

SENTERNET PHI GAMMA INC.

MANAGEMENT DISCUSSION AND ANALYSIS

DECEMBER 31, 2016

This management discussion and analysis ("MD&A") of results of operations and financial condition of Senternet Phi Gamma Inc. (the "Company") describes the operating and financial results of the Company for the year ended December 31, 2016. The MD&A supplements, but does not form part of the financial statements of the Company and should be read in conjunction with the Company's financial statements for the year ended December 31, 2016.

The Company prepares and files its financial statements in accordance with International Financial Reporting Standards ("IFRS"). All dollar amounts herein are in Canadian currency unless otherwise specified.

Forward-looking Statements

Some statements contained in this MD&A are forward-looking, and therefore involve uncertainties or risks that could cause actual results to differ materially. The Company disclaims any obligation to update forward-looking statements.

Date of MD&A

This MD&A was prepared using information that is current as of May 01, 2017, unless otherwise stated.

Results of Operations

Summary of Quarterly Results

The following tables set out financial performance highlights for the last eight quarters and were prepared in accordance with IFRS.

	Fourth Quarter December 31, 2016	Third Quarter September 30, 2016	Second Quarter June 30, 2016	First Quarter March 31, 2016
Revenues	\$ 0	\$ 0	\$ 0	\$ 0
Expenses	1,272	17,045	14,132	5,608
Other revenues	0	0	0	0
Other expenses	0	0	0	0
Net income (loss)	(1,272)	(17,045)	(14,132)	(5,608)
Net income (loss) per share	\$ (0.00002)	\$ (0.0003)	\$ (0.00002)	\$ (0.00001)
Cash flow from (used in) operations	(1,334)	(12,295)	(1,517)	(1,762)
Cash, end of period	7	(15)	28	2,901
Assets	3,464	4,713	2,548	4,816
Liabilities	354,731	354,686	335,499	323,199
Shareholders' equity (deficiency)	(351,267)	(349,973)	(332,951)	(318,383)
Dividends	0	0	0	0

	Fourth Quarter December 31, 2015	Third Quarter September 30, 2015	Second Quarter June 30, 2015	First Quarter March 31, 2015
Revenues	\$ 0	\$ 0	\$ 0	\$ 0
Expenses/(Recovery)	131,071	5,265	9,005	(62,901)
Net income (loss)	(131,071)	(5,265)	(9,005)	62,901
Net income (loss) per share	\$ (0.0024)	\$(0.0001)	\$(0.002)	\$0.0011
Cash flow from (used in) operations	(54,349)	(5,216)	(7,488)	71,505
Cash, end of period	3,307	5,292	76	12,451
Assets	5,808	463,200	465,811	485,315
Liabilities	319,018	645,224	642,570	653,184
Shareholders' equity (deficiency)	(313,210)	(182,024)	(176,759)	(167,869)
Dividends	0	0	0	0

Summary of Annual Results

The following tables set out financial performance highlights for the past three fiscal years were prepared in accordance with IFRS.

	Twelve months ended December 31, 2016	Twelve months ended December 31, 2015	Twelve months ended December 31, 2014
Revenues	\$ 0	\$ 0	\$ 0
Expenses	38,057	82,440	245,535
Net income (loss)	(38,057)	(82,440)	(245,535)
Net income (loss) per share	\$(0.0007)	\$(0.0015)	\$(0.004)
Cash flow from (used in) operations	(16,908)	4,452	(119,164)
Cash, end of year	7	3,307	7,795
Assets	3,464	5,808	432,614
Liabilities	354,731	319,018	663,384
Shareholders' equity (deficiency)	(351,267)	(313,210)	(230,770)
Dividends	0	0	0

Developments

In March 2015, it became apparent to management that the company would not be able to develop the Key Fob technology under the established design parameters and prototypes (the agreement entered between the Company and NeuronicWorks Inc. was effective as of January 27, 2014).

FastCorp Management Ltd. ("FCM") previously provided accounting services to the Company and FastCorp Computers Ltd. ("FCC") previously provided electronic filing services for the Company. Effective March 15, 2016, both FCM and FCC were adjudged bankrupt.

Disclosure controls and procedures

Based on continual evaluations of the Company's disclosure controls and procedures, the Company's chief executive officer and chief financial officer have concluded that, as of December 31, 2016, the design and operation of these disclosure controls and procedures are effective at the reasonable assurance level to ensure that material information relating to the Company would be known to them by others within those entities, particularly during the period in which the MD&A and the financial statements contained in this report were being prepared.

Internal controls over financial reporting

The Company's chief executive officer and chief financial officer have designed, or have caused to be designed under their supervision, internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with IFRS. The chief executive officer and chief financial officer concluded that there has been no change in the Company's internal control over financial reporting during the year ended December 31, 2016, that has materially affected, or is reasonably likely to materially affect, the Company's internal controls over financial reporting.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Additional Information

Additional information can be found on Sedar @ www.sedar.com.

Source of Funds

The Company relies on advances from directors to fund working capital.