WATERFRONT CAPITAL CORPORATION

Management's Interim Discussion and Analysis

For the six month period ended June 30, 2016

Contact Information:

Waterfront Capital Corporation
2489 Bellevue Avenue
West Vancouver, BC
V7V 1E1
Phone: (604) 922-2030
Fax: (604) 922-2037
Contact Person: Mr. Clive Shallow

DESCRIPTION OF BUSINESS AND OVERVIEW OF OPERATIONS AND FINANCIAL CONDITION

The following is management's interim discussion and analysis ("MD&A"), prepared as of August 9, 2016. This MD&A should be read in conjunction with the unaudited Interim Consolidated Financial Statements for the six months ended June 30, 2016 and the accompanying notes, the Company's audited Consolidated Financial Statements and the accompanying notes for the year ended December 31, 2015, and MD&A related thereto, all as prepared in accordance with International Financial Reporting Standards ("IFRS"). All amounts are stated in Canadian dollars unless otherwise indicated.

This report includes certain statements that may be deemed "forward-looking statements" within the meaning of applicable securities legislation. All statements, other than statements of historical facts that address such matters as future events or developments that the Company expects, are forward looking statements and, as such, are subject to risks, uncertainties, assumptions and other factors of which are beyond the reasonable control of the Company. You can identify these statements by forward-looking words such as "expects", "does not expect", "plans", "anticipates", "does not anticipate", "believes", "intends", "estimated", "projects", "potential", "scheduled", forecast", "budget", and similar expressions, or that events or conditions "will", "would", "may", "could", "should" or "might" occur and similar words. Such statements give the Company's current expectations or forecasts of future events and are not guarantees of future performance and actual results or developments may differ materially from those expressed in, or implied by, this forward looking information. With respect to forward-looking statements and information contained herein, we have made numerous assumptions including among other things anticipated costs and expenditures and the Company's ability to achieve its goals. Although management believes that the assumptions made and the expectations represented by such statements or information are reasonable, there can be no assurance that a forward-looking statement or information herein will prove to be accurate. Forward-looking statements and information by their nature are based on assumptions and involve known and unknown risks, uncertainties and other factors which may cause our actual results, performance or achievements, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements or information. Factors that could cause actual results to differ materially from those in forward-looking statements include, for example, such matters as continued availability of capital and financing and general economic, market or business conditions. Although we have attempted to identify factors that would cause actual actions, events or results to differ materially from those disclosed in the forward-looking statements or information, there may be other factors that cause actual results, performances, achievements or events not to be anticipated, estimated or intended. Accordingly, readers should not place undue reliance on forward-looking statements or information. Any forward-looking statements are expressly qualified in their entirety by this cautionary statement. The information contained herein is stated as of the current date and subject to change after that date and the Company does not undertake any obligation to update publicly or to revise any of the forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by applicable securities laws.

Additional information related to the Company is available for view on SEDAR at www.sedar.com.

Description of Business

The Company offers a range of financial and communications services to companies in various industry sectors. The Company often serves as a company's strategic partner through the entire corporate "life-cycle", providing independent expertise and business advisory services in connection with venture capital markets, investor relations, initial public offerings and secondary financings, mergers and acquisitions, public market administration, as well as, media and marketing advice. The Company's management has extensive financing and operating experience and assists promising companies that require infusions of capital, management and restructuring to realize the value of their underlying business. The Company and its wholly owned subsidiary, Waterfront Strategic Capital Corporation ("Waterfront Strategic"), offer Business Advisory and Capital Markets services to various leading growth companies. The Company's Business Advisory platform offers a range of products and services designed to increase its clients' exposure and visibility. Waterfront Strategic offers Capital Markets services by helping raise funds for its corporate clients from accredited retail, institutional and family wealth management clients in Canada and abroad. Waterfront Strategic is registered as an Exempt Market Dealer ("EMD") in the Provinces of British Columbia, Alberta, Manitoba and Ontario in accordance with National Instrument 31-103 Registration Requirements and Exemptions ("subject to certain conditions referred to below"). EMDs may act as a dealer or underwriter for any securities which are prospectus exempt, and as a dealer for investment funds which are either prospectus qualified or prospectus exempt provided these funds are sold to clients who qualify as exempt purchasers, however, at the present time, Waterfront Strategic does not have a Chief Compliance Officer ("CCO"), and accordingly, the British Columbia Securities Commission ("BCSC") and the Ontario Securities Commission ("OSC") have placed certain conditions on the EMD business services that can be provided by Waterfront Strategic until it finds a qualified COO that is suitable for registration with the BCSC and OSC.

The Company trades on the TSX Venture Exchange under the symbol WFG.

PERFORMANCE SUMMARY

The following is a summary of the significant events and transactions that occurred during the period ended June 30, 2016 and for the subsequent period to the report date hereof:

- On June 30, 2016, the Company announced the resignations of Bruce Morley and Valerie Samson as directors of the Company, effective June 1, 2016. Mr. Morley will still continue to provide the Company with legal services through his law corporation, and similarly, Ms. Samson will continue to provide consulting services to Waterfront Capital through her consulting company.

- On February 5, 2016 (further to its news release of January 27, 2016) the Company reported that it issued an additional 1,000,000 units (the "Units") at $0.05 per Unit for additional gross proceeds of $50,000 under its non-brokered private placement (the "Private Placement"). As a result, the Company raised an aggregate of $220,000 by the issuance of 4,400,000 Units. Each Unit consisted of one common share and one share purchase warrant, with each warrant entitling the holder to purchase an additional common share for a period of two years at an exercise price of $0.06. The initial 3,400,000 Units issued pursuant to the Private Placement are subject to a hold period expiring on May 27, 2016 and the additional 1,000,000 Units are subject to a hold period expiring on June 4, 2016. The Company intends to use the proceeds from this Private Placement for general working capital purposes.

- On January 27, 2016, the Company announced that it closed its non-brokered private placement (the "Private Placement") and raised $170,000 by the issuance of 3,400,000 units (the "Units") at $0.05 per Unit. Each Unit consisted of one common share and one share purchase warrant, with each warrant entitling the holder to purchase an additional common share for a period of two years at an exercise price of $0.06. All of the securities issued pursuant to the Private Placement are subject to a hold period expiring on May 27, 2016. The Company intends to issue an additional 1,000,000 Units within the next week for additional gross proceeds of $50,000. The Company intends to use the proceeds from this Private Placement for general working capital purposes.

Results of Operations

The following discussion addresses the operating results and financial condition of the Company for the three and six months ended June 30, 2016, compared with the three and six months ended June 30, 2015. The Management's Discussion and Analysis should be read in conjunction with the Company's unaudited interim consolidated financial statements and the accompanying notes for the six month period ended June 30, 2016.

For the three month period ended June 30, 2016:

Net income for the period

The Company had a net loss for the three month period ended June 30, 2016 of $25,134 (2015 - $62,253). The net decrease of $37,119 in the net loss for the three month period ended compared to the three month period ended June 30, 2015 was primarily due to a decrease in general administrative expense of $116,928 offset by a decrease in revenue of $62,339 and a change in other items of $697.

Revenue

During the three month period ended June 30, 2016, the Company reported revenue and other income of $113 compared to $62,452 in the three month period ended June 30, 2015. The decrease of $62,339 in revenue and other income is mainly related to the termination of advisory services for the current period.

Other Items

During the three month period ended June 30, 2016, the Company reported an income of $19,926 compared to $20,623 in the three month period ended June 30, 2015 from other sources of income and other expenses. Items that caused the $697 net change in other items are noted in the following:

- Loss on sales of securities of $54,590 (2015 - $10,888) changed by $43,702 due to the sales of securities.
- Unrealized gain on investments of $74,516 (2015 - $31,511) changed by $43,005 due to market values of securities held. The Company holds certain securities in related parties.

Operating Expenses

General and administrative expenses of $52,673 (2015 - $145,328) are primarily comprised of consulting, administrative, professional fees, transfer agent fees and filing fees, rent and general office expenses. The net decrease was $92,655 when compared to the three month period ended June 30, 2015. Items that caused the net decrease are noted in the following:

In comparison to the three month period ended June 30, 2015:

- Consulting fees of $13,250 (2015 - $58,500) decreased by $45,250 and was mainly due to the resignation of one of the Company's officers in April 2015 and not replaced and recoveries on amounts due to former officers.
- Interest expense of $429 (2015 - $145) did not fluctuate by much when compared to the same period in the prior year and was mainly related to the outstanding balance of the loans.
- Office and miscellaneous of $5,054 (2015 - $13,029) decreased by $7,975. The decrease is due to a reduction of computer expenses, office supplies, telephone and repair and maintenance required in the current period.
- Professional fees of $12,409 (2015 - $26,092) decreased by $13,683. The decrease was mainly due to reduced fees paid to a consultant for legal services rendered in the current period.
- Regulatory and transfer agent fees of $2,629 (2015 - $4,192) decreased by $1,563 due to the regulatory fees in relation to private placements incurred in the comparative period.
- Rent of $5,706 (2015 - $18,765) decreased by $13,059 mainly due to the termination of the satellite office for the Company's advisory staff in the prior year.
- Travel of $239 (2015 - $91) remained fairly consistent when compared to the same period in the prior year.
- Wages and benefits of $5,457 (2015 - $24,514) decreased by $19,057 due to the decreased in advisory staff needed in the current period.

For the six month period ended June 30, 2016:

Net income for the period

The Company had a net loss for the six month period ended June 30, 2016 of $108,241 (2015 - $251,784). The net decrease of $143,543 in the net loss for the six month period ended compared to the six month period ended June 30, 2015 was primarily due to a decrease in general administrative expense of $327,448 offset by a decrease in revenue of $169,122 and a change in other items of $14,783.

Revenue

During the six month period ended June 30, 2016, the Company reported revenue and other income of $237 compared to $169,359 in the six month period ended June 30, 2015. The decrease of $169,122 in revenue and other income is mainly related to the termination of advisory services for the current period.

Other Items

During the six month period ended June 30, 2016, the Company reported an income of $8,450 compared to $23,233 in the six month period ended June 30, 2015 from other sources of income and other expenses. Items that caused the $14,783 net change in other items are noted in the following:

- Loss on sales of securities of $55,685 (2015 - $10,888) changed by $44,797 due to the sales of securities.
- Unrealized gain on investments of $64,135 (2015 - $34,121) changed by $30,014 due to market values of securities held. The Company holds certain securities in related parties.

Operating Expenses

General and administrative expenses of $116,928 (2015 - $444,376) are primarily comprised of consulting, administrative, professional fees, transfer agent fees and filing fees, rent and general office expenses. The net decrease was $327,448 when compared to the six month period ended June 30, 2015. Items that caused the net decrease are noted in the following:

In comparison to the six month period ended June 30, 2015:

- Consulting fees of $31,500 (2015 - $181,800) decreased by $150,300 mainly due to the resignation of one of the Company's officers in April 2015 and not replaced.
- Interest expense of $709 (2015 - $289) did not fluctuate by much when compared to the prior year and was mainly related to the outstanding balance of the loans.
- Office and miscellaneous of $14,190 (2015 - $39,747) decreased by $25,557. The decrease is due to a reduction of computer expenses, office supplies, telephone and repair and maintenance required in the current period.
- Professional fees of $31,350 (2015 - $65,580) decreased by $34,230. The decrease was due to reduced fees paid to a consultant for legal services and the reduction in legal fees in relation to the exempted market dealer (EMD) registration in other provinces which were incurred in the comparative period.
- Regulatory and transfer agent fees of $14,833 (2015 - $12,618) increased by $2,215 due to the regulatory fees in relation to the private placement incurred in the current period.
- Rent of $11,474 (2015 - $41,105) decreased by $29,631 mainly due to the termination of the satellite office for the Company's advisory staff in the prior year.
- Share-based payments of $nil (2015 - $17,873) decreased by $17,873 due to the timing of the option issuances in each period.
- Travel of $308 (2015 - $27,356) decreased by $27,048 due to the reduced activities in the promotion of the advisory business.
- Wages and benefits of $12,564 (2015 - $58,008) decreased by $45,444 due to the decreased in advisory staff needed in the current period.

OFF BALANCE SHEET ARRANGEMENTS

The Company is not a party to any off-balance sheet arrangements or transactions.

PROPOSED TRANSACTIONS

The Company does not have any current proposed asset or business acquisition of dispositions; however, the Company continues to seek new business opportunities to raise capital.

SUMMARY OF QUARTERLY RESULTS

The following is a summary of quarterly results of the Company for the eight most recently completed financial quarters ended June 30, 2016:

	June 30, 2016	March 31, 2016	December 31, 2015	September 30, 2015
Total assets	$ 151,082	$ 148,569	$ 157,100	$ 144,550
Working capital (deficit)	2,462	27,596	(109,297)	(43,926)
Shareholders' equity (deficit)	2,462	27,596	(109,297)	(43,926)
Total Revenue	113	124	128	132
Operating expenses	45,173	71,755	77,100	95,511
Net loss and comprehensive loss	(25,134)	(83,107)	(65,371)	(149,843)
Basic loss per share	(0.00)	(0.00)	(0.00)	(0.01)
Diluted loss per share	(0.00)	(0.00)	(0.00)	(0.01)

	June 30, 2015	March 31, 2015	December 31, 2014	September 30, 2014
Total assets	$ 229,349	$ 237,002	$ 379,997	$ 380,594
Working capital	105,917	168,170	339,828	327,414
Shareholders' equity	105,917	168,170	339,828	355,814
Total Revenue	62,452	106,907	103,724	45,096
Operating expenses	145,328	299,048	250,353	276,902
Net loss and comprehensive loss	(62,253)	(189,531)	(214,690)	(233,620)
Basic loss per share	(0.01)	(0.01)	(0.02)	(0.02)
Diluted loss per share	(0.01)	(0.01)	(0.02)	(0.02)

SELECTED ANNUAL INFORMATION

	Year Ended December 31, 2015	Year Ended December 31, 2014	Year Ended December 31, 2013
Revenues	169,619	273,134	223,821
Operating income (loss)	(447,368)	(846,741)	17,649
Net income (loss) and comprehensive income (loss)	(466,998)	(939,296)	(6,548)
Impairment charges	-	-	-
Basic loss per share	(0.03)	(0.08)	(0.00)
Diluted loss per share	(0.03)	(0.08)	(0.00)
Total assets	157,100	379,997	136,825

LIQUIDITY AND CAPITAL RESOURCES

The Company has financed its operations to date primarily through the issuance of common shares, warrants and debenture financing. The Company continues to seek capital through various means including the issuance of equity and/or debt.

The Company anticipates spending some of its capital resources on exploring new business opportunities during the year in expanding its business services to potentially include the distributions of exempt market securities, and in connection therewith, proceeded with an application to the British Columbia Securities Commission for registration as an "Exempt Market Dealer" in accordance with National Instrument 31-103 Registration Requirements and Exemptions ("NI 31-103") and was and was approved on January 5, 2015. Currently, general and administrative expenses amount to approximately $22,000 per month (which includes consulting agreements totaling $7,500 per month) which is not expected to change over the next several months.

The Company assesses its financing requirements and its ability to access equity or debt markets on an ongoing basis. The assessment considers: the stage and success of the Company's evaluation activities to date; the continued participation of the Company's investors in evaluation activities; and financial market conditions. The Company has marketable securities with a value of $27,986, which it could convert to cash and has on February 5, 2016 announced that it closed on a $220,000 private placement. Further financing will required to cover the Company's future cash requirements. It is possible that future economic events and global conditions may result in further volatility in the financial markets which could negatively impact the Company's ability to access equity or debt markets in the future.

As at June 30, 2016, the Company had working capital of $2,462 compared to a deficit of $109,297 as at December 31, 2015. As at June 30, 2016, the Company had cash of $93,756 compared to cash of $90,363 as at December 31, 2015.

Net cash used in operating activities for the six month period ended June 30, 2016 was $229,074 compared to $134,788 for the same period in the prior year.

Net cash provided by investing activities for the six month period ended June 30, 2016 including $18,467 (2015 - $2,910) from proceeds on sales of securities.

Net cash provided by financing activities for the six month period ended June 30, 2016 was $214,000 compared to $nil for the same period in the prior year, including $220,000 (2015 - $nil) from proceeds on issuance of shares and $8,500 (2015 - $nil) from loan proceeds offset by $14,500 (2015 - $nil) of loan repayments.

TRANSACTIONS WITH RELATED PARTIES

(a) Included in prepaid expenses at June 30, 2016 is $20,000 (December 31, 2015 - $20,000) as a deposit paid to Waterfront Communications Inc., a company with certain directors in common, to cover shared employee payroll and office costs.

(b) Included in accounts payable at June 30, 2016 is $100,506 (December 31, 2015 - $190,486) due to companies controlled by directors and/or with certain directors in common as follows:

Name of Company/Director	Directors/Officers		June 30, 2016		December 31, 2015
Andrzej Kowalski	a director of the Company	$	1,000	$	1,575
Beachfront Enterprises Limited Partnership	a limited partnership, the majority of which is owned by a director, namely, Douglas L. Mason		24,032		11,984
Bruce E. Morley Law Corporation	a company controlled by a former director, namely, Bruce E. Morley		14,000		50,400
Criterion Capital Corporation	a company controlled by a director, namely, Douglas L. Mason		13,733		47,635
Mehrun Payravi	a director of the Company		1,500		525
Sead Hamzagic, Inc.	a company controlled by a director, namely, Sead Hamzagic		13,303		47,250
Spencer Dyer	a former director of the Company's subsidiary		-		5,650
VJS Consulting Corp.	a company controlled by a former director, namely, Valerie Samson		-		788
Waterfront Communications Inc.	Douglas L. Mason and Sead Hamzagic		27,288		24,679
		$	94,856	$	190,486

(c) During the six month period ended June 30, 2016, the Company reimbursed Waterfront Communications Inc. (a company with certain directors in common) on a cost basis, to cover shared administrative payroll costs in the amount of $12,314 (2015 - $68,565) and shared expenses in the amount of $7,325 (2015 - $17,909).

(d) The Company entered into a loan agreement, dated October 8, 2015, pursuant to which the lender agreed to loan the Company up to $50,000 for working capital purposes. The loan was provided by Criterion Capital Corporation, a company controlled by Douglas L. Mason, a director and officer of the Company, and each loan advance is for a term of one year with interest at a rate of 1% per month (12% per annum). The Company borrowed $8,500 and repaid $14,500 during the period. Included in loans payable at June 30, 2016 is $11,000 (December 31, 2015 - $17,000). No loan bonus shares were issued in connection with these loans.

(e) During the six month period ended June 30, 2016, the Company recovered, paid or accrued the following amounts to directors, companies or limited partnerships controlled by directors, and/or companies with common directors:

Name of Company	Directors/Officers	June 30, 2016	June 30, 2015
Bruce E. Morley Law Corporation (legal services)	Bruce E. Morley (former director)	15,000	30,000
Criterion Capital Corporation (consulting fees)	Douglas L. Mason	15,000	30,000
Sead Hamzagic, Inc. (consulting fees)	Sead Hamzagic	15,000	30,000
Andrzej Kowalski (director's fee)	Andrzej Kowalski	1,000	1,000
Grignan Holdings Ltd. (consulting fees)	Rick Peterson (former director/officer)	-	30,000
Mehrun Payravi (director's fee)	Mehrun Payravi	1,000	-
Spencer Dyer (consulting fees)	Spencer Dyer	(5,000)	60,000
VJS Consulting Corp. (consulting fees)	Valerie Samson (former director)	4,500	28,000
Beachfront Enterprises Limited Partnership (rent)	a limited partnership, the majority of which is owned by a director, namely, Douglas L. Mason	11,474	14,706

These transactions were in the normal course of operations and were measured at the exchange value, which represented the amount of consideration established and agreed to by the related parties.

COMMITMENTS AND CONTINGENCIES

The Company has entered into three 5-year term renewable agreements with companies controlled by two directors and one former director of the Company for the provision of consulting services and/or legal services at a cost of $2,500 per month ($30,000 per annum) for each of the three agreements. If any of such agreements are terminated without cause, or if there is a change in control of the Company, the Company is required to pay $150,000 to such contracted party so affected.

The Company has entered into two agreements with certain directors/officers for services rendered in such capacities. If such agreements are terminated without consent of the director/officer or the director/officer resigns within 120 days following a change in control, the Company must pay $50,000 to such director/officer and allow any unvested stock options to vest.

CAPITAL MANAGEMENT

The Company manages its common shares and stock options as capital. The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to maintain a flexible capital structure, which optimizes the costs of capital at an acceptable risk.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue new debt, acquire or dispose of assets.

In order to facilitate the management of its capital requirements, the Company prepares expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company does not pay out dividends. The Company's investment policy is to invest its short-term excess cash in highly liquid short-term interest-bearing investments with maturities of 365 days or less from the original date of acquisition, selected with regard to the expected timing of expenditures from continuing operations.

To fund future operating activities the Company may need to raise funds through future share issuances, issue new debt or dispose of assets.

There have been no changes to the Company's approach to capital management during the period ended June 30, 2016. The Company is not subject to externally imposed capital requirements.

The Company expects its current capital resources will be sufficient to carry its corporate and administrative services and operations through its current operating period.

FINANCIAL INSTRUMENTS

Fair value

The Company classifies its cash and short-term investments as fair value through profit or loss; accounts receivable as loans and receivables; and accounts payable and accrued liabilities as other financial liabilities.

The carrying values of accounts receivable, accounts payable and accrued liabilities approximate their fair values due to the short-term maturity of these financial instruments.

The Company's measurement of fair value of financial instruments as at June 30, 2016 and December 31, 2015 in accordance with the fair value hierarchy is as follows:

	Total	Level 1	Level 2	Level 3
June 30, 2016				
Cash	$ 93,756	$ 93,756	$ -	$ -
Investments	$ 27,986	$ 27,986	$ -	$ -
December 31, 2015				
Cash	$ 90,363	$ 90,363	$ -	$ -
Investments	$ 38,003	$ 38,003	$ -	$ -

The Company's risk exposure and the impact on the Company's financial instruments are summarized below.

Credit risk

Credit risk is the risk of financial loss to the Company if a counter party to a financial instrument fails to meet its payment obligations. The Company is exposed to credit risk with respect to its cash, short-term investments, and accounts receivable.

The Company's credit risk is primarily attributable to cash and short-term investments. Management believes that the credit risk concentration with respect to cash and short-term investments is remote as it maintains accounts with highly-rated financial institutions.

Credit risk with respect to other receivables is considered to be moderate due to the balance being outstanding from related parties. Credit risk with respect to trade accounts receivable has been assessed as low from management, as the Company has strong working relationships with the parties involved.

The credit risk associated with cash is minimized substantially by ensuring that these financial assets are placed with a major financial institution with strong investment-grade ratings by a primary ratings agency.

The Company's concentration of credit risk and maximum exposure thereto is as follows:

	June 30, 2016	December 31, 2015
Bank accounts	$ 93,756	$ 90,363
Investments	27,986	38,003
Trade accounts receivable	2,098	4,842
	$ 123,840	$ 133,208

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they become due. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities. At June 30, 2016, the Company had accounts payable and accrued liabilities of $145,995 (December 31, 2015 - $249,397) and loans payable of $11,000 (December 31, 2015 - $17,000). Based on the current funds held as at June 30, 2016, the Company will need to rely upon financing from shareholders and/or debt holders to obtain sufficient working capital. There is no assurance that such financing will be available on terms and conditions acceptable to the Company.

The amounts listed below are the remaining contractual maturities for financial liabilities held by the Company:

June 30, 2016			
Due Date	Accounts Payable, Accrued Liabilities and Loans Payable	Due to Related Parties	Total
0 – 90 days	$ 42,764	$ 94,856	$ 137,620
90 – 365 days	-	11,000	11,000

December 31, 2015			
Due Date	Accounts Payable, Accrued Liabilities and Loans Payable	Due to Related Parties	Total
0 – 90 days	$ 58,911	$ 190,486	$ 249,397
90 – 365 days	-	17,000	17,000

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk.

(i) 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.

The Company's cash and cash equivalents consist of cash held in bank accounts. Due to the short-term nature of the Company's financial instruments, fluctuations in market rates do not have a significant impact on estimated fair values.

Future cash flows from interest income on cash and cash equivalents will be affected by interest rate fluctuations. Given the balance of the cash and equivalents, any fluctuations in the interest rate would lead to an immaterial change in the statements of comprehensive loss.

(ii) Foreign currency risk

The Company is not exposed to significant foreign currency risk.

(iii) Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices, other than those arising from interest rate risk or foreign currency risk. The Company is exposed to other price risk with respect to its marketable securities, as they are carried at fair values based on quoted market prices, and investments, as they are carried at fair values based on quoted market prices.

SEGMENTED INFORMATION

The Company currently operates its business in one operating segment in Canada

CRITICAL ACCOUNTING ESTIMATES

The preparation of the consolidated financial statements in conformity with IFRS requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates.

The most significant accounts that require estimates as the basis for determining the stated amounts include the impairment of assets, valuation of share-based payments and recognition of deferred tax amounts.

Critical accounting estimates:

a) Recoverability of asset carrying values

The Company assesses its assets for possible impairment if there are events or changes in circumstances that indicate that carrying values of the assets may not be recoverable, at each reporting period. The assessment of any impairment assets is dependent upon estimates of recoverable amounts that take into account factors such as reserves, economic and market conditions, timing of cash flows, the useful lives of assets and their related salvage values.

b) Share-based payments

The fair value of share options granted is measured using the Black-Scholes option pricing model. Measurement inputs include share price on measurement date, exercise price of the option, expected volatility, expected life of the options, expected dividends and the risk-free rate. These estimates will impact the amount of share-based payments recognized.

c) Income taxes

Related assets and liabilities are recognized for the estimated tax consequences between amounts included in the financial statements and their tax base using substantively enacted future income tax rates. Timing of future revenue streams and future capital spending changes can affect the timing of any temporary differences and, accordingly, affect the amount of the deferred tax asset or liability calculated at a point in time.

CHANGES IN ACCOUNTING POLICIES

There were no changes in accounting policies during the six month period ended June 30, 2016.

Management's Responsibility for Financial Statements

The information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgements and have been properly reflected in the financial statements.

OUTSTANDING SHARE DATA as of August 9, 2016:

a) Authorized Share Capital:
unlimited number of common shares without par value
unlimited number of preferred shares without par value

b) Issued and Outstanding Shares:
19,566,106 common shares with a stated value of $8,155,642
2,400,000 preferred shares with a stated value of $610,997

c) Outstanding incentive stock options:

Number of Options	Exercise Price	Expiry Date
200,000	$ 0.10	November 1, 2016
75,000	$ 0.10	July 24, 2017
675,000	$ 0.10	February 15, 2018
58,000	$ 0.10	September 30, 2019
33,000	$ 0.12	January 19, 2020
1,041,000		
1,041,000		Exercisable

d) Outstanding warrants:

Number of Warrants	Exercise Price	Expiry Date
1,500,000	$ 0.20	August 28, 2016
2,062,040	$ 0.20	December 19, 2016
3,400,000	$ 0.06	January 26, 2018
1,000,000	$ 0.06	February 3, 2018
7,962,040		

e) Shares in escrow or pooling agreements: nil

OFFICERS AND DIRECTORS

Douglas L. Mason, President, CEO and Director (Chairman)
Sead Hamzagic, CFO and Director
Andrzej Kowalski, Director
Mehrun Payravi, Director