AI/ML INNOVATIONS INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE THREE MONTHS ENDED JULY 31, 2021

Introduction

The following Management's Discussion and Analysis ("MD&A") of AI/ML Innovations Inc. (the "Company" or "AI/ML") has been prepared to provide updates to the business, operations, liquidity and capital resources of the Company since its last annual management's discussion & analysis, being the Management's Discussion & Analysis for the fiscal year ended April 30, 2021 ("Annual MD&A"). Additional information relating to AI/ML is available under the Company's SEDAR profile at www.sedar.com.

This MD&A has been prepared in compliance with the requirements of section 2.2.1 of Form 51-102F1, in accordance with National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the Annual MD&A, the audited annual consolidated financial statements of the Company for the years ended April 30, 2021 and April 30, 2020, and the unaudited condensed interim consolidated financial statements for the three months ended July 31, 2021, together with the notes thereto. Results are reported in Canadian dollars, unless otherwise noted. In the opinion of management, all adjustments (which consist only of normal recurring adjustments) considered necessary for a fair presentation have been included. The results for the three months ended July 31, 2021 are not necessarily indicative of the results that may be expected for any future period. Information contained herein is presented as at September 29, 2021 unless otherwise indicated.

The condensed interim consolidated financial statements for the three months ended July 31, 2021, have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board and interpretations of the IFRS Interpretations Committee. The unaudited condensed consolidated interim financial statements have been prepared in accordance with International Standard 34, Interim Financial Reporting.

For the purposes of preparing this MD&A, management, in conjunction with the Board of Directors, considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of AIML's common shares (the "Common Shares"); or (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board of Directors, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

Going concern

The condensed interim consolidated financial statements were prepared with the assumption that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. Continued operations of the Company are dependent on the Company's ability to receive financial support, complete additional debt or equity financing, or generate profitable operations in the future. The Company believes it will be able to raise the necessary funding to 10 continue operations however, there is no assurance that these funds will be available on terms acceptable to the Company or at all. These material uncertainties may cast significant doubt upon the Company's ability to continue as a going concern. The consolidated financial statements do not include the adjustments that would be necessary should the Company be unable to continue as a going concern.

Caution Regarding Forward-Looking Statements

This MD&A contains certain forward-looking information as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "budgets", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or state that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement.

Description of Business

The Company was incorporated under the Canada Business Corporations Act and was continued under the Business Corporations Act (British Columbia) on November 4, 2009. In February 2020, the Company's name was changed to AIML Resources Inc. and in November 2020 the name was changed to AI/ML Innovations Inc.

During the year ended April 30, 2021, the Company entered and closed a share exchange agreement (the "Share Agreement") with Salu Design Group Inc. (hereinafter referred to as "Health Gauge"), which is a private technology company based in Edmonton, Alberta. Salu holds the rights to intellectual property in the area of wearable technologies, and the application and methods associated with the applied AI/ML (artificial intelligence/machine learning) software using accelerometers, ECG (electrocardiogram), PPG (photoplethysmogram – used to measure blood volume changes in tissue), and other forms of physiological sensors to measure heart rate, heart rate variability, pulse oximetry, pulse wave velocity, pulse transit time, blood pressure, and activity. Health Gauge's intellectual property also includes proprietary methods and IP relating to behavioural tagging for the purposes of psychometric analysis.

Health Gauge is working to develop strategic partnerships with leading channel partners, health benefits providers, and end-users. Its products have completed beta testing in 2020 are expected to be commercially available and implemented during 2021.

On December 30, 2020, the Company filed a listing application for Canadian Securities Exchange (CSE).

The Company was an exploration stage company that was in the process of exploring its mineral properties located in Canada and the United States of America, however, it has aligned its business operations to capitalize on the burgeoning areas of artificial intelligence (AI) and machine learning (ML), with an initial focus on emerging companies in the digital healthcare space.

The Company's registered office is located at Suite 1000 Cathedral Place, 925 West Georgia Street, Vancouver, BC, V6C 3L2. The Company's head office and mailing address is 82 Richmond Street East, Toronto, Ontario, M5C 1P1.

Overall Performance and Outlook

Corporate

AI/ML Innovations Inc. has aligned its business operations to capitalize on the burgeoning areas of artificial intelligence (AI) and machine learning (ML), with an initial focus on emerging companies in the digital healthcare space.

On December 21, 2020, the Company announced that it had received conditional listing approval from the Canadian Securities Exchange (CSE) and voluntarily delisted from the TSX Venture Exchange. January 11, 2021, the Company's shares started trading on the CSE under its current symbol "AIML"

On January 8, 2021, the Company announced that the founders of Health Gauge, Randy Duguay and Bruce Matichuk have been appointed to the board of directors of the Company and have taken over the rolls of President and CEO and Chief Technical Officer, respectively. John Cook has resigned as CEO but remains a director and Ken Ralfs has resigned as a director.
On January 11, 2021, the Company granted consultants an aggregate of 900,000 stock options at $0.40. The Options vest immediately and are exercisable until September 30, 2021

On January 14, 2021, the announced the appointment of Mr. Tim Daniels to its Board of Directors, in the position of Executive Chairman.

The Company also reported that it has signed an agreement with Octagon Media Corp./Wall Street Reporter ("Octagon") for an investor marketing program, which includes digital media and investor awareness. Octagon received stock options within the existing stock option plan of the Company of 350,000 options at $0.70 for a 1-year period.

Further, the Company announced that it has launched a 12-month digital investor awareness program through AGORACOM, a multifaceted digital platform operated by AGORA Internet Services Corp. ("AGORA"), in order to enhance information availability for current and future stakeholders.

On February 2, 2021, the Company announced that it has engaged Toronto-based marketing firm North Equities Corp. ("North Equities") that specializes in various social media platforms, to facilitate greater investor engagement and widespread dissemination of the Company's news. In accordance with the terms of the agreement, the Company issued 80,645 common shares at a deemed price of $1.30 per share to North Equities, for a 6-month engagement ending August 15, 2021.

Health Gauge

On January 26, 2021, the Company announced the successful proof of concept deployment and findings for a study funded by The Bill and Melinda Gates Foundation on a research project to study ways to reduce pregnancy complications and mortality, by making healthcare more accessible using wearable solutions. For this study, Health Gauge's personal health monitoring solution, including its wearable device, smart phone app, and AI-driven cloud processing platform was used, in conjunction with the support of community-based health service providers.

On February 2, 2021, the Company announced and introduced the following members of the Advisory Board for its subsidiary, Health Gauge:

- Dr. Pierre Boulanger, P.Eng , PhD, University of Alberta, a Professor and Cisco Chair in Healthcare, at the University of Alberta.
- Dr. Jacques Kpodonu, MD, FACC, a triple US boarded cardiac and endovascular surgeon based at the Beth Israel Deaconess Medical Center and surgical faculty at Harvard Medical School.

On February 9, 2021, the Company announced Health Gauge, has been awarded a total of $330,000 in grants from Public Sector Innovation Partners as it continues to forge numerous strategic private and public sector relationships, so that it may best leverage the human, technological and financial resources of world-class organizations in order to most efficiently and effectively commercialize its AI-driven, health-tech platform applied towards R&D and corporate resources

On March 18, 2021, the Company announced it has launched its e-commerce platform for the retail sale of its proprietary wearable, digital health solution. Health Gauge's patent pending, wellness solution empowers the user by utilizing three integrated components: a selection of Health Gauge's branded wearable health monitors, Health Gauge's AI powered phone app (Apple and Android), and Health Gauge's subscription-based cloud computing platform, which seamlessly combine to provide the user and their health service providers with immediate, meaningful and actionable information and feedback, resulting in better health recovery outcomes and the achievement of healthier living objectives for the user.

On September 7, 2021, the Company announced that Health Gauge entered a strategic partnership with AI-on-Call to deliver a digital remote patient monitoring solution for the early prediction, diagnosis, and prevention of sepsis and acute illness in seniors (whether in Assisted Living, Nursing Homes, Hospital, or Home settings).

HG's smartwatch solution and AI-driven cloud platform combine with AI-on-Call's novel protocols and algorithms to improve the timely capture of requisite health data, support the rapid identification and prioritization of at-risk patients for sepsis and acute illness, and ultimately facilitate improved outcomes through the quicker engagement of care team professionals.

Three seniors' facilities located in British Columbia have been identified as the initial deployment target for the joint solution, while the near-term market opportunity is focused on British Columbia, Alberta and Ontario seniors' facilities. There are over 60 million seniors in North America who could benefit from this service, including 6 million in Canada alone.

HG's "Health Gauge App" will provide the front-facing end-user interaction, and data capture technology (heart rate, blood pressure, respiratory rate, temperature, and oxygen saturation) integral to the success of the AI-on-Call solution. Additionally, data from AI-on-Call services are to be stored in HG's data store systems, currently being managed by MedStack services, and within an Azure-based platform.

It is anticipated that HG's products and services, integral to the AI-on-Call solution, will be priced as follows:

- HG Phoenix Wearable (MSRP): $200
- HG BMI Weight Scale (MSRP): $100
- HG Thrive Monitoring Subscription: $5.00/month
- HG Value-add Reports: TBD

- AI-on-Call subscription revenue (provided via HG platform): 15% residual + 10% eComm/operations

The go-to-market user service price will be adjusted upon the completion of pilot and market testing.

About AI-on-Call

AI-on-Call was developed by Dr Andrew Neitzel, an Anesthesiologist/Intensivist and Clinical Assistant Professor at UBC (Department of Medicine and Anesthesiology) and Dr Jonathan Burns, a hospitalist with Fraser Health Authority (Abbotsford Hospital). The novelty and robustness of the AI-on-Call approach is that the solution uses a software program that is not only able to identify early (sentinel) signs of acute illness, but also direct care based on the severity of illness. They have demonstrated that their software is able to identify acutely ill patients early and simply, and with an appropriate degree of sensitivity.

The AI-on-Call team has established that their "Early Detection and Treatment of Acute Illness with Novel Software" is able to identify illness earlier than the traditional clinical method, and once identified is able to more quickly initiate medical management (in the case of the study group of medical ward patients). Study provides further that: "there is clear evidence that early intervention in the acutely ill patient is important in mitigating physiologic derangement and injury"

On September 9, 2021, the Company announced that Health Gauge ("HG"), has undertaken a 12-month Pilot Project and collaboration with Trinity Western University ("TWU"). This collaboration will be spearheaded by Dr Anita Cote, a cardiovascular physiologist who holds a Canada Research Chair in Cardiovascular Adaptation to Exercise at TWU.

The purpose of this collaboration is to study the efficacy of health data aggregated via HG's remote monitoring solution. The data collected will help to define and establish a program to quantify how personal health monitoring solutions may improve performance specific to selected sports.

HG's goal is to validate the benefit of its solution as a productive tool to help improve performance of athletes, allowing HG to then capitalize on commercial opportunities within the lucrative high-performance athletic market.

As part of this collaboration, TWU will be supplied with 150 HG smartwatches for several CIS athletic focus groupings including men and women's Soccer, Hockey, Basketball, Volleyball, Track & Field, and Basketball.

<u>Tech2Health</u>

On September 23, 2021, the Company entered into a definitive agreement with the Paris, France based company, Tech2Heal SAS (DBA Tech2Health), regarding the acquisition of an equity interest in Tech2Heal and certain exclusive territorial commercial rights to its products, by AIML (the "Transaction").

The two primary commercial components of the Transaction are:

➢ AIML and Tech2Heal co-own, on a 70:30 basis, equity in an AIML subsidiary called AI Rx Inc, a B.C. company. AI Rx Inc. has been granted 100% of the North American rights (USA, Canada, and Mexico) to the exclusive commercial use of all products, brands, and trademarks of Tech2Heal, in perpetuity (the "Strategic Alliance"). AIML will issue 1.5 million of its common shares (subject to a minimum 12-month voluntary restriction) from its treasury (at a deemed price of CAD$0.80 per share) to Tech2Heal as full and final compensation regarding the Strategic Alliance. AIML retains 2 of 3 Board seats, as well as management and operational control of AI Rx Inc.

➢ AIML will acquire an undivided interest in Tech2Health's global operations by way of a €2million total investment into Tech2Heal, in return for 22.22% of Tech2Heal's common share equity. AIML advanced €750,000 in conjunction with the closing of the Transaction, with an additional €250,000 due on the 6-month anniversary, €500,000 due on the 12-month anniversary, and a final €500,000 due on the 18-month anniversary of the closing of the Transaction. The funds advanced to Page 2 of 3 Tech2Heal by AIML will be used to further Tech2Health's technologies and global market penetration strategies as per a pre-agreed upon use of proceeds plan. AIML will hold a permanent seat on the Board of Directors of Tech2Heal.

➢ AIML has agreed to pay an arm's length finder a fee equivalent to 5% of the acquisition value for the introduction to Tech2Heal. The fee will be payable in units of AIML at a deemed value of $0.80 per unit. Each unit is comprised of one share and one warrant exercisable at $1.00 for 2 years.

General

The Company has limited revenues, so its ability to ensure continuing operations is dependent on its ability to obtain necessary financing to complete product development and marketing activities, and ultimately, the future profitable operation by way of sustained revenue generation from its goods and services.

Product Development and Objectives

On September 28, 2021, the Company announces that its minority-owned subsidiary, Tech2Heal SAS, is readying its Alakin RPM (remote patient monitoring) platform for deployment during the fourth quarter of this year. The MVP (minimum viable platform) version of Alakin is expected to launch in the fourth quarter of this year, in tandem with initial pilot studies being readied for deployment with several significant healthcare providers located in Europe and South America. Tech2Heal has innovated "Alakin", a scalable SaaS ("software as a service") digital therapy and remote patient monitoring platform that allows hospitals and clinics to effortlessly undertake "no code" value-based care programs with their patients. At its core, Alakin is a bespoke, full stack platform with a rich feature set that includes the "clinical builder" (a centerpiece product feature which allows for near limitless configurability of patient clinical protocols), embedded telemedicine tools, a triage dashboard, interactive calendars, fully scalable integrated patient records and more, which combine in a versatile and powerful tool that can save the healthcare provider's valuable resources while simultaneously helping to improve the outcome for patients. Alakin offers a B2B subscription model, with a monthly fee per patient embedded within the system of each healthcare provider. The targeted primary users are medical clinics, hospitals, ACOs, and individual doctor practices. Integral to its successful deployment, Alakin offers a method to accelerate innovative services to care teams and patients, in line with new regulations concerning value-based payments found in markets such as the US, Europe and Brazil. An advantage of Alakin to its targeted users is that clinicians are able to launch their own basket of services of remote patient monitoring and/or digital therapeutics within few hours, without having to use any computer code. Additionally, plans are underway to evolve Alakin to an "outcome-based" fee structure within certain markets, as is the case with some US health care providers. About Tech2Heal (DBA Tech2Health) https://www.qookka.me/

Trends

Although there can be no assurance that additional funding will be available to the Company, nor that the Company's sales in the short term will ramp up, management is of the opinion that the digital healthcare industry trends will continue to be favourable and hence, it may be possible to obtain additional funding for its project development. However, the Company remains cautious in case the economic factors that impact the digital healthcare industry deteriorate.

Since December 31, 2019, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID-19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operations in future periods.

Apart from these and the risk factors noted under the heading "Risks and Uncertainties", the Company is not aware of any other trends, commitments, events or uncertainties that would have a material effect on the Company's business, financial condition or results of operations.

Selected Quarterly Financial Information

Three months Ended	Total Revenue ($)	Net Loss ($)	Loss per share ($)	Total Assets ($)
July 31, 2021	-	1,029,382	0.04	2,830,656
April 30, 2021	-	721,918	0.01	3,594,020
January 31, 2021	-	2,022,180	0.13	4,177,701
October 31, 2020	-	53,874	0.00	384,616
July 31, 2020	-	28,856	0.00	257,105
April 30, 2020	-	136,045	0.01	319,867
January 31, 2020	-	35,123	0.00	198,566
October 31, 2019	-	16,743	0.00	190,646

Increased loss for the quarter ended July 31, 2021 compared with the previous quarter was primarily due to advertising and promotional activities of $350,076, share-based payments of $162,922 from the grant of new options, and the addition of a newly acquired subsidiary increased overall costs, such as general and administrative expenses of $66,242, research and development of $90,895, and salaries and benefits of $124,469.

Increased loss for the quarter ended April 30, 2021 compared with the previous quarter was primarily due to higher advertising and promotional activities of $82,187, filing fees related to the acquisition of $21,393, consulting fees of $19,000, and the addition of a newly acquired subsidiary increased overall costs, such as research and development of $93,929, and salaries and benefits of $157,906.

Increased loss for the quarter ended January 31, 2021 compared with the previous quarter was primarily due to higher advertising and promotional activities of $130,169, consulting fees of $60,543, and share-based compensation of $527,400 for the grant of new options.

Financial Highlights

Financial Performance

For the three months ended July 31, 2021, compared to the three ended July 31, 2020.

The Company incurred a net loss of $1,029,382 for the period ended July 31, 2021, as compared to a net loss of $28,856 for the comparative period.

A brief explanation of the significant changes in expense categories is provided below:

i) Advertising and promotion of $350,076 (2020 - $Nil) due to the Company's effort to increase market awareness and obtain financing opportunities during the current period.

ii) Consulting of $66,242 (2020 - $4,573) increased due to the number of consultants hired for business operations during the current period.

iii) Consulting of $77,530 (2020 - $12,230) increased due to higher overall costs from the addition of a newly acquired subsidiary during the current period.

iv) Management fees of $30,000 (2020 - $18,000) increase due to higher monthly fees from the newly appointed CEO of the Company during the current period.

v) Professional and transaction fees $10,402 (2020 - $8,268) increased due to higher legal and accounting costs from the increased activities during the current period.

vi) Research and development of $90,895 (2020 - $Nil) due to expenditures incurred in the newly acquired subsidiary that was not included in the comparative period.

vii) Salaries and benefits of $124,469 (2020 - $Nil) due to expenditures incurred in the newly acquired subsidiary that was not included in the comparative period.

viii) Share-based payments of $162,922 (2020 - $Nil) increased due to grant of new stock options to consultants during the current period.

ix) Deprecation of $10,513 (2020 - $Nil) for the new office lease that the Company entered into during the current period.

x) Interest expenses of $17,196 (2020 - $Nil) incurred for the obligations of new office lease that the Company recently entered into, as well as the interest from the note payable and amounts owed to related parties during the current period.

xi) Unrealized loss of marketable securities $14,333 (2020 – gain of $25,083) due to fluctuations in fair market value of the securities that are held by the Company during the current period.

Cash Flow

The Company had cash of $2,239,697 (April 30, 2021 - $3,367,229). The decrease in cash during the three months ended July 31, 2021 was primarily due to cash used in operating activities of $965,644 and demand loan repayment of 154,482.

Cash used in operating activities was $965,644 for the three months ended July 31, 2021. Operating activities were affected by a net loss of $1,029,382 and significant adjustments of $14,333 for unrealized loss on marketable securities, share-based payments of $162,922, and shares issued for services of $22,600. Changes in non-cash working capital balances are due to increases in ITCs receivable of $12,943 and prepaid expenses of $165,242; and partial offset by an increase in amounts payable and other liabilities of $12,176. For the three months ended July 31, 2020, cash used in operating activities was $89,524 and the operating activities were affected by a net loss of $28,856; an significant adjustment of $25,083 for unrealized gain on marketable securities; and changes in non-cash working capital balances because of increases accounts payable and accrued liabilities of $21,594; $55,500 in due to related party; and partial offset by an decrease in amounts receivable and other assets of $1,679.

Cash used in investing activities for the three months ended July 31, 2021 was $14,065 due to amounts paid for the new office lease agreement that the Company entered into during the period. For the for the three months ended July 31, 2020, cash used in investing activities was $Nil.

Cash used in financing activities for the three months ended July 31, 2021 was $147,823, primarily due to repayment of demand loan of $154,482; loan advance of $83,341; and partial offset by exercise of warrants proceeds of $90,000. For the for the three months ended July 31, 2020, cash provided by financing activities was $Nil.

Liquidity and Capital Resources

The Company has non-material operating revenues and therefore must utilize its funds obtained from equity financing and other financing transactions to maintain its capacity to meet ongoing R&D and operating activities. The cash resources of AIML are held with major Canadian financial institution.

The Company's uses of cash at present occur, and in the future are expected to occur, principally in three areas, namely, funding of its general and administrative expenditures, sales and marketing efforts, and its R&D activities.

At July 31, 2021, the Company had a working capital of $1,341,534 (April 30, 2021 – $2,128,537).

<u>Notes Payable</u>

i) During the year ended April 30, 2021, the Company received $40,000 from the Government of Canada sponsored Canada Emergency Business Account (CEBA) in the form of a line of credit. This loan is a two year, interest free loan, to be repaid by December 31, 2022. If the Company repays the CEBA loan on or before December 31, 2022, the Company is liable to only repay $30,000 of the principal balance. Any unpaid principal portion of the CEBA loan after December 31, 2022 will be converted into a three-year loan with an annual interest rate of 5%.

ii) As at July 31, 2021, the Company owed $117,000 (April 30, 2021 - $117,000) to an unrelated company, which is unsecured, bears interest at 10% per annum, and due on demand. Total interest accrued during the period was $2,948 (2021 - $2,948).

Changes in Accounting Policies and Recent Accounting Pronouncements

Please refer to the condensed interim consolidated financial statements for the period ended July 31, 2021 on www.sedar.com

Related Party Transactions

Related parties include the Board of Directors, Executive Officers and any companies owned or controlled by them.

Remuneration of directors and key management personnel, other than fees as disclosed above, of the Company was as follows:

	Three months ended July 31, 2021	Three months ended July 31, 2020
Rent	$ -	$ 1,500
Salaries and benefits	48,852	-
Management fees	30,000	18,000
Professional fees	24,584	-
	$ 103,436	$ 19,500

As at July 31, 2021, the Company owed:

i) $733,629 (April 30, 2021 - $725,561) to a company controlled by a former director of the Company for management fees and expenses. Of the total amount owing, $657,061 is unsecured, bears interest at 5% per annum and repayable by December 31, 2022. Prior to October 31, 2020, the loan was non-interest bearing. During the year ended April 30, 2021, the Company accrued interest of $16,911 and repaid the principal of $75,000. During the period ended July 31, 2021, the Company accrued interest of $8,068 (2020 - $Nil).

   The remaining amount owing of $68,500 (April 30, 2021 - $68,500) is unsecured, non-interest bearing with no fixed terms of repayment.

ii) $51,118 (April 30, 2021 - $54,223) to the Chief Executive Officer and director of the Company, which is unsecured, non-interest bearing, with no fixed terms of repayment, of which $6,156 (April 30, 2021 - $6,156) is included in accounts payable and accrued liabilities.

iii) $2,225 (April 30, 2021 - $2,225) to the Chief Technology Officer and director of the Company, which is unsecured, non-interest bearing, with no fixed terms of repayment.

iv) $Nil (April 30, 2021 - $Nil) to a company controlled by common directors, which is unsecured, non-interest bearing, and with no fixed terms of repayment. . During the year ended April 30, 2021, the Company settled $10,170 through the issuance of shares.

v) $8,478 (April 30, 2021 - $11,228) to a director of the Company, which is unsecured, non-interest bearing, with no fixed terms of repayment and is included in accounts payable and accrued liabilities.

vi) $21,271 (April 30, 2021 - $Nil) to the Chief Financial Officer of the Company, which is unsecured, non-interest bearing, with no fixed terms of repayment, and is included in accounts payable and accrued liabilities.

During the year ended April 30, 2021, the Company settled outstanding amounts of $125,000 owed to a director with the issuance of 500,000 equity units.

Risks and Uncertainties

The Company has realigned its business operations to capitalize on the burgeoning fields of artificial intelligence (AI) and machine learning (ML), with an initial investment focus on emerging digital health and wellbeing companies that leverage AI, ML, cloud computing and digital platforms to drive transformative healthcare management solutions and precision support delivery across the health continuum. The Company's financial condition, results of operations and business are subject to numerous risks.

For a complete discussion of such risks, please refer to the section entitled "Risks and Uncertainties" in the Annual Financial Statements for the year ended April 30, 2021 on www.sedar.com.

Share Capital

As of the date of the report, the Company has the following outstanding:

- 29,639,672 common shares

- Stock options

Expiry Date	Exercise Price	Number of options outstanding	Exercisable
September 30, 2021	$0.40	750,000	750,000
January 14, 2022	$0.70	350,000	350,000
July 15, 2022	$0.80	100,000	100,000
December 31, 2022	$0.25	1,100,000	1,100,000
July 5, 2023	$0.80	100,000	100,000
July 15, 2023	$0.80	200,000	200,000
		2,600,000	2,600,000

- Warrants

Expiry Date	Exercise Price	Number of warrants outstanding
December 30, 2021	$0.25	2,984,000
December 30, 2021	0.50	68,250
February 14, 2022	0.20	400,000
July 25, 2022	1.00	4,000,000
December 15, 2022	-	2,000,000
December 30, 2022	0.50	4,000,000
December 15, 2023	-	5,000,000
January 11, 2023	0.65	396,000
		18,848,250

Change of officers and directors

On June 14, 2021, the Company appointed Dave Cross, CPA, as its Chief Financial Officer.

On July 16, 2021, the Company announced the resignation of John Cook from the Board of Directors.

On July 19, 2021, the Company appointed Nicholas Watters to the Board of Directors.