

**BeWhere Holdings Inc.
(Formerly Greenock Resources Inc.)**

INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the Periods Ended September 30, 2017 & 2016

(Expressed in Canadian Dollars)

(UNAUDITED)

BeWhere Holdings Inc.

(Formerly Greenock Resources Inc.)

Interim Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

	September 30, 2017	December 31, 2016
ASSETS		
Current Assets		
Cash (Note 16)	\$ 1,179,446	\$ 1,824,103
Accounts receivable (Note 5)	756,810	241,328
Prepaid expenses (Note 6)	52,383	3,240
Inventory (Note 7)	45,499	41,144
Total current assets	2,034,138	2,109,815
Patents (Note 8)	20,283	20,283
Development costs – net (Note 8)	334,612	177,380
Property and equipment – net (Note 9)	20,571	22,182
Total assets	\$ 2,409,604	\$ 2,329,660
LIABILITIES		
Current Liabilities		
Accounts payable and accrued liabilities (Note 10)	\$ 681,341	\$ 344,625
Total current liabilities	681,341	344,625
Total liabilities	681,341	344,625
SHAREHOLDERS' EQUITY		
Capital stock (Note 12)	4,459,220	3,571,860
Shares to be issued (Note 12)	-	3,747
Equity settled share-based reserves (Note 12)	366,914	282,699
Reserve for warrants (Note 12)	746,157	892,446
Deficit	(3,844,028)	(2,765,717)
Total shareholders' equity	1,728,263	1,985,035
Total liabilities and shareholders' equity	\$ 2,409,604	\$ 2,329,660

Nature of operations (Note 1)

These financial statements are authorized for issue by the Board of Directors on November 21, 2017.

They are signed on the Company's behalf by:

"Chris Panczuk"

Chris Panczuk

"Owen Moore"

Owen Moore

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

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BeWhere Holdings Inc.

(Formerly Greenock Resources Inc.)

Interim Consolidated Statements of Loss and Comprehensive Loss

(Expressed in Canadian Dollars)

	Three months ended		Nine months ended	
	September 30, 2017	September 30, 2016	September 30, 2017	September 30, 2016
Revenue (Note 16)	\$ 706,956	\$ 41,538	\$ 1,243,837	\$ 137,551
Cost of sales	488,840	19,787	839,001	87,030
Gross profit	218,116	21,751	404,836	50,521
Expenses				
Amortization and depreciation	33,876	23,053	77,304	55,125
Consulting fees	95,738	91,093	174,117	238,605
General and office expenses	43,253	11,305	103,328	47,111
Insurance	5,517	1,556	12,213	4,357
Bad debts	12,000	-	47,000	-
Marketing	120,126	51,339	185,852	81,654
Professional fees	38,773	6,876	106,576	24,017
Rent	8,981	13,447	35,875	21,048
Salaries and wages	123,056	148,323	591,577	367,099
Share-based payments	-	5,964	84,215	244,627
Travel	50,257	-	65,990	-
Listing expense	-	-	-	954,103
	531,577	352,956	1,484,047	2,037,746
Loss before income taxes	(313,461)	(331,205)	(1,079,211)	(1,987,225)
Other items:				
Foreign exchange gain	5,080	-	900	-
Gain on write-down of debt	-	-	-	40,738
Total comprehensive loss for the period	\$ (308,381)	\$ (331,205)	\$ (1,078,311)	\$ (1,946,487)
Basic loss per share	\$ (0.01)	\$ (0.01)	\$ (0.02)	\$ (0.05)
Weighted average shares outstanding	52,806,968	40,754,492	51,493,064	40,256,324
Fully diluted loss per share	\$ (0.00)	\$ (0.01)	\$ (0.02)	\$ (0.05)
Fully diluted shares outstanding	65,202,689	40,754,492	65,202,689	40,256,324

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

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BeWhere Holdings Inc.

(Formerly Greenock Resources Inc.)

Interim Consolidated Statements of Cash Flow

(Expressed in Canadian Dollars)

	September 30, 2017	September 30, 2016
	\$	\$
Operations		
Loss for the period	(1,078,311)	(1,946,487)
Items not affecting cash:		
Amortization and depreciation	77,304	55,125
Share-based compensation expense	84,215	244,627
Bad debt	47,000	-
Consulting fees – share based compensation (Note 11)	46,875	-
Listing expense, non-cash portion	-	954,103
Gain on write-off of debt	-	(40,738)
Foreign exchange gain	-	(570)
Consolidation adjustment	-	(5,704)
Changes in non-cash working capital items:		
Accounts receivable	(562,482)	(90,144)
Inventory	(4,355)	(19,175)
Prepaid expenses	(2,268)	(38,899)
Accounts payable and accrued liabilities	336,716	(9,847)
Net cash used in operating activities	(1,055,306)	(897,709)
Investing		
Patents	-	(16,553)
Purchase of property and equipment	(4,817)	(23,362)
Development costs	(228,108)	(69,706)
Net cash used in investing activities	(232,925)	(109,621)
Financing		
Warrants exercised	504,674	-
Options exercised	138,900	-
Shares issued	-	3,394,449
Share issuance costs	-	(364,799)
Repayment to related parties	-	(152,492)
Net cash provided by financing activities	643,574	2,877,158
Increase (decrease) in cash and cash equivalents	(644,657)	1,869,828
Cash and cash equivalents, beginning of period	1,824,103	117,075
Cash and cash equivalents, ending of period	1,179,446	1,986,903

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

BeWhere Holdings Inc.

(Formerly Greenock Resources Inc.)

Interim Consolidated Statements of Changes in Shareholder Equity

(Expressed in Canadian Dollars)

	Share Capital		Shares to be Issued	Equity Settled Share-based Reserves	Reserve for Warrants	Deficit	Total
	Shares	Amount \$					
Balance, December 31, 2016	50,197,171	3,571,860	3,747	282,699	892,446	(2,765,717)	1,985,035
Exercise of options (Note 12)	849,500	138,900	-	-	-	-	138,900
Exercise of warrants (Note 12)	2,034,249	654,710	-	-	(146,289)	-	508,421
Shares issued (Note 11)	500,000	93,750	-	-	-	-	93,750
Shares to be issued	-	-	(3,747)	-	-	-	(3,747)
Share-based compensation expense	-	-	-	84,215	-	-	84,215
Net loss for the period	-	-	-	-	-	(1,078,311)	(1,078,311)
Balance, September 30, 2017	53,580,920	4,459,220	-	366,914	746,157	(3,844,028)	1,728,263

	Share Capital		Shares to be Issued	Equity Settled Share-based Reserves	Reserve for Warrants	Deficit	Total
	Shares	Amount \$					
Balance, December 31, 2015	14,256,100	144	-	-	-	(80,904)	(80,760)
Shares issued on RTO - BeWhere	4,743,896	-	-	-	-	-	-
Shares issued on RTO - Greenock	6,526,659	978,999	-	-	-	-	978,999
Shares issued on private placement	22,096,335	3,314,450	-	-	-	-	3,314,450
Shares issued in settlement of debt	533,333	80,000	-	-	-	-	80,000
Share issue costs – finder units	1,166,667	(175,000)	-	-	103,093	-	(71,907)
Value of attached warrants	-	(541,833)	-	-	541,833	-	-
Value of issuance cost paid in warrants	-	(41,062)	-	-	41,062	-	-
Value of issuance cost paid in options	-	(115,600)	-	115,600	-	-	-
Share issuance costs paid in cash, net	-	(364,798)	-	-	-	-	(364,798)
Salary related share costs	-	-	-	244,627	-	-	244,627
Net loss for the period	-	-	-	-	-	(1,946,487)	(1,946,487)
Balance, September 30, 2016	49,322,990	3,135,300	-	360,227	685,988	(2,027,391)	2,154,124

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

BeWhere Holdings Inc.

(Formerly Greenock Resources Inc.)

Notes to Interim Consolidated Financial Statements

September 30, 2017

(Expressed in Canadian Dollars)

1. Nature of Business and Going Concern**Nature of business**

BeWhere Holdings Inc. (formerly Greenock Resources Inc., “Greenock”) (the “Company” or “BeWhere Holdings”) was incorporated on October 28, 2003 under the Ontario Business Corporations Act. On September 29, 2009, the Company received approval from the TSX Venture Exchange to change its name from Simberi Gold Corporation to Greenock Resources Inc. The Company was engaged in the exploration and evaluation of mining projects in the United States of America and in the Democratic Republic of Congo. On September 18, 2015, the Company entered into a letter of intent to acquire all the issued and outstanding securities of BeWhere Inc. (“BeWhere”). The acquisition is an arm's-length transaction and constitutes a reverse takeover (“RTO”) pursuant to the policies of the TSX Venture Exchange (Note 4). On February 2, 2016 the Company received approval from the TSX Venture Exchange to change its name from Greenock Resources Inc. to BeWhere Holdings Inc. The primary office of the Company is located at 3264 Lakeshore Blvd West Etobicoke, Ontario M8V 1M4.

Legally, BeWhere Holdings is the parent company; however, as a result of the share exchange, control of the combined companies passed to the former shareholders of BeWhere, which for accounting purposes is deemed to be the acquirer. For financial reporting purposes the transaction has been accounted for under IFRS 2 Share Based Payment and therefore the financial statements have been prepared as a continuation of BeWhere. Consequently, through the period ended February 2, 2016, the consolidated statements of comprehensive loss and the consolidated statements of cash flows relate only to BeWhere, the acquirer. After February 2, 2016, the net assets of BeWhere are included in the balance sheet at their carrying values, and the acquisition of Greenock is accounted for by the acquisition method, with the net assets of Greenock recorded at their estimated fair values. However, the equity structure appearing in these consolidated financial statements (the number and type of equity instruments issued) reflect the equity structure of BeWhere Holdings, including the equity instruments issued by BeWhere Holdings to effect the RTO.

The Company is an internet provider of real-time information on equipment, tools, and inventory in-transit and at facilities serving the emergency service, construction, utility, and transportation industries. BeWhere Holdings designs and sells beacons and develops mobile applications, middle-ware, and cloud-based solutions enabling a level of operational visibility that was previously unavailable and/or cost prohibitive.

Going concern assumption

The Company is in an early development stage and is subject to risks and challenges like other companies in comparable operations. These risks include, but are not limited to, dependence on key individuals, and the ability to secure adequate financing to meet the minimum capital required to successfully and continue as a going concern. The Company must raise additional funds to continue operations and to complete its intended Acquisition. Although the Company has been successful in raising funds to date, there can be no assurance that adequate funding will be available in the future, or available under terms favorable to the Company.

Operating losses to date, together with the challenges of securing requisite funding beyond the next twelve months, may lend significant doubt as to the Company’s ability to continue as a going concern and accordingly use of accounting principles applicable to a going concern. These consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and presentation that would be necessary should the going concern assumption be inappropriate, and those adjustments could be material.

BeWhere Holdings Inc.

(Formerly Greenock Resources Inc.)

Notes to Interim Consolidated Financial Statements

September 30, 2017

(Expressed in Canadian Dollars)

2. Basis of Presentation and Statement of Compliance

The unaudited interim consolidated financial statements, including comparatives, have been prepared in accordance with International Accounting Standard ("IAS") 34, Interim Financial Reporting. The accounting policies applied in these financial statements are consistent with those used in the Company's audited consolidated financial statements for the year ended December 31, 2016. There have been no changes from the accounting policies applied in the December 31, 2016 financial statements. The preparation of interim financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the related amounts of assets and liabilities, revenues and expenses. In management's opinion, all adjustments considered necessary for fair presentation have been included in these financial statements. Interim results are not necessarily indicative of the results expected for the financial year. Annual results may differ from interim estimates. The significant judgments made by management applied in the preparation of these financial statements are consistent with those applied and disclosed in the Company's audited financial statements for the year ended December 31, 2016. For a description of the critical accounting estimates and assumptions, please refer to the Company's audited consolidated financial statements for the year ended December 31, 2016.

The board of directors approved these interim consolidated financial statements for issue on November 21, 2017.

Statement of compliance

The financial statements of the Company comply with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

Basis of measurement

These consolidated financial statements have been prepared on a historical cost basis, except for certain financial instruments that have been measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

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

Basis of consolidation

The consolidated financial statements incorporated to the financial statements of the Company and entities controlled by the Company and its subsidiaries, Control is archived when the Company:

- has power over the investee;
- is exposed or has right to variable returns from its involvements with the investee; and
- has the ability to use its power to affect its returns.

The Company reassess whether or not its controls and investee if facts and circumstances indicate that there are changes or more of the three elements of control listed above.

These consolidated financial statements include the accounts of the Company and its wholly owned subsidiary BeWhere Inc.

3. Significant Accounting Policies

The accounting policies applied by the Company in these interim consolidated financial statements are the same as those applied by the Company in its consolidated financial statements as at and for the year ended December 31, 2016.

BeWhere Holdings Inc.

(Formerly Greenock Resources Inc.)

Notes to Interim Consolidated Financial Statements

September 30, 2017

(Expressed in Canadian Dollars)

4. Acquisition of BeWhere

The legal acquisition of BeWhere by the Company constitutes an asset acquisition as the Company does not meet the definition of a business, as defined in IFRS 3, Business Combinations. As a result of the reverse takeover transaction, the shareholders of BeWhere owned approximately 74% of the issued and outstanding common shares of Greenock on a non-diluted basis. For accounting and reporting purposes, BeWhere is the accounting acquirer and Greenock is the accounting acquiree because of the significant holdings and influence of the control group of BeWhere before and after the transaction.

Because of this acquisition, a listing expense of \$1,331,094 has been recorded. This reflects the difference between the estimated fair value of the BeWhere shares to the Company's shareholders less the net fair value of the assets of the Company acquired and costs incurred to effect the transaction.

In accordance with reverse acquisition accounting:

1. The assets and liabilities of BeWhere are included in the statement of financial position at their carrying values;
2. The net liabilities of the Company are included at their fair value of \$45,393;
3. The net assets of the Company have been allocated as follows:

Amounts receivable	\$	26,162
Receivable from BeWhere		38,942
Prepaid filing fees		38,815
Accounts payable and accrued liabilities		(149,312)
Identified tangible net-assets acquired	\$	(45,393)

The purchase consideration to complete the RTO and the fair value of the net assets acquired were as follows:

Purchase consideration		
6,526,661 issued common shares – Greenock	\$	978,999
1,166,667 issued common shares – finders' share		175,000
	\$	1,153,999
Less – identified tangible net assets		45,393
Non-cash listing expense		1,199,392
Add – Cash paid listing expense		131,702
Total listing expense	\$	1,331,094

5. Accounts Receivable

	September 30, 2017		December 31, 2016	
HST/GST and other receivable	\$	109,052	\$	58,725
Trade account receivables		694,758		182,603
Allowance for doubtful accounts		(47,000)		-
	\$	756,810	\$	241,328

The Company generally does not hold any collateral as security for trade receivables; however, it minimizes its credit risk associated with its trade receivables by requiring customer deposits or prepayments in some cases and performing credit evaluation, approval, and monitoring processes. As of September 30, 2017, the allowance for doubtful trade accounts was \$47,000 (December 31, 2016 - \$nil).

BeWhere Holdings Inc.

(Formerly Greenock Resources Inc.)

Notes to Interim Consolidated Financial Statements

September 30, 2017

(Expressed in Canadian Dollars)

5. Accounts Receivable (continued)

The aging of trade receivables as at the reporting date, based on due dates is as follows:

	September 30, 2017		December 31, 2016	
Current	\$	501,881	\$	73,226
31 – 60 days		45,106		12,617
61 – 90 days		52,401		24,240
Greater than 90 days		95,370		72,520
	\$	694,758	\$	182,603

6. Prepaid Expenses

	September 30, 2017		December 31, 2016	
Insurance	\$	4,320	\$	3,240
Director fee		1,188		-
Consultant services (Note 11)		46,875		-
	\$	52,383	\$	3,240

7. Inventory

At the period ending September 30, 2017, the Company had inventory totaling \$45,499 (December 31, 2016 - \$41,144), which consists primarily of finished goods.

8. Patents and Development Costs

	Development costs		Patents	
Cost:				
As at December 31, 2016	\$	245,905	\$	20,283
Additions		228,108		-
As at September 30, 2017	\$	474,013	\$	20,283
Accumulated depreciation:				
As at December 31, 2016	\$	68,525	\$	-
Additions		70,876		-
As at September 30, 2017	\$	139,401	\$	-
Net carrying amounts:				
As at December 31, 2016	\$	177,380	\$	20,283
Additions		157,232		-
As at September 30, 2017	\$	334,612	\$	20,283

The Company capitalized research and development costs during the nine months ended September 30, 2017 of \$228,108 (December 31, 2016 - \$80,655). The development costs are related to the development and testing of prototypes and software.

BeWhere Holdings Inc.

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Notes to Interim Consolidated Financial Statements

September 30, 2017

(Expressed in Canadian Dollars)

9. Property and Equipment

The following is a summary of the activity between September 30, 2017 and the year ended December 31, 2016:

Cost:	December 31, 2016		Additions		September 30, 2017	
Office equipment	\$	3,670	\$	-	\$	3,670
Computer and phones		7,028		4,817		11,845
Leasehold improvements		4,595		-		4,595
Trade booth		11,710		-		11,710
	\$	27,003	\$	4,817	\$	31,820

Accumulated Amortization:	December 31, 2016		Amortization		September 30, 2017	
Office equipment	\$	(734)	\$	(550)	\$	(1,284)
Computer and phones		(2,227)		(3,432)		(5,659)
Leasehold improvements		(689)		(689)		(1,378)
Trade booth		(1,171)		(1,757)		(2,928)
	\$	(4,821)	\$	(6,428)	\$	(11,249)

Net carrying amounts:	December 31, 2016		Additions		September 30, 2017	
Office equipment	\$	2,936	\$	(550)	\$	2,386
Computer and phones		4,801		1,385		6,186
Leasehold improvements		3,906		(689)		3,217
Trade booth		10,539		(1,757)		8,782
	\$	22,182	\$	(1,611)	\$	20,571

10. Accounts Payable and Accrued Liabilities

	September 30, 2017		December 31, 2016	
Accounts payable	\$	369,941	\$	119,176
Accrued liabilities		311,400		225,449
	\$	681,341	\$	344,625

11. Related Party Balances and Transactions

The Company entered into the following transactions with related parties:

- 1) Paid salaries to key personnel of the Company during the nine months ended September 30, 2017 \$202,954 (2016 - \$163,230) recognized as salaries and wages in the consolidated statement of loss and comprehensive loss.
- 2) Accrued unpaid salaries to key personnel of the Company arising from prior periods, of \$94,000 (2016 - \$100,000) recognized as accounts payable and accrued liabilities in the consolidated statement of financial position as at September 30, 2017.
- 3) Issued 250,000 shares each, in lieu of cash, to two consulting companies, owned by executive officers, in consideration for entering into consulting service agreements for the total amount of \$93,750. At the reporting date, there are consulting services related to these agreements uncompleted for \$46,875 and recognized as prepaid expenses in the Consolidated Statement of Financial Position as at September 30, 2017.
- 4) Advance from directors for \$34,500 recognized as accounts payable and accrued liabilities in the consolidated statement of financial position as at September 30, 2017.

BeWhere Holdings Inc.

(Formerly Greenock Resources Inc.)

Notes to Interim Consolidated Financial Statements

September 30, 2017

(Expressed in Canadian Dollars)

12. Shareholders' Equity**a) Share capital**

Authorized – Unlimited common shares, no par value.

b) Equity settled share-based reserves**Share-based payments**

The Company has an employee stock option plan under which the Board of Directors, or a committee appointed for such purpose, may from time to time grant to employees, officers, directors of, or consultants to the Company, options to acquire common shares in such numbers, for such terms, and at such exercise prices, as may be determined by the Board of Directors or such committee. The options granted to employees are valid for a maximum of 10 years from the date of the issue.

	Share purchase warrants		Stock options	
	Number	Weighted average exercise price \$	Number	Weighted average exercise price \$
Outstanding, December 31, 2016	12,054,852	0.25	1,984,000	0.16
Exercised	(2,034,249)	0.25	(849,500)	0.16
Expired	(50,000)	0.25	-	-
Granted	-	-	750,000	0.28
	9,970,603	0.25	1,884,500	0.21

As at September 30, 2017, exercisable incentive stock options were outstanding as follows:

Exercisable options	Exercise price \$	Expiry date	Expected dividend yield %	Risk-free interest rate %	Expected volatility %
499,500	0.15	February 23, 2026	-	1.14	123.50
150,000	0.17	May 1, 2026	-	1.53	106.31
50,000	0.15	May 16, 2019	-	0.59	105.56
150,000	0.12	June 7, 2019	-	0.52	109.85
168,334	0.195	October 21, 2026	-	1.13	103.22
250,000	0.28	May 5, 2027	-	1.22	98.06
1,267,834					

As at September 30, 2017, share purchase warrants were outstanding as follows:

Exercisable warrants	Exercise price \$	Expiry date	Expected dividend yield %	Risk-free interest rate %	Expected volatility %
4,965,437	0.25	February 4, 2019	-	0.39	104.63
5,005,166	0.25	September 16, 2019	-	0.60	106.85
9,970,603					

BeWhere Holdings Inc.

(Formerly Greenock Resources Inc.)

Notes to Interim Consolidated Financial Statements

September 30, 2017

(Expressed in Canadian Dollars)

13. Financial Instruments

The Company's consolidated financial instruments consist of cash, accounts receivable, and accounts payable and accrued liabilities. The fair values of cash, accounts receivable, and accounts payable and accrued liabilities approximate their carrying values because of their current nature.

Fair value

Financial instruments recorded at fair value on the statements of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The three levels of the fair value hierarchy are as follows:

- Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- Level 3: Inputs that are not based on observable market data.

The carrying value of cash, account receivable and account payable and accrued liabilities approximate their fair value.

Financial risk management

The Company's activities potentially expose it to a variety of financial risks, including credit risk, liquidity risk, and market risk.

Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's cash are exposed to credit risk. The Company reduces its credit risk on cash by placing these instruments with institutions of high credit worthiness. As at September 30, 2017, the Company's exposure is the carrying value of the financial instruments.

The Company's maximum exposure to credit risk is the carrying value of its financial assets.

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments. The Company manages liquidity by maintaining adequate cash balances to meet liabilities as they become due.

Market risk

Market risk consists of currency risk and interest rate risk. These are discussed further below.

Foreign exchange risk

Foreign currency exchange risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company has financial assets denominated in the American dollar. The Company does not hedge its exposure to fluctuations in foreign exchange rates.

BeWhere Holdings Inc.

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Notes to Interim Consolidated Financial Statements

September 30, 2017

(Expressed in Canadian Dollars)

13. Financial Instruments (continued)

The following is an analysis of Canadian dollar equivalent of financial assets and liabilities that are denominated in American dollars:

	September 30, 2017	December 31, 2016
Cash and cash equivalents	\$ 225,982	\$ 27,053

As at September 30, 2017, with other variables unchanged, a 10% change in the American dollar to Canadian dollar exchange rate would impact the Company's net income by \$22,598.

Interest rate risk

Interest rate risk consists of two components:

- a. To the extent that payments made or received on the Company's monetary assets and liabilities are affected by changes in the prevailing market interest rates, the Company is exposed to interest rate cash flow risk.
- b. To the extent that changes in prevailing market rates differ from the interest rate in the Company's monetary assets and liabilities, the Company is exposed to interest rate price risk.

Current financial assets and financial liabilities are generally not exposed to interest rate risk because of their short-term nature and maturity.

14. Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor and creditor confidence and to sustain future development of the business. The capital structure of the Company consists of share capital and working capital.

There were no changes in the Company's approach to capital management during the period. The Company is not subject to any externally imposed capital requirements.

Classification of financial instruments

Financial assets included in the statement of financial position are as follows:

These financial assets are classified as loan and receivable.

	September 30, 2017	December 31, 2016
Cash	\$ 1,179,446	\$ 1,824,103
Account receivables	756,810	241,328
	\$ 1,936,256	\$ 2,065,431

Financial liabilities included in the statement of financial position are as follows:

These non-derivative financial liabilities are classified as financial liabilities at amortized costs.

	September 30, 2017	December 31, 2016
Accounts payable and accrued liabilities	\$ 681,341	\$ 344,625

BeWhere Holdings Inc.

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Notes to Interim Consolidated Financial Statements

September 30, 2017

(Expressed in Canadian Dollars)

15. Concentrations

During the three months ending September 30, 2017, the Company generated 85.43% (2016 - 35.30%) of its revenues from one customer. As at September 30, 2017, the Company had 65.98% of its accounts receivable with one customer.

16. Subsequent Events

Subsequent to the quarter end, the Company successfully completed a private placement financing whereby 7,165,000 common shares were issued for gross proceeds of \$2,149,500.