DATINVEST INTERNATIONAL LTD.

MANAGEMENT DISCUSSIONS AND ANALYSIS

For the year ended December 31, 2012

General

This Management's Discussion and Analysis ("MD&A") provides relevant information on the operations and financial condition of Datinvest International Ltd. (the "Company") during the year ended December 31, 2012. Management of the Company has prepared this MD&A as of April 30, 2013.

This MD&A is a complement and supplement to the audited financial statements and notes for the year ended December 31, 2012. It should also be read in conjunction with and the audited financial statements and notes for the year ended December 31, 2012. Both can be found on SEDAR at www.sedar.com.

Forward-Looking Statements

Except for historical information, this MD&A includes forward-looking statements which are subject to risks and uncertainties that could cause actual results to differ materially from those in such forward-looking statements. The Company assumes no obligation to update its forward-looking statements to reflect results, changes in assumptions or changes in other factors affecting such statements.

The Company

The Company has no business or operations and continues to be designated as "Inactive" by the TSX Venture Exchange since September 28, 2001. The Company is currently reviewing new projects. The Company's shares are trading under the symbol DAI.H and are regulated by the NEX polices.

As at December 31, 2012, the Company has a working capital surplus of $611,547 (December 31, 2011: $698,776; December 31, 2010: $252,715. For the three years ending December 31, 2012, the Company reported a deficit of $2,733,952 (December 31, 2011: ($2,646,723); December 31, 2010: ($2,592,784).

Selected Annual Information

	Years ended December 31		
	2012	**2011**	**2010**
Revenues	$-	$-	$-
Loss of the year before extraordinary items	$87,229	$53,939	$34,531
Basic and Diluted Loss per Share	$0.01	$0.01	$0.01
Loss for the Year	$87,229	$53,939	$34,531
Total Assets	$712,202	$801,948	$354,038
Liabilities (L.T.)	-	-	-
Cash dividends	-	-	-

Results of Operations for the years ended December 31, 2012 and 2011

For the year ended December 31, 2012, the Company incurred a loss of $87,229 (2011 - $53,939) and has accumulated losses of $2,733,952 (2011 -$2,646,723). During the year ended December 31, 2012, the Company has increased professional and management fees from $37,250 to $48,196. This increase was partially due to increased business activities during the current year.

Summary of Quarterly Results

	2012				2011			
	Q4	**Q3**	**Q2**	**Q1**	**Q4**	**Q3**	**Q2**	**Q1**
	IFRS	IFRS	IFRS	IFRS	IFRS	IFRS	IFRS	IFRS
Total revenue	$-	$-	$-	$-	$-	$-	$-	$-
Loss (gain) for the Period before extraordinary items	$30,652	$11,810	$23,101	$21,666	32,320	($818)	$20,167	$8,270
Basic Loss per Share	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
Diluted Loss per Share	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
Loss (gain) for the Period	$30,652	$11,810	$23,101	$21,666	$32,320	($818)	$20,167	$8,270
Basic Loss per Share	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
Diluted Loss per Share	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00

These financial data have been prepared in accordance with generally accepted accounting principles in Canada and have been restated to conform with IFRS.

Liquidity and Capital Resources

Working Capital

As at December 31, 2012, the Company has a working capital surplus $611,547 (December 31, 2011 - $698,776) and a deficit of $2,733,952 (December 31, 2011 - $2,646,723).

The Company has no commitment for capital expenditures as of April 29, 2013.

Cash and Cash Equivalents

On December 31, 2012, the Company had cash and cash equivalents of $682,491 (2011 - $763,690).

Cash Used in Operating Activities

Cash used by operating activities during the year ended December 31, 2012 was $81,199 (2011: $66,667) due to the operating expenditures. Cash was mostly spent on management fees, professional fees, and transfer and filing fees.

Cash Used in Investing Activities

Total cash generated by investing activities during the year ended December 31, 2012 was $Nil (2011 - $Nil).

Cash Generated by Financing Activities

Total cash generated by financing activities for the year ended December 31, 2012 was $nil (2011: $500,000).

On May 17, 2011, the Company arranged a non-brokered private placement of up to 7,692,308 Units of the Company for gross proceeds of $500,000 at a price of $0.065 per Unit, each Unit consisting of one common share and one warrant, each warrant entitling the holder to purchase one additional share of the Company at a price of $0.10 per share for a period of twelve months.

Going Concern

These financial statements have been prepared in accordance with International Financial Reporting Standards applicable to a going concern, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern as at December 31, 2012, the Company had not yet achieved profitable operations, has accumulated losses of $2,733,952 since its inception, a working capital surplus of $611,547 (December 31, 2011: $698,776) and expects to incur further losses in the development of its business, all of which casts substantial doubt about the Company’s ability to continue as a going concern. The Company's ability to continue as a going concern is dependent on its ability to generate future profitable operations and/or to obtain the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they become due.

Off-Balance Sheet Arrangements

The Company is not committed to any off-balance sheet arrangements..

Financing Activities

The Company did not carry out any financing activities during the year ended December 31, 2012.

On May 17, 2011, the Company arranged a non-brokered private placement of up to 7,692,308 Units of the Company for gross proceeds of $500,000 at a price of $0.065 per Unit, each Unit consisting of one common share and one warrant, each warrant entitling the holder to purchase

one additional share of the Company at a price of $0.10 per share for a period of twelve months.

Share Capital

The following information is provided as at December 31, 2012:

	Number of Shares		Amount		Contributed Surplus
Balance at December 31, 2011	19,793,100	$	3,221,875	$	123,624
-	-		-		-
Balance at December 31, 2012	19,793,100	$	3,221,875	$	123,624

Stock Options

Options	**December 31, 2012**		**December 31, 2011**	
	Number Of Options	Weighted Average Exercise Price	Number Of Options	Weighted Average Exercise Price
Outstanding, beginning of year	650,000	$ 0.200	650,000	$ 0.200
Granted	-	-	-	-
Expired/cancelled	(350,000)	-	-	-
Exercised	-	-	-	-
Outstanding, end of year	300,000	$ 0.200	650,000	$ 0.200

		December 31, 2012	**December 31, 2011**
Expiry Date	Exercise Price	Number of Shares	Number of Shares
April 30, 2012	$ -	-	350,000
June 2, 2013	$ 0.19	300,000	300,000
		300,000	650,000

Proposed Transactions

There are no proposed transactions that the Company has not previously disclosed.

Critical Accounting Estimates

The Company’s significant accounting policies are contained in Note 2 to the audited financial statements for the years ended December 31, 2012and 2011. Certain of these policies are recognized as critical because in applying these policies, management is required to make judgments, assumptions and estimates that have a significant impact on the financial results of the Company.

Stock-Based Compensation

The Company uses the Black-Scholes option valuation model to calculate the fair value of share purchase options at the date of grant. Option pricing models require the input of highly subjective assumptions, including share price, volatility and expected life of the options. Changes in these assumptions can materially affect the fair value estimate.

Transactions with Related Parties

During the year ended December 31, 2011 the Company was charged $22,000 (December 31, 2010: 20,000) for management fees by its directors. At December 31, 2011, the Company owed $7,000 (December 31, 2010 - $10,080).

During the year ended December 31, 2012 the Company was charged $361 (December 31, 2011 - $6,926) for legal services to a company related to a director. At December 31, 2012, the Company owed $14,021 (December 31, 2011 - $14,021).

Accounting Standards, Amendments and Interpretation Issued But Not Yet Applied

Unless otherwise noted, the following revised standards and amendments are effective for annual periods beginning on or after January 1, 2013, except IFRS 9 which is after January 1, 2015 and IAS1 which is after July 1, 2012, with earlier application permitted. The Company has not yet assessed the impact of these standards and amendments or determined whether it will early adopt them.

• IFRS 9 Financial Instruments was issued in November 2009 and addresses classification and measurement of financial assets. It replaces the multiple category and measurement models in IAS 39 for debt instruments with a new mixed measurement model having only two categories: amortized cost and fair value through profit or loss. IFRS 9 also replaces the models for measuring equity instruments. Such instruments are either recognized at fair value through profit or loss or at fair value through other comprehensive income. Where equity instruments are measured at fair value through other comprehensive income, dividends are recognized in profit or loss to the extent that they do not clearly represent a return of investment; however, other gains and losses (including impairments) associated with such instruments remain in accumulated comprehensive income indefinitely. Requirements for financial liabilities were added to IFRS 9 in October 2010 and they largely carried forward existing requirements in IAS 39, Financial Instruments – Recognition and Measurement, except that fair value changes due to credit risk for liabilities designated at fair value through profit and loss are generally recorded in other comprehensive income.

• IFRS 10 Consolidated Financial Statements requires an entity to consolidate an investee when it has power over the investee, is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Under existing IFRS, consolidation is required when an entity has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. IFRS 10 replaces SIC-12 Consolidation – Special Purpose Entities and parts of IAS 27 Consolidated and Separate Financial Statements.

• IFRS 11 Joint Arrangements requires a venturer to classify its interest in a joint arrangement as a joint venture or joint operation. Joint ventures will be accounted for using the equity method of accounting whereas for a joint operation the venturer will recognize its share of the assets, liabilities, revenue and expenses of the joint operation. Under existing IFRS, entities have the choice to proportionately consolidate or equity account for interests in joint ventures. IFRS 11 supersedes IAS 31 Interests in Joint Ventures and SIC-13 Jointly Controlled Entities – Nonmonetary Contributions by Venturers.

• IFRS 12 Disclosure of Interests in Other Entities establishes disclosure requirements for interests in other entities, such as subsidiaries, joint arrangements, associates, and unconsolidated structured entities. The standard carries forward existing disclosures and also introduces significant additional disclosure that address the nature of, and risks associated with, an entity's interests in other entities.

• IFRS 13 Fair Value Measurement is a comprehensive standard for fair value measurement and disclosure for use across all IFRS standards. The new standard clarifies that fair value is the price that would be received to sell an asset, or paid to transfer a liability in an orderly transaction between market participants, at the measurement date. Under existing IFRS, guidance on measuring and disclosing fair value is dispersed among the specific standards requiring fair value measurements and does not always reflect a clear measurement basis or consistent disclosures.

• There have been amendments to existing standards, including IAS 27 Separate Financial Statements and IAS 28 Investments in Associates and Joint Ventures. IAS 27 addresses accounting for subsidiaries, jointly controlled entities and associates in non-consolidated financial statements. IAS 28 has been amended to include joint ventures in its scope and to address the changes in IFRS 10 – 13.

• IAS 1 Presentation of Financial Statements has been amended to require entities to separate items presented in OCI into two groups, based on whether or not items may be recycled in the future. Entities that choose to present OCI items before tax will be required to show the amount of tax related to the two groups separately. The amendment is effective for annual periods beginning on or after July 1, 2012 with earlier application permitted.

Internal Controls and Disclosure Controls over Financial Reporting

Internal controls over financial reporting (ICFR) and disclosure controls and procedures (DC&P) must be sufficiently robust to address changes resulting from IFRS conversion**.**

The Company has reviewed its internal controls and disclosure controls and procedures over financial reporting and has determined that the impact on IFRS is not going to materially alter how transactions are initiated, recorded, processed and reported.

The majority of the Company's transactions relating to operations will remain unaffected by the conversion. However, there are some instances where the internal control and accounting technology system will need to be adjusted to meet the needs of IFRS. As discussed in the information technology systems section, much of the financial reporting process is manual or simple automation through Microsoft Excel. The Company personnel will alter the recognition criteria, calculation process and data capture required for disclosure with the assistance of and tools provided by the outside consultants.

Pursuant to National Instrument 52-109 Certification of Disclosure in Issuers' annual and Interim Filings, management has designed and evaluated the effectiveness of the Company's disclosure controls and procedures as at December 31, 2012 and found them to meet required standards.

Additional Information

Additional information about the Company can be found on www.sedar.com.

List of Directors and Officers

Jason Birmingham	Director, President, CEO and Secretary
Balraj Mann	Director, Chief Financial Officer
David Toyoda	Director
Wayne Yuen	Director