

CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED
December 31, 2009



HEALTHCARE SOLUTIONS



CONSOLIDATED STATEMENTS OF EARNINGS
for quarters ended December 31
(unaudited)

in thousands of Canadian dollars, except per share amounts

	2009	2008
	Quarter	Quarter
	\$	\$
Revenue	17,883	18,764
Operating expenses		
Service costs	8,053	8,738
Selling and administrative expenses	3,433	3,768
	11,486	12,506
Earnings before the following items	6,397	6,258
Amortization of intangible assets and other long-lived assets	2,377	2,648
Amortization of fixed assets	252	561
Loss on disposal of fixed assets (Note 3)	74	-
Provision for office closures (Note 3)	422	-
Financial expenses (income)	404	(284)
	3,529	2,925
Earnings before income taxes	2,868	3,333
Income taxes	868	1,009
Net earnings	2,000	2,324
Net earnings per share (Note 6)		
Basic	0.22	0.24
Diluted	0.22	0.24
Weighted average number of shares outstanding (Note 6)		
Basic	9,195,510	9,537,073
Diluted	9,258,352	9,580,701

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

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
for quarters ended December 31
(unaudited)

<i>in thousands of Canadian dollars</i>	2009	2008
	Quarter	Quarter
	\$	\$
Net earnings	2,000	2,324
Unrealized gains (losses) on translation of financial statements of self-sustaining foreign subsidiaries	(1,495)	12,043
Comprehensive income	505	14,367

CONSOLIDATED STATEMENTS OF ACCUMULATED OTHER COMPREHENSIVE LOSS
for quarters ended December 31
(unaudited)

<i>in thousands of Canadian dollars</i>	2009	2008
	Quarter	Quarter
	\$	\$
Balance, beginning of period	(323)	(1,078)
Unrealized gains (losses) on translation of financial statements of self-sustaining foreign subsidiaries	(1,495)	12,043
Balance, end of period	(1,818)	10,965

CONSOLIDATED STATEMENTS OF RETAINED EARNINGS
for quarters ended December 31
(unaudited)

<i>in thousands of Canadian dollars</i>	2009	2008
	Quarter	Quarter
	\$	\$
Retained earnings, beginning of period	23,731	18,019
Net earnings	2,000	2,324
	25,731	20,343
Premium on repurchase of common shares (Note 5)	(1,455)	(1,319)
Retained earnings, end of period	24,276	19,024

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

CONSOLIDATED BALANCE SHEETS
(unaudited)

<i>in thousands of Canadian dollars</i>	December 31, 2009	September 30, 2009
	\$	\$
Assets		
Current assets		
Cash	1,180	1,493
Accounts receivable	5,791	6,965
Income tax credits receivable (Note 2)	2,826	2,463
Future income taxes	763	771
Other current assets	4,204	4,518
	14,764	16,210
Fixed assets		
Goodwill	3,941	3,924
Intangible assets and other long-lived assets	63,771	64,833
	43,387	45,861
	125,863	130,828
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities	7,492	8,997
Income taxes	1,510	1,107
Future income taxes	450	450
Current portion of long-term debt (Note 4)	8,210	5,613
	17,662	16,167
Deferred revenue	13,837	19,614
	31,499	35,781
Long-term deferred revenue	6,873	7,357
Long-term debt (Note 4)	15,537	14,231
Future income taxes	2,537	2,533
	56,446	59,902
Shareholders' equity		
Share capital (Note 5)	46,485	47,044
Contributed surplus	474	474
Retained earnings	24,276	23,731
Accumulated other comprehensive loss	(1,818)	(323)
	22,458	23,408
	69,417	70,926
	125,863	130,828

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

CONSOLIDATED STATEMENTS OF CASH FLOWS
for quarters ended December 31
(unaudited)

in thousands of Canadian dollars

	2009	2008
	Quarter	Quarter
	\$	\$
Operating activities		
Net earnings	2,000	2,324
Adjustments for:		
Amortization of intangible assets and other long-lived assets	2,377	2,648
Amortization of fixed assets	252	561
Amortization of deferred financing costs	37	21
Gain on the fair value of foreign exchange contracts	(110)	-
Gain on early payment of a promissory note	-	(91)
Unrealized loss on investment held for trading	181	-
Loss on disposal of fixed assets	74	-
Provision for office closures	422	-
	5,233	5,463
Changes in non-cash operating working capital items	(6,607)	(5,321)
	(1,374)	142
Investing activities		
Business acquisitions	-	(2,547)
Acquisition of an investment	-	(1,186)
Acquisition of fixed assets	(374)	(409)
Increase in intangible assets and other long-lived assets	(572)	(930)
	(946)	(5,072)
Financing activities		
Increase in long-term debt	4,000	11,000
Repayment of long-term debt	-	(1,769)
Repurchase of shares	(2,014)	(5,440)
	1,986	3,791
Effect of exchange rate changes on cash denominated in foreign currency	21	(415)
Decrease in cash	(313)	(1,554)
Cash, beginning of period	1,493	3,184
Cash, end of period	1,180	1,630

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the three-month period ended December 31, 2009
(unaudited)

Notice of No Auditor Review of the Interim Consolidated Financial Statements

The interim consolidated financial statements are the responsibility of the Company's management and have been approved by its Board of Directors. The Company's independent auditor has not performed a review of these interim financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants (CICA) for a review of interim financial statements by an entity's auditor.

1. Significant Accounting Policies

The interim consolidated financial statements for the three months ended December 31, 2009 and 2008 are unaudited and include all adjustments that Management considers necessary for a fair presentation of the financial position of the Company, the results of its operations and its cash flows. The disclosures provided in these interim consolidated financial statements do not conform in all respects with the requirements of Canadian generally accepted accounting principles ("GAAP") for annual consolidated financial statements. Therefore interim consolidated financial statements should be read in conjunction with the annual consolidated financial statements of the Company for the year ended September 30, 2009. These interim consolidated financial statements have been prepared using the same accounting policies as the annual consolidated financial statements for the year ended September 30, 2009. These interim consolidated financial statements require management to make estimates and assumptions that affect the reported amounts in the consolidated financial statements and the notes thereto. Actual results could differ from these estimates.

Adoption of New Accounting Policies

The following accounting policies were adopted by the Company on October 1, 2008 and had an impact on the financial statements:

Goodwill and intangible assets

In February 2008, the CICA issued Section 3064, *Goodwill and Intangible Assets*, which supersedes Section 3062, *Goodwill and Other Intangible Assets*, and Section 3450, *Research and Development Costs*. Various changes have been made to other sections of the CICA Handbook for consistency purposes. Section 3064 establishes standards for the recognition, measurement, presentation and disclosure of intangible assets. These changes clarify that costs may only be deferred when they relate to an item that meets the definition of an asset. The concept of matching revenues and expenses remains appropriate only for allocating the cost of an asset that is consumed in generating revenue over multiple reporting periods. Standards relating to goodwill are unchanged from those included in Section 3062. The Company now therefore records certain overhead expenditures as expenses instead of recording them as intangible assets. The adoption of this new section did not have a significant impact on the Company's consolidated financial statements for the fiscal year 2009 and was fully reflected in the fourth quarter of fiscal year 2009. If the impact of the adoption of Section 3064 had been reflected in each quarter of fiscal year 2009, the earnings before income taxes for the first quarter ended December 31, 2008 would have been lower by \$25,000.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the three-month period ended December 31, 2009

(unaudited)

1. Significant Accounting Policies (continued)

Future accounting changes

In December 2009, the CICA issued Emerging Issue Committee Abstract (“EIC”) 175, “*Revenue Arrangements with Multiple Deliverables*”, an amendment to EIC 142, “*Revenue Arrangements with Multiple Deliverables*”. EIC 175 provides guidance on certain aspects of the accounting for arrangements under which the Company will perform multiple revenue-generating activities. Under the new guidance, when vendor specific objective evidence or third party evidence for deliverables in an arrangement cannot be determined, a best estimate of the selling price is required to separate deliverables and allocate arrangement consideration using the relative selling price method. EIC 175 also includes new disclosure requirements on how the application of the relative selling price method affects the timing and amount of revenue recognition. EIC 175 is effective prospectively, with retrospective adoption permitted, for revenue arrangements entered into or materially modified in fiscal years beginning on or after January 1, 2011. Early adoption is also permitted; however, early adoption during an interim period requires retrospective application from the beginning of the fiscal year. The Company is currently evaluating the impact of the adoption of this new EIC on the consolidated financial statements.

International Financial Reporting Standards (IFRS)

In February 2008, the Canadian Accounting Standards Board (AcSB) confirmed that Canadian GAAP for publicly accountable enterprises will be converged with IFRS effective in calendar year 2011. The conversion to IFRS will be required, for the Company, for interim and annual financial statements beginning on October 1, 2011. IFRS uses a conceptual framework similar to Canadian GAAP, but there are significant differences on recognition, measurement and disclosures. The Company has established a project team to plan and complete the transition to IFRS. The team reports periodically to the Audit Committee who oversees the IFRS implementation on behalf of the Board of Directors. The Company is assisted by external advisors as required. The implementation project consists of three primary phases:

1. Scoping and diagnostic phase – This phase involves performing a summary assessment to identify the sections of the financial statements that will be impacted by the transition to the IFRS. The result of this phase is the ranking of IFRS impacts in order of priority to assess the timing and complexity of transition efforts that will be required in subsequent phases.
2. Impact analysis, evaluation and design phase – This phase involves identifying the changes in order of priority required to existing accounting policies, information systems and business processes to complete the transition to the IFRS.
3. Implementation and review phase – This phase includes execution of changes to information systems and business processes, formal approval of accounting policy changes and training programs in order to collect the financial information necessary to prepare IFRS-compliant financial statements.

The Company completed the scoping and diagnostic phase during fiscal year 2009 and is now conducting the impact analysis, evaluation and design phase. The conversion project is running according to plan and the Company expects to meet the deadline for migration to IFRS.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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2. Income Tax Credits

The Company holds eligibility certificates for the *Cité du Multimédia* and the *Centre National des Nouvelles Technologies de Québec* (CNNTQ). These programs were established by the Government of Québec to assist companies operating in the information technology and multimedia sectors by entitling them to claim a refundable tax credit equal to 40% of salaries paid to employees assigned to new technology development, up to a maximum of \$15,000 per eligible employee.

<i>in thousands of Canadian dollars</i>	Quarter December 31, 2009	Quarter December 31, 2008
	\$	\$
Income tax credits recorded as a reduction in service costs	312	219
Income tax credits recorded as a reduction in capitalized technology development costs	66	115
	378	334

To be eligible for these refundable tax credits, the Company must respect certain terms and conditions, and must obtain a certificate of eligibility from the Government of Québec each year. If the Company breaches its obligations defined under these tax credit programs, it will be responsible for reimbursing the tax credits obtained. As of December 31, 2009, no liability was deemed necessary with respect to the reimbursement provisions of the program.

3. Office closures

On December 30, 2009, the Company closed two of its five American offices, namely the offices in Smithfield, Virginia and Tampa, Florida in order to improve on its operational efficiency. The development and customer service activities of these two offices were transferred to the other American offices. The costs related to the closing of these offices were in the amount of \$496,000, of which \$74,000 (US\$70,000) was for writing off leasehold improvements and furniture and \$422,000 (US\$400,000) for future rent and other closing costs.

4. Long-term Debt

<i>in thousands of Canadian dollars</i>	Maturity	As at December 31, 2009	As at September 30, 2009
		\$	\$
Canadian credit facility agreement	2012	18,500	14,500
Promissory note of US\$5,242,000	2010	5,510	5,613
		24,010	20,113
Current portion		(8,210)	(5,613)
		15,800	14,500
Deferred financing costs		(263)	(269)
		15,537	14,231

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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5. Share Capital

	Number	Carrying Value
<i>in thousands of Canadian dollars</i>		\$
Balance as at September 30, 2008	9,580,024	48,821
Repurchased and cancelled	(348,655)	(1,777)
Balance as at September 30, 2009	9,231,369	47,044
Repurchased and cancelled	(109,600)	(559)
Balance as at December 31, 2009	9,121,769	46,485

Repurchase and cancellation

Under the terms of a normal course issuer bid, the Company was authorized to repurchase for cancellation up to 472,189 common shares (approximately 5% of the common shares outstanding) over the course of the twelve-month period ending February 12, 2010. During the quarter ended December 31, 2009, the Company repurchased and cancelled 109,600 common shares for cash consideration of \$2,014,000 bringing the number of shares acquired to 322,014, representing the maximum to which the Company is entitled under the bid. The excess of the purchase price over the carrying value of the common shares acquired, in the amount of \$1,455,000, was charged to retained earnings.

Stock options

As at September 30, 2009 and December 31, 2009, there were 134,000 issued and outstanding stock options exercisable at \$9.84. These options expire on March 31, 2010.

6. Earnings per Share

The following table provides a reconciliation of basic net earnings per share and diluted net earnings per share:

	Quarter ended December 31	
	2009	2008
Net earnings	\$2,000,000	\$2,324,000
Weighted average number of common shares outstanding	9,195,510	9,537,073
Dilutive effect of stock options	62,842	43,628
Weighted-average number of common shares outstanding - diluted	9,258,352	9,580,701
Net earnings per share		
Basic	\$0.22	\$0.24
Diluted	\$0.22	\$0.24

All the granted and outstanding stock options had a dilutive effect during the quarters presented above.

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7. Capital Disclosures

The Company's objectives when managing capital are to:

- maintain financial flexibility in order to preserve its ability to meet financial obligations, including potential obligations arising from additional acquisitions;
- maintain a capital structure that allows the Company to favor the financing of its growth strategy using internally-generated cash flow and its debt capacity; and
- optimize the use of its capital to provide an appropriate investment return to its shareholders.

The Company defines its capital as follows: shareholders' equity, long-term debt, balance of purchase price of subsidiaries and cash.

The Company's financial strategy is formulated and adapted according to market conditions in order to maintain a flexible capital structure that is consistent with the objectives stated above and corresponds to the risk characteristics of the underlying assets. In order to maintain or adjust its capital structure, the Company may refinance its existing debt, raise new debt, repurchase shares for cancellation pursuant to normal course issuer bids or issue new shares.

The Company periodically monitors capital using a number of financial metrics comprised mainly of the following ratios:

- Total net debt to earnings before interest, taxes, depreciation and amortization (EBITDA); and
- Total net debt to total capitalization.

Total net debt, a non-GAAP measure, is calculated as the sum of long-term debt (including the current portion), less cash.

EBITDA, a non-GAAP measure, is calculated as the sum of net earnings, plus interest on debt and balance of purchase price, other interest or income, income taxes, amortization of fixed assets and intangible assets and other long-lived assets.

Total Capitalization, a non-GAAP measure, is calculated as the sum of the total net debt and shareholders' equity.

The Company's financial objectives and strategy as described above have remained substantially unchanged since the last fiscal year-end. These objectives and this strategy are reviewed on an annual basis. The Company believes that its ratios are within reasonable limits, in light of the relative size of the Company, its capital management objectives and its growth strategy.

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(unaudited)

7. Capital Disclosures (continued)

The Company is also subject to financial covenants in its credit facility agreements, which are measured on a quarterly basis. These ratios are as follows:

Commitment	Ratio
Total net debt to EBITDA	Less than 3.00:1
Total net debt to total capitalization	Less than 55%
Fixed charge coverage	Over 1.20:1

The following table illustrates the financial metrics used by the Company and calculated on a twelve-month basis ended December 31, 2009 compared to fiscal year 2009.

	December 31, 2009	September 30, 2009
<i>in thousands of Canadian dollars</i>	\$	\$
Long-term debt, including the current portion	18,500	14,500
Balance of purchase price of subsidiaries, including the current portion	5,510	5,613
Less: Cash	(1,180)	(1,493)
Total net debt	22,830	18,620
Net earnings	9,929	10,252
Plus :		
Income tax	4,294	4,435
Interest charges on long-term debt	1,115	1,416
Interest revenue	(40)	(41)
Loss (gain) on foreign exchange	16	(800)
Provision for office closures	422	-
Unrealized loss on fair value of an investment	2	(84)
Loss on disposal of fixed assets	92	18
Amortization of intangible assets and other long-lived assets	10,429	10,700
Amortization of fixed assets	1,330	1,639
EBITDA	27,589	27,535
EBITDA	27,589	27,535
Less :		
Deferred developments costs, including tax credits	(2,408)	(2,710)
Acquisition of fixed assets	(1,212)	(1,247)
Income taxes paid	(4,432)	(4,432)
Net EBITDA	19,537	19,146
Interest charge on long-term debt	1,115	1,416
Current portion of long-term debt	8,210	5,613
Fixed charge	9,325	7,029

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7. Capital Disclosures (continued)

	December 31, 2009	September 30, 2009
<i>in thousands of Canadian dollars</i>	\$	\$
Total net debt	22,830	18,620
EBITDA	27,589	27,535
Total net debt to EBITDA	0,83:1	0,68:1
Total net debt	22,830	18,620
Total capitalization	92,247	89,546
Total net debt to total capitalization	24.7%	20.8%
Net EBITDA	19,537	19,146
Fixed charge	9,325	7,029
Fixed charge coverage	2,10:1	2,72:1

The Company is in compliance with all financial covenants as at December 31, 2009.

8. Financial Instruments

Risk Management Policies

The Company, through its financial assets and liabilities, is exposed to various risks. The following analysis provides a measurement of risks as at the balance sheet date of December 31, 2009. The Company's financial assets and liabilities are its cash, accounts receivable, investments, foreign currency contracts, accounts payable and accrued liabilities and long-term debt.

Fair values

As at December 31, 2009 and September 30, 2009, the fair values of cash, accounts receivable, foreign currency contracts and accounts payable and accrued liabilities approximate their carrying values as they are short-term in nature. Despite significant decreases in interest rates observed during the last year, the fair value of long-term debt did not differ significantly from its value recognized as at December 31, 2009 due to the stricter criteria of financial institutions for granting new credit. The Company's own credit risk as well as the credit risk of the counterparty are considered in determining the fair value of financial assets and financial liabilities, including derivative instruments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
 For the three-month period ended December 31, 2009
 (unaudited)

8. Financial Instruments (continued)

Credit Risk

The Company's credit risk is primarily attributable to its account receivables. The amounts disclosed on the balance sheet are net of provision for bad debts, estimated by Management based on prior experience and its assessment of the current economic environment. The Company believes that the credit risk of accounts receivable is limited for the following reasons:

- A significant number of service contracts are paid annually in advance or through preauthorized payments.
- Canadian clients are almost exclusively financed by the government.
- Our American customer base is large and is geographically diverse within the United States. In addition, the credit level of each client is regularly monitored.
- Significant decrease in the level of American accounts receivable over 90 days over the last 15 months.

	December 31, 2009	September 30, 2009
<i>in thousands of Canadian dollars</i>	\$	\$
Balance of Canadian accounts receivable	1,775	2,661
Balance of American accounts receivable	4,016	4,334
	5,791	6,965

The Company's consolidated aging of accounts receivable is as follows:

	Current Accounts	30 days	Accounts over		Allowance for Doubtful accounts	Total
<i>in thousands of Canadian dollars</i>	\$	\$	30 days	60 days	90 days	\$
Dec. 31, 2009	3,214	951	821	1,349	(544)	5,791
Sept. 30, 2009	3,836	1,066	558	2,051	(546)	6,965

The Company's continuity schedule of the consolidated allowance for doubtful accounts is as follows:

	Quarter ended December 31, 2009	Year ended September 30, 2009
<i>in thousands of Canadian dollars</i>	\$	\$
Beginning balance	546	1,168
Increase in allowance for doubtful accounts	53	4
Account write-offs	(55)	(626)
Ending balance	544	546

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the three-month period ended December 31, 2009

(unaudited)

8. Financial Instruments (continued)

Liquidity Risk

Liquidity risk is the risk that the Company is not able to meet its financial obligations as they fall due or can do so only at excessive cost. The Company's growth is financed on an annual basis through a combination of cash flows from operations, borrowings under the existing credit facilities and the issuance of equity. One of Management's primary goals is to maintain an optimal level of liquidity through the active management of assets and liabilities as well as cash flows. Given the Company's liquidity as compared to the timing of the payments of liabilities, Management assesses the Company's liquidity risk to be low.

Foreign Currency Risk

The Company is exposed to fluctuations in the U.S. dollar. The following table details the sensitivity of the Company's net earnings, for the year following December 31, 2009 and September 30, 2009, to a 20% strengthening of the U.S. dollar against the Canadian dollar. The sensitivity analysis includes foreign currency denominated monetary items and adjusts their translation at period end for such a change in the exchange rate.

	Impact of U.S. dollar exchange rate fluctuations	
	December 31, 2009	September 30, 2009
<i>in thousands of Canadian dollars</i>	\$	\$
After tax foreign exchange gain to the income statement	397	560

A weakening of 20% of the U.S. dollar against the Canadian dollar would have the opposite impact on the Company's net earnings.

Interest Rate Risk

The Company is exposed to interest rate risk on a portion of its long-term debt and does not currently hold any financial instruments that mitigate this risk. Management does not believe that interest rate fluctuations will have a significant impact since the Company intends to reimburse a significant portion of its long-term debt during the next year using its cash flow from operating activities.

The following table details the sensitivity of the Company's net earnings, for the year following December 31, 2009 and September 30, 2009, to a one hundred basis points increase in the interest rate applied to the Company's credit facilities.

	Impact of interest rate fluctuations	
	December 31, 2009	September 30, 2009
<i>in thousands of Canadian dollars</i>	\$	\$
Additional after tax interest charge to the income statement	126	99

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9. Segment Information

The Company's activities are divided into two segments that are defined by geography and by the nature of markets served. The Canadian unit specializes in the development, marketing, implementation and support of information systems for the health and social services sector in Canada. Healthcare in Canada is publicly funded and administered on a provincial or territorial basis. As such, the Company's Canadian customers are predominantly government-funded entities.

The U.S. unit specializes in the same activities, but for information systems for the eldercare sector in the United States, which is primarily managed by private enterprise. American customers are divided into for profit and not-for-profit entities.

	Quarter ended					
	December 31, 2009			December 31, 2008		
	Canada	U.S.	Total	Canada	U.S.	Total
<i>in thousands of Canadian dollars</i>	\$	\$	\$	\$	\$	\$
Revenue	8,473	9,410	17,883	7,878	10,886	18,764
Operating expenses	5,173	6,313	11,486	4,676	7,830	12,506
Amortization of fixed assets	121	131	252	230	331	561
Amortization of intangibles and other long-lived assets	621	1,756	2,377	758	1,890	2,648
Earnings before the following items:	2,558	1,210	3,768	2,214	835	3,049
Loss on disposal of assets, provision for office closures, financial expenses and income taxes			1,768			725
Net earnings			2,000			2,324
Acquisition of fixed assets ⁽¹⁾	354	20	374	104	305	409

¹ Excluding fixed assets acquired through business acquisitions.

	As at December 31, 2009			As at September 30, 2009		
	Canada	U.S.	Total	Canada	U.S.	Total
	\$	\$	\$	\$	\$	\$
Fixed assets	2,443	1,498	3,941	2,212	1,712	3,924
Intangible and other long-lived assets	8,753	34,634	43,387	9,085	36,776	45,861
Goodwill	7,078	56,693	63,771	7,078	57,755	64,833
Total assets	26,598	99,265	125,863	26,942	103,866	130,828