

BLUERUSH INC.

**CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED JULY 31, 2020 AND 2019
(Presented in Canadian Dollars)**

BLUERUSH INC.

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Independent Auditor's Report

To the Shareholders of BlueRush Inc.:

Opinion

We have audited the consolidated financial statements of BlueRush Inc. and its subsidiary (the "Company"), which comprise the consolidated statements of financial position as at July 31, 2020 and July 31, 2019, and the consolidated statements of loss and comprehensive loss, changes in shareholders' equity (deficit) and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at July 31, 2020 and July 31, 2019, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audits of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the consolidated financial statements, which indicates that during the year ended July 31, 2020, the Company had a loss from continuing operations of \$3,350,093 and had an accumulated deficit of \$9,059,718 as of July 31, 2020. As stated in Note 2, these events or conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information comprises Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits or otherwise appears to be materially misstated. We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.



Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Saad Shaikh.

MNP LLP

Toronto, Ontario
November 19, 2020

Chartered Professional Accountants
Licensed Public Accountants

MNP

BLUERUSH INC.**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS OF JULY 31, 2020 AND 2019
(Presented in Canadian Dollars)**

	Note	2020	2019
ASSETS			
Current Assets			
Cash		\$ 1,343,953	\$ 887,833
Short term investments	4	16,881	34,296
Accounts receivable, net of ECL	24	263,324	455,312
Prepays and other assets	18	134,594	34,291
Investment tax credits refundable	22	289,774	248,777
Unbilled revenue		94,311	29,666
Work in process		8,424	2,591
Total Current Assets		2,151,261	1,692,766
Non-Current Assets			
Equipment	5	54,476	60,388
Right-of-use assets	6	252,366	-
Intangibles	7	100,682	237,687
Total Assets		\$ 2,558,785	\$ 1,990,841
LIABILITIES AND SHAREHOLDERS' DEFICIT			
Current Liabilities			
Accounts payable and accrued liabilities	8	\$ 1,084,471	\$ 757,008
Short term debt	9	165,500	284,020
Contract liabilities	10	1,066,461	1,493,227
Term loans - current portion	11	364,219	410,921
Lease liabilities - current portion	12	127,629	-
Provision	21	87,472	-
Total Current Liabilities		2,895,752	2,945,176
Non-Current Liabilities			
Term loans	11	75,472	144,219
Convertible debentures	13	3,185,306	1,693,191
Lease liabilities	12	124,598	-
Deferred tax liabilities	22	114,795	94,051
Total Liabilities		6,395,923	4,876,637
Shareholders' deficit			
Share capital		3,042,490	2,804,938
Contributed surplus		2,180,090	2,054,753
Accumulated deficit		(9,059,718)	(7,745,487)
Total Shareholders' Deficit		(3,837,138)	(2,885,796)
Total Liabilities and Shareholders' Deficit		\$ 2,558,785	\$ 1,990,841
Approved on Behalf of the Board			
(Signed) - "Larry Lubin", Director		(Signed) - "Paul Smith", Director	

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

BLUERUSH INC.**CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
FOR THE YEARS ENDED JULY 31, 2020 AND 2019
(Presented in Canadian Dollars)**

	Note	2020	2019
REVENUE			
Subscriptions and support	17	\$ 1,306,427	\$ 508,271
Services	17	2,476,391	1,853,236
Interest		16,257	25,678
		3,799,075	2,387,185
COST OF SALES			
Subscriptions and support	19	391,954	299,348
Services	19	1,497,711	943,640
		1,889,665	1,242,988
GROSS PROFIT		1,909,410	1,144,197
EXPENSES			
Sales and marketing	19	2,210,614	2,285,845
General and administrative	19	1,454,392	1,805,618
Research and development	19	1,311,959	313,402
Interest and bank charges		402,209	293,068
Restructuring costs	20	120,735	-
Share-based payments	15	122,985	351,118
Amortization of intangible assets	7	83,983	83,987
Depreciation of equipment and right-of-use assets	5, 6	144,127	16,175
Total Expenses		5,851,004	5,149,213
LOSS FROM OPERATIONS		(3,941,594)	(4,005,016)
Other income	18	569,219	-
LOSS BEFORE TAXES		(3,372,375)	(4,005,016)
Deferred income (recovery)	22	(22,282)	(120,388)
LOSS FROM CONTINUING OPERATIONS		\$ (3,350,093)	\$ (3,884,628)
INCOME FROM DISCONTINUED OPERATIONS		21	43,702
NET LOSS AND COMPREHENSIVE LOSS		(1,314,231)	(3,840,926)
INCOME (LOSS) PER SHARE - BASIC AND DILUTED:			
CONTINUING OPERATIONS		\$ (0.04)	\$ (0.05)
DISCONTINUED OPERATIONS		\$ 0.03	\$ 0.00
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING - BASIC AND DILUTED			
		77,972,538	75,015,289

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

BLUERUSH INC.

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIT) FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

	Note	Common Shares	Share Capital	Contributed Surplus	Accumulated Deficit	Total Shareholders' Equity (Deficit)
Balance - August 1, 2018		74,012,314 \$	2,737,973 \$	1,293,813 \$	(3,904,561) \$	127,225
Exercise of warrants	14, 16	1,709,619	88,007	(1,030)	-	86,977
Common shares to be issued	14	(470,085)	-	-	-	-
Transaction costs	14	-	(21,042)	-	-	(21,042)
Equity portion of convertible debentures		-	-	380,104	-	380,104
Transaction costs related to convertible debentures		-	-	(8,502)	-	(8,502)
Warrants issued for services and settlement of accounts payable	16	-	-	39,250	-	39,250
Share-based payments	15	-	-	351,118	-	351,118
Net loss		-	-	-	(3,840,926)	(3,840,926)
Balance - July 31, 2019		75,251,848 \$	2,804,938 \$	2,054,753 \$	(7,745,487) \$	(2,885,796)
Common shares issued	14	470,085	35,471	(35,471)	-	-
Exercise of warrants	14, 16	2,644,309	202,081	(59,626)	-	142,455
Equity portion of convertible debentures	13	-	-	97,449	-	97,449
Share-based payments	15	-	-	122,985	-	122,985
Net loss		-	-	-	(1,314,231)	(1,314,231)
Balance - July 31, 2020		78,366,242 \$	3,042,490 \$	2,180,090 \$	(9,059,718) \$	(3,837,138)

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

BLUERUSH INC.

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

	Note	2020	2019
CASH FLOWS FROM OPERATING ACTIVITIES			
Net loss		\$ (1,314,231)	\$ (3,840,926)
Items not requiring an outlay of cash:			
Depreciation of equipment and right-of-use assets	5, 6	144,127	16,175
Amortization of intangibles	7,21	86,473	113,860
Share-based payments	15	122,985	351,118
Gain on sale of assets	21	(2,216,205)	-
Accretion and accrued interest		233,226	225,537
Unrealized gain on foreign exchange		(8,655)	(5,646)
Provision		87,472	-
Deferred income taxes	22	(22,282)	(120,388)
Changes in non-cash working capital:			
Accounts receivable		191,988	(46,485)
Prepays and other assets		(115,007)	(842)
Work in process		(5,833)	(2,591)
Unbilled revenue		(64,645)	(18,026)
Investment tax credits refundable		(40,997)	149,255
Accounts payable and accrued liabilities		327,463	127,547
Contract liabilities		(426,766)	1,142,724
CASH USED IN OPERATING ACTIVITIES		(3,020,887)	(1,908,688)
CASH FLOWS FROM FINANCING ACTIVITIES			
(Repayment of) proceeds from short term debt	9	(118,520)	284,020
Repayment of lease liabilities	12	(142,898)	-
Proceeds from exercise of warrants	14	142,455	-
Proceeds from common shares issued in private placement, net of transaction costs and warrants exercised		-	65,935
Proceeds from convertible debentures, net of transaction costs	13	1,428,114	1,966,014
Repayment of term loans	11	(115,102)	(247,302)
CASH PROVIDED BY FINANCING ACTIVITIES		1,194,049	2,068,667
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from (purchase of) short term investments	4	17,585	(33,790)
Purchase of equipment	5	(10,019)	(31,832)
Proceeds from disposal of discontinued operations	21	2,266,737	-
CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES		2,274,303	(65,622)
NET INCREASE IN CASH		447,465	94,357
EFFECT OF EXCHANGE RATE CHANGES ON CASH		8,655	5,646
CASH, BEGINNING OF YEAR		887,833	787,830
CASH, END OF YEAR		\$ 1,343,953	\$ 887,833
SUPPLEMENTAL CASH FLOW INFORMATION:			
Interest paid		\$ 158,440	\$ 67,531
Warrants issued for services and settlement of accounts payable		\$ -	\$ 39,250

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

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

I. NATURE OF BUSINESS

BlueRush Inc. ("BlueRush" or the "Company"), through its wholly owned subsidiary, BlueRush Digital Media Corp., offers a Software as a Service ("SaaS") based marketing and sales enablement platform that enables organizations to achieve greater engagement with their customers. Another key component of BlueRush is its services offerings, consisting of the creation of compelling personalized videos, as well as a full suite of customisable financial tools. The Company was incorporated on April 6, 2004 in the Province of Ontario. The Company is listed on the TSX Venture Exchange under the symbol "BTV" and is headquartered at 75 Sherbourne Street in Toronto, Canada. On April 27, 2018, the Company changed its name from BlueRush Media Group Corp. to BlueRush Inc.

2. BASIS OF PREPARATION

Statement of Compliance and Basis of Presentation

The accompanying consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

The Board of Directors approved these consolidated financial statements for issue on November 19, 2020.

Basis of Measurement

These consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments which are stated at fair value. Historical cost is generally based on the fair value of the consideration given in exchange for assets.

Functional and Presentation Currency

The functional and presentation currency of the Company and its subsidiary is the Canadian dollar.

Basis of Consolidation

These consolidated financial statements include the accounts of BlueRush and its wholly-owned subsidiary, BlueRush Digital Media Corp. All intercompany accounts and transactions have been eliminated on consolidation.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED JULY 31, 2020 AND 2019
(Presented in Canadian Dollars)****2. BASIS OF PREPARATION (Continued)****Going Concern**

The consolidated financial statements are prepared on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for the next twelve months. The Company has incurred losses from continuing operations during the year ended July 31, 2020 of \$3,350,093 (July 31, 2019 - \$3,884,628) and has an accumulated deficit of \$9,059,718 as at July 31, 2020 (July 31, 2019 accumulated deficit - \$7,745,487). The Company has funded its general working capital, research and development (“R&D”) and sales & marketing needs principally through the issuance of securities and convertible debentures. There is no certainty that such funding will be available going forward. As at July 31, 2020 the Company had current assets of \$2,151,261 (July 31, 2019 - \$1,692,766) and current liabilities of \$2,895,752 (July 31, 2019 - \$2,945,176). Of the \$2,895,752 current liabilities as at July 31, 2020, \$1,066,461 relates to contract liabilities representing payment in advance by customers. This amount will not be crystallized as a cash outflow, giving an adjusted current liability of \$1,829,291. These conditions raise significant doubt about its ability to continue as a going concern and realize its assets and pay its liabilities as they become due.

Management is also closely evaluating the impact of COVID-19 on the Company’s business. In order for the Company to continue as a going concern and fund any expansion of its operations, the Company will require additional capital. The availability of equity or debt financing will be affected by, among other things, the results of the Company’s continued transition to the SaaS model, sales efforts, the progress of IndiVideo’s R&D, the state of the capital markets considering COVID-19 and strategic partnership agreements. In addition, if the Company raises additional funds by issuing equity securities, then existing security holders will likely experience dilution, and the incurring of indebtedness would result in increased debt service obligations and could require the Company to agree to operating and financial covenants that would restrict its operations. Any failure on its part to raise additional funds on terms favourable to the Company or at all, may require the Company to significantly change or curtail its current or planned operations in order to conserve cash until such time, if ever, that sufficient proceeds from operations are generated, and could result in the Company not taking advantage of business opportunities.

3. SIGNIFICANT ACCOUNTING POLICIES**Discontinued Operations**

A discontinued operation is a component that either has been disposed of, or is classified as held for sale, and

- (a) represents a separate major line of business or geographical area of operations,
- (b) is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations, or
- (c) is a subsidiary acquired exclusively with a view to resale.

A component of an entity comprises operations and cash flows that can be clearly distinguished, operationally and for financial reporting purposes, from the rest of the entity. In other words, a component of an entity will have been a cash-generating unit or a group of cash-generating units while being held for use.

Adoption of New Standards

The Company adopted the following accounting standard which came into effect commencing August 1, 2019:

IFRS 16, Leases (“IFRS 16”)

In January 2016, the IASB issued IFRS 16 which supersedes IAS 17 Leases, as well as several interpretations of leases. IFRS 16 eliminates the classification of leases by a lessee between operating and finance leases and introduces a single, on-balance sheet accounting model for lessees. As a result, the Company has recognized right-of-use (“ROU”) assets representing its rights to use the underlying assets and lease liabilities representing its obligation to make lease payments. The details of this change in accounting policy are disclosed below.

Leases

The Company adopted IFRS 16 – Leases (“IFRS 16”) on August 1, 2019. The Company has applied IFRS 16 using the modified retrospective approach, under which the Company will not restate its comparative figures but will recognize the cumulative effect of adopting IFRS 16 as an adjustment to opening retained earnings.

The Company has applied the following practical expedients as permitted under the new IFRS 16 standard:

- (i) Leases with a remaining lease term of fewer than twelve months can be classified as short-term leases.
- (ii) Leases of low dollar value continue to be expensed as incurred.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED JULY 31, 2020 AND 2019
(Presented in Canadian Dollars)****3. SIGNIFICANT ACCOUNTING POLICIES (Continued)****Leases (Continued)**

(iii) Any immaterial rent concessions and deferrals as a direct consequence of the COVID-19 pandemic are not treated as lease modifications.

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative standalone prices.

Lease Liabilities

The Company recognized a lease liability and right-of-use asset for its premises leases at the date of adoption of IFRS 16. The lease liability is measured at the present value of the remaining lease payments as of August 1, 2019, discounted using the interest rate implicit in the lease terms. If that rate cannot be readily determined, the Company will use its incremental borrowing rate. On August 1, 2019, the Company recognized the lease liability of \$365,858 for its premises leases by discounting the remaining lease payments of \$418,150 at the incremental borrowing rate of 8.86% to 9.96% per annum.

The Lease term determined by the Company comprises:

- (i) The non-cancellable period of lease contracts, including a rent-free period if applicable;
- (ii) Periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option;
- (iii) Periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option.

For leases entered into after August 1, 2019, the commencement date of the lease begins on the date on which the lessor makes the underlying asset available for use to the Company. Lease payments included in the measurement of the lease liability are comprised of the following:

- (i) Fixed lease payments, including in-substance fixed payments;
- (ii) Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- (iii) Amounts expected to be payable under a residual value guarantee;
- (iv) The exercise price of purchase options that the Company is reasonably certain to exercise;

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**Leases (Continued)**

- (v) Lease payments in an option renewal period if the Company is reasonably certain to exercise the extension option;
- (vi) Penalties for early termination of the lease unless the Company is reasonably certain not to terminate early; and
- (vii) Less any lease incentives receivable;

Variable payments for leases that do not depend on an index or rate are not included in the measurement of the lease liabilities. The variable payments are recognized as an expense in the period in which they are incurred. The Company accounts for any leases and associated non-lease components separately, as opposed to a single arrangement, which is permitted under IFRS 16. The Company records non-lease components such as an expense in the period in which they are incurred.

Interest on the lease liabilities is calculated using the effective interest method and increases the lease liabilities while rent payments reduce the obligation. The lease liabilities is remeasured whenever a lease contract is modified, and the lease modification is not accounted for as a separate lease, or there is a change in the assessment of the exercise of an extension option. The lease liability is remeasured by discounting the revised lease payments using a revised discount rate resulting in a corresponding adjustment to the right-of-use asset or is recorded in gain or loss if the carrying amount of the right-of-use asset has been reduced to zero or the modification results in a reduction in the scope of the lease.

Right-of-use Asset

At August 1, 2019, the Company recognized the right-of-use asset as \$380,562, which has been initially calculated at an amount equal to the initial value of the lease liability of \$365,858 plus lease payments of \$14,704 made at or before the commencement date. There is no impact on retained earnings. For leases entered into, on or after August 1, 2019, the right-of-use asset will be initially calculated at an amount equal to the initial value of the lease liability, adjusted for the following items:

- (i) Any lease payments made at or before the commencement date, less any lease incentives received;
- (ii) Any initial direct costs incurred by the Company;
- (iii) An estimate of costs to dismantle and remove the underlying asset or to restore the site on which the asset is located.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**Leases (Continued)**

For short-term leases that have a lease term of 12 months or less and low-value assets, the Company has elected to not recognize a lease liability and right-of-use asset and instead will recognize a lease expense as permitted under IFRS 16.

The right-of-use assets will be depreciated using the straight-line from the date of adoption to the earlier of the end of the useful life of the asset or the end of the lease term as determined under IFRS 16. For leases entered into after August 1, 2019, the right-of-use assets will be depreciated from the date of commencement to the earlier of the end of the useful life of the asset or the end of the lease term.

Under IFRS 16, right-of-use assets are tested for impairment in accordance with IAS 36, Impairment of Assets.

Foreign Currency Transactions

Transactions in foreign currencies are initially recorded in the Company's functional currency by applying the exchange rates in effect at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the rate of exchange in effect at the statement of financial position date and any gains or losses are recognized in the consolidated statement of loss and comprehensive loss.

Intangible Assets

Expenditures related to research activities are recognized as an expense in the period in which they are incurred. An internally generated intangible asset arising from development (or from the development phase of an internal project) is recognized if, and only if, the entity can demonstrate all of the following:

- (a) the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- (b) its intention to complete the intangible asset and use or sell it;
- (c) its ability to use or sell the intangible asset;
- (d) how the intangible asset will generate probable future economic benefits. Among other things, the Company can demonstrate the existence of a market for the output of the intangible asset or the intangible asset itself or, if it is to be used internally, the usefulness of the intangible asset;
- (e) the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**Intangible Assets (Continued)**

- (f) its ability to measure reliably the expenditure attributable to the intangible asset during its development.

Development costs are capitalized once the above criteria are met. Where no internally generated intangible asset can be recognized, development expenditures are expensed in the period in which they are incurred. Expenditures recovered related to internally developed intangible assets are deducted from the capitalized development costs in the period in which they are recovered.

After initial recognition, internally generated intangible assets are carried at cost less accumulated amortization and any accumulated impairment losses. Once an internally generated intangible asset becomes available for use, expenditures are no longer capitalized to the intangible. Internally generated intangible assets that are available for use are amortized on a straight-line basis over their estimated useful life of five years, and an impairment loss is recognized in profit or loss when their recoverable amount is less than their net carrying amount. Internally generated intangible assets that are under development are not amortized and are reviewed for impairment annually by comparing the carrying amount with its recoverable amount. An impairment loss is recognized in profit or loss when the recoverable amount is less than the net carrying amount.

Contract liabilities

The contract liabilities represent payments in advance by customers under contracts and will be recognized as revenue when the Company satisfies its performance obligation under contracts.

Share-Based Payments

The Company operates a stock option plan as part of its compensation of directors, officers or employees. The fair value of stock options for each vesting period is determined using the Black-Scholes option pricing model and is recorded over the vesting period as an increase in stock-based compensation expense and contributed surplus. A forfeiture rate is estimated on the grant date and is adjusted to reflect the actual number of options that vest. Upon the exercise of stock options, the proceeds received by the Company and the related contributed surplus are recorded as an increase in capital stock. In the event that the vested stock options expire, previously recognized stock-based compensation is not reversed. In the event that stock options are forfeited, previously recognized stock-based compensation associated with the unvested portion of the stock options forfeited is reversed.

The fair value of share-based payment transactions to non-employees and other share-based payments are based on the fair value of the goods or services received. If the fair value cannot be estimated reliably, the share-based payment transaction is measured at the fair value of the equity instruments granted at the date the Company receives the good or services.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**Revenue Recognition**

The Company generates revenue from two sources: (1) subscription revenues, which are comprised of subscription fees from customers accessing the Company's SaaS based marketing and sales enablement platforms, and (2) professional services, including technological, graphical and consultative services related to the creation of rich media marketing solutions. Revenue is recognized when the promised services are transferred to customers, in an amount that reflects the consideration allocated to the respective performance obligation. If the consideration promised in a contract includes a variable amount, for example, fees for excess bandwidth usage, contingent fees or service level penalties, the Company includes an estimate of the amount it expects to receive for the total transaction price if it is probable that a significant reversal of cumulative revenue recognized will not occur.

The Company determines the amount of revenue to be recognized through application of the following five-step process:

- (i) Identification of the contract, or contracts with a customer;
- (ii) Identification of the performance obligations in the contract;
- (iii) Determination of the transaction price;
- (iv) Allocation of the transaction price to the performance obligations in the contract; and
- (v) Recognition of revenue when or as the Company satisfies the performance obligations.

Subscriptions

The Company offers a SaaS based marketing and sales enablement platform, which includes the development of personalized videos, delivery of in-depth customer analytics and conversion metrics and the provision of maintenance and support services over a defined term. Customers are offered a license to access the Company's platform and are billed on a subscription basis. Revenue is recognized when the promised services are transferred to customers, in an amount that reflects the consideration allocated to the respective performance obligation. Revenue related to services billed on a subscription basis is recognized ratably over the contract period.

Professional services

The Company generates revenue from the creation of rich media marketing solutions. Each project requires a technological, graphical and consultative component. Professional services revenue is recognized on the basis of costs incurred relative to the total expected cost to satisfy the performance obligation (the "percentage of completion method"). The timing of revenue recognition may differ from contract payment schedules, resulting in revenue that has been earned but not billed. These amounts are included in unbilled revenue. Amounts billed in accordance with customer contracts, but not yet earned, are recorded and presented as part of contract liabilities.

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Revenue Recognition (Continued)

Interest

Interest income is accounted for on an accrual basis using the effective interest method.

Contract Costs

The Company recognizes an asset for the incremental costs of obtaining a contract with a customer if the Company expects to recover those costs.

Contract costs recognized as an asset are amortized ratably over the contract period, consistent with the transfer to the customer of the services to which the asset relates.

As a practical expedient, the Company recognizes the incremental costs of obtaining a contract as an expense when incurred if the amortization period of the asset that the Company otherwise would have recognized is one year or less.

Accounts Receivable

Accounts receivable are recognized initially at fair value and subsequently measured at amortized cost less provision for impairment of trade accounts receivable. A provision for impairment of trade accounts receivable is established based on a forward-looking "expected credit loss" impairment model. The carrying amount of the trade receivables is reduced through the use of the provision for impairment account, and the amount of any increase in the provision for impairment is recognized in the consolidated statement of operations and comprehensive loss. When a trade receivable is uncollectible, it is written off against the provision for impairment account for trade accounts receivable. Subsequent recoveries of amounts previously written off are credited to the consolidated statement of loss and comprehensive loss.

Convertible Debentures

The Company's convertible debentures are segregated into their debt and equity components or derivative liability components at the date of issue, in accordance with the substance of the contractual agreements.

The conversion feature of the convertible debentures is presumed to be classified as a derivative financial liability unless it meets all the criteria to recognize as equity instrument under IAS 32, Financial Instruments: Presentation. One of the criteria is that the conversion option exchanges a fixed number of shares for a fixed amount of cash ("fixed for fixed").

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**Convertible Debentures (Continued)**

If the conversion feature meets the fixed for fixed criteria, the conversion option will be classified as equity components. Equity instruments are instruments that evidence a residual interest in the assets of an entity after deducting all of its liabilities. Therefore, when the initial carrying amount of the convertible debentures is allocated to its equity and liability components, the equity component is assigned the residual amount after deducting from the fair value of the instrument, as a whole, the amount separately determined for the liability component. The sum of the carrying amounts assigned to the liability and equity components on initial recognition is always equal to the fair value that would be ascribed to the instrument as a whole. No gain or loss arises from initially recognizing the components of the instrument separately.

If the conversion feature does not meet the fixed for fixed criteria, the conversion option will be recorded as a derivative financial liability, which must be separately accounted for at fair value on initial recognition. The carrying amount of the debt component, on initial recognition, is recalculated as the difference between the proceeds of the convertible debentures, as a whole, and the fair value of the derivative financial liabilities. Subsequent to initial recognition, the derivative financial liability is remeasured at fair value at the end of each reporting period with changes in fair value recognized in the statement of operation for each reporting period, while the debt component is accreted to the face value of the debt using the effective interest method.

Transaction costs are allocated to the debt and equity components or derivative liability components in proportion to the allocation of the proceeds on initial recognition. Transaction costs allocated to equity components will be accounted for as a deduction from equity, net of any related income tax benefit; cost allocated to the derivative financial liability component are expensed; and cost allocated to the debt component are offset against the carrying amount of the liability and included in the determination of the effective interest rate.

Earnings (Loss) Per Share

Basic earnings (loss) per common share is determined by dividing net earnings (loss) attributable to common shareholders by the weighted average number of common shares outstanding during the year. Diluted earnings per common share is calculated by adjusting the weighted average number of shares outstanding, adjusted for any of its own shares held, for the effects of all dilutive potential common shares, which are comprised of outstanding warrants and vested stock options. Diluted earnings (loss) per common share assumes that any proceeds received from in-the-money options and warrants would be used to buy common shares at the average market price for the period.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED JULY 31, 2020 AND 2019
(Presented in Canadian Dollars)****3. SIGNIFICANT ACCOUNTING POLICIES (Continued)****Equipment**

Equipment is recorded at cost and is depreciated over its estimated useful lives, at the following annual rates and methods:

Computer equipment	30% declining balance
Furniture and fixtures	20% declining balance

Impairment of Long-Lived Assets

At the end of each reporting date, the carrying amounts of the Company's long-lived assets, which are comprised of equipment and internally generated intangible assets that are available for use, are reviewed to determine whether there is any indication that those assets may be impaired. If such impairment exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any.

The carrying amount of the Company's internally generated intangible assets that are not yet available for use are required to be reviewed for impairment annually by comparing the carrying amount with its recoverable amount.

Impairment is determined for an individual asset unless the asset does not generate cash inflows that are independent of those generated from other assets or group of assets, in which case the individual assets are grouped together into cash generating units ("CGUs") for impairment purposes. The recoverable amount is the higher of fair value less costs of disposal and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in net earnings (loss) for the period.

At the end of each reporting period, the Company assesses whether there is any indication that an impairment loss recognized in prior periods for an asset other than goodwill may no longer exist or may have decreased. If any such indication exists, the Company will estimate the recoverable amount of that asset, and reverse the impairment loss recognized in prior periods. The reversal of an impairment loss will not exceed the carrying amount that would have been determined, net of amortization or depreciation, had no impairment loss been recognized for the asset in prior years.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying value if no impairment loss had been recognized. A reversal of an impairment loss is recognized immediately in net earnings (loss).

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**Investment Tax Credits Refundable**

An estimate of investment tax credits ("ITC") on scientific research and experimental development ("SRED") expenditures is recorded in the year the expenditures are incurred provided there is reasonable assurance that the ITC will be recovered or realized. The expenditures are reduced by the amount of the estimated investment tax credit. SRED ITCs include refundable and non-refundable tax credits. Refundable ITCs are refunded to the Company once assessed by the Canada Revenue Agency, which is generally within a year from applying for the ITC. Unused non-refundable ITCs are carried forward to reduce taxes payable of future years, and expire 20 years from the year they were granted.

Income Taxes

Income tax expense is comprised of current and deferred tax. Income tax is recognized in net earnings (loss) except to the extent that it relates to items in equity, in which case it is recognized directly in equity. Current tax expense is the expected tax payable on taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred taxes are recorded using the liability method, providing for temporary differences, between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the date of the statement of financial position.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, it does not recognize that excess.

Share Capital

Common shares are classified as equity. Incremental costs directly attributable to the issue of common shares are recognized as a deduction from equity, net of any tax effects.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**Warrants**

The Company follows the relative fair value method with respect to the measurement of common shares and warrants issued as private placement units. The proceeds from the issuance of units are allocated between share capital and warrants. The warrant component is recorded in contributed surplus. Unit proceeds are allocated to common shares and warrants using the Black-Scholes option pricing model and the share price at the time of financing. If and when the warrants are exercised, consideration paid by the warrant holder, together with the amount previously recognized in contributed surplus, is recorded as an increase to share capital. Upon expiration of warrants, the amount applicable to expired warrants is left in contributed surplus.

Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as a finance cost.

Financial Instruments

The Company recognizes a financial asset or a financial liability when it becomes a party to the contractual provisions of the instrument. Under IFRS 9, such financial assets or financial liabilities are initially recognized at fair value and the subsequent measurement depends on their classification.

Financial Assets

The Company classifies its financial assets into three categories, depending on the cash flow characteristics of the assets and the business objective for managing the assets. Financial assets are derecognized when the contractual rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership. The Company's accounting policy for each category is as follows:

Amortized cost - Assets are held within a business model with the objective of collecting their contractual cash flow; and the contractual cash flows consist solely of payments of principal and interest. They are recognized initially at fair value plus directly attributable transaction costs, and subsequently measured at amortized cost less cumulative impairment losses. A gain or loss on a debt investment is recognized in profit and loss when the asset is derecognized or impaired.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**Financial Instruments (Continued)**

Fair value through other comprehensive income ("FVTOCI") – Assets are held within a business model that includes both hold to collect their contractual cash flow and sell the assets; and the contractual cash flows consist solely of payments of principal and interest. For debt instruments measured at FVTOCI, interest income (calculated using the effective interest rate method), foreign currency gains or losses and impairment gains or losses are recognized directly in profit or loss. The cumulative fair value gains or losses recognized in other comprehensive income ("OCI") are reclassified to profit or loss when the asset is derecognized. An election may be made to classify an equity investment, that is neither held for trading nor represents contingent consideration recognized by an acquirer in a business combination, as held at FVTOCI. The option to designate an equity instrument at FVTOCI is available at initial recognition and is irrevocable. This designation results in all gains and losses being presented in OCI except dividend income which is recognized in profit or loss.

Fair value through profit and loss ("FVTPL") - Assets that do not meet the criteria for amortized cost or FVTOCI are measured at FVTPL. A gain or loss on a financial asset measured at FVTPL that is not part of a hedging relationship is recognized in profit and loss and presented on a net basis in the period in which it arises. IFRS 9 contains an option to designate a financial asset as measured at FVTPL if doing so eliminates or significantly reduces an 'accounting mismatch' that would otherwise arise from measuring assets or liabilities or recognizing the gains and losses on them on different bases. The option to designate a financial asset at FVTPL is available at initial recognition and is irrevocable.

Financial assets should be reclassified when and only when an entity changes its business model for managing financial assets. Any such reclassifications are applied prospectively from the date of the reclassification.

Financial Liabilities

Under IFRS 9, financial liabilities are primarily classified at amortized cost with limited exceptions. Financial liabilities are derecognized when the obligation specified in the contract is discharged, cancelled or expires. The Company's accounting policy for each category is as follows:

FVTPL - This category comprises derivatives, liabilities acquired or incurred principally for the purpose of selling or repurchasing it in the near term, and certain financial liabilities that were designated at FVTPL from inception. IFRS 9 contains an option to designate a financial liability as measured at FVTPL if doing so eliminates or significantly reduces an 'accounting mismatch' that would otherwise arise from measuring assets or liabilities or recognizing the gains and losses on them on different bases. The option to designate a financial liability at FVTPL is available at initial recognition and is irrevocable.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED JULY 31, 2020 AND 2019
(Presented in Canadian Dollars)****3. SIGNIFICANT ACCOUNTING POLICIES (Continued)****Financial Instruments (Continued)**

Amortized cost - Financial liabilities are recognized initially at fair value net of directly attributable transaction costs. They are subsequently recognized at amortized cost using effective interest method with interest expense recognized on an effective yield basis.

Financial assets and liabilities are offset and the net amount is presented in the statement of financial position when the Company has a legal right to offset the amounts and it intends to either settle on a net basis or realize the asset and settle the liability simultaneously.

The Company's classification and measurements of financial assets and liabilities are summarized below:

Financial Instrument	Classification Under IFRS 9
Cash	Amortized cost
Short term investments	FVTPL
Accounts receivable	Amortized cost
Investment tax credits refundable	Amortized cost
Accounts payable and accrued liabilities	Amortized cost
Short term debt	Amortized cost
Term loans	Amortized cost
Convertible debentures	Amortized cost
Lease liabilities	Amortized cost

Allowance for expected credit losses

IFRS 9 provides a simplified approach to measuring expected credit losses using a lifetime expected loss allowance for all trade receivables and contract assets. The credit loss model groups receivables based on similar credit risk characteristics and the number of days past due in order to estimate bad debt expenses. The Company assesses the lifetime expected credit loss related to its sales receivables and re-assesses the provision each reporting period. When measuring the expected credit loss, the Company considers a variety of factors including: evidence of the debtor's financial condition, the term of the receivable and any changes in economic conditions.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED JULY 31, 2020 AND 2019
(Presented in Canadian Dollars)****3. SIGNIFICANT ACCOUNTING POLICIES (Continued)****Financial Instruments - Fair Value Hierarchy**

The Company has a three-tier hierarchy as a framework for disclosing fair value based on inputs used to value the Company's investments. The hierarchy of inputs is summarized below:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities. An active market is one in which transactions for the assets occur with sufficient frequency and volume to provide pricing information on an ongoing basis (the Company has included cash under this category);

Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability; and

Level 3 - inputs for the asset or liability that are not based on observable market data.

The classification of a financial instrument in the fair value hierarchy is based upon the lowest level of input that is significant to the measurement of fair value. There was no movement between different Levels for the year ended July 31, 2020 and 2019.

The fair value of cash, accounts receivables, accounts payable and accrued liabilities, short term debt, contract liabilities, term loans, lease liabilities and convertible debentures approximates their carrying values due to their short-term nature.

Restructuring Costs

Restructuring costs are recognized as liabilities in the period when they are incurred and are measured at their fair value. For such recognition to occur, management, with the appropriate level of authority, must have approved and committed to a firm plan and appropriate communication to those affected must have occurred. Restructuring cost provisions may require an estimation of costs such as severance and termination benefits.

Restructuring cost provisions are reviewed at each balance sheet date and changes in estimates are reflected in the consolidated statement of comprehensive loss in the reporting periods in which the re-measurements occurred.

Critical Accounting Estimates and Judgments

Preparation of consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies, the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported amounts of revenues and expenses during the period. Although these estimates and assumptions are based on management's best knowledge of current events, actual results may be different.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**Critical Accounting Estimates and Judgments (Continued)**

Certain estimates depend on subjective or complex judgments about matters that may be uncertain and changes in these estimates could materially impact the financial statements.

The key sources of estimation uncertainty at statement of financial position date, which have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next fiscal year, are discussed below:

Revenue Recognition

The Company's contracts with customers often include promises to transfer multiple services. In determining how revenue should be recognized, a five-step process is used, which requires judgment and estimates. These judgments and estimates include identifying performance obligations in the contract, determining whether the performance obligations are distinct, determining the stand-alone selling price ("SSP") for each distinct performance obligation, determining the timing of revenue recognition for distinct performance obligations and estimating the amount of variable consideration to include in the transaction price.

In assessing whether the Company's promises to transfer services to the customer are separately identifiable, the objective is to determine whether the nature of the promise, within the context of the contract, is to transfer each of those services individually or, instead, to transfer a combined item or items to which the promised services are inputs. To the extent that the promised services are highly interrelated, those services are considered not distinct and accounted for as single, combined performance obligation. Judgment is required to determine whether the services transferred to a customer are considered distinct and accounted for separately, or not distinct and accounted for together with the related subscription for licensing, customer analytics and support recognized over time.

Expected Credit Losses ("ECLs")

The Company performs impairment testing quarterly for accounts receivable in accordance with IFRS 9. The ECL model requires considerable judgment, including consideration of how changes in economic factors affect ECLs, which are determined on a probability-weighted basis. IFRS 9 outlines a three-stage approach to recognizing ECLs which is intended to reflect the increase in credit risks of a financial instrument based on 1) 12-month expected credit losses or 2) lifetime expected credit losses. The Company measures provision for ECLs at an amount equal to lifetime ECLs. The Company applies the simplified approach to determine ECLs on trade receivables by using a provision matrix based on historical credit loss experiences. The historical results were used to calculate the run rates of default which were then applied over the expected life of the trade receivables, adjusted for forward looking estimates.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**Critical Accounting Estimates and Judgments (Continued)***Investment Tax Credits Recoverable and Deferred Tax Assets*

Investment tax credits are claimed on the Company's research and development activities and are based on a percentage of employee wages. Management is required to make judgments of the amount of investment tax credits that the Company will be able to claim. In order to make this estimate, management utilizes a specialist consultant to prepare the appropriate claim forms. These judgments will affect the reported amounts of investment tax credits refundable, intangible assets and salaries and wages expense. Management also exercises judgment in the utilization of non-refundable ITCs recorded as an asset which have not yet been applied to reduce taxes payable and in determining the portion of ITCs the Company expects will be received within one year of the statement of financial position date.

The Company estimates the probability that taxable profits will be available to offset against deductible temporary differences which give rise to deferred tax assets and the utilization of non-refundable ITCs. The ultimate realization of the deferred tax assets and non-refundable ITCs is dependent on the generation of future taxable income during the year in which the temporary differences and non-refundable ITCs are deductible.

Capitalization of Development Costs

Management exercises judgment when establishing whether the criteria under IAS 38, Intangible Assets, for development costs have been met, specifically the technical feasibility of the products in development and the ability to generate probable economic future benefits.

Impairment of Long-lived Assets

Long-lived assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset exceeds its recoverable amount of the asset. The recoverable amount is determined with reference to the fair value of the asset less costs of disposal or the value-in-use calculations. An impairment loss is measured as the difference between the asset's carrying amount and the recoverable amount. Where recoverable amount is determined to be less than the carrying amount, an impairment loss may arise. Management exercises significant judgment and assumptions when determining the recoverable amount of long-lived assets

Share-Based Payments and Warrants

Share-Based payments and warrants are calculated utilizing the Black-Scholes option pricing model to determine the value of options and warrants as of their grant date. Management is required to estimate the volatility of the price of its shares, the amount of future dividends that will be paid, the market's risk-free interest rate, the expected life of the options and warrants, and the expected forfeiture rate for options. These estimates will affect the reported amount of share-based payments and warrants in contributed surplus.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**Critical Accounting Estimates and Judgments (Continued)***Convertible Debentures*

Convertible debentures are compound financial instruments which components are accounted for separately as financial liabilities or equity instruments. The financial liability, which represents the obligation to pay coupon interest on the convertible debentures in the future, is initially measured at its fair value and subsequently measured at amortized cost. The residual amount is accounted for as an equity instrument at issuance.

The identification of convertible debenture components is based on interpretations of the substance of the contractual arrangement and therefore requires management judgment. The separation of the components affects the initial recognition of the convertible debenture at issuance and the subsequent recognition of interest on the liability component. The determination of the fair value of the liability is also based on a number of assumptions, including contractual future cash flows, discount rates and the presence of any derivative financial instruments.

COVID-19

In December 2019, a novel strain of coronavirus (“COVID-19”) emerged in Wuhan, China. Since then, it has spread to several other countries and infections have been reported around the world. Canada confirmed its first case of COVID-19 on January 25, 2020 and its first death related to COVID-19 on March 9, 2020. On March 11, 2020, the World Health Organization declared the outbreak of COVID-19 a global pandemic. In response to the outbreak, governmental authorities in Canada and internationally have introduced various recommendations and measures to try to limit the pandemic, including travel restrictions, border closures, non-essential business closures, quarantines, self-isolations, shelters-in-place and social distancing. The COVID-19 outbreak and the response of governmental authorities to try to limit it are having a significant impact on the private sector and individuals, including unprecedented business, employment and economic disruptions. While the Company has seen an increase in demand due to the inherent benefits of our IndiVideo technology, the continued spread of COVID-19 nationally and globally could have an adverse impact on our business, operations and financial results, as well as a deterioration of general economic conditions including a possible national or global recession. Due to the speed with which the COVID-19 situation is developing and the uncertainty of its magnitude, outcome and duration, it is not possible to estimate its impact on our business, operations or financial results; however, the impact could be material. The Company do not expect any credit losses on any amounts due from customers as the Company continue to engage in business with banks, insurers and pension fund management firms that are expected to retain a high credit worthiness.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**Critical Accounting Estimates and Judgments (Continued)***Going concern*

Management assesses the Company's ability to continue as a going concern at each reporting date, using all quantitative and qualitative information available. This assessment, by its nature, relies on estimates of future cash flows and other future events, whose subsequent changes would materially impact the validity of such an assessment.

Accounting Standards Not Yet Effective*IFRS 10 Consolidated Financial Statements*

IFRS 10 Consolidated Financial Statements ("IFRS 10") and IAS 28 – Investments in Associates and Joint Ventures ("IAS 28") were amended in September 2014 to address a conflict between the requirements of IAS 28 and IFRS 10 and clarify that in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business. These amendments are deferred indefinitely and still to be determined by IASB. The Company is currently in the process of assessing the impact on its Consolidated Financial Statements.

Amendments to IFRS 3 Definition of a Business

In October 2018, the IASB issued "Definition of a Business (Amendments to IFRS 3)". The amendments clarify the definition of a business, with the objective of assisting entities to determine whether a transaction should be accounted for as a business combination or as an asset acquisition. The amendment provides an assessment framework to determine when a series of integrated activities is not a business. The amendments are effective for business combinations occurring on or after the beginning of the first annual reporting period beginning on or after January 1, 2020. The Company has evaluated the potential impact of these amendments and concluded that there is no impact to the Company's consolidated financial statements.

Amendments to IAS 1 Classification of Liabilities as Current or Non-current

The amendment clarifies the requirements relating to determining if a liability should be presented as current or non-current in the statement of financial position. Under the new requirement, the assessment of whether a liability is presented as current or non-current is based on the contractual arrangements in place as at the reporting date and does not impact the amount or timing of recognition. The amendment applies retrospectively for annual reporting periods beginning on or after January 1, 2022. The Company is currently evaluating the potential impact of these amendments on the Company's consolidated financial statements.

BLUERUSH INC.

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3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Accounting Standards Not Yet Effective (Continued)

Amendments to IAS 37 Onerous Contracts and the cost of Fulfilling a Contract

The amendment specifies that 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract or an allocation of other costs that relate directly to fulfilling contracts. The amendment is effective for annual periods beginning on or after January 1, 2022 with early application permitted. The Company is currently evaluating the potential impact of these amendments on the Company's consolidated financial statements.

4. SHORT TERM INVESTMENTS

As at July 31, 2020, short term investments consist of Guaranteed Investment Certificates ("GICs") in the amount of \$16,881 (consisting of \$16,550 principal plus accrued interest of \$331), which bears a nominal interest rate and mature on October 31, 2020. The GICs were obtained as letters of credit for financing received as discussed in note 9.

As at July 31, 2019, short term investments consist of Guaranteed Investment Certificates ("GICs") in the amount of \$34,296 (consisting of \$33,790 principal plus accrued interest of \$506), which bears a nominal interest rate and mature on October 31, 2019.

5. EQUIPMENT

The components of equipment are as follows as of July 31, 2020:

Cost	Furniture and Fixtures	Computer Equipment	Total
Opening balance - August 1, 2019	\$ 88,806	\$ 150,763	\$ 239,569
Additions	-	10,019	10,019
Closing balance - July 31, 2020	\$ 88,806	\$ 160,782	\$ 249,588

Accumulated Depreciation	Furniture and Fixtures	Computer Equipment	Total
Opening balance - August 1, 2019	\$ 66,376	\$ 112,805	\$ 179,181
Depreciation	4,129	11,802	15,931
Closing balance - July 31, 2020	\$ 70,505	\$ 124,607	\$ 195,112

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

5. EQUIPMENT (Continued)

Carrying Value	Furniture and Fixtures	Computer Equipment	Total
Balance - August 1, 2019	\$ 22,430	\$ 37,958	\$ 60,388
Balance - July 31, 2020	\$ 18,301	\$ 36,175	\$ 54,476

The components of equipment are as follows as of July 31, 2019:

Cost	Furniture and Fixtures	Computer Equipment	Total
Opening balance - August 1, 2018	\$ 76,256	\$ 131,481	\$ 207,737
Additions	12,550	19,282	31,832
Closing balance - July 31, 2019	\$ 88,806	\$ 150,763	\$ 239,569

Accumulated Depreciation	Furniture and Fixtures	Computer Equipment	Total
Opening balance - August 1, 2018	\$ 62,337	\$ 100,669	\$ 163,006
Depreciation	4,039	12,136	16,175
Closing balance - July 31, 2019	\$ 66,376	\$ 112,805	\$ 179,181

Carrying Value	Furniture and Fixtures	Computer Equipment	Total
Balance - August 1, 2018	\$ 13,919	\$ 30,812	\$ 44,731
Balance - July 31, 2019	\$ 22,430	\$ 37,958	\$ 60,388

6. RIGHT-OF-USE ASSETS

The Company recognized the right-of-use assets for its two office space leases as follows:

Cost or Deemed Cost	Building
Right-of-use assets on transition to IFRS 16 - August 1, 2019	\$ 380,562
Additions	-
Closing balance - July 31, 2020	\$ 380,562

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

6. RIGHT-OF-USE ASSETS (Continued)

Accumulated Depreciation	Total
Opening balance - August 1, 2019	\$ -
Depreciation	128,196
Closing balance - July 31, 2020	\$ 128,196

Carrying Value	Total
Balance - August 1, 2019	\$ 380,562
Balance - July 31, 2020	\$ 252,366

7. INTANGIBLES

The components of internally generated intangible assets are as follows as of July 31, 2020:

Cost	
Opening balance - August 1, 2019	\$ 569,292
Disposals (ii)	(149,369)
Closing balance - July 31, 2020	\$ 419,923

Accumulated Amortization	
Opening balance - August 1, 2019	\$ 331,605
Amortization (i)	86,473
Disposals (ii)	(98,837)
Closing balance - July 31, 2020	\$ 319,241

Carrying Value	
Balance - August 1, 2019	\$ 237,687
Balance - July 31, 2020	\$ 100,682

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

7. INTANGIBLES (Continued)

- (i) The \$86,473 of amortization include \$83,983 in continuing operations and \$2,490 in discontinued operations (see Note 21).
- (ii) On September 4, 2019, the Company sold its DigitalReach platform and Broadridge's Smart Advisor application to an U.S. company. The net intangible assets sold have a carrying value of \$50,532 (see Note 21).

The components of internally generated intangible assets are as follows as of July 31, 2019:

Cost	
Opening balance - August 1, 2018	\$ 569,292
Additions	-
Closing balance - July 31, 2019	\$ 569,292

Accumulated Amortization	
Opening balance - August 1, 2018	\$ 217,745
Amortization	113,860
Closing balance - July 31, 2019	\$ 331,605

Carrying Value	
Balance - August 1, 2018	\$ 351,547
Balance - July 31, 2019	\$ 237,687

8. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities are as follows:

	2020	2019
Trade accounts payable	\$ 442,823	\$ 172,682
Accrued liabilities	172,917	187,253
Accrued vacation pay and other employee benefits	301,631	196,305
Government remittances payable (i)	-	18,032
Customer deposits	167,100	182,736
	\$ 1,084,471	\$ 757,008

- (i) Included in accounts receivable at July 31, 2020 is \$31,106 of government remittances receivable (2019 – \$18,032 included in accounts payable).

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED JULY 31, 2020 AND 2019
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During the year ended July 31, 2019, the Company received approval for new bridge loans from Investissement Quebec ("IQ") of up to \$337,900 by way of two separate loans based on the Company's eligibility of their 2018 and 2019 Scientific Research and Experimental Development ("SRED") claims (\$172,400 and \$165,500, respectively). The Company received total advances from IQ in the amount of \$284,020, being \$118,520 for the 2018 SRED claim and \$165,500 for the 2019 SRED claim. The loans will be used to fund working capital requirements and are secured against the expected refundable portion of the Company's fiscal 2018 and 2019 SRED claims. The loans bear interest at prime rate plus 2.25% per annum, where prime rate is the rate used by the majority of six Canadian Chartered banks as chosen by IQ.

The loans are repayable on the earlier of the following dates:

- the date the Company files its corporate income tax return and the SRED claim is deducted from income taxes payable at that time;
- the date the Company is required to file its corporate income tax return if the return is not filed;
- the date a refund is received from the relevant authorities regarding the refundable SRED claims; or
- January 31, 2020 with respect to the 2018 advances and January 31, 2021 with respect to the 2019 advances.

The loans are secured granting IQ a senior-ranking hypothec in the amount of \$337,900 and an additional hypothec in the amount of \$67,580 (being \$34,480 related to the 2018 SRED claim advances and \$33,100 related to the 2019 SRED claim advances) charging the universality of the Company's present and future claims and accounts receivable, giving priority to the Company's present and future tax credits. In addition, the Company must maintain an irrevocable standby letter of credit in favour of IQ representing an amount of 10% of the loans guaranteeing all the Company's obligations under the loans, with maturity dates of February 21, 2020 for the 2018 SRED claim advances and February 19, 2021 for the 2019 SRED claim advances. As discussed in note 4, the Company has secured letters of credit totaling \$16,550 (July 31, 2019 - \$33,790, representing \$17,240 and \$16,550 for the 2018 and 2019 advances, respectively) with one year GICs at a nominal interest rate. The 2019 SRED GIC of \$16,550 matures on October 31, 2020 and the 2018 SRED GIC of \$17,240 was redeemed during the year ended July 31, 2020. The Company will renew the GICs to maintain them in accordance with the required maturity dates of the advances.

During the year ended July 31, 2020, the Company repaid the full amount of the fiscal 2018 SRED advances to IQ in the amount of \$118,520.

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

10. CONTRACT LIABILITIES

The following table represents changes in contract liabilities for the years ended July 31, 2020 and 2019:

Balance, July 31, 2018	\$	350,503
Invoiced during the period, excluding amount recognized as revenue		4,748,097
Amount recognized as revenue		(3,605,373)
Balance, July 31, 2019		1,493,227
Invoiced during the period, excluding amount recognized as revenue		2,845,493
Amount recognized as revenue		(3,272,259)
Balance, July 31, 2020	\$	1,066,461

11. TERM LOANS

	2020	2019
Investissement Quebec (i)	\$ 280,319	\$ 383,321
Business Development Bank of Canada (ii)	170,920	183,020
	451,239	566,341
Transaction costs	(11,548)	(11,201)
Current portion	(364,219)	(410,921)
	\$ 75,472	\$ 144,219

- (i) In June and July 2015, the Company received a term loan from Investissement Quebec ("IQ") in the amount of \$1,000,000 to fund working capital requirements. The term loan is interest bearing at prime rate plus 3.15% per annum. Interest only payments were required until June 2016 (12 months); thereafter monthly principal payments of \$16,667 plus interest were paid until January 2020. During the year ended July 31, 2020, the Company both renegotiated the payment terms of the remaining balance of \$283,319 (\$383,321 as at July 31, 2019) while also receiving a moratorium on all outstanding principal for 6 months due to COVID-19 beginning March 2020. Monthly principal payments of \$3,000 plus interest are due from September 2020 to January 2021. Following this, the Company's monthly principal payments will be \$12,000 plus interest from February 2021 to June 2021, thereafter \$20,000 plus interest until November 2021 with the final payment of \$105,319 due in December 2021. The loan is secured by a universal mortgage on all present and future assets, including a first ranking on tax credits. Two current directors/officers of the Company have personally guaranteed a total of \$50,000 of the loan.

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

11. TERM LOANS (Continued)

As of July 31, 2020 and 2019, the Company was breach on both financial covenants relating to this term loans. The Company obtained a waiver of these financial covenants from IQ such that the term loan did not become payable on demand and the terms of the loan remained unchanged as at and subsequent to July 31, 2020 and 2019. However, since the waivers were received subsequent to July 31, 2020 and 2019, the long-term portion of this loan is classified in the current portion which amounts to \$95,000 (2019-\$183,317) which would normally be included in the long-term portion.

- (ii) In July 2015, the Company received a term loan from the Business Development Bank of Canada ("BDC") in the amount of \$250,000 to fund working capital needs. The term loan is interest-bearing at BDC's Floating Base Rate plus 2.5% per annum. The first monthly principal payment of \$4,560 plus interest was paid in July 2016, thereafter monthly principal payments of \$4,160 plus interest were paid until January 2019. In February 2019, the Company renegotiated the payment terms of the remaining balance of \$120,640. In March 2020, the Company again renegotiated the payment terms of the remaining balance of \$107,640. Monthly principal payments of \$1,000 plus interest are due from September 2020 to January 2021, thereafter monthly principal payments of \$9,300 plus interest are due until November 2021, with the final payment of \$9,640 due in December 2021. Two current directors / officers of the Company have personally guaranteed 64% of the outstanding balance of the loan, and the Company has guaranteed the full amount of the outstanding commitment of the loan. In October 2016, the Company received an additional \$100,000, less transactions costs of \$2,000, with the same terms and conditions stated above except the first monthly principal payment of \$2,060 plus interest was paid in September 2017, thereafter monthly principal payments of \$1,660 plus interest were paid until January 2019. In February 2019, the Company renegotiated the payment terms of the remaining balance of \$71,380. In March 2020, the Company again renegotiated the payment terms of the remaining balance of \$63,280. Monthly principal payments of \$2,100 plus interest are due from September 2020 to January 2023, with the final payment of \$2,380 due in February 2023.

Principal scheduled repayments under the term loans are due as follows:

2021	364,219
2022	72,040
2023	14,980
	\$ 451,239

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

12. LEASE LIABILITIES

On August 1, 2019, the Company measured its lease liabilities and discounted the remaining lease payments of \$418,150 using the incremental borrowing rate which is between 8.86% to 9.96% per annum.

The following table presents the lease liability for the Company:

	July 31, 2020	July 31, 2019
Lease liabilities on transition to IFRS 16 - August 1, 2019	\$ 365,858	\$ -
Interest payable on lease liabilities	29,267	-
Repayments during the period	(142,898)	-
	252,227	-
Current portion	(127,629)	-
Non-current portion	\$ 124,598	\$ -

The following table presents the contractual undiscounted cash flows for lease liabilities as of July 31, 2020:

Less than one year	\$ 145,428
Two to five years	129,825
More than five years	-
	\$ 275,253

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

13. CONVERTIBLE DEBENTURES

	Debentures I	Debentures II	Total
Balance at July 31, 2018	\$ -	\$ -	\$ -
Issue of convertible debentures I	2,000,000	-	2,000,000
Less transaction cost	(25,484)	-	(25,484)
Less fair value on convertible feature	(500,347)	-	(500,347)
Accrued interest	150,000	-	150,000
Accretion expenses	69,022	-	69,022
Balance at July 31, 2019	1,693,191	-	1,693,191
Issue of convertible debentures II	-	1,450,000	1,450,000
Less transaction cost	-	(19,733)	(19,733)
Less fair value on convertible feature	-	(142,628)	(142,628)
Accrued interest	199,727	11,575	211,302
Interest payment	(112,431)	-	(112,431)
Accretion expenses	97,082	8,523	105,605
Balance at July 31, 2020	\$ 1,877,569	\$ 1,307,737	\$ 3,185,306

On October 31, 2018, the Company issued convertible debentures ("Debentures I") for total gross proceeds of \$2,000,000. The Debentures I have the following terms:

- Mature on October 31, 2023.
- Bear interest at 10% per annum and will be payable quarterly starting in year two being January 31, 2020. The Company has the option to pay all or a portion of interest in kind by way of common shares in the Company at a deemed price equal to the volume-weighted average trading price of the common shares for the period of ten (10) days prior to the interest payment date. In the event the Company elects to convert accrued interest into common shares, the interest rate for the amount to be converted into common shares shall be based on 12%. Accrued interest for year one will be paid on the maturity date.
- In the event the volume-weighted average trading price of the common shares is greater than \$0.25 for 20 consecutive trading days at any time following October 31, 2019, the Company shall have the option to invite holders of Debentures I to convert the then outstanding principal of the Debentures I into Common Shares at \$0.105 per share (the "Conversion Price"). In the event a holder does not elect to convert the Conversion Price shall increase to \$0.15. Subject to the foregoing, the principal of the Debentures I may be converted at any time in whole or in part at the holder's option into common shares at the Conversion Price in effect at such time. On the maturity date, the principal of the Debentures I may be converted in whole or in part at the Company's option into common shares at the Conversion Price in effect at such time.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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(Presented in Canadian Dollars)****13. CONVERTIBLE DEBENTURES (Continued)**

- The principal of the Debentures I is redeemable in whole or part by the Company at any time following twelve (12) months from the closing date plus a 25% premium on the principal.

In April 2020, the Company obtained an interest deferral from one of the Debentures I holders. The Company will therefore defer the interest payments due to this holder for April and July 2020 till the maturity of the Note, totaling \$37,295.

The conversion feature of the Debentures I meets the fixed for fixed criteria and is therefore presented as an equity instrument in accordance with IAS 32. The debt component of the Debentures I was measured at fair value at initial recognition. To determine the initial amount of the respective debt and equity components of the Debentures I issued, the carrying amount of the financial liability was first calculated by discounting the stream of future principal and interest payments at the rate of interest prevailing at the date of issue for instruments of similar term and risk, which the Company has estimated as 16.5%. The debt component was then deducted from the total carrying amount of the compound instrument to derive the equity component. The debt component was assigned a value of \$1,499,653 and the equity component was assigned a value of \$500,347 (less deferred income taxes of \$120,243). The debt component is subsequently accounted for at amortized cost using the effective interest rate method. Transaction costs of \$33,986 were paid related to the Debentures I, of which \$25,484 was deducted from the value of the debt component and \$8,502 was deducted from the residual value of the equity component.

On July 30, 2020, the Company completed an issuance of convertible debentures ("Debentures II") for the total gross proceeds of \$1,450,000. The Debentures II have the following terms:

- Mature on May 31, 2023.
- Bear interest at 10% per annum and will be payable annually. At the option of the Subscribers, the interest will be convertible into Common Shares based on the volume-weighted average trading price of the Common Shares for the ten (10) days prior to the interest payment date.
- The Debentures II shall be convertible into Common Shares at the option of the Subscribers at \$0.06 per share during the first 12 months of the term and \$0.10 per share in the final 24 months of the term.
- The Debenture II have a hold period of 4 months from the Closing Date.

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

13. CONVERTIBLE DEBENTURES (Continued)

The conversion feature of the Debentures II meets the fixed for fixed criteria and is therefore presented as an equity instrument in accordance with IAS 32. The debt component of the Debentures II was measured at fair value at initial recognition. To determine the initial amount of the respective debt and equity components of the Debentures issued, the carrying amount of the financial liability was first calculated by discounting the stream of future principal and interest payments at the rate of interest prevailing at the date of issue for instruments of similar term and risk, which the Company has estimated as 14.26%. The debt component was then deducted from the total carrying amount of the compound instrument to derive the equity component. The debt component was assigned a value of \$1,307,372 and the equity component was assigned a value of \$142,628 (less deferred income taxes of \$43,026). The debt component is subsequently accounted for at amortized cost using the effective interest rate method. Transaction costs of \$21,886 were paid related to the Debentures II, of which \$19,733 was deducted from the value of the debt component and \$2,153 was deducted from the residual value of the equity component.

Scheduled interest payments under the Debentures are due as follows:

	Debentures I	Debentures II	Total
2021	\$ 181,010	\$ 132,342	\$ 313,352
2022	200,000	145,000	345,000
2023	200,000	145,000	345,000
2024	306,559	-	306,559
	\$ 887,569	\$ 422,342	\$ 1,309,911

14. SHARE CAPITAL

The Company has authorized an unlimited number of common shares and has 78,366,242 (2019 - 75,251,848) common shares issued and outstanding as at July 31, 2020.

During the year ended July 31, 2020, warrant holders exercised 2,059,169 (2019 - 1,624,149) warrants at \$0.05 and 585,140 (2019 - 85,470) warrants at \$0.0675 for total gross proceeds of \$142,455 (2019 - \$86,977). In addition, of the warrants exercised prior to July 31, 2019, 470,085 common shares were not issued until August 2019, with a corresponding transfer of \$35,471 from contributed surplus to share capital.

During the year ended July 31, 2020, transaction costs of \$Nil (2019 - \$21,042) were incurred related to share issuances and were deducted from share capital.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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15. SHARE-BASED PAYMENTS

The Company grants stock options to eligible directors, officers, key employees and consultants under its stock option plan to enable them to purchase common shares of the Company. Under the terms of the plan, the number of common shares which may be issued pursuant to the exercise of options granted under the plan may not exceed 20% (2019 - 20%) of the number of common shares outstanding at the time of grant. As at July 31, 2020, the maximum number of common shares available under the plan was 15,673,248 of which 2,780,494 remained available for grant thereunder.

The exercise price of an option granted under the plan cannot be less than the closing price of the common shares on the last day on which the common shares trade prior to the grant date of the option. An individual can receive grants of no more than 5% of the outstanding shares of the Company on a yearly basis and options are exercisable over a period not exceeding ten years. Options vest according to the discretion of the board which range from immediate to five years.

A summary of the status of the Company's stock options as at July 31, 2020 and 2019 and changes during the years then ended is presented below:

	2020		2019	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Outstanding - beginning of year	12,830,000	\$ 0.12	10,875,000	\$ 0.12
Granted	4,343,312	0.05	2,330,000	0.10
Exercised	-	-	-	-
Expired	(4,280,558)	0.14	(375,000)	0.15
Outstanding - end of year	12,892,754	\$ 0.09	12,830,000	\$ 0.12
Exercisable - end of year	7,948,873	\$ 0.11	8,708,739	\$ 0.12

The weighted average remaining contractual life of stock options as of July 31, 2020 is 3.31 years (2019 - 3.57 years).

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

15. SHARE-BASED PAYMENTS (Continued)

The Company had the following stock options outstanding as of July 31, 2020:

Number of Options Outstanding	Number of Options Exercisable	Exercise Price \$	Expiry Date	Remaining Life (Years)
575,000	575,000	0.15	May 10, 2022	1.78
3,500,000	3,500,000	0.10	December 11, 2022	2.36
1,750,000	1,750,000	0.12	March 7, 2023	2.60
833,332	833,332	0.10	July 30, 2023	3.00
50,000	41,664	0.15	November 15, 2023	3.29
280,000	280,000	0.105	December 14, 2020	0.37
500,000	236,106	0.08	February 1, 2024	3.51
1,061,110	406,245	0.085	June 12, 2024	3.87
425,000	-	0.08	November 8, 2024	4.28
3,918,312	326,526	0.05	April 10, 2025	4.70
12,892,754	7,948,873			

On November 8, 2019, the Company granted 425,000 options to employees. Each stock option is exercisable into common shares of the Company at an exercise price of \$0.08. One third of the options vest on November 8, 2020 and thereafter the remaining options vest monthly over a period of 24 months. The options expire in five years from the date of grant.

On April 10, 2020, the Company granted 3,918,312 options to an employee of the Company. Each stock option is exercisable into common shares of the Company at an exercise price of \$0.05. 326,526 options vest on July 10, 2020 and thereafter the remaining options vest monthly over a period of 33 months. The options expire in five years from the date of grant.

Each tranche of an award with a different vesting date is considered a separate grant of the calculation of fair value, and the resulting fair value is amortized over the vesting period of the respective tranches. During the year ended July 31, 2020, 4,280,558 options expired due to the cancellation of agreements, termination of employees and resignation of officers. The Company reversed the cumulative expenses previously recognized for expired and unvested options, and resulted share-based payments (recovery) in the current period.

The estimated fair value of the stock options granted for the year ended July 31, 2020 was estimated at values between \$0.03 to \$0.07 by using the Black-Scholes option pricing model with the following assumptions: expected dividend yield 0%; expected volatility between 109% to 121%; risk free interest rate between 0.58% to 1.55%; forfeiture rate of 0%, share price between \$0.04 to \$0.08; and expected life of five years.

The total value of options granted under the Company's option plan for the year ended July 31, 2020 was \$146,276 (2019 - \$163,945). The weighted average grant date fair value of options granted during the year ended July 31, 2020 was \$0.03 (2019 - \$0.09).

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Share-based payments for all vested options for the year ended July 31, 2020 was \$122,985 (2019 - \$351,118), which was credited to contributed surplus and expensed to share-based payments.

On November 15, 2018, the Company granted 50,000 stock options to an officer of the Company. Each stock option is exercisable into common shares of the Company at an exercise price of \$0.15 and vest monthly over a period of 24 months. The options expire in five years from the date of grant and are subject to a four month hold.

On November 15, 2018, the Company granted 200,000 stock options to BSC who will provide investor relation services to the Company. Each stock option is exercisable into common shares of the Company at an exercise price of \$0.20 and vest monthly over a period of 24 months. The options expire in 24 months from the date of grant and are subject to a four month hold.

On December 14, 2018, and as part of a consulting agreement entered into with an arm's length consultant, the Company granted 280,000 stock options. Each stock option is exercisable into common shares of the Company at an exercise price of \$0.105 and vest quarterly over a period of 12 months. The options expire in 24 months from the date of grant.

On February 1, 2019, the Company granted 500,000 stock options to directors of the Company. Each stock option is exercisable into common shares of the Company at an exercise price of \$0.08. 166,666 of these options vest on February 1, 2020. Following this, 13,888 options vest monthly between March 1, 2020 and March 1, 2021, followed by 13,890 options vesting monthly between April 1, 2021 and February 1, 2022. The options expire in five years from the date of grant and are subject to a four month hold.

On June 12, 2019, the Company granted 1,300,000 stock options to employees and officers of the Company. Each stock option is exercisable into common shares of the Company at an exercise price of \$0.085. 25,000 of these options vest on June 12, 2019 and 483,331 options vest on June 12, 2020. Following this, the remaining options vest monthly between July 12, 2020 and June 12, 2022. The options expire in five years from the date of grant and are subject to a four month hold.

The estimated fair value of the stock options granted for the year ended July 31, 2019 was estimated at values between \$0.04 to \$0.12 by using the Black-Scholes option pricing model with the following assumptions: expected dividend yield 0%; expected volatility between 97% to 126%; risk free interest rate between 1.39% to 2.10%; forfeiture rate of 0%, share price between \$0.08 to \$0.14; and expected life of five years.

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

16. SHARE PURCHASE WARRANTS

On December 14, 2018, and as part of a consulting agreement entered into with an arm's length consultant, the Company issued 320,000 warrants to settle accounts payable of \$35,000. Each warrant entitles the holder thereof to acquire a common share at a price of \$0.105 for a period of 24 months from the date of issuance. The warrants were valued at the fair market value of the services provided.

On May 15, 2019 the Company issued 50,000 warrants to settle accounts payable of \$4,250. Each warrant entitles the holder thereof to acquire a common share at a price of \$0.085 for a period of 24 months from the date of issuance. The warrants were valued at the fair market value of the services provided.

During the year ended July 31, 2020, warrant holders exercised 2,059,169 (2019 - 1,624,149) warrants at \$0.05 and 585,140 (2019 - 85,470) warrants at \$0.0675 for total gross proceeds of \$142,455 (2019 - \$86,977). In addition, of the warrants exercised prior to July 31, 2019, 470,085 common shares were not issued until August 2019, with a corresponding transfer of \$35,471 from contributed surplus to share capital. As a result, \$95,097 (2019 - \$1,030) was transferred from contributed surplus to share capital representing the relative fair value of these warrants exercised into common shares, net of transaction costs. The weighted average market price of warrants exercised on the date of issuance was \$0.08 (2019 - \$0.11).

A summary of the status of the Company's warrants as at July 31, 2020 and 2019 and changes during the years then ended is presented below:

	2020		2019	
	Number of Warrants	Weighted Average Exercise Price	Number of Warrants	Weighted Average Exercise Price
Outstanding - beginning of year	6,129,933	\$ 0.058	7,469,552	\$ 0.054
Granted	-	-	370,000	0.106
Exercised	(2,644,309)	0.054	(1,709,619)	0.051
Expired	(3,115,624)	0.057	-	-
Outstanding - end of year	370,000	\$ 0.1023	6,129,933	\$ 0.058

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16. SHARE PURCHASE WARRANTS (Continued)

The Company had the following warrants outstanding as at July 31, 2020:

Number of Warrants Outstanding	Number of Warrants Exercisable	Exercise Price \$	Expiry Date	Remaining Life (Years)
320,000	320,000	0.105	November 14, 2020	0.29
50,000	50,000	0.085	May 15, 2021	0.79
370,000	370,000			

17. DISAGGREGATION OF REVENUE

The Company has one reportable segment, which is providing interactive personalized video and marketing software to financial institutions, insurance services and pension funds. This single reportable operating segment derives its revenues from the sale of software-as-a-service (SaaS) products and related professional services are transacted. The disaggregated revenue from contracts with customers by product line or geographic location shows how the nature, amount and timing of revenue and cashflows could be affected by economic factors.

	2020		2019*	
Subscription and support	\$	1,306,427	\$	508,271
Services		2,476,391		1,853,236
	\$	3,782,818	\$	2,361,507

The Company generates revenues in three principal geographical regions: Canada, United States of America (USA), and outside North America (other). In presenting the geographic information, segment revenue has been based on the geographic location of customers:

	2020		2019*	
Canada	\$	1,300,541	\$	1,746,213
US		2,204,775		489,784
Other		277,502		125,510
	\$	3,782,818	\$	2,361,507

* For comparative purposes, the prior year revenues are restated subsequent to the discontinued operation (see Note 21).

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18. OTHER INCOME

The outbreak of the novel strain of coronavirus, specifically identified as “COVID-19”, has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. Various levels of government and the Bank of Canada have responded with significant monetary and fiscal interventions designed to stabilize economic conditions. The efficacy of the government and the Bank of Canada’s intervention to support business has come in various forms including Canada Emergency Wage Subsidy (CEWS) as a temporary measure. The CEWS program provides government assistance in the form of wage subsidy for qualifying businesses faced with specified levels of revenue decline designed to either retain workforce on payroll or to re-hire furloughed employees.

The CEWS program is applicable from March 15 to November 21, 2020 for eligible entities that have experienced a reduction in gross revenue for the period as determined by the program.

The Company has elected to compare the revenue during the availability period to the average of January and February 2020 revenues and are being calculated on accrual basis and included on a gross basis. Per program guidance, the Company determined it qualifies for the subsidy of \$569,219 during the eligibility period using pre-crisis baseline remuneration.

Wage Subsidy (Monthly)		
March 2020	\$	75,171
April 2020		132,736
May 2020		117,674
June 2020		118,339
July 2020		125,299
Total	\$	569,219

The assistance received from CEWS will reduce the amount of remuneration expenses eligible for other federal tax credits calculated on the same remuneration, such as Scientific Research & Experimental Development (SR&ED) investment tax credits for the Company. The Company continues to monitor proposed legislative changes to determine their effects on the Company at such time.

As at July 31, 2020, \$108,928 of CEWS receivable is included in the prepaids and other assets (2019 - \$Nil).

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

19. EXPENSES BY NATURE

Cost of Sales - Subscriptions and Support

The components of cost of sales - subscription and support are as follows:

	2020	2019*
Salaries and benefits	\$ 163,088	\$ 134,906
Hosting expense	179,501	116,609
Subcontracting fees	49,365	47,833
	\$ 391,954	\$ 299,348

Cost of Sales - Services

The components of cost of sales - services are as follows:

	2020	2019*
Salaries and benefits	\$ 528,376	\$ 675,651
Subcontracting fees	944,378	188,959
Other production costs	24,957	76,105
Camera and teleprompter	-	2,925
	\$ 1,497,711	\$ 943,640

Sales and Marketing Expenses

The components of sales and marketing expenses are as follows:

	2020	2019*
Salaries and benefits	\$ 1,527,185	\$ 1,605,654
Advertising and promotion	450,585	401,758
Travel	114,540	189,645
Meals and entertainment	27,456	48,670
Consulting fees	90,848	40,118
	\$ 2,210,614	\$ 2,285,845

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

19. EXPENSES BY NATURE (Continued)

General and Administrative Expenses

The components of general and administrative expenses are as follows:

	2020	2019*
Salaries and benefits	\$ 769,375	\$ 774,295
Professional fees	185,654	279,739
TMI and occupancy costs	77,460	216,349
Consulting fees	130,275	166,495
Computer and software	154,581	156,226
Stock exchange expense	44,977	82,606
Other office and administrative	22,895	55,907
Telecommunications	36,199	43,526
Insurance	26,079	24,554
Training and recruitment	19,616	7,133
Foreign exchange gain	(12,719)	(1,212)
	\$ 1,454,392	\$ 1,805,618

Research and Development Expenses

The components of research and development expenses are as follows:

	2020	2019*
Salaries and benefits	\$ 1,168,877	\$ 524,499
Consulting fees	331,137	149,734
ITC claims	(173,616)	(134,563)
Government grants	(27,622)	(226,268)
Other expenses	13,183	-
	\$ 1,311,959	\$ 313,402

* For comparative purposes, the prior year expenses are restated subsequent to the discontinued operation (see Note 21).

The Export Program (PEX) offers a non-refundable financial contribution to Quebec companies to help them carry out their international projects more easily or quickly. During the year ended July 31, 2020, the Company received \$27,622 (2019 - \$Nil) in funding by way of reimbursement for eligible expenses.

During the year ended July 31, 2020, the Company received other government grants in the amount of \$Nil (2019 - \$226,268, consisted of \$200,000 from the Industrial Research Assistance Program and \$26,268 from CanExport).

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

20. RESTRUCTURING COSTS

Restructuring costs were recorded for the year ended July 31, 2020 of \$120,735 (2019 - \$Nil) and primarily consist of employee-related charges. The employee-related charges consisted of termination and related costs in connection with headcount reductions. The headcount reductions were implemented to improve operational efficiency.

21. DISCONTINUED OPERATIONS

On September 4, 2019, the Company sold its DigitalReach platform and Broadridge's Smart Advisor application to an U.S. company for \$2,300,000 in cash. The operations of DigitalReach and Smart Advisor have been transferred to the U.S. company and are presented as discontinued operations in the consolidated statement of loss and comprehensive loss for the current and prior period.

The gain on sale is calculated as follows:

	2020
Cash proceeds	\$ 2,300,000
Less transaction costs	(33,263)
Net sale proceeds	2,266,737
Less net assets sold	(50,532)
Gain on sale	\$ 2,216,205

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

21. DISCONTINUED OPERATIONS (Continued)

The financial performance presented is for the years ended July 31, 2020 and 2019. The results of discontinued operations that have been restated are as follows:

	2020	2019
REVENUE		
Subscriptions and support	\$ 83,801	\$ 869,741
Services	1,200	374,126
	85,001	1,243,867
COST OF SALES		
Subscriptions and support	3,346	61,379
Services	8,664	372,860
	12,010	434,239
GROSS PROFIT	72,991	809,628
EXPENSES		
Research and development	35,016	711,476
Sales and marketing	2,281	24,576
Amortization of intangible assets	2,490	29,874
Restructuring and provision	213,547	-
Total expenses	253,334	765,926
INCOME (LOSS) FROM DISCONTINUED OPERATIONS	\$ (180,343)	\$ 43,702
Gain on sale	2,216,205	-
NET INCOME (LOSS) FROM DISCONTINUED OPERATIONS	\$ 2,035,862	\$ 43,702

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

22. INCOME TAXES

The following table reconciles income taxes calculated at the applicable tax rates of 26.50% (2019 - 25.54%) with the income tax expense in the consolidated financial statements. The applicable tax rate is based on the weighted Federal, Ontario and Quebec statutory rates.

	2020	2019
Income tax expense at statutory tax rate	\$ (893,679)	\$ (1,011,720)
Permanent differences	36,229	151,287
Tax on benefit of investment tax credits and other	(111,894)	(139,262)
Change in enacted tax rates	(48,344)	-
Change in deferred tax assets not recognized	1,187,454	1,613,690
Prior year adjustments and other	(192,048)	(734,383)
	\$ (22,282)	\$ (120,388)

The Company's income tax (recovery) is allocated as follows:

	2020	2019
Current tax (recovery)	-	-
Deferred tax (recovery)	(22,282)	(120,388)
	(22,282)	(120,388)

The Company claims research and development ("R&D") deductions and related ITCs for tax purposes based on management's interpretation of the applicable legislation in the Income Tax Act of Canada. These claims are subject to audit by the Canada Revenue Agency ("CRA") and Revenue Quebec and any adjustments that results could affect ITCs recorded in the consolidated financial statements. In the opinion of management, the treatment of R&D for income tax purposes is appropriate. During the year, the Company recognized \$173,401 (2019 - \$167,863) of ITCs which were presented as a reduction of R&D expense.

The Company expects to recover \$289,774 (2019 - \$248,777) of refundable ITCs within the next fiscal year. Due to the uncertainty of utilization of non-refundable ITCs, the Company has not recognized the non-refundable ITCs. These non-refundable ITCs will not be recognized until the Company has income tax liabilities.

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

22. INCOME TAXES (Continued)

As at July 31, 2020, the Company has unused non-refundable ITCs of \$1,353,552 which are available to reduce future taxes payable. These non-refundable ITCs expire as follows:

	Federal	Ontario	Total
2031	\$ 5,576	\$ -	\$ 5,576
2032	85,050	-	85,050
2033	128,021	9,650	137,671
2034	167,842	24,739	192,581
2035	89,699	20,206	109,905
2036	116,292	22,987	139,279
2037	124,332	17,958	142,290
2038	179,959	28,679	208,638
2039	161,768	20,725	182,493
2040	137,499	12,570	150,069
	\$ 1,196,038	\$ 157,514	\$ 1,353,552

Deferred Income Taxes

The temporary differences that give rise to deferred income tax assets and liabilities are presented below at the expected future tax rate of 26.50% (2019 - 25.54%):

	2020	2019
Non-capital losses available for carry-forward	\$ 2,345,092	\$ 1,795,159
Equipment	15,455	10,826
Intangibles	122,909	(60,705)
Leases	(37)	-
Convertible debentures	(136,094)	(116,669)
Transaction costs	21,271	22,723
Provision	23,180	-
Federal and provincial ITCs	1,032,934	926,456
	3,424,710	2,577,790
Deferred tax assets not recognized	(3,539,505)	(2,671,841)
Deferred tax liabilities	\$ (114,795)	\$ (94,051)

Deferred tax assets and liabilities have been offset where they relate to income taxes levied by the same taxation authority and the Company has the legal right and intent to offset.

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

22. INCOME TAXES (Continued)

Deferred Income Taxes (Continued)

Movement in net deferred tax liabilities:

	2020	2019
Balance at the beginning of the year	(94,051)	(94,196)
Recognized in equity	(43,027)	(120,243)
Recognized in profit/loss	22,283	120,388
Recognized in equity	-	-
Balance at the end of the year	(114,795)	(94,051)

As at July 31, 2020, the Company has income tax losses which are available to reduce future taxable income. These losses expire as follows:

	Federal and Ontario	Quebec
2034	336,954	730,292
2036	194,552	540,210
2037	980,016	980,016
2038	2,310,299	1,731,666
2039	3,187,078	3,233,129
2040	1,632,033	1,632,033
	\$ 8,640,932	\$ 8,847,346

These non-capital losses were not recognized in the current and prior year consolidated financial statements due to the uncertainty of realizing them in future years.

23. RELATED PARTY TRANSACTIONS

All transactions with related parties have occurred in the normal course of operations and are recorded at the exchange amount, which is the amount of consideration established and agreed to by the related parties. Key management personnel are defined as those individuals having authority and responsibility for planning, directing and controlling the activities of the Company. The Company's related party transactions for the for the year ended July 31, 2020, were all paid to key management personnel and were as follows:

	2020	2019
Salaries and benefits	\$ 1,137,255	\$ 1,098,126
Stock-based compensation (i)	27,673	239,384
	\$ 1,164,928	\$ 1,337,510

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

23. RELATED PARTY TRANSACTIONS (Continued)

- i) Stock based compensation for officers/directors is comprised of the vested value of stock options granted during the year.

24. FINANCIAL INSTRUMENTS

Credit Risk

Credit risk arises when one party to a financial instrument will cause a financial loss for the other party by failing to discharge its obligation. The Company is exposed to credit risk on its trade receivables. Credit risk is minimized by ensuring the credit worthiness of the entities with which it carries on business. The Company's clients predominantly consist of financial institutions and large public companies, many of whom are repeat clients and have long term relationships with the Company. The amounts reported for trade receivables in the consolidated statement of financial position is net of allowances for credit losses and the net carrying value represents the Company's maximum exposure to credit risk.

Management regularly reviews the credit terms and monitors the age and balances outstanding. Payment terms with customers are normally 30 days from invoice date. For the year ended July 31, 2020, the Company has recorded a provision for Expected Credit Losses of \$2,230 (2019 - \$3,929).

During the COVID-19 pandemic, financial instruments that potentially subject the Company to credit risk consist of trade receivables. The Company has reviewed its credit policy in light of the current environment and regularly conducts business with financial institutions with external credit ratings of 'investment grade' or maintain high liquidity.

Major customer: As at July 31, 2020, approximately 70% of the Company's accounts receivable are due from one significant customer and represents 33% of the Company's sales.

An analysis of the credit quality of the Company's trade receivables is as follows:

	ECL %	2020	2019
Current	0.5%	\$ 147,718	\$ 178,995
Over 30 days past due	1.0%	115,038	250,624
Over 60 days past due	2.5%	432	22,640
Over 90 days past due	5.0%	-	6,982
Over 120 days past due	10.0%	2,366	-
Less: Provision for ECLs		(2,230)	(3,929)
		\$ 263,324	\$ 455,312

24. FINANCIAL INSTRUMENTS (Continued)**Liquidity Risk**

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they fall due. The Company currently settles its financial obligations such as accounts payable out of cash. The Company's future liquidity is dependent on factors such as the ability to generate cash from operations and to raise money through debt or equity financing. The Company has disclosed in Note 2 to these consolidated financial statements the existence of circumstances which would raise doubt about its ability to continue as a going concern.

The Company is exposed to liquidity risk on accounts payable to its suppliers, which arise in the normal course of operations and are due in less than one year, lease liabilities, its term loans and convertible debentures, which are repayable in various monthly & quarterly installments as discussed in note 11 & 13. The Company manages liquidity risk by continuously monitoring actual and forecasted cash flows and budgets on all contracts, while maintaining adequate working capital on hand to meet its future obligations. As of July 31, 2020, the Company had cash on hand of \$1,343,953 and accounts receivable of \$263,324 to meet working capital requirements.

As at July 31, 2020, the Company's current liabilities exceed current assets by \$744,491 (as of July 31, 2019, current liabilities exceed current assets by \$1,252,410). Of this amount, \$1,066,461 (\$1,493,227 - July 31, 2019) relates to contract liabilities (Note 10), which is expected to be settled through the performance of service in the normal course. The current liabilities also include \$165,500 short term debt (Note 9), current portion of term loans of \$364,219 (Note 11) and current portion of lease liabilities of \$127,629 (Note 12).

The Company has no current commitments for capital expenditures as of the date hereof. Trade and other payables are due within the next 12 months. Convertible debentures that were issued on October 31, 2018 have interest only payments due quarterly with the next payment on October 31, 2020 and those that were issued on July 30, 2020 have interest only payments due annually with the next payment on May 31, 2021 (Note 13).

Market Risk

The Company is exposed to risks from changes in foreign exchange rates and interest rates that affect its financial liabilities, financial assets and future transactions.

Currency Risk

The Company is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales and purchases are denominated and the respective functional currency of the company. The functional currency of the Company is Canadian dollar (CAD). The currencies in which transactions are primarily denominated are Canadian or US dollars (USD).

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED JULY 31, 2020 AND 2019
(Presented in Canadian Dollars)**
24. FINANCIAL INSTRUMENTS (Continued)
Currency Risk (Continued)

In respect of monetary assets and liabilities denominated in foreign currencies, the Company policy is to ensure that the net exposure is kept to an acceptable level by buying and selling foreign currencies at spot rate when necessary to address short-term imbalances and business needs.

As at July 31, 2020, the Company's foreign dominated monetary assets and monetary liabilities as expressed in USD\$ total \$550,116 (2019 - USD\$541,094) and converted at the fiscal year end exchange rates of 1.34 (2019 - 1.32). For the year ended July 31, 2020, the Company recognized a gain on foreign exchange of \$12,719 (2019 - gain of \$1,212) as a result of heightened bid in the flight to safety towards the US dollar mid-fiscal year.

Exposure to Currency Risk

			2020		2019
Cash	USD	\$	373,657	\$	438,524
Trade receivables			195,638		127,140
Trade payables			(19,179)		(24,570)
Net statement of financial position exposure	USD	\$	550,116	\$	541,094
Average USD to CAD exchange rate		\$	1.346	\$	1.323
Spot rate USD to CAD exchange rate		\$	1.340	\$	1.315

Following the peak of COVID-19 pandemic crises, the USD has slowly give up strength and CAD to recover as fears of pandemic gradually abate. Taking into consideration the expected weakening of the USD relative to CAD, we expect to give back a portion of the gains realized in the current year.

Sensitivity Analysis

A reasonably possible (strengthening) weakening of Canadian dollar against US dollar on July 31, 2020 and 2019 would have affected the measurement of financial instruments denominated in foreign currency and affected profit or loss by the amount shown below.

The potential effect of a 5% increase or decrease in net exposure due to the USD transactions would result in an increase or decrease in net earnings of approximately \$36,869 (2019 - \$35,571). To date, the Company has not entered into financial derivative contracts to manage exposure to fluctuations in foreign exchange rates.

BLUERUSH INC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED JULY 31, 2020 AND 2019 (Presented in Canadian Dollars)

24. FINANCIAL INSTRUMENTS (Continued)

Sensitivity Analysis (Continued)

	July 31, 2020 (spot rate)		July 31, 2019 (spot rate)	
	Strengthening	Weakening	Strengthening	Weakening
USD (5% movement)	\$ 1.41	\$ 1.27	\$ 1.38	\$ 1.25
USD (10% movement)	1.47	1.21	1.51	1.12
Impact: Profit and Loss				
USD (5% movement)	36,869	(36,869)	35,571	(35,571)
USD (10% movement)	\$ 73,737	\$ (73,737)	\$ 106,714	\$ (106,714)

Interest Rate Risk

Interest rate risk is the risk that fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk arising from fluctuations in interest rates on its term loans and convertible debentures.

Fair Value

As at July 31, 2020, the carrying value and fair value amounts of the Company's financial instruments are approximately the same. The Company does not believe there would be any material movements as a result of changes in interest rates or foreign exchange rates.

Financial instruments measured at fair value on the statement of financial position are categorized into levels of the fair value hierarchy. The Company only has one financial instrument measured at fair value, cash, which is categorized into Level I.