(272,755)
Inventory	**(1,436,220)**	1,071,304
Accounts payable, accrued liabilities and other payables	**119,940**	517,682
Due to related parties	**(528,763)**	(1,391,716)
Net cash used in operating activities	**(1,527,393)**	(53,976)
Investing Activities:		
Acquisition of equipment	**(5,381)**	-
Development of intangible assets	**(411,518)**	(150,729)
Net cash used in investing activities	**(416,889)**	(150,729)
Financing Activities:		
Private placement	**5,134,000**	**-**
Share issue costs	**(806,419)**	**-**
Exercise of agents' options	**133,967**	**-**
Loans received	**-**	-
Net cash provided by financing activities	**4,461,548**	**-**
Foreign exchange effect on cash	**3,912**	(3,674)
Change in cash for the period	**2,521,168**	(208,379)
Cash, beginning of the period	**258,054**	298,313
Cash, end of the period	**$ 2,779,222**	$ 89,934

Supplemental disclosure with respect to cash flows (Note 17)

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Siyata Mobile Inc. (formerly Teslin River Resources Corp.) ("Siyata" or the "Company") was incorporated under the Business Corporations Act, British Columbia on October 15, 1986. The Company's shares are listed on Tier 1 of the TSX Venture Exchange ("TSX-V") under the symbol SIM. As at March 31, 2017, the Company's principal activity is the sale of vehicle mounted, cellular based communications platforms over advanced 3G mobile networks (the "Business"). The corporate office of the Company is located at 1600 - 609 Granville Street, Vancouver, BC V7Y 1C3, and the registered and records office is located at 2200 - 885 West Georgia Street, Vancouver, BC V6C 3E8.

On June 7, 2016, the Company acquired all of the issued and outstanding shares of Signifi Mobile Inc. ("Signifi") (Note 5).

On July 24, 2015, Teslin River Resources Corp. ("Teslin") completed a reverse acquisition (the "Transaction") by way of a three cornered amalgamation, pursuant to which the Company acquired certain telecom operations (the "Acquired Assets") of an Israel-based cellular technology company, Accel Telecom Ltd. ("Accel") and related companies (the "Group"). The former shareholders of Accel were considered to have acquired control of Teslin. Upon closing of the transaction the Company changed its name from Teslin River Resources Corp., to Siyata Mobile Inc (Note 4).

These consolidated interim financial statements include the carve-out financial statements of a carve-out entity, Siyata Israel, which present the historical financial statements of the Acquired Assets on a carve-out basis up to the date of the Transaction (Note 2). On July 24, 2015, only the intangibles and the business of the Acquired Assets was transferred. All other balances of assets and liabilities as of July 24, 2015 were kept with Accel. Balances as of June 30, 2016 and December 31, 2015 represent actual amounts owned by the Company.

These consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than a process of forced liquidation. These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

The Company has a history of losses. As at March 31, 2017, the Company has an accumulated deficit of $6,094,347. Continuing business as a going concern is dependent upon the success of the Company's sale of inventory, the existing cash flows, and the ability of the Company to obtain additional debt or equity financing all of which are uncertain. These material uncertainties may cast significant doubt on the Company's ability to continue as a going concern.

2. BASIS OF PREPARATION

Statement of compliance

These consolidated interim financial statements, including comparatives, have been prepared in accordance with International Accounting Standards ("IAS") 34 'Interim Financial Reporting' ("IAS 34") using accounting policies consistent with the IFRS issued by the International Accounting Standards Board and Interpretations of the International Financial Reporting Interpretations Committee.

The consolidated interim financial statements do not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the Company's annual financial statements for the year ended December 31, 2016.

These interim financial statements follow the same accounting policies and methods of computation as compared with the most recent annual financial statements, being for the year ended December 31, 2015 other than as detailed in Note 3 arising from new transactions or the acquisition of Signifi.

Basis of consolidation and presentation

These consolidated interim financial statements of the Company have been prepared on the historical cost basis, except for financial instruments classified as financial instruments at fair value through profit and loss, which are stated at their fair value. In addition, the consolidated financial statements have been prepared using the accrual basis of accounting, except for the statement of cash flows.

These consolidated interim financial statements incorporate the financial statements of the Company and its wholly controlled subsidiaries. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The consolidated financial statements include the accounts of the Company and its direct wholly-owned subsidiaries. All intercompany transactions and balances have been eliminated.

The consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries:

Name of Subsidiary	Place of Incorporation	Ownership
Queensgate Resources Corp. (i)	British Columbia, Canada	100%
Queensgate Resources US Corp. (i)	Nevada, USA	100%
Siyata Mobile (Canada) Inc. (i)	British Columbia, Canada	100%
Siyata Mobile Israel Ltd.	Israel	100%
Signifi Mobile Inc.	Quebec, Canada	100%

(i) The accounts of these subsidiaries have been included in these consolidated interim financial statements from July 24, 2015 onwards (the Transaction date).

These consolidated interim financial statements of the Company are presented in Canadian dollars, which is the functional currency of the Company.

2. BASIS OF PREPARATION (cont'd…)

Foreign currency translation

Items included in the financial statements of each entity in the Company are measured using the currency of the primary economic environment in which the entity operates (the "functional currency") and has been determined for each entity within the Company. The functional currency of Siyata Mobile Inc., is the Canadian dollar and the functional currency of the Company's subsidiary, Queensgate Resources Corporation ("QRC"), is the Canadian dollar. The functional currency of Queensgate Resources US Inc. ("QR-US"), a wholly-owned subsidiary of QRC and Siyata Mobile (Canada) Inc., is the Canadian dollar and the functional currency of Siyata Mobile Israel Ltd. is the United States dollar. The functional currency determinations were conducted through an analysis of the consideration factors identified in IAS 21 *The Effects of Changes in Foreign Exchange Rates*.

Transactions in currencies other than the entity's functional currency are translated at the exchange rates in effect on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange in effect as at the statement of financial position date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the exchange rates prevailing at the time of the acquisition of the assets or assumption of the liabilities. Foreign currency differences arising on translation are recognized in the statement of loss and comprehensive loss.

Use of estimates and judgements

The preparation of the consolidated interim financial statements in conformity with IFRS requires management to make estimates, judgments and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

i) Critical accounting estimates

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. Information about critical estimates in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated interim financial statements are, but not limited to the following:

- Income taxes - Tax provisions are based on enacted or substantively enacted laws. Changes in those laws could affect amounts recognized in profit or loss both in the period of change, which would include any impact on cumulative provisions, and future periods. Deferred tax assets, if any, are recognized to the extent it is considered probable that those assets will be recoverable. This involves an assessment of when those deferred tax assets are likely to reverse.

- Fair value of stock options and warrants - Determining the fair value of warrants and stock options requires judgments related to the choice of a pricing model, the estimation of stock price volatility, the expected forfeiture rate and the expected term of the underlying instruments. Any changes in the estimates or inputs utilized to determine fair value could have a significant impact on the Company's future operating results or on other components of shareholders' equity.

2. BASIS OF PREPARATION (cont'd…)

Use of estimates and judgements (cont'd…)

- Capitalization of development costs and their amortization rate – Development costs are capitalized in accordance with the accounting policy. To determine the amounts earmarked for capitalization, management estimates the cash flows which are expected to be derived from the asset for which the development is carried out and the expected benefit period.

- Inventories - Inventories are valued at the lower of cost and net realizable value. Cost of inventory includes cost of purchase (purchase price, import duties, transport, handling, and other costs directly attributable to the acquisition of inventories), cost of conversion, and other costs incurred in bringing the inventories to their present location and condition. Net realizable value for inventories is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Provisions are made in profit or loss of the current period on any difference between book value and net realizable value.

- Estimated product returns - Revenue from product sales is recognized net of estimated sales discounts, credits, returns, rebates and allowances. The return allowance is determined based on an analysis of the historical rate of returns, industry return data, and current market conditions, which is applied directly against sales.

- Impairment of non-financial assets - The Company assesses impairment at each reporting date by evaluating conditions specific to the Company that may lead to asset impairment. The recoverable amount of an asset or a cash-generating unit ("CGU") is determined using the greater of fair value less costs to sell and value in use which requires the use of various judgments, estimates, and assumptions. The Company identifies CGUs as identifiable groups of assets that are largely independent of the cash inflows from other assets or groups of assets. Value in use calculations require estimations of discount rates and future cash flows derived from revenue growth, gross margin and operating costs. Fair value less costs to sell calculations require the Company to estimate fair value of an asset or a CGU using market values of similar assets as well as estimations of the related costs to sell.

- Useful life of intangible assets – The Company estimates the useful life used to amortize intangible assets which relates to the expected future performance of the assets acquired based on management estimate of the sales forecast.

i) Critical accounting judgments

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are, but are not limited to, the following:

- Deferred income taxes – judgments are made by management to determine the likelihood of whether deferred income tax assets at the end of the reporting period will be realized from future taxable earnings. To the extent that assumptions regarding future profitability change, there can be an increase or decrease in the amounts recognized in respect of deferred tax assets as well as the amounts recognized in profit or loss in the period in which the change occurs.

2. BASIS OF PREPARATION (cont'd…)

Use of estimates and judgements (cont'd…)

- Functional currency - The functional currency for the Company and each of the Company's subsidiaries is the currency of the primary economic environment in which the respective entity operates. The Company has determined the functional currency of each entity to be the Canadian dollar with the exception of Siyata Israel which has the functional currency of the US dollar. Such determination involves certain judgments to identify the primary economic environment. The Company reconsiders the functional currency of its subsidiaries if there is a change in events and/or conditions which determine the primary economic environment.

- Going concern – As disclosed in Note 1 to the financial statements.

3. SIGNIFICANT ACCOUNTING POLICIES

(a) Cash

Cash is comprised of cash on hand.

(b) Impairment of long lived assets

The carrying amounts of the Company's non-financial assets, other than deferred tax assets if any, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit" or "CGU"). The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized. A reversal of an impairment loss is recognized immediately in profit or loss.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

(c) Equipment

- Computer Equipment Assets are depreciated at the rate of 30% per year on a declining balance basis;
- Website assets which are depreciated at a rate of 33% per year straight line.
- Furniture and Fixtures Assets are depreciated at the rate of 20% per year on a declining balance basis;
- Leasehold improvements are depreciated on a straight line basis over the terms of the lease;

(d) Intangible assets

(i) Research and development

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognized in profit or loss when incurred.

Development activities involve a plan or design for the production of new or substantially improved products and processes. Development expenditure is capitalized only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and Siyata has the intention and sufficient resources to complete development and to use or sell the asset. The expenditure capitalized in respect of development activities includes the cost of materials, direct labor and overhead costs that are directly attributable to preparing the asset for its intended use, and capitalized borrowing costs. Other development expenditure is recognized in profit or loss as incurred. In subsequent periods, capitalized development expenditure is measured at cost less accumulated amortization and accumulated impairment losses.

(ii) Subsequent expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognized in profit or loss as incurred.

(iii) Amortization

Amortization is a systematic allocation of the amortizable amount of an intangible asset over its useful life. The amortizable amount is the cost of the asset less its estimated residual value.

Amortization is recognized in profit or loss on a straight line basis over the estimated useful lives of the intangible assets from the date they are available for use.

Internally generated intangible assets are not systematically amortized as long as they are not available for use (i.e. they are not yet on site or in working condition for their intended use). Accordingly, these intangible assets, such as development costs, are tested for impairment at least once a year, until such date as they are available for use.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

(e) Business combinations

Business combinations are accounted for using the acquisition method. The cost of the acquisition is measured at the aggregate of the fair values at the date of acquisition, of assets transferred, liabilities incurred or assumed, and equity instruments issued by the Company. The acquiree's identifiable assets and liabilities assumed are recognized at their fair value at the acquisition date. Acquisition-related costs are recognized in earnings as incurred. The excess of the consideration over the fair value of the net identifiable assets and liabilities acquired is recorded as goodwill. Any gain on a bargain purchase is recorded in profit or loss immediately. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities. Any goodwill that arises is tested annually for impairment.

(f) Goodwill

Goodwill arising on the acquisition of an entity represents the excess of the cost of acquisition over the Company's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the entity recognized at the date of acquisition. Goodwill is initially recognized as an asset at cost and is subsequently measured at cost less any accumulated impairment losses. Goodwill is not subject to amortization but is tested for impairment.

(g) Inventory

Inventories are measured at the lower of cost and net realizable value. The cost of inventories is based on the first-in first-out (FIFO) principle, and includes expenditure incurred in acquiring the inventories and the costs incurred in bringing them to their existing location and condition. In the case of manufactured inventories and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completing and selling expenses.

(h) Revenues

Revenue from the sale of goods, in the ordinary course of business is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. When the credit period is short and constitutes the accepted credit in the industry, the future consideration is not discounted.

Revenue is recognized when persuasive evidence exists (usually in the form of an executed sales agreement), that the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. If it is probable that discounts will be granted and the amount can be measured reliably, then the discount is recognized as a reduction of revenue as the sales are recognized.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

(h) Revenues

Transfers of risks and rewards vary depending on the individual terms of the contract of sale. For sales on products in Israel, transfer usually occurs when the product is received at the customer's warehouse, but for some international shipments transfer occurs upon loading the goods onto the relevant carrier.

(i) Financial Instruments

Non-derivative financial assets

Initial recognition of financial assets

The Company initially recognizes receivables on the date that they are created.

Derecognition of financial assets

Financial assets are derecognized when the contractual rights of the Company to the cash flows from the asset expire, or the Company transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition loans and receivables are measured at amortized cost using the effective interest method, less any impairment losses.

Loans and receivables comprise cash, trade and other receivables and due from related party.

Non-derivative financial liabilities

Non-derivative financial liabilities include bank overdrafts, loans and borrowings from bank and others, and trade and other payables.

Initial recognition of financial liabilities

All financial liabilities are recognized initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities (other than financial liabilities at fair value through profit or loss) are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortized cost using the effective interest method.
Other financial liabilities include accounts payable and accrued liabilities, due to related parties, and other payables.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

(i) Financial instruments (cont'd…)

Impairment of financial assets

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognized in profit or loss and reflected in an allowance account against receivables. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Impairment losses on available-for-sale financial assets are recognized by reclassifying the losses accumulated in the fair value reserve in equity to profit or loss. The cumulative loss that is reclassified from equity to profit or loss is the difference between the acquisition cost, net of any principal repayment and amortization, and the current fair value, less any impairment loss recognized previously in profit or loss. Any subsequent recovery in the fair value of an impaired available-for-sale equity security is recognized in other comprehensive income.

(j) Loss per share

The Company presents basic and diluted loss per share data for its common shares. Basic loss per share is calculated by dividing the profit or loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period, adjusted for own shares held. Diluted loss per share is calculated by dividing the loss by the weighted average number of common shares outstanding assuming that the proceeds to be received on the exercise of dilutive share options and warrants are used to repurchase common shares at the average market price during the period. In the Company's case diluted loss per share is the same as basic loss per share, as the effect of outstanding share options and warrants on loss per share would be anti-dilutive.

(k) Share-based payments

The stock option plan allows Company employees and consultants to acquire shares of the Company. The fair value of options granted is recognized as a share-based payment expense with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee. Consideration paid on the exercise of stock options is credited to share capital and the fair value of the option is reclassified from share-based payment reserve to share capital.

In situations where equity instruments are issued to non-employees and some or all of the services received by the entity as consideration cannot be specifically identified, they are all measured at the fair value of the share-based payment, otherwise, share-based payments is measured at the fair value of the services received.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

(k) Share-based payments (cont'd…)

The fair value is measured at grant date at each tranche is recognized over the period during which the options vest. The fair value of the options granted is measured using the Black-Scholes option pricing model taking into account the terms and conditions upon which the options were granted. At each reporting date, the amount recognized as an expense is adjusted to reflect the number of stock options that are expected to vest.

(l) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources that can be reliably estimated will be required to settle the obligation. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. Where the effect is material, the provision is discounted to net present value using an appropriate current market-based pre-tax discount rate and the unwinding of the discount is included in the statement of earnings (loss) as interest expense from discounting obligations.

Warranties are handled by the customer. The Company generally provides a 3% discount of the purchase price or 3% more product.

(m) Income taxes

Current tax is the expected tax payable or receivable on the taxable income or loss for the year using tax rates enacted or substantially enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable operations, and differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax assets and liabilities, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously. A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

(n) Deferred charges

Costs directly identifiable with the raising of capital will be charged against the related capital stock. Costs related to shares not yet issued are recorded as deferred financing costs. These costs will be deferred until the issuance of the shares to which the costs relate, at which time the costs will be charged against the related capital stock or charged to operations if the shares are not issued.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

(o) New accounting pronouncements

The following new standards, interpretations and amendments have been issued but are not yet effective and therefore have not been applied when preparing these financial statements:

IFRS 15 Revenues from contracts with customers

In May 2014, the IASB released IFRS 15, Revenue from Contracts with Customers, which establishes principles for reporting the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. It provides a single model in order to depict the transfer of promised goods or services to customers. The core principle of IFRS 15 is that an entity recognizes revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which an entity expects to be entitled in exchange for those goods and services. IFRS 15 also requires more comprehensive disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers.

IFRS 15 supersedes IAS 11, Construction Contracts, IAS 18, Revenue, and a number of revenue-related interpretations (IFRIC 13, Customer Loyalty Programs, IFRIC 15, Agreements for the Construction of Real Estate, IFRIC 18, Transfers of Assets from Customers, and SIC-31, Revenue - Barter Transactions Involving Advertising Service). IFRS 15 will be effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. The Company has not yet assessed the impact of the adoption of this standard on its consolidated financial statements and does not plan to early adopt the new requirement.

IFRS 9 Financial Instruments

In July 2014, the IASB issued the final version of IFRS 9, Financial Instruments (IFRS 9). IFRS 9 supersedes IAS 39, IFRIC 9 and earlier versions of IFRS 9 and is effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. This standard provides guidance on the classification and measurement of financial liabilities and the presentation of gains and losses on financial liabilities designated at fair value through profit and loss. When an entity elects to measure a financial liability at fair

value, gains or losses due to changes in the credit risk of the instrument must be recognized in other comprehensive income. The Company has not yet begun the process of assessing the impact that the new standard will have on its financial statements and does not plan to early adopt the new requirement.

IFRS 16 Leases

The new standard brings most leases on balance sheet for lessees under a single model, eliminating the distinction between operating and finance leases. Lessor accounting however remains largely unchanged and the distinction between operating and finance leases is retained. IFRS 16 is effective for annual reporting periods beginning on or after January 1, 2019. The Company has not yet assessed the full impact of IFRS 16.

(Expressed in Canadian dollars)

4. REVERSE TAKEOVER

On July 24, 2015, the Company completed a transaction whereby the Company's wholly owned subsidiary amalgamated, through a three cornered amalgamation, with Siyata Mobile (Canada) Inc. ("Siyata Canada"). Pursuant to the Transaction, Siyata Canada, incorporated Siyata Mobile Israel Ltd ("Siyata Israel"), a wholly owned subsidiary incorporated in Israel. Together, Siyata Canada and Siyata Israel acquired certain telecom assets and operations of Israel-based cellular technology company, Accel Telecom Ltd. ("Accel") and its Canadian subsidiary, Truckfone Inc.

The Company acquired the Acquired Assets (Note 1) by the issuance of 33,333,333 common shares to Accel. As a result of the Transaction, the shareholders of Accel will acquire control of the Company. The Transaction is considered a purchase of Teslin's net assets by the shareholders of Accel and is accounted for as a reverse takeover.

The Transaction is accounted for in accordance with guidance provided in IFRS 2, "Share-Based Payments" and IFRS 3 "Business Combinations." As the Transaction did not qualify as a business according to the definition in IFRS 3, this Transaction does not constitute a business combination; rather it is treated as an issuance of shares by Accel for the net assets of Teslin and the Company's listing status.

Prior to the execution of the Transaction, 2,727,273 warrants, being all of the outstanding and issued warrants, were exercised by the shareholders of Siyata for proceeds of $360,000. The shareholders of Siyata held 11,607,761 common shares at the time of the Transaction.

Consideration consists of the following:

Value of 11,607,761 shares held by Siyata shareholders	$	2,456,591
Transaction costs[i]		703,398
Total consideration	$	3,159,989

[i] Includes 300,000 finders' shares valued at $63,490 (Note 11(b)).

The value of the common shares issued is $2,456,591 and is based on the fair value of the number of shares that Accel would have had to issue shareholders of Teslin to give the shareholders of Teslin the same percentage equity interest in the combined entity that results from the Transaction. The total purchase price of $3,159,989 is allocated as follows:

Cash	$	292,552
Accounts receivable		119,084
Prepaid expenses and deposit		55,650
Accounts payable		(145,802)
Net assets acquired	$	321,484
Listing expense		2,838,505
	$	3,159,989

(Expressed in Canadian dollars)

5. ACQUISITION OF SIGNIFI MOBILE INC.

On June 7, 2016, the Company acquired all of the issued and outstanding shares of Signifi Mobile Inc. ("Signifi"). In consideration, the Company paid cash of $200,000 and issued 1,000,000 common shares at a value of $360,000.

As further consideration, the Company is required to make the additional following payments:

a) On June 7, 2017, pay $150,000 in cash (or less, subject to certain income minimums);
b) On each of the first three anniversaries of the transaction, at the option of the vendors,
    a. 1,000,000 common shares;
    b. $150,000 in cash; or
    c. $75,000 in cash and 500,000 common shares.
c) In addition to the above, up to an additional 1,400,000 shares are issuable and additional cash payable to the vendors if Signifi meets annual revenue and gross profit targets per the purchase and sale agreement.

This transaction qualifies as a business combination and was accounted for using the acquisition method of accounting. To account for the transaction, the Company has determined the fair value of the assets and liabilities of Signifi at the date of the acquisition and a purchase price allocation. These fair value assessments require management to make significant estimates and assumptions as well as applying judgment in selecting the appropriate valuation techniques.

The acquisition of Signifi is consistent with the Company's corporate growth strategy to build distribution and licensing agreements to support expansion in the North American market. The Company plans to leverage Signifi's license agreement (Note 8) in order to build relationships and facilitate sales of other corporate products.

The aggregate amount of the total acquisition consideration is $1,177,058, comprised as follows:

Consideration	Note	Fair Value
Cash		$ 200,000
Fair value of 1,000,000 shares at $0.36 per share	(i)	360,000
Future purchase consideration	(ii)	617,058
Total Consideration		$ 1,177,058

(i) The fair value fair value of shares issued was determined by multiplying the number shares issued by the share price of the Company on June 7, 2016.

(ii) Future consideration represents the expected future payments of cash and common shares. The Company has applied probability estimates to each of the scenarios under the revenue thresholds based on management's projections using a discount rate of 10%, reflecting current market assessments of the time value of money and specific risks.

(Expressed in Canadian dollars)

5. ACQUISITION OF SIGNIFI MOBILE INC. (cont'd…)

The purchase price was allocated as follows:

Purchase price allocation	Fair Value
Purchase price	$ 1,177,058
Less: Net assets acquired	
Net identifiable tangible assets	43,197
Net identifiable intangible assets	148,592
Deferred tax liability	(37,000)
	(154,789)
Goodwill	$ 1,022,269

The above acquisition price allocation is considered preliminary and may change before being considered final.

The Company incurred costs related to the acquisition totaling $41,400 to complete the acquisition which were recorded in the statement of loss and comprehensive loss.

6. TRADE AND OTHER RECEIVABLES

	March 31, 2017	December 31, 2016
Trade receivables	**$ 1,302,144**	$ 1,600,313
Other receivables	**361,288**	107,655
Total	**$ 1,663,432**	$ 1,707,968

The Company had a factoring agreement with external funding. According to the agreement, invoices are fully assigned to the funding entity in return for 85% of the invoice amount. The remaining 15% are paid to the Company with the receipt of the payment from the customer. As of March 31, 2017 the deduction of factoring transaction (85% from invoices that fully assigned) was $952,459 (December 31, 2016 - $1,337,807).

7. INVENTORY

	March 31, 2017	December 31, 2016
Finished products	**$ 3,708,884**	$ 2,215,664
Accessories and spare parts	**392,000**	449,000
Total	**$ 4,100,884**	$ 2,664,664

As at March 31, 2017, the Company had advances to supplies of $937, 932 (Dec 31, 2016: 876, 864), which represents amounts paid to suppliers of inventory for prepayment of goods prior to receipt.

(Expressed in Canadian dollars)

8. INTANGIBLE ASSETS

	Development costs	License agreement	Total
At Cost:			
Balance at December 31, 2015	3,392,000	-	3,392,000
Acquired with Signifi	-	148,592	148,592
Additions	708,267	-	708,267
Translation adjustment	(65,000)	-	(65,000)
Balance at December 31, 2016	$ 4,035,267	$ 148,592	$ 4,183,859
Additions	411,797	-	411,797
Translation adjustment	(34,144)		(34,144)
Balance at March 31, 2017	**$ 4,412,920**	**$ 148,592**	**$ 4,561,512**
Accumulated Amortization:			
Balance at December 31, 2015	480,000	-	480,000
Additions	251,000	15,168	266,168
Balance at December 31, 2016	$ 731,000	$ 15,168	$ 746,168
Additions	67,195	6,595	73,789
Balance at March 31, 2017	798,195	21,763	819,958
Net Book Value:			
Balance at December 31, 2016	$ 3,304,268	$ 133,424	$ 2,912,000
Balance at March 31, 2017	**$ 3,614,725**	**$ 126,829**	**$ 3,741,554**

Amortization expense for development costs is included in research and development expenses on the statement of loss and comprehensive loss. Amortization of the license agreement is included in selling and marketing expenses.

The Company acquired a license agreement with Uniden America Corporation ("Uniden") in conjunction with the Signifi transaction (Note 5). The agreement provides for the Company to use the trademark "Uniden", along with associated designs and trade dress to distribute, market and sell its cellular signal booster and accessories during its term. The term of the agreement ends on December 31, 2018 and is subject to certain minimum royalties. The license agreement's value is directly related to projected sales and operating margins over its term, after applying a tax rate of 25% and at a discount rate of 18%. The license agreement is amortized over its remaining term.

(Expressed in Canadian dollars)

9. OTHER PAYABLES

	March 31, 2017	December 31, 2016
Accrued expenses	$ 423,770	$ 36,789
Employee benefits	63,226	81,326
Other payables	(2,420)	29,091
Total	**$ 484,576**	**$ 147,206**

10. FUTURE PURCHASE CONSIDERATION

	Future Purchase Consideration
Provisions accrued	$617,058
Revision of estimate	$34,272
Balance, December 31, 2016	**$651,330**
Revision of estimate	$15,488
Short-term (payable within one year)	$364,781
Long -term	$302,037
Balance at March 31, 2017	**$666,818**

Future purchase consideration relates to the acquisition of Signifi (Note 5). At each reporting period, management updates estimates with respect to share price, and probability of payment.

11. SHARE CAPITAL

(a) Authorized Unlimited number of common shares without par value
Unlimited number of preferred shares without par value

(b) Common share transactions

Transactions for the period ended March 31, 2017

i) During the period ended March 31, 2017, the Company completed a private placement of 12,835,000 units at a price of $0.40 per unit for gross proceeds of $5,134,000. Each unit consisted of one common share and one share purchase warrant. Each warrant is exercisable at a price of $0.50 for a period of two years. In conjunction with the placement, the Company paid finder's fees of $410,720 incurred other share issuance costs of $543,726 and issued 100,000 units (consisting of one common share and one warrant at $0.50/unit) and 1,026,800 agents' options exercisable at a price of $0.40 per common share for a period of two years (Note 11(d)).

ii) Issued 824,868 common shares in connection with an exercise of agents' options for proceeds of $249,377.

(Expressed in Canadian dollars)

11. SHARE CAPITAL (cont'd…)

(c) Stock options

The Company has a shareholder approved "rolling" stock option plan (the "Plan") in compliance with TSX-V policies. Under the Plan the maximum number of shares reserved for issuance may not exceed 10% of the total number of issued and outstanding common shares at the time of granting. The exercise price of each stock option shall not be less than the market price of the Company's stock at the date of grant, less a discount of up to 25%. Options can have a maximum term of ten years and typically terminate 90 days following the termination of the optionee's employment or engagement, except in the case of retirement or death. Vesting of options is at the discretion of the Board of Directors at the time the options are granted.

A summary of the Company's stock option activity is as follows:

	Number of Stock Options	Weighted Average Exercise Price
Outstanding options, December 31, 2015	**5,475,000**	**$0.31**
Granted	**400,000**	**$0.35**
Outstanding options, December 31, 2016	**5,875,000**	**$0.31**
Granted	**680,000**	**$0.36**
Outstanding options, March 31, 2017	**6,555,000**	**$0.32**
Exercisable options, March 31, 2017	**4,296,250**	**$0.31**

At March 31, 2017, stock options outstanding are as follows:

Grant Date	Number of options outstanding	Weighted Average Exercise Price	Expiry date	Remaining contractual life (years)
July 24, 2015	750,000	$0.30	July 23, 2020	3.32
July 24, 2015	150,000	$0.60	July 23, 2020	3.32
July 28, 2015	250,000	$0.30	July 28, 2020	3.32
August 10, 2015	425,000	$0.30	August 7, 2020	3.36
September 30, 2015	3,900,000	$0.30	July 23, 2020	3.32
October 5, 2016	400,000	$0.35	October 5, 2018	1.51
January 1, 2017	320,000	$0.36	January 1, 2019	4.76
January 11, 2017	360,000	$0.36	January 11, 2020	4.79
Total	**6,555,000**	**$0.31**		**3.36**

(Expressed in Canadian dollars)

During the three months ended March 31, 2017, the Company granted 680,000 stock options with a weighted average fair value of $0.36 per option. The Company recorded share-based payments during the period ended March 31, 2017 of $76,455 (2016 - $212,370) in relation to options vesting. The following weighted average assumptions have been used for the Black-Scholes valuation for the stock options granted:

	Q1 - 2017	2016
Risk free interest rate	1.04%	0.56%
Expected life of options	2 years	2 years
Annualized volatility	80%	146%
Dividend rate	0.00%	0.00%

(d) Agents' Options

A summary of the Company's agents' options activity is as follows:

	Number of options	Weighted average exercise price
Outstanding, December 31, 2015	**1,192,829**	**$ 0.30**
Granted	417,330	0.35
Exercised	(35,577)	0.30
Outstanding agent options, Dec 31, 2016	**1,574,582**	**$ 0.31**
Granted	1,126,800	$0.40
Exercised	(824,686)	$0.30
Outstanding agent options, March 31, 2017	1,876,696	$ 0.37

11. SHARE CAPITAL (cont'd…)

(d) Agents' Options (cont'd)

(a) The fair value of the agent options was estimated using the Black-Scholes pricing model assuming a risk-free interest rate in effect of the timing of their issuance between 0.4% to 1.10%, a dividend yield of 0%, an expected volatility of between 80%-146% and an expected life of two years.

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(e) Share Purchase Warrants

	Number of options	Weighted average exercise price
Outstanding, December 31, 2015	**7,169,226**	**$ 0.60**
Granted	**8,299,714**	**0.50**
Outstanding, December 31, 2016	**15,468,940**	**$ 0.55**
Granted	**12,835,000**	**$0.50**
Outstanding, March 31, 2017	**28,303,940**	**$ 0.53**

At March 31, 2017, share purchase warrants outstanding and exercisable are as follows:

Grant Date	Number of Warrants outstanding and exercisable	Exercise Price	Expiry date
July 24, 2015	7,099,326	$0.60	July 23, 2017
June 10, 2016	8,299,914	$0.50	June 10, 2018
March 16, 2017	12,835,000	$0.50	March 16, 2019

12. COST OF SALES

(in thousands)	For the three months ending March 31, 2017	March 31, 2016
Materials and merchandise	**$ 4,508**	$ 1,076
Royalties	**111**	30
Other expenses	**316**	153
Change in inventory	**(1,367)**	890
Total	**$ 3,568**	$ 2,149

13. SELLING AND MARKETING EXPENSES

(in thousands)	For the three months ending March 31, 2017	March 31, 2016
Salaries and related expenses	**$ 411**	$ 148
Advertising and marketing	**209**	80
Travel and conferences	**63**	13
Total	**$ 683**	$ 241

14. GENERAL AND ADMINISTRATIVE EXPENSES

	For the three months ending	
(in thousands)	**March 31, 2017**	**March 31, 2016**
Salaries and related expenses	**$ 46**	$ 75
Professional services	**67**	19
Consulting and director fees	**139**	120
Management fees	**99**	-
Travel	**12**	38
Office and general	**75**	39
Regulatory and filing fees	**13**	10
Shareholder relations	**23**	4
Total	**$ 474**	$ 305

15. CAPITAL MANAGEMENT

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company defines capital as consisting of shareholder's equity. The Company's objectives when managing capital are to support the creation of shareholder value, as well as to ensure that the Company is able to meet its financial obligations as they become due.

The Company manages its capital structure to maximize its financial flexibility making adjustments to it in response to changes in economic conditions and the risk characteristics of the underlying assets and business opportunities. The Company does not presently utilize any quantitative measures to monitor its capital, but rather relies on the expertise of the Company's management to sustain the future development of the business. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

As at March 31, 2017, the Company is not subject to any externally imposed capital requirements or debt covenants other than what is required by its bankers for its subsidiary, Signifi Mobile Inc. The change to the Company's approach to capital management during the period entailed its subsidiary, Signifi Mobile Inc. obtaining a CDN$1.275MM credit facility from National Bank. Siyata Mobile Inc. jointly and severally guarantee the repayment of the principal and interest on this loan.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

16. FINANCIAL INSTRUMENTS

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values.

The fair value of the Company's trade and other receivables, accounts payable and accrued liabilities, and due to related parties and other payables approximate carrying value, which is the amount recorded on the consolidated statement of financial position. The Company's other financial instrument, cash, under the fair value hierarchy is based on level one quoted prices in active markets for identical assets or liabilities.

The Company is exposed to varying degrees to a variety of financial instrument related risks:

Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company places its cash with institutions of high credit worthiness. Management has assessed there to be a low level of credit risk associated with its cash balances.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the demographics of the Company's customer base, including the default risk of the industry and country in which customers operate, as these factors may have an influence on credit risk. Approximately 27% of the Company's revenue (2015 - 46%) is attributable to sales transactions with a single customer.

The Company has established a credit policy under which each new customer is analyzed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. The Company's review includes external ratings, when available, and in some cases bank references. Purchase limits are established for each customer, which represent the maximum open amount without requiring approval from the Risk Management Committee; these limits are reviewed quarterly. Customers that fail to meet the Company's benchmark creditworthiness may transact with the Company only on a prepayment basis.

More than 46% of the Company's customers have been active with the Company for over four years, and no impairment loss has been recognized against these customers. In monitoring customer credit risk, customers are grouped according to their credit characteristics, including whether they are an individual or legal entity, whether they are a wholesale, retail or end-user customer, geographic location, industry, aging profile, maturity and existence of previous financial difficulties. Trade and other receivables relate mainly to the Company's wholesale customers. Customers that are graded as “high risk” are placed on a restricted customer list and monitored by the Company, and future sales are made on a prepayment basis.

The carrying amount of financial assets represents the maximum credit exposure, notwithstanding the carrying amount of security or any other credit enhancements.

16. FINANCIAL INSTRUMENTS (cont'd…)

Credit risk (cont'd…)

The maximum exposure to credit risk for trade and other receivables at the reporting date by geographic region was as follows:

(in thousands)	**March 31, 2017**	**December 31, 2016**
Israel	$ 1,079	$ 1,390
United Kingdom	8	19
Europe	-	26
North America	235	273
Total	$ 1322	$ 1,708

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company examines current forecasts of its liquidity requirements so as to make certain that there is sufficient cash for its operating needs, and it is careful at all times to have enough unused credit facilities so that the Company does not exceed its credit limits and is in compliance with its financial covenants (if any). These forecasts take into consideration matters such as the Company's plan to use debt for financing its activity, compliance with required financial covenants, compliance with certain liquidity ratios, and compliance with external requirements such as laws or regulation.

The Company uses activity-based costing to cost its products and services, which assists it in monitoring cash flow requirements and optimizing its cash return on investments. Typically the Company ensures that it has sufficient cash on demand to meet expected operational expenses for a period of 90 days, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

The Company has a factoring agreement with external funding (Note 7).

With the exception of employee benefits, the Company's accounts payable and accrued liabilities and other payables have contractual terms of 90 days. The employment benefits included in other payables have variable maturities within the coming year.

16. FINANCIAL INSTRUMENTS (cont'd…)

Market risk

a) 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 functional currency of Siyata Israel is the US dollar ("USD"). Revenues are predominantly incurred in the US dollar with expenses in the Israeli New Sheqel ("NIS"). As at March 31, 2017, the Company's exposure to foreign currency risk with respect to financial instruments is as follows:

(in CAD thousands)	USD	NIS	CAD	Total
Financial assets and financial liabilities:				
Current assets				
Cash	$ 522	$ 217	$ 2,040	$ 2,779
Trade and other receivables	22	1,412	229	1,663
Current liabilities				
Trade payables	(51)	(1272)	(303)	(1626)
Long term debt			(250)	
Total	**$ 493**	**$ 357**	**$ 1,716**	**$2,566**

b) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows will fluctuate as a result of changes in interest rates. The Company's sensitively to interest rates is currently immaterial.

c) Price Risk

The Company is exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. The Company closely monitors individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

17. RELATED PARTY TRANSACTIONS

Key Personnel Compensation

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consists of executive and non-executive members of the Company's Board of Directors and corporate officers. The remuneration of directors and key management personnel is as follows:

		2017		**2016**
Payments to key management personnel:				
Consulting and directors' fees	$	224,394	$	271,884
Share-based payments		76,455		29,110
Total	$	300,849	$	300,994

Other related party transactions are as follows:

Type of Service	**Nature of Relationship**		**(in thousands)** **2016**	2015
Sales	Accel (Common directors)	$	575	$------
Cost of sales	Accel (common directors)		365	612
Selling and marketing expenses	VP Technology		42	42
General and administrative expense	Accel (common directors)		99	-
General and administrative expense	Company controlled by the Chairman of the Board of Directors		33	30
General and administrative expense	Company controlled by the CEO and Director		77	74

Balances and transactions with Accel Telecom Ltd.

Included in due from related parties as at March 31, 2017 is a balance payable to Accel of $893,193 (December 31, 2016 - $364,430) for sales to mutual customers. The balance is non-interest bearing.

The Company has a management fee agreement with Accel for a monthly fee of USD$25,000 in exchange for management services and is recorded in general and administrative expenses.

18. SEGMENTED INFORMATION

The Company is domiciled in Israel and it operates and produces its income primarily in Europe, Australia and Canada. All of the non-current assets are located in Israel.

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of the customers and is as follows:

External Revenues (in thousands)	March 31, 2017	March 31, 2016
Israel	$ 3,873	$ 2,609
Europe	-	72
Canada	664	42
USA	304	-
Australia	48	-
Total	$ 4,889	$ 2,723

19. MAJOR CUSTOMERS

Revenues from four customers of the Company represent approximately $3,873,000 or 79% (2016 - $2,032,000 or 75%) of the Company’s total revenues.