



INTELLIGENCE ON HIRING DEMAND™

MANAGEMENT'S DISCUSSION AND ANALYSIS

OCTOBER 6th, 2009

WANTED TECHNOLOGIES CORPORATION

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WANTED TECHNOLOGIES CORPORATION

MANAGEMENT'S DISCUSSION AND ANALYSIS

1) Introduction

The following analysis concerns the financial situation, operating results and cash flow of WANTED Technologies Corporation (“WANTED” or the “Company”) for the fiscal year ended June 30, 2009, as compared with the fiscal year ended June 30, 2008. This management report, prepared as at October 6th 2009, is intended to complement and supplement the audited consolidated financial statements and should be read in conjunction with these consolidated financial statements and the related notes. The consolidated financial statements and the management’s discussion and analysis are designed to provide investors with a reasonable basis for evaluating the Company’s operating results and financial performance.

The audited consolidated financial statements were prepared in accordance with Canadian generally accepted accounting principles (“GAAP”) as established by the Canadian Institute of Chartered Accountants. Unless otherwise specified, all of the financial information presented below is in Canadian dollars.

Prospective Statements

Apart from historical data, the financial analysis by management contains information and statements concerning the future results of the Company which should be considered as prospective. These statements reflect the current vision of the Company concerning future events; they are based on information currently available to the Company and on reasonable assumptions. These prospective statements are subject to risks, uncertainties and other factors likely to influence the results, the performance and the achievements of the Company such that they could differ substantially from the results, performance and achievements prospective statements of this nature might imply. More information on these risk factors is available in section “Risks and Uncertainties”. Unless required by Canadian and Provincial securities legislation, the Company does not intend to revise these prospective statements on the basis of new information, future events, or others.

Non GAAP Measures

EBITDA is one of the key financial indicators used by management to monitor the performance of the Company and assess the Company's ability to generate cash flows from its continued activities and to meet its financial obligations. This indicator is also generally used for valuation purposes. EBITDA represents earnings before interest, tax on earnings, depreciation, amortization and loss in value of physical assets and intangible assets. As the generally accepted accounting principles in Canada do not provide a standardized definition for this measure, it may not be comparable to similar measures used by other companies.

2) Overview

WANTED Technologies Corporation is the leading source of insight and analysis based on hiring demand in the United States and Canada. Clients in the Media, HR/Staffing, Government and Financial Services sectors use WANTED's online data and SaaS-based analytical solutions to identify economic trends, analyze competition and market activities and prioritize sales opportunities. Clients include leading Media companies offering advertising-based recruiting services, as well as Staffing agencies and career transition agencies. WANTED's products and services are delivered electronically via annual subscription, and its revenues are mostly based on recurring fees tied to the number of individual users or "seats" within the client's organization.

2009 Highlights

- Revenue growth of 8% for fiscal 2009 compared with fiscal 2008. The Company's sales productivity tools supported revenue growth during a period of severe economic contraction, particularly within the employment sector, where the majority of the Company's clients are.
- Net earnings of \$568,808 or \$0.024 per share for the fiscal year ended June 30, 2009, compared to net earnings of \$360,194 or \$0.015 per share in the fiscal year ended June 30, 2008, an increase of 58%, or 60% per share.
- Renewal of agreements with each of the Company's largest 10 accounts during a period of extreme economic uncertainty.
- Diversification of the Company's products and services beyond the Media sector to reach a broader set of clients within the Staffing, Government and Financial Services sectors.
- Release of *AnalyticsTM 2.0*, the next generation online dashboard using the Hiring Demand to provides clients with analysis and insight into which companies are hiring and how that hiring activity can translate into business opportunities for WANTED's clients.
- Launch of the WANTED *Hiring Demand IndicatorsTM*, a new service providing regular news reports and analysis focusing on how Hiring Demand reflects conditions within companies, occupations and industries. (<http://hdi.wantedanalytics.com>).

Selected Financial Information

WANTED monitors its overall performance using key financial indicators such as revenues, EBITDA before other revenue and expenses and net earnings.

Main Annual Financial Data

	2009	2008	2007
	\$	\$	\$
Revenue	6,115,427	5,676,077	3,093,115
EBITDA before other revenue and expenses	1,103,961	1,070,711	565,422
Net earnings	568,808	360,194	229,917
Net earnings per share (basic and diluted)	0.024	0.015	0.011
Total assets	6,258,096	5,805,221	5,004,600
Long-term liabilities	343,102	505,973	218,917

Business Outlook

During the year ending June 30, 2009, WANTED's clients experienced some of the most challenging business contractions in memory. Clients in the Media and Staffing sectors, whose revenues rise when employers are hiring and fall when employers are reducing their workforce, faced an employment marketplace that lost nearly six million jobs in the US and 300,000 jobs in Canada. With employers shedding so many jobs, their demand for new employees was minimal and their need for recruitment advertising and staffing services decreased dramatically. In this environment, year-over-year revenue declines for some of WANTED clients were as high as 50 percent.

In spite of the severity of these market conditions, WANTED was able to renew subscription agreements with all of its 10 largest clients, although in some cases at lower spending levels. WANTED provides these clients with sales productivity solutions, and even in the most difficult business conditions, sales organizations need to continue to be as productive and competitive as possible.

Fortunately, by almost all accounts, the worst of the economic crisis appears to have passed. Some economists, however, caution about the possibility of a "double-dip" recession, where a second economic contraction follows a period of apparent recovery.

Another concern among economists is the potential for a "jobless" recovery. In that scenario, the economy could begin to grow again, but economic growth would not be accompanied by corresponding gains in employment. In a jobless recovery, many of WANTED's clients would not experience a recovery in demand for their services, and WANTED's revenue growth rate, accordingly, could be constrained.

There have been cases in the past where relatively strong job growth has followed a recession, and if this turns out to be the case in the coming months and years, we can assume that WANTED's clients will see an improving market. One consequence of an improving market for WANTED's client would be increases in the size of their salesforce with a corresponding increase in the number of licenses of WANTED *Analytics*TM.

During FY2009, anticipating that WANTED's traditional Media clients would encounter cyclical economic pressure as well as secular pressure as recruitment advertising migrated from print to online vehicles, WANTED undertook an initiative to diversify its client base. This diversification focuses on developing and further customizing products for the Staffing, Government and Financial Research segments. The economic environment deteriorated to such an extent that each of these sectors also faced severe challenges; the progression in Financial sector has been limited in particular. Despite these conditions, WANTED has signed new clients in the Staffing and Government sectors.

In the Government sector, WANTED continues to work in conjunction with The Conference Board, one of the leading non-profit economic research organizations in the US, which could position the Company to benefit from to the Federal economic stimulus funds.

Looking forward to 2010, analysts are predicting a slow economic recovery. This is likely to cause WANTED's clients to remain cautious about increasing their hiring activity. In this "most likely" scenario, WANTED's clients will see only gradual improvement in their revenues, which will constrain their rate of hiring of new sales people and investment in additional sales productivity tools. This will affect WANTED's financial performance in the first and second quarters of FY2010.

3) Operating results

Revenues

WANTED's business model is largely focused on building its recurring revenue base through annual subscriptions to its leading employment market intelligence platform, *Analytics™ 2.0*.

For the fiscal year ended June 30, 2009, WANTED posted revenues of \$6,115,427, compared to \$5,676,077 for the fiscal year ended June 30, 2008, an increase of \$439,350 or 8%. Revenue derived from recurring revenue contracts amounted to \$5,412,709 for fiscal 2009, an increase of \$736,187, or 16%, over the \$4,676,522 registered in fiscal 2008. Non-recurring revenues amounted, for fiscal 2009, to \$702,718, representing a decrease of \$296,837 over the previous year.

As of June 30, 2009, contracts in hand represented approximately 4.4 million dollars in annualized recurring revenues while contracts in hand represented, as of June 30, 2008, approximately 5.1 million dollars in annualized revenues, a decrease of 14%.

	2009 \$	2008 \$	Change \$	Change %
Recurring revenue	5,412,709	4,676,522	736,187	16%
Non-recurring revenue	702,718	999,555	(296,837)	(30%)
Total revenue	6,115,427	5,676,077	439,350	8%
Recurring revenue booking - end	\$4.4 M	\$5.1 M	(\$0.7 M)	(14%)

This contraction in WANTED'S recurring revenue booking reflected the uniformly severe deterioration in the economic environment for all of the Company's clients. These conditions caused many clients to reduce the size of their sales forces, thus diminishing the number of *Analytics™* seats required within their sales organizations. Additionally, the Company experienced cancellations of some contracts among

its smaller newspaper clients, where the size of the market no longer justified the expense of an online sales productivity tool.

The concept of recurring annualized revenues assumes that all recurring revenue contracts as of the calculation date will be renewed and is calculated based on the average exchange rate of the last month of the year. For the fiscal year ended June 30, 2009, recurring revenues represented approximately 89% of total revenues compared to 82% for the fiscal year ended June 30, 2008.

	USA	Canada	Total
	\$	\$	\$
Revenue - Fiscal 2009	5,780,464	334,963	6,115,427
	95 %	5%	100%
Revenue - Fiscal 2008	5,342,291	333,786	5,676,077
	94%	6%	100%
Variation	438,173	1,177	439,350
	8%	- %	8%

Ninety-five per cent (95%) of WANTED's revenues, for the fiscal year ended June 30, 2009, came from sales denominated in US dollars compared to ninety-four per cent (94%) for the fiscal year ended June 30, 2008. The fluctuations in the U.S. dollar versus the Canadian dollar had a significant positive impact on the revenues of the Company in fiscal 2009. The average exchange rate went from 1.0104 for the fiscal year ended June 30, 2008 to an average of 1.1662 for the fiscal year ended June 30, 2009. Had the average exchange rate remained the same as in fiscal 2008, total revenue, for the fiscal year ended June 30, 2009 would have been lower by approximately \$770,000 and the recurring revenue base, as of June 30, 2009, would have been amounted to approximately 4.0 million dollars.

Cost of goods sold

Certain WANTED services are based on enriching the content of business databases which are licensed from third parties and re-sold to WANTED's clients. The licensing costs of these business databases represent the majority of WANTED's cost of goods sold. For fiscal year 2009, the cost of goods sold associated with this type of revenue amounted to \$221,800 compared to \$247,375 for fiscal year 2008.

Revenues related to this type of transaction totalled \$307,449 for the fiscal year ended June 30, 2009 compared to \$483,071 for the fiscal year ended June 30, 2008.

Research and development expenses

Wanted continues to invest substantially in research and development in order to stay ahead of competition. This resulted in the release, in the first quarter of fiscal 2009, of WANTED's new online dashboard for the employment market, *AnalyticsTM2.0*. Following this release, the research and development team continued to add functionalities to *AnalyticsTM2.0* as well as to develop specific product solutions for the Staffing, Government, and Financial Services markets.

Research and development costs, net of CNNTQ (Quebec Center for new technologies) and research tax credits totalled \$1,451,396 for fiscal 2009, compared with \$1,607,885 for fiscal 2008, a net decrease of \$156,489 or 10% mostly resulting from an increase of \$77,697 in tax credits recorded in fiscal 2009, combined with a decrease in consulting fees resulting from non recurring charges recorded during the integration period that followed the acquisition of Corzen Inc. on June 30, 2007.

Tax credits recorded for the fiscal year ended June 30, 2009 totalled \$253,986 compared to \$176,289 for the previous fiscal year.

Marketing and selling expenses

For the fiscal year ended June 30, 2009, marketing and selling expenses totalled \$2,231,157, compared with \$1,517,467 for the fiscal year ended June 30, 2008, an increase of \$713,690 or 47%. This increase is mainly the result of hiring additional resources in both sales and product marketing to support the release of *AnalyticsTM 2.0* as well as to position the Company's products in the Staffing, Governments and Financial Services markets. This increase in market presence was also supported by targeted marketing initiatives. Following the severe economic downturn, the Company tightly restricted, in the second half of the fiscal year, its marketing and selling expenses.

Administrative expenses

For the fiscal year ended June 30, 2009, administrative expenses totalled \$1,280,127, compared with \$1,432,424 for the fiscal year ended June 30, 2008, a decrease of \$152,297, or 11%. Most of this variance reflects certain one-time administrative expenses incurred in fiscal 2008 to perform the integration of Corzen, Inc., which was acquired on June 30, 2007. Also contributing to this decrease in administrative expenses was a decrease of \$86,276 in stock based compensation expense recorded. For fiscal 2009, stock based compensation allocated to general and administrative expenses represented \$67,387, compared to \$153,663 for fiscal 2008.

Financial expenses

Net financial expenses mainly consist of interest expenses on long-term debt, net of interest income on short-term investments.

For the fiscal year ended June 30, 2009, net financial expenses totalled \$51,595 compared to \$67,005 for the fiscal year ended June 30, 2008, a decrease of \$15,410. This decrease mostly results from financing fees of \$20,753 related to a term loan of \$750,000 concluded in the first quarter of fiscal 2008. These financing fees were fully expensed immediately, in accordance with the Company's accounting policy. Also, a \$15,811 decrease in interest expense related to the long term debt was mostly offset by a \$14,321 decrease in interest revenues resulting from lower available interest rates in fiscal 2009.

Earnings before other revenue and expenses

For the fiscal year ended June 30, 2009, earnings before other revenue and expenses totalled \$623,940, compared with \$594,677 for the fiscal year ended June 30, 2008, an increase of \$29,263, or 5%. This increase is primarily due to an increase of \$464,925, or 9%, in gross margin, which was partially offset by an increase of \$435,662 in operating expense. The increase of \$435,662 in operating expenses mostly results from significant investments in sales and marketing which were necessary to increase market presence and to address new market segments. Also contributing to the increase in operating expenses was an increase of \$46,168 in amortization of intangible assets, resulting from a revised estimation of the useful life of the non-competition agreements, which was modified from 3 years to 2 years.

Net earnings

Net earnings, for fiscal 2009, were \$568,808, compared to \$360,194 recorded for fiscal 2008, an increase of \$208,614, or 58%. Contributing significantly to this increase was favorable prevailing exchange rates that lead to a currency exchange gain of \$122,795 for the fiscal year ended June 30, 2009. This represents a positive variation of \$136,690 over the previous year. Net earnings for fiscal 2009 were however negatively affected by a provision for income taxes of \$178,102. No income tax provision was recorded in the previous year. Note that net earnings of the fiscal year ended June 30, 2008 were affected negatively by a non-recurring severance premium of \$225,000 recorded following the departure of the Company's president and chief executive officer.

Main Quarterly Financial Data

	First Quarter	Second Quarter	Third Quarter	Fourth Quarter	Total
	\$	\$	\$	\$	\$
Year ended June 30, 2009					
Revenues	1,410,537	1,610,643	1,641,587	1,452,660	6,115,427
EBITDA before other revenue and expenses	339,715	155,400	226,285	382,561	1,103,961
Net earnings	224,749	113,599	90,086	140,374	568,808
Net earnings per share (basic and diluted)	0.009	0.005	0.004	0.006	0.024
Year ended June 30, 2008					
Revenues	1,447,989	1,428,657	1,334,141	1,465,290	5,676,077
EBITDA before other revenue and expenses	265,958	225,000	307,959	271,794	1,070,711
Net earnings	113,404	106,935	7,281	132,574	360,194
Net earnings per share (basic and diluted)	0.005	0.004	0.0003	0.006	0.015

Net earnings per share (basic and diluted) totalled \$0.024 for the fiscal year ended June 30, 2009, compared with net earnings per share (basic and diluted) of \$0.015 for the fiscal year ended June 30, 2008, an increase of 60%.

Financial results for the fourth quarter of 2009

During the fourth quarter of fiscal 2009, WANTED recorded revenues totalling \$1,452,660, a decrease of 1% over the \$1,465,290 recorded for the corresponding quarter of the previous fiscal year. This also represents a decrease of \$188,927, or 12%, over the third quarter of fiscal 2009.

Net earnings for the fourth quarter of 2009 amounted to \$140,374 (or \$0.006 per share), compared with net earnings of \$132,574 (or \$0.006 per share) for the corresponding period in 2008.

4) Cash Flows

As at June 30, 2009, the cash position totalled \$1,742,970, compared with \$261,735 at the beginning of the fiscal year, an increase of \$1,481,235.

Operating activities

During the year ended June 30, 2009, cash flows generated from operating activities were \$1,375,240 compared to \$412,584 in the previous year, an increase of \$962,656.

This variation is mostly explained by a positive variance of \$846,868 in the changes in working capital items for fiscal 2009 as compared with fiscal 2008. This positive variation in changes in working capital items mostly results from a positive variation of \$747,420 related to the accounts receivable, which decreased by \$294,969 as of June 30, 2009, while accounts receivable had increased by \$452,451 as of June 30, 2008. Net earnings also contributed to this significant positive cash flow by an increase of \$208,614. Non-cash items were however affected by a decrease of \$116,460 in the stock based compensation charge recorded.

Investing activities

For fiscal 2009, investing activities generated \$354,636 in cash, compared to fiscal 2008, where investing activities required \$744,643 in cash, a positive variance of \$1,099,279. This positive variance mostly results from variations in short-term investments. During fiscal 2009, short-term investments decreased by \$484,271, due to investments reaching maturity that were not reinvested, compared to the previous year, where short-term investments increased by \$479,341. Also contributing to the positive variance of \$1,099,279 is the fact that, during the first quarters of fiscal 2008, amounts totalling \$187,876 were disbursed related to the acquisition of Corzen Inc., acquired on June 30, 2007. No such disbursements were made during fiscal 2009. Liquidities used during fiscal 2009 for the purchase of property, plant and equipment were \$129,810, compared to \$81,838 during fiscal 2008, representing an increase of \$47,972.

Financing activities

Financing activities used \$248,641 in cash flows during fiscal 2009, compared to \$473,358 of funds generated during fiscal 2008, representing a negative variation of \$721,999. This variation is mainly due to significant positive cash flows derived, in the first quarter of fiscal 2008, from a term loan financing of \$750,000. No such financing was necessary in 2009. Also affecting negatively the fiscal 2009 cash flows from financing activities was the repurchase of 150,000 Class "A" shares for a cash consideration of \$32,250.

Cash flows used for the repayment of the long-term debt required, during fiscal 2009, \$216,391 in cash, compared to \$292,642 during fiscal 2008, a decrease of \$76,251.

5) Balance Sheet and Financial Situation

Assets

As at June 30, 2009, WANTED had \$2,262,835 in cash and short-term investments, compared with \$1,265,871 as at June 30, 2008. This increase of \$996,964 in the Company's liquidity is mainly the result of positive cash flows of \$1,729,876 derived from operating and investing activities, partially offset by \$248,641 in cash flows used by financing activities.

As at June 30, 2009, short-term assets totalled \$3,444,441, compared with \$2,692,950 at June 30, 2008, an increase of \$751,491. This increase is mostly explained by an increase of \$996,964 in cash and short-term investments, partially offset by a decrease of \$294,969 in accounts receivable.

As at June 30, 2009, property, plant and equipment totalled \$500,733, compared with \$543,937 as at June 30, 2008. This decrease of \$43,204 results from an amortization charge of \$173,014 recorded in fiscal 2009, which was partially offset by the purchase of \$129,810 in property, plant and equipment.

As at June 30, 2009, intangible assets stood at \$896,925 compared to \$1,152,337 as of June 30, 2008, a decrease of \$255,412 attributable to the amortization expense recorded during fiscal 2009. Intangible assets consist of the value allocated to the clients list and the non-competition agreements acquired through the transaction with Corzen Inc. on June 30, 2007. Note that as of June 30, 2009, the value attributed to the non-competition agreements has been fully amortized.

As at June 30, 2009, total assets stood at \$6,258,096 compared with \$5,805,221 as at June 30, 2008, an increase of \$452,875. This variance is mainly due to an increase in short-term assets, partially offset by decreases in property, plant and equipment and in intangible assets resulting from amortization.

Liabilities

As at June 30, 2009, total liabilities were \$1,421,695, compared with \$1,594,138 on June 30, 2008, a decrease of \$172,443 mostly resulting from a decrease of \$216,391 in long-term debt (including short-term installments) resulting from capital repayments during the fiscal year ended June 30, 2009 and a decrease of \$117,151 in accounts payable and accrued liabilities. These decreases were however partially offset by increases of \$104,444 in income taxes payable and \$56,655 in deferred revenue. The total long-term debt (including short-term installments) stood at \$505,959 as at June 30, 2009.

Contractual obligations Required payments by period

	Total \$	Less than 1 year \$	2 years \$
(In Canadian dollars)			
Long-term debt	505,959	162,857	343,102
Use of office space	151,964	121,571	30,393
(In American dollars)			
Purchases of data and information	185,000	-	185,000

Shareholders' equity

Capital stock

Authorized capital stock is distributed as follows:

- Unlimited number of class "A" non-par value, voting and participating shares.
- Unlimited number of class "B" non-par value, non-voting and non-participating shares, issued by series, where the terms and conditions of each series are determined on the issue date.

Issued and fully paid	Number of Class "A" Shares	Amount \$
Balance as of June 30, 2008	24,161,326	10,756,962
Less :		
Shares repurchased and cancelled	150,000	66,750
Balance as of June 30, 2009	24,011,326	10,690,212

The Company announced, on November 24, 2008, the filing with the TSX Venture Exchange (the "Exchange"), which was accepted, of a notice of intention to proceed with a normal course issuer bid. Under its normal course issuer bid, the Company intends to purchase, for cancellation, a maximum of 1,200,000 common class "A" shares of WANTED, representing approximately 5% of the public float of the Class "A" shares issued and outstanding on November 13, 2008. These repurchases of shares by WANTED might occur until November 30, 2009, or will end on such earlier date as WANTED will have completed its purchases or otherwise decided not to proceed with other acquisitions. Purchases are made on the open market through the facilities of the Exchange in accordance with the Exchange requirements. The Company pays the market price for common shares on the Exchange at the time of purchase and no purchases are made other than open-market purchases. Desjardins Securities is conducting the normal course issuer bid on behalf of WANTED.

During fiscal 2009, WANTED repurchased and cancelled 150,000 Class "A" shares for a cash consideration of \$32,250, including commission fees, for an average purchase price of \$0.215 per share. Additional information on this item can be found in note 13 of the Company's audited consolidated financial statements as of June 30, 2009. Shareholders of the Company can obtain a copy of the "Notice of intention to proceed with a normal course issuer bid", without charge, by contacting the Company.

As at June 30, 2009, shareholders' equity totalled \$4,836,401 compared with shareholders' equity of \$4,211,083 as at June 30, 2008. This increase of \$625,318 in the Company's shareholders' equity is mainly due to a reduction in the accumulated deficit subsequent to net earnings of \$568,808 for the fiscal year ended June 30, 2009. Also contributing to the increase in shareholders' equity were increases of \$88,760 in the value assigned to stock options resulting from stock-based compensation expenses and of \$34,500 in contributed surplus resulting from the repurchase of 150,000 Class "A" shares. These increases were however partially offset by a decrease of \$66,750 in the capital stock following the repurchase of the same 150,000 Class "A" shares.

Stock options

Each stock option entitles the holder to acquire one class "A" share of capital stock.

Quantity	June 30, 2009	June 30, 2008
Stock options	1,890,000	1,515,000

In fiscal 2009, the Company issued 375,000 stock options to officers and board members of the Company. The exercise price of these new stock options is \$0.40 per share. Additional information on these items can be found in note 14 of the Company's audited consolidated financial statements as of June 30, 2009.

6) Significant Accounting Policies

The Company's consolidated financial statements are prepared in accordance with Canadian GAAP, which require management to make estimates and assumptions that affect the amounts of the assets and liabilities, the information provided regarding contingent assets and liabilities as of the date of the financial statements, as well as revenue and expense amounts for the periods in question. Items in the financial statements that require a greater use of estimates include: costing of options, provisions for bad debt expenses, evaluation of certain accrued liabilities, evaluation of receivable tax credits for a company established at the Centre national des nouvelles technologies de Québec (CNNTQ) and for research and development and depreciation tests pertaining to the long-lived assets and goodwill. Though actual results may differ from these estimates, management does not consider that they will differ significantly from the announced results.

Changes in Accounting Policies

On July 1st, 2008, in accordance with applicable transitional provisions, the Company adopted the following new recommendations of the *Canadian Institute of Chartered Accountants Handbook (CICA)*:

- Sections 3862, "Financial Instruments – Disclosures", and 3863, "Financial Instruments – Presentation": these sections establish standards for the presentation and disclosure of financial instruments and non-financial derivatives. The new accounting standard only addresses disclosures and had no impact on the Company's financial results.
- Section 1535, "Capital Disclosures": this section establishes standards for disclosing information about an entity's capital and how it is managed. The new accounting standard only addresses disclosures and had no impact on the Company's financial results. Further to the adoption of this section, information on capital management is now included in the Company's notes to the consolidated financial statements. This information is included in note 17, Capital Management.
- Section 1400, "General Standards of Financial Statement Presentation": This section, dealing with the going concern assumption, requires management to make an assessment of the Company's ability to continue as a going concern over a period which is at least, but not limited to, twelve months from the balance sheet date. The new requirements only address disclosures and have no impact on the Company's financial results.

Change in accounting estimate

As of June 30, 2009, the company has reassessed the period over which economic future benefits would be generated by the non-competition agreements classified as intangible assets. The estimation of the useful life of the non-competition agreements has been modified from 3 years to 2 years. This change in accounting estimate increased, for the year ended June 30, 2009, the amortization of intangible assets, increased the deficit and decreased intangible assets, as at June 30, 2009, by \$46,618. For the year ending June 30, 2010, this change in accounting estimate will decrease the amortization of intangible by \$46,618.

Future Accounting Policies

Goodwill and intangible assets

In February 2008, the CICA published new Section 3064, "Goodwill and Intangible Assets", to replace Section 3062, "Goodwill and Other Intangible Assets". Publication of this new section resulted, in the withdrawal of Section 3450, as well as a number of consequential amendments to certain recommendations of the CICA Handbook. The new section establishes standards for the recognition, measurement, presentation and disclosure of goodwill and intangible assets by profit-oriented enterprises. This new section is effective for fiscal years beginning on or after October 1, 2008 and the Company will implement it as of July 1, 2009. The Company's management is not able to assess the impact that application of this new section will have on the financial statements.

Business combinations

In January 2009, the CICA published Section 1582, "Business Combinations", that replaces Section 1581 of the same title. On the same date, the CICA also published new Sections 1601, "Consolidated Financial Statements", and 1602, "Non-controlling Interests". These two new sections replace Section 1600, "Consolidated Financial Statements".

The objective of Section 1582 is to improve the relevance, reliability and comparability of the information that a reporting entity provides in its financial statements about a business combination and its effects. Section 1601 establishes standards for the preparation of consolidated financial statements following a business combination that involves a purchase of an equity interest by one company in another. Section 1602 establishes standards for accounting for a non-controlling interest in a subsidiary in consolidated financial statements subsequent to a business combination.

Section 1582 must be applied to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2011 and Sections 1601 and 1602 are effective for fiscal years beginning on or after January 1, 2011. The Company will apply these new sections as of July 1, 2011. The Company's management is not able to measure the impact that the application of these new standards will have on the financial statements.

International Financial Reporting Standards

The CICA has confirmed that the use of International Financial Reporting Standards ("IFRS") will be required for interim and annual financial statements related to fiscal years beginning on or after January 1, 2011. Consequently, the Company will apply IFRS beginning July 1, 2011 and will be required, at this date, to prepare financial statements in accordance with IFRS. Although IFRS uses a conceptual framework similar to Canadian GAAP, some significant differences exist on recognition, measurement and disclosures.

The Company has completed an initial review of IFRS and has made a preliminary classification of the IFRS standards into those that could have a significant, moderate or no impact on the Company's financial reporting. While the effects of IFRS have not yet been fully determined, the Company has identified a number of key areas where it is likely to be impacted by changes in accounting policy. These include: impairment of assets, foreign currency translation, share based payments, business combination, property, plant & equipment, intangible assets and the presentation of the financial statements.

The Company is currently developing its IFRS conversion plan which will include a deeper analysis of the IFRS standards, with priority being placed on those that have been identified as possibly having a significant impact. The analysis of each IFRS standard will include identifying the differences between IFRS and the company's accounting policies, assessing the impact of the difference, and where necessary, analyzing the various policies that the Company could elect to adopt.

7) Information Communication Controls and Procedures

In connection with Exemption Orders issued in November 2007 by each of the securities commissions across Canada, the Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO") of the Company will file a Venture Issuer Basic Certificate with respect to the financial information contained in the unaudited consolidated financial statements and the audited annual consolidated financial statements and respective accompanying Management's Discussion and Analysis.

In contrast to the certificate under Multilateral Instrument ("MI") 52-109 (Certification of Disclosure in Issuer's Annual and Interim Filings), the Venture Issuer Basic Certification includes a 'Note to Reader' stating that the CEO and CFO do not make any representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in MI 52-109.

8) Risks and Uncertainties

Economy

Adverse changes in the economy, both in Canada and in the United States, have had a negative impact on WANTED's Media clients. Employment advertising represents a significant portion of advertising revenues for these clients. During economic downturns, especially those marked by high rates of unemployment, employment advertising sharply contracts. When unemployment rates are high, employers have an easier time hiring new workers and consequently are not required to advertise aggressively to attract new candidates. This reduces revenues for WANTED's clients and puts pressure on them to reduce expenses. Continued high unemployment, both in Canada and in the United States, could therefore have a negative impact on WANTED's revenue streams from its clients that rely on employment advertising.

Although the worst of the economic crisis is behind us, there is still no consensus among economists on the timing and rate of recovery. There is still the potential for three economic scenarios that could negatively affect the Company's performance. These include:

- **“L-shaped Recovery”** In this scenario, economic condition following a recession stagnate. They do not deteriorate further, but they do not improve. In an L-shaped recovery, the Company would not benefit from external economic forces.
- **“Jobless Recovery”** In a “jobless recovery”, the economy could grow, but employment could stagnate. In this scenario, it is possible that certain segments of WANTED’s client base could begin to grow, but others, such as Staffing and Media, could remain challenged.
- **“Double-Dip Recession”** In this scenario, the economy could begin to contract again following a period of recovery. This would have a uniformly negative effect on all of the Company’s client segments.

Over the past year, the Company has worked to diminish, to the extent possible, the impact of cyclical fluctuations in advertising demand associated with economic cycles. Specifically, WANTED has been diversifying its customer base beyond the Media sector and has been working to develop products that are less prone to swings in employment advertising. They include services for Government agencies and Financial Services firms which require accurate economic indicators, even during a recession, to help anticipate the economic recovery. Their ability to anticipate the economic recovery enables them to time economic policies or investment portfolio adjustments to take advantage of the inevitable upswing in the economy. WANTED’s data and analysis help researchers monitor these economic fundamentals.

Credit risk

The financial instruments that could expose the Company to a credit concentration risk mainly include: cash, term deposit and trade accounts receivable and other receivables. Cash and term deposit are held by top-rated financial institutions. As at June 30, 2009, the Company had, concentrated with a well-known financial institution, \$1,629,125 in cash and a term deposit of \$519,865. Management considers this financial institution to be at very low risk. Consequently, management believes that the risk of non-performance associated with these instruments is very low.

There is no specific concentration of the credit risk. Generally speaking, in terms of accounts receivable, the Company does not require additional guarantees from its clients. The Company assesses the credit of its clients on an ongoing basis and, should an account be deemed irrecoverable, a bad debt provision is established.

As at June 30, 2009, the accounts receivable from two customers represented 36% of total accounts receivable. As at June 30, 2008, two clients represented 26% of total accounts receivable.

Additional information on credit risk is available in note 18 of the Company’s audited consolidated financial statements as of June 30, 2009.

Exchange risk

Due to the significant portion of the revenues generated from the US, to the accounts receivable associated with these revenues, and to its cash position in U.S. dollars, the Company is significantly exposed to exchange risk. The vast majority (95%) of the Company’s revenue for fiscal 2009 were in US dollars.

As at June 30, 2009, the Company has accounts receivable denominated in U.S. dollars amounting to US\$790,211, accounts payable denominated in U.S. dollars amounting to US\$272,968 and cash denominated in U.S. dollars amounting to US\$217,497.

Additional information on exchange risk is available in note 18 of the Company's audited consolidated financial statements as of June 30, 2009.

Interest risk

The short-term investments and the long-term debt bear interest at a fixed rate. The Company is therefore exposed to the risk of changes in fair value resulting from interest rate fluctuations.

Liquidity risk

The Company manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as forecast cash inflows and outflows due in day-to-day business. The Company establishes budget and cash estimates to ensure it has the necessary funds to fulfil its obligations.

Additional information on liquidity risk is available in note 18 of the Company's audited consolidated financial statements as of June 30, 2009.

The Company feels that it vigorously monitors these risks and uncertainties.

9) Further Information

The Company is an issuer under the legislation governing securities. Consequently, the Company is required to submit financial statements, a proxy circular, as well as an annual information form to the various regulatory authorities governing securities. These documents can be obtained by sending a request to the Company or from the Internet at www.sedar.com.

Martin Auclair, CA
VP Finance and Chief Financial Officer