TJR Coatings Inc.
Management discussion and analysis of financial statements
For year ended January 31, 2012

Report as of May 30, 2012

Management Discussion and Analysis contains certain forward-looking statements and information relating to TJR Coatings Inc. ***("TJR" or the "Company")*** *which is based on the beliefs of Management as well as assumptions made by and information currently available to TJR. These statements, which can be identified by the use of forward-looking terminology such as "anticipates," "believes," "estimates," "expects," "may," "will," "should" or the negative thereof or other variations thereon and similar expressions, as they relate to TJR or its management, are intended to identify forward-looking statements.*

The forward-looking statements relate to, among other things, regulatory compliance and, the sufficiency of current working capital. Such statements reflect the current views of TJR's' management with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievements of TJR to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements.

The Company disclaims any obligation to update or revise any forward-looking statements if circumstances or management's estimates or opinions should change, except as required by applicable securities laws. The reader is cautioned not to place undue reliance on forward-looking statements.

The following discussion and analysis should be read in conjunction with the Company's audited annual financial statements and related notes thereto for the period ended January 31, 2012. All comparisons of results for the year ended January 31, 2012 are against results for the year ended January 31, 2011. All dollar amounts refer to Canadian dollars except otherwise stated. Additional information relating to TJR Coatings Inc. is available on the SEDAR web site at www.sedar.com.

The audited annual financial statements ("financial statements") of TJR Coatings Inc. were approved for issuance by the Board of Directors on May 29, 2012. The financial statements were prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB"). Disclosures concerning the transition from Canadian generally accepted accounting principles ("CGAAP") to IFRS are provided in note 10 of the annual financial statements.

Description of the business and overview

TJR was incorporated December 11, 1998 in the Province of Ontario. On March 31, 1999, TJR acquired 100% of the outstanding shares of Noble House Coatings Inc. ("NHCI"). NHCI was a manufacturer and distributor of specialized wood coating products. On March 1, 2001, the Company discontinued the manufacturing and distribution operations of NHCI and entered into an exclusive distributorship agreement with Primeline Products Corporation ("Primeline"), a related party to the President of the Company. Manufacturing of the products were outsourced to an unrelated Corporation on a contract basis. These actions were done to reduce overall costs and to refocus the Company toward research and development. The Company was to receive a royalty of 20% of gross sales from the WoodMate product line. On November 1, 2001, NHCI discontinued all operations as a subsidiary of TJR. TJR's distribution agreement with Primeline ceased due to lack of revenue received from Primeline and resulting insolvency status of TJR.

The Company's interest in its discontinued subsidiary, Noble House Coatings Inc. ("NHCI") was settled by way of a settlement agreement with a director/shareholder for $810,512 and as such the company had no active business left.

The Company has not been in operations since the discontinuance of NHCI. The Company is currently under a Cease Trade order from the Ontario Securities Commission for not being in compliance with its continuous disclosure obligations according to National Instrument 51-102. It is the intention of the Company to bring all continuous filing obligations up to date and apply for a revocation of the Cease Trade order. This endeavor is funded by a third party and thus the Company is dependent on this person to continue the advancement of funds.

Results of operations - Period ended January 31, 2012 compared to the period ended January 31, 2011

Professional fees in the period totaled $50,146 (2011 - $20,233). These expenses consisted of audit, accounting and fees related to reviving the Company. Assets consisted of an HST receivable of $NIL (2011 - $3,118). HST receivable was expensed in the year ended January 31, 2012. It was not recoverable. Long-term debt consisted of cash advances from a third party of $93,152 (2011 - $61,912) and the interest accrued was $7,629 (2011 - $2,617).

The following table provides selected audited financial information which should be read in conjunction with the financial statements and the accompanying notes of the Company.

Cdn$	Year ended January 31, 2012	Year ended January 31, 2011	Year ended January 31, 2010
Net Revenue	-	-	-
Operating Expenses	57,775	22,850	1,500
Net Income (loss) from continuing operations	(57,775)	(22,850)	(1,500)
Net income (loss) per share -basic and diluted	(0.00)	(0.00)	(0.00)
Total assets	0	3,118	-
Long-term debt	93,152	61,912	-

Summary of quarterly results

Cdn$	Jan 31 2012	Oct 31 2011	Jul 31 2011	Apr 30 2011	Jan 31 2011	Oct 31 2010	Jul 31 2010	Apr 30 2010
Revenue	-	-	-	-	-	-	-	-
Net income (loss)	(15,807)	(5,461)	(31,982)	(4,525)	(6,492)	(9,953)	(6,405)	-
Net income (loss) per share – basic and diluted	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	-
Total Assets	0	4,983	4,548	4,158	3,118	3,095	1,925	-

Loan payable and related party

The Company is dependent upon cash advances from Robert Salna, a director, to discharge its liabilities. At January 31, 2012 these advances including accrued interest amounted to $93,152. The advances were interest bearing at a rate of 10% per annum, unsecured and with no fixed repayment terms. There are no ongoing contractual or other commitments resulting from the loan. The purpose is to finance the administrative and accounting functions of the Company until a business acquisition is completed. The Company anticipates repayment of these advances through future share financings.

Liquidity and capital resources

At January 31, 2012 TJR had negative working capital of $28,673 (2011 - negative $2,138).

The Company's continued existence is dependent on the financial support of a third party until the Company can acquire a viable business, and cash generated from operations or share financings.

The Company is in need of working capital and is investigating various options. It is unknown at this time what success the Company will have.

Risk and uncertainties

At present, the Company is insolvent, has no business, no source of operating funds and is dependent on a third party for advances in order to pay its bills as they come due. Should the support of the third party cease, it is unlikely that the Company will continue in business.

The Company will have to pursue, either through acquisition or start-up, a new business. There is no guarantee that the Company will be successful in this regard.

Capital management

The Company manages its capital to ensure that the Company will be able to continue as a going concern. The strategy remains unchanged from 2011. The Company raises capital, as necessary, to meet its needs and therefore, does not have a numeric target for its capital structure. There were no changes to the Company's approach to capital management during the year compared to the previous year.

Fair value of financial instruments

The fair value of a financial instrument is the estimated amount that the Company would receive or pay to settle a financial asset or financial liability as at the reporting date.

The fair values of cash, amounts receivable and accounts payable and accrued liabilities approximate their carrying values due to their nature or capacity for prompt liquidation. The fair values of the Company's financial instruments are estimated based on the amount at which these instruments could be exchanged in a transaction between knowledgeable and willing parties. As these estimates are subjective in nature, involving uncertainties and matter of judgment, they cannot be determined with precision. Changes in assumptions can affect estimated fair values.

Outstanding share data

The Company has authorized an unlimited number of common shares. Issued capital stock consists of the following: 22,583,836 common shares

The Company maintains a Stock Option Plan for officers, directors, employees and other persons who provide services for the Company. At the fiscal year ended January 31, 2012, no options were granted, outstanding or exercised.

Accounting standards and critical accounting estimates

Please refer to Note 3 of our annual financial statements for the year ended January 31, 2012 for our significant accounting policies and critical accounting estimates.

Future accounting changes

(a) Fair value measurement

IFRS 13, Fair Value Measurement (IFRS 13), was issued in May 2011. This standard addresses the definition of fair value, sets out a single standard framework for measuring fair value and requires certain disclosures about fair value measurements.

The above standard is required to be applied for accounting periods beginning on or after January 1, 2013, with earlier adoption permitted. The Company is currently assessing the impact on its financial statements.

(b) Financial instruments

IFRS 9, Financial Instruments (IFRS 9) was issued in November 2009 and contained requirements for financial assets. This standard addresses classification and measurement of financial assets and replaces the multiple category and measurement models in IAS 39; Financial Instrument Recognition and measurement, 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, and such instruments are either recognized at fair value through profit or loss or at fair value through other comprehensive income. In December 2011, the International Accounting Standards Board ("IASB") issued amendments for IFRS 9, extending the mandatory effective date for implementation of IFRS 9, which is now effective for annual periods beginning on or after January 1, 2015, although early adoption is permitted. The Company is currently assessing the impact on its financial statements.

(c) Financial instruments

IFRS 7, Financial Instruments - Disclosures (IFRS 7), was amended by the IASB in October 2010 and provides guidance on identifying transfers of financial assets and continuing involvement in transferred assets for disclosure purposes. The amendments introduce new disclosure requirements for transfers of financial assets including disclosures for financial assets that are not derecognized in their entirety, and for financial assets that are derecognized in their entirety but for which continuing involvement is retained. The amendments to IFRS 7 are effective for annual periods beginning on or after July 1, 2011. The IASB also issued amendments requiring the disclosure of information that will enable users of an entity's financial statements to evaluate the effect or potential effect, of offsetting financial assets and financial liabilities to the entity's financial position. These amendments are effective for annual periods beginning on or after January 2013. The Company is currently assessing the impact on its financial statements.

(d) Presentation of financial statement

IAS 1, Presentation of Financial Statement (IAS 1), was issued in June 2011 and required presenting items in other comprehensive income in two categories: items that might be reclassified into profit or loss and those that will not be reclassified. The flexibility to present a statement of comprehensive income as one statement or as two separate statements of profit and loss and other comprehensive income remains unchanged. The amendments to IAS 1 are effective for annual periods beginning on or after July 1, 2012. The Company is currently assessing the impact on its financial statements.

Transition to IFRS

These financial statements for the year ended January 31, 2012 are the Company's first financial statements that have been prepared in accordance with IFRS. The Company adopted IFRS effective January 1, 2011. The Company's transition date is February 1, 2010 and the Company prepared its opening IFRS balance sheet at that date. This note explains the impact of the Company's transition to IFRS.

(a) Elected exemptions from full retrospective application

IFRS 1 allows for the guidance under IFRS 3, "Business Combinations", to be applied either retrospectively or prospectively to business combinations that occurred before the Transition Date, February 1, 2011. The Company has elected to adopt IFRS 3 prospectively, meaning that only business combinations that occur on or after February 1, 2011 will be accounted for in accordance with IFRS 3.

(b) Mandatory exceptions to retrospective application

In preparing these financial statements in accordance with IFRS 1, the Company has applied the mandatory exception to full retrospective application of IFRS regarding estimates. Specifically, hindsight was not used to create or revise estimates and accordingly the estimates previously made by the Company under Canadian GAAP are consistent with their application under IFRS.

(c) Significant differences between IFRS and Canadian GAAP

There were no transitional changes or adjustments from Canadian GAAP to IFRS.

Committees of the Board of Directors

The audit committee (the "Audit Committee") of the Board consists of Messrs. Salna and Murphy, and Ms. Gratcheva. All members of the Audit Committee are "financially literate" By virtue of being a venture issuer, the Company is exempt from the requirement that all members of the Audit Committee be "independent" of the Company.

Name of Audit Committee Member	Independence(1)	Financial Literacy(2)	Relevant Experience
Robert Salna	Not Independent	Financially Literate	President, Dover Investments, Ltd., Dover Petroleum Corp.
Edward Murphy	Not Independent	Financially Literate	Senior Vice President, Dover Investments, Ltd.; Operations and accounting consultant, Dover Petroleum Corp.;
Inga Gretcheva	Not Independent	Financially Literate	Ms. Gratcheva is a Certified General Accountant

(1) as such term is defined in Multi-Lateral Instrument 52-110 – *Audit Committee* ("**MI 52-110**").
(2) as such term is defined in MI 52-110.

The Board has not appointed any other committees of the Board.

The Company's audit committee is governed by an audit committee charter, the text of which is attached as Schedule "A" to this MD&A.

Pre-Approval Policies and Procedures

The Audit Committee has not adopted specific policies and procedures for the engagement of non-audit services.

Audit Committee Oversight

At no time since the commencement of the Company's most recently completed financial year have any recommendations by the Audit Committee respecting the appointment and/or compensation of the Company's external auditors not been adopted by the Board of Directors.

Reliance of Certain Exemptions

At no time since the commencement of the Company's most recently completed financial year has the Company relied on exemptions in relation to "De Minimus Non-Audit Services" or any exemption provided by Part 8 of MI 52-110.

As the Company is a "Venture Issuer" pursuant to relevant securities legislation, it is relying on the exemption in Section 6.1 of National Instrument 52-110-Audit Committees ("NI 52-110") from the reporting requirements of Parts 3 and Part 5 of NI 52-110.

External Auditors Service Fees

The fees charged to the Company by its external auditors for audit fees in each of the last three financial years were as follows:

	Financial Year Ended January 31, 2012 ($)	**Financial Year Ended January 31, 2011 ($)**	**Financial Year Ended January 31, 2010 ($)**
Audit Fees	5,000	5,000	1,500
Audit Related Fees	Nil	Nil	Nil
Tax Advice Fees	Nil	Nil	Nil
All Other Fees	Nil	Nil	Nil

Corporate Governance Disclosure

Effective June 30, 2005, National Instrument 58-101 Disclosure of Corporate Governance Practices ("NI 58-101") and National Policy 58-201 Corporate Governance Guidelines ("NP 58-201") were adopted in each of the provinces and territories of Canada. NI 58-101 requires issuers to disclose annually the corporate governance practices that they have adopted. NP 58-201 provides guidance on corporate governance practices. The Board believes that good corporate governance improves corporate performance and benefits all shareholders. The Canadian Securities Administrators (the "CSA") have adopted NP 58-201, which provides non-prescriptive guidelines on corporate governance practices for reporting issuers such as the Company. In addition, the CSA has implemented Form 58-101F2 under NP 58-101 which prescribes the disclosure required to be made by the Company relating to its corporate governance practices. This section sets out the Company's approach to corporate governance and addresses the Company's compliance with NI 58-101.

Board

The Board of Directors ("the Board") is responsible for managing and supervising the management of the business and affairs of the Company. The size of the Board and the fact that the Company is not currently operating mean that open and candid discussion among the non-independent directors is possible. The Board does not have a chairperson since the size of the Board enables all directors to participate and provide leadership to the Company.

A director is considered to be "independent" if the director is free from any direct or indirect material relationship with the issuer that could, or could reasonably be perceived to materially interfere with that director's ability to act with a view to the best interests of the Company. As such, a director who is an officer of a Company and a member of day-to-day management is considered to be non-independent.

Inga Gratcheva is considered by the board of directors to be "non-independent" within the meaning of NI 58-101 since she is employed by a company controlled by Robert Salna, who has a material relationship with the issuer. Edward Murphy (President) is a managing director and accordingly is considered to be "non-independent". Robert Salna has a material relationship, therefore, by definition, is a "non-independent" director. Mr. Salna advances loans to the company in which interest is accrued; however, he does not take part in everyday administration. None of the directors receive compensation for serving on the Board of directors.

NP 58-201 suggests that the Board of directors of a public company should be constituted with a majority of individuals who qualify as "independent" directors.

The Board is satisfied that it is not constrained in its access to information, in its deliberations or in its ability to satisfy the mandate established by law to supervise the business and affairs of the Company and that there are sufficient systems and procedures in place to allow the Board to have a reasonable degree of independence from day-to-day management.

Robert Salna also serves as a director of Dover Petroleum Corporation, a U.S. over-the-counter public company. Edward Murphy serves as a director of Aurquest Resources Inc., an unlisted reporting issuer in Ontario, Canada.

Orientation and Continuing Education

The Company does not have a formal process of orientation and education for new members of the Board and does not consider such formal processes necessary at this stage of the Company's operations. The Company does, however, provide continuing education for its directors as such need arises.

Ethical Business Conduct

The Board relies on the fiduciary duties placed on individual directors by the Company's governing corporate legislation and the common law to ensure the Board operates independently of management and in the best interests of the Company. The Board has found that these policies, combined with the restrictions placed by applicable corporate legislation on an individual director's participation in decisions of the Board in which the director has an interest, have been sufficient.

Nominations

The Board does not have a nominating committee as the Board feels that the size and nature of the Company's operations do not necessitate such a committee.

Compensation

The Board is responsible for determining all forms of compensation for the Company.

Assessments

The Board annually reviews its own performance and effectiveness and recommends revisions, if necessary. Neither the Company nor the Board have adopted formal procedures to regularly assess the Board, the Audit Committee or the individual directors. The Board monitors the adequacy of information given to the director and communication between the Board and management. The Board believes that its corporate governance practices are appropriate and effective for the Company, given its size and operations. The Company's corporate governance practices allow the Company to operate efficiently, with checks and balances that control and monitor management and corporate functions without excessive administrative burden.

Outlook

The Company is actively seeking business prospects although none have been found at this time.

Approval

The Board of Directors and the Audit Committee of the Company have approved the disclosure contained in this MD & A. A copy of this MD & A will be provided to anyone who requests it.

SCHEDULE "A"
AUDIT COMMITTEE MANDATE

PURPOSE OF THE COMMITTEE

The purpose of the Audit Committee (the "Committee") of the Board of Directors (the "Board") of the Company is to provide an open avenue of communication between management, the external auditor, and the Board and to assist the Board in its oversight of the: integrity, adequacy and timeliness of the Company's financial reporting and disclosure practices; processes for identifying the principal financial risks of the company and reviewing the company's internal control systems to ensure that they are adequate to ensure fair, complete and accurate financial reporting; Company's compliance with legal and regulatory requirements related to financial reporting; accounting principles, policies and procedures used by management in determining significant estimates; engagement, independence and performance of the Company's external auditor.

The Committee shall also perform any other activities consistent with this Charter, the Company's bylaws and governing laws as the Committee or Board deems necessary or appropriate.

The Committee shall consist of at least three directors. Members of the Committee and the Chairman shall be appointed by the Board and may be removed by the Board in its discretion. A majority of members of the Committee shall be sufficiently financially literate to enable them to discharge their responsibilities in accordance with applicable laws and/or requirements of the various stock exchanges on which the Company's securities trade and in accordance with Multilateral Instrument 52-110. Financial literacy means the ability to read and understand a balance sheet, income statement, cash flow statement and associated notes which represent a breadth and level of complexity of accounting issues that are generally comparable to the breadth and complexity of the issues that can reasonably be expected to be raised by the financial statements of the Company.

The Committee's role is one of oversight. Management is responsible for preparing the Company's financial statements and other financial information and for the fair presentation of the information set forth in the financial statements in accordance with International Financial Reporting Standards. Management is also responsible for establishing, documenting, maintaining and reviewing systems of internal control and for maintaining the appropriate accounting and financial reporting principles and policies designed to assure compliance with accounting standards and all applicable laws and regulations.

The external auditors' responsibility is to audit the Company's financial statements and provide an opinion, based on their audit conducted in accordance with Canadian generally accepted auditing standards, that the financial statements present fairly, in all material respects, the financial position, results of operations and cash flows of the Company in accordance with International Financial Reporting Standards.

The Committee is directly responsible for the appointment, compensation, evaluation, termination and oversight of the work of the external auditor and oversees the resolution of any disagreements between management and the external auditor regarding financial reporting.

AUTHORITY AND RESPONSIBILITIES

In performing its oversight responsibilities, the Committee shall:

Review and assess the adequacy of this Charter and recommend any proposed changes to the Board for approval at least once per year.

Review the appointments of the Company's Chief Financial Officer and any other key financial executives involved in the financial reporting process.

Review with management and the external auditor the adequacy and effectiveness of the Company's systems of accounting and financial controls and the adequacy and timeliness of its financial reporting processes.

Prior to their approval by the Board, review with management and the external auditor the annual audited financial statements and related documents, and review with management the unaudited quarterly financial statements, the management discussion and analysis reports prior to filing or distribution, including matters required to be reviewed under applicable legal or regulatory requirements.

Where appropriate and prior to release, review with management and approve any other news releases that contain significant financial information that has not previously been released to the public.

Review the Company's financial reporting and accounting standards and principles and significant changes in such standards or principles or in their application, including key accounting decisions affecting the financial statements, alternatives thereto and the rationale for decisions made.

Review with management and the external auditor significant related party transactions and potential conflicts of interest.

Recommend to the Board to assist them in recommending to the shareholders (a) the external auditor to be nominated to examine the Company's accounts and financial statements and prepare and issue an auditor's report on them or perform other audit, review or attest services for the company and (b) the compensation of the external auditor. The Committee has the responsibility to approve all audit engagement terms and fees.

Monitor the independence of the external auditors by reviewing all relationships between the independent auditor and the company and all audit, non-audit and assurance work performed for the company by the independent auditor.

Conduct or authorize investigations into any matter that the Committee believes is within the scope of its responsibilities. The Committee has the authority to (a) retain independent counsel, accountants or other advisors to assist it in the conduct of its investigation, at the expense of the company, (b) set and pay the compensation of any advisors retained by it and (c) communicate directly with external auditors.

The Committee shall report its recommendations and findings to the Board after each meeting and shall conduct and present to the Board an annual performance evaluation of the effectiveness of the committee.

Perform such other functions and exercise such other powers as are prescribed from time to time for the audit committee of a reporting company in Parts 2 and 4 of Multilateral Instrument 52-110 of the Canadian Securities Administrators.