FANDOM SPORTS MEDIA CORP.

MANAGEMENT DISCUSSION AND ANALYSIS

SIX MONTHS ENDED JULY 31, 2017

The following management discussion and analysis ("MD&A") of the financial position and results of operations for Fandom Sports Media Corp. (the "Company" or "Fandom") should be read in conjunction with the unaudited consolidated financial statements and notes thereto for the six months ended July 31, 2017. Except as otherwise disclosed, all dollar figures included therein and in the following management discussion and analysis are quoted in Canadian Dollars.

Forward-Looking Statements

All statements made in this MD&A, other than statements of historical fact, are forward-looking statements. The Company's actual results may differ significantly from those anticipated in the forward-looking statements and readers are cautioned not to place undue reliance on these forward-looking statements. Except as required by law, the Company undertakes no obligation to release the results of any revisions to forward-looking statements that may be made to reflect events or circumstances after the date of this MD&A or to reflect the occurrence of unanticipated events. Forward-looking statements include, but are not limited to, statements with respect to future price levels, success of technology development, success of marketing and product adoption, development time lines, currency fluctuations, requirements for additional capital, unanticipated expenses, trademark or patent disputes or claims, limitations on insurance coverage and the timing and possible outcome of pending litigation.

In certain cases, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases, or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, risks related to the integration of acquisitions; future price levels; accidents, labor disputes and other risks of the technology industry; delays in obtaining approvals or financing.

Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.

Historical results of operations and trends that may be inferred from the following discussion and analysis may not necessarily indicate future results from operations. In particular, up to August 31, 2015 the Company was operating as a private company with constrained resources; accordingly, drawing trends from the Company's limited operating history is difficult.

1.1 Date of Report: September 29, 2017

1.2 Overall Performance

Fandom Sports Media Corp. (formerly Hatch Interactive Technologies Corp. and Tosca Resources Corp), the "Company" is a publicly listed company incorporated in Canada under the *British Columbia Corporations Act* on May 12, 2006. The Company is listed on the Canadian Securities Exchange under the trading symbol "FDM".

The Company's primary business is the acquisition and development of unique online and mobile applications which use social media platforms to aggregate large numbers of mobile users. The Company's main focus is the FanDom Sports platform - a category-specific, social network delivered through a companion mobile app.

The Company's ability to continue as a going concern, to fund its technology developments and acquisitions and to ensure adequate working capital is dependent upon achieving profitable operations or upon obtaining sufficient additional financing. These factors may cast significant doubt on the Company's ability to continue as a going concern. While the Company is expanding its best efforts in this regard, the outcome of these matters cannot be predicted at this time.

The address of the Company's head office and principal place of business is 830 -1100 Melville Street, Vancouver, B.C. Canada V6E 4A6 and the registered and records office is located at suite 1710, 1177 West Hastings St., Vancouver, B.C., Canada, V6E 2L3. The Company maintains a website at http://www.fandomsportsmedia.com .

Change of Auditor

The Company changed its Auditors during the month of December, 2015. Pursuant to NI 51-102, the Company filed a notice of Change of auditor package on www.sedar.com.

Principle Products

FanDom Sports App

Fandom's most recent mobile application offering, FanDom Sports media, is a fan engagement platform that gives users the ability to interact and challenge fellow sports fanatics, bloggers, athletes and tastemakers to debate on the most current sports related topics while being rewarded for their participation. FanDom Sports App is currently being tested as a beta release.

FanDom operates on a mobile device (currently iOS) targeting "super fans" who aspire to show the world they know sports better than the experts - giving them a chance to prove it.

FanDom intends to partner with sports teams, television networks, and popular online sports personalities to bring a unique argument engine platform to their fan bases and to increase user engagement.

RTO Transaction

On August 30, 2015, Tosca Resources Corp. ("Tosca") completed a Share Exchange Agreement with Hatchitech Technologies Corp. ("Hatchitech"), a private company incorporated on February 21, 2011 under the laws of British Columbia, Canada. On September 4, 2015, the Company began trading on the Canadian Securities Exchange under the trading symbol "HAT" (now "FDM"). The transaction was accounted for as an acquisition of Tosca by Hatchitech, resulting in a reverse take-over ("RTO"). Immediately following the RTO, Tosca changed its name to Hatch Interactive Technologies Corp. and on August 3, 2016 to Fandom Sports Media Corp. On February 10, 2016, Hatchitech changed its name to Fandom Media Group Inc. For the purposes of this MD&A, the "Company" refers to Hatchitech prior to the date of the RTO and the consolidated entity thereafter.

1.3 N/A (annual requirement)

1.4 Results of Operations for the periods ended July 31, 2017

Revenue:

The Company is in the development stage and does not generate any revenues. To date the Company has not earned any significant revenues.

Six Months ended July 31, 2017:

General and Administrative Expenses:

General and Administrative expenses rose by $114,471 to $773,855 during the six-month period ended July 31, 2017 (2016: $659,384). During the six-month period ended July 31, 2017, the Company continued to develop its mobile application suite. The Company had been targeting the launch of the FanDom mobile application for the summer of 2017 (see news release dated July 20, 2017) and is continuing to refine the beta FanDom product.

Significant expenses incurred during the six-month period ended July 31, 2017 compared to 2016:

- Consulting and Management decreased $38,954 to $211,111 (2016: $250,065) due to reduction of consultants associated with the design of the FanDom mobile application and related marketing initiatives;
- Travel and Promotion decreased $95,897 to $128,538 (2016: $224,435). Travel and promotion in 2016 was primarily associated with management meeting key industry personalities for the purpose of developing relationships which would be integral to marketing and launching of the product. In 2017, the travel expense was similar but the costs of promotion were significantly higher due to initial marketing during development;
- Legal and Audit in the six-month period ending July 31, 2017 totaled $10,349 which was $4,374 less than legal and audit in 2016: $14,723;
- The Company recognized $358,488 in stock based compensation during the period ended July 31, 2017. This is $236,388 higher than that of 2016: $122,100 as fewer stock options were awarded during the same period of 2016;
- Due to FOREX fluctuations, the Company recorded $5,342 more in Interest, Bank Charges and FOREX in 2017 than it did in 2016;
- Office and general dropped by $7,899 to $20,331 (2016: $28,230) due to the Company giving up one of its office locations and therefor its related costs; and,
- Due to costs associated with the Company seeking a OTCQB listing, transfer agent and filing fees rose $19,231 to $37,449 (2016: $18,218).

There are no trends, commitments, events or uncertainties presently known to management that are reasonably expected to have a material effect on the Company's business, financial condition or results of operation other than uncertainty as to the speculative nature of the business, the uncertainty of social media and marketing trends, and the uncertainty of fundraising activities.

Three Months ended July 31, 2017:

General and Administrative Expenses:

General and Administrative expenses rose by $130,451 to $592,422 during the three-month period ended July 31, 2017 (2016: $461,971). During the three-month period ended July 31, 2017, the Company continued to develop its mobile application suite. The Company had been targeting the launch of the FanDom mobile application for the summer of 2017 (see news release dated July 20, 2017) and is continuing to refine the beta FanDom product.

Significant expenses incurred during the three-month period ended July 31, 2017 compared to 2016:

- Consulting and Management decreased $15,689 to $129,273 (2016: $144,962) due to small reduction of consultants associated with the design of the FanDom mobile application and its related marketing products;
- Travel and Promotion decreased $33,499 to $115,074 (2016: $148,573). Travel in 2016 was primarily associated with management meeting key industry personalities for the purpose of developing relationships which would be integral to marketing and launching of the product. In 2016, travel expense was similar but the costs of promotion were significantly higher due to initial marketing during development;
- Legal and audit in the three-month period ending July 31, 2017: $5,899 were $7,721 less than those in 2016: $13,620;
- Stock based compensation during the period ended July 31, 2017 was $289,288. In the same period of 2016, the Company recognized $122,100 in stock based compensation;
- Bank Charges increased due to foreign exchange variations creating a loss of $4,503 for the three-month period ended July 31, 2017. In the same period of 2016 foreign exchange loss totaled $1,042; and,
- Office and general during the three months ended July 31, 2017 was similar to that in 2016 ($20,247 and $19,513 respectively);
- Due to costs associated with the Company seeking a OTCQB listing, transfer agent and filing fees rose $15,659 to $27,820 (2016: $12,161).

There are no trends, commitments, events or uncertainties presently known to management that are reasonably expected to have a material effect on the Company's business, financial condition or results of operation other than uncertainty as to the speculative nature of the business, the uncertainty of social media and marketing trends, and the uncertainty of fundraising activities.

1.5 Summary of Quarterly Results

This financial data has been prepared in accordance with IFRS accounting principles and all figures are stated in Canadian dollars. The Company's quarterly results are summarized as follows:

Three months ended	Total revenues	Net loss ($)	Loss Per Share (basic and diluted) ($)
July 31, 2017*****	Nil	303,133	0.006
April 30, 2017	Nil	112,234	0.003
January 31, 2017****	Nil	800,212	0.01
October 31, 2016	Nil	275,284	0.004
July 31, 2016***	Nil	339,871	0.006
April 30, 2016	Nil	197,412	0.003
January 31, 2016**	Nil	339,003	0.007
October 31, 2015*	Nil	162,144	0.003
July 31, 2015	Nil	101,301	0.002

* Does not include extra-ordinary share based compensation entry (RTO related) of $1,016,619
** Does not include share based compensation entry of $282,100
*** Does not include share based compensation entry of $122,100
**** Does not include share based compensation entry of $69,200
***** Does not include share based compensation entry of $289,288

Prior to August 31, 2015 (the date of the RTO) the Company was a private company with limited financial resources; accordingly, its expenses following the RTO were higher as the Company had added expenses associated with initially listing on the CSE, maintaining the Company's listing, and sourcing additional capital. The Company has been developing the FanDom mobile application throughout the quarters listed above. Major fluctuations are due to key short term strategic consultants and the development and implementation of marketing materials and associated programs. The three-month quarter ended January 31, 2017 saw a significant rise in costs associated with adding industry advisors, media personalities, and marketing consultants to the FanDom team in preparation of the official product launch; additionally, this quarter incurred an extra-ordinary non-cash cost due to debt settlement of $313,429. During the quarter ended July 31, 2017, the beta iOS FanDom mobile application was launched.

1.6 Liquidity

At July 31, 2017, the Company had a working capital deficiency of ($65,969) compared to a working capital deficiency of ($194,823) as at July 31, 2016. Accounts payable and accrued liabilities at July 31, 2017 were $159,450, (July 31, 2016: $310,980).

The Company has financed its operations to date primarily through the issuance of common shares and debt. The Company believes that it has sufficient working capital for its short-term corporate obligations but generation of additional capital will be required for future operations until sufficient revenue can be generated from the Company's mobile applications. As the Company cannot predict the time at which revenue will exceed expenses, the Company continues to seek capital through various means including the issuance of equity and/or debt.

In management's view, given the nature of the Company's operations, which consist of the development of social media applications, the most relevant financial information relates primarily to current liquidity, solvency and planned development expenditures. The Company's financial success will be dependent upon the extent to which it can complete development of its current core products and the user absorption the products receive. Such development may take longer than expected and the amount of resulting revenue, if any, is difficult to determine. The value of the core products is largely dependent upon many factors beyond the Company's control, including social media trends and marketing trends.

These financial statements have been prepared on a going concern basis which assumes that the Company will be able realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future.

1.7 Capital Resources

At July 31, 2017 the capital of the Company consists of cash in the bank, and GST recoverable totaling $48,315. The Company will have to generate additional cash from equity and/or debt raised through the Canadian public markets to meet its commitments.

During the six months ended July 31, 2017 the Company raised $1,072,000 through the issuance of common shares.

1.8 Off Balance Sheet Arrangements

At July 31, 2017, the Company had no material off-balance sheet arrangements such as guarantee contracts, contingent interest in assets transferred to an entity, derivative instruments obligations or any obligations that trigger financing, liquidity, market or credit risk to the Company.

1.9 Transactions with Related Parties

Key management compensation

During the six months ended July 31, 2017, the Company has incurred charges from directors and senior management, or companies controlled by them, for management fees and consulting fees as outlined in the table below:

Name	Role	2017	2016
William McGraw *	Director and former President	$30,000	$30,000
Blair Naughty *	Director and former CEO	$30,000	$30,000
Henri Holm *	New President and CEO	$8,714	-
Alexander Helmel	CFO	$16,200	$16,200
		$84,914	**$76,200**

* Henri Holm was appointed CEO and President of the Company on July 11, 2017 replacing Blair Naughty and William McGraw

On July 11, 2017, the Company and Mr. Holm entered into an Executive Agreement for Mr. Holm's services in the capacity of President and CEO at a monthly rate of CAD$12,000.00. In addition, and pursuant to the Agreement, the Company granted Mr. Holm 1,800,000 incentive share purchase options with an exercise price of $0.19 per common share (Expiring June 4, 2022). Termination of Mr. Holm's contract would require six-month notice by the Company or three-month notice by Mr. Holm.

Mr. Naughty and the Company entered into a consulting contract whereby Mr. Naughty is paid $5,000 plus GST monthly for his services. The contract expires on October 31, 2017.

As at July 31, 2017, $22,984 (July 31, 2016, $42,906) due to directors and senior management or companies controlled by directors and senior management, was included in accounts payable (Note 9) as detailed in the following table:

Name	Role	Balance at July 31, 2017
William McGraw	Director and former President	$10,000
Blair Naughty	Director and former CEO	$4,270
Henri Holm	New President and CEO	$8,714
		$22,984

Related party transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

1.10 Second Quarter

The second quarter's focus was the continued development and the beta launch of the FanDom mobile application. Loss during the second quarter was greater than that of the comparative period ended in 2016 (see note 1.4 above) although the overall objective in the comparative quarters was the same. The Company is reached its goal of formally launching the beta iOS version if the FanDom mobile application in the summer of 2017 and has been continuing to refine the beta product.

Highlights (second quarter 2017)

On May 4, 2017 Fandom appointed Michael Zivot, president of HiNGE Sales and Marketing Solutions, to the advisory board.

On June 7, 2017 the Company retained Lumina Global Partners Inc. to assist in framing its corporate, financial and long-term investment messages to shareholder and investors.

On June 20, 2017 the Company announced the Apple App Store approval of the Fandom Sports Media's beta iOS app and on July 11, 2017 the Company announced that it has launched the beta version of the Fandom Sports App for iOS. On July 20, 2017 the Fandom Sports App iOS version global and US soft launch was complete and the Company initiated its user behavior analytics program.

On July 11, 2017 the Company appointed a new CEO and President, Henri Holm. Former CEO Mr. Naughty will continue to focus on the company's product innovation as the founder and will continue to service the Company as an active board member. Mr. Holm brings over 20 years of international hands-on strategy execution experience. A Harvard Business School alumni, his accomplishments include scaling up the functions for multinational firms, covering digital content, gamification, brand management, licensing, mobile devices, manufacturing, distribution and retail operations. Focused on consumer and partner value, Mr. Holm's most recent executive positions include holding the chief financial officer role at Intigral Corp., which is a leading provider of video products, billing and sports content services within the Middle East region. Additionally, Mr. Holm was senior vice-president at Rovio Entertainment, where he oversaw the development and growth of the highly successful Angry Birds franchise across Asia. As well, Mr. Holm held progressive titles ranging from CFO, head of business operations, global category marketing manager, key account manager and product manager at various divisions of Nokia from 1995 to 2011.

1.11 Proposed Transactions

There are no proposed transactions that will materially affect the performance of the Company.

1.12 Critical Accounting Estimates

The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates.

1.13 Adoption of New Accounting Policies

The Company did not adopt any new accounting policies during the six-month period ended July 31, 2017.

New standards not yet adopted

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB or the International Financial Reporting Interpretations Committee ("IFRIC") but are not yet effective (as at Jan 31, 2017) and, accordingly, have not been applied in preparing these financial statements. The Company has not yet assessed the potential impact of these standards on its financial reporting.

IFRS 9 Financial Instruments: Classification and Measurement ("IFRS 9") effective January 1, 2018

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 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. Where such equity instruments are measured at fair value through other comprehensive income, dividends are recognized in profit or loss to the extent not clearly representing a return of investment; however, other gains and losses (including impairments) associated with such instruments remain in accumulated other comprehensive income indefinitely.

Requirements for financial liabilities were added 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 or loss would generally be recorded in other comprehensive income.

1.14 Financial Instruments and Other Risks

As at July 31, 2017, the Company's financial instruments consist of cash and cash equivalents, accounts receivable, accounts payable and accrued liabilities, and loans due to affiliates. The carrying value of these financial instruments approximate their fair values.

Fair Value

The Company classifies its fair value measurements in accordance with an established hierarchy that priorities the inputs in valuation techniques used to measure fair value as follows:

Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities
Level 2 Inputs other than quoted prices that are observable for the assets or liabilities either directly or indirectly, and
Level 3 Inputs that are not based on observable market date

Cash is carried at fair value using a Level 1 fair value measurement. The carrying value of receivables and accounts payable approximate their fair value because of the short-term nature of these instruments.

Credit Risk

Financial instruments that potentially subject the Company to credit risk consist of cash and cash equivalents and amounts receivable. Cash deposits and term deposits are maintained with a financial institution of reputable credit and are redeemable on demand. Amounts receivable consists primarily of GST returns due from Revenue Canada. The Company's opinion is that credit risk is minimal.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. At July 31, 2017, the Company had cash and cash equivalents of $41,198 to settle accounts payable and accrued liabilities of $159,450. Readers' attention is drawn to Note 1 of the financial statements regarding going concern issue of the Company and section 1.6 of this MD&A.

Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, marketing prices and/or stock market movements (price risk).

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. Cash and cash equivalents bear interest at market rates. Other current financial assets and liabilities are not exposed to interest rate risk because of their short-term nature or being non-interest bearing.

Foreign currency risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The foreign currency risk for the Company is low.

Commodity Price risk

The Company is not exposed to commodity price risk.

Other Risks

Fandom's limited operating history

The Company has no operating history, and no history of earnings or profits. It currently has no customers or means of cash flow from operations. As such, the Company's business and prospects must be considered in light of the risks, expenses and difficulties frequently encountered by companies in the early stage of development. As the Company is in an early stage and is only introducing its service to the public, it is very difficult to evaluate the viability of the Company's business. The Company has no experience in addressing the risks, expenses and difficulties frequently encountered by companies in their early stage of development, particularly companies in new and rapidly evolving markets such as the Company's target markets. There can be no assurance that the Company will be successful in addressing these risks and the failure to do so in any one area could have a material adverse effect on the Company's business, prospects, financial condition and results of operations. There is no assurance that the Company's business will be a success.

Need for funds

In the short term, the continued operation of the Company will be dependent upon its ability to procure additional financing. The Company must obtain such financing through a combination of equity and debt financing and there can be no assurance that the Company can raise the required capital it needs to build and expand the Company's business. Without this additional financing, the Company may be unable to advance the Company's business model, and the Company will likely fail. There can be no certainty that the Company can obtain these funds, in which case any investment in the Company may be lost.

The raising of equity funding will also result in dilution of the equity position held by the Company's shareholders.

Operational Risks

The Company will be affected by a number of operational risks against which it may not be adequately insured or for which insurance is not available, including: catastrophic accidents; fires; changes in the regulatory environment; impact of non-compliance with laws and regulations; labor disputes; natural phenomena such as inclement weather conditions, floods, earthquakes and ground movements. There is no assurance that the foregoing risks and hazards will not result in damage to, or destruction of, the Company's premises, personal injury or death, environmental damage, resulting in adverse impacts on the Company's operations, costs, monetary losses, potential legal liability and future cash flows, earnings and financial condition. Also, the Company may be subject to or affected by liability or sustain loss for certain risks and hazards against which it cannot insure or which it may elect not to insure because of the cost. This lack of insurance coverage could have an adverse impact on the Company's future cash flows, earnings, results of operations and financial condition.

Unforeseen Competition

There can be no assurance that significant competition will not enter the market and offer any number of similar services to those provided by the Company. Such competition could have a significant adverse effect on the growth potential of the Company's business by effectively dividing the existing market for such products and services.

Trends

The Company's success depends on the continuation of social media popularity and the ability of products to add new users, sell advertisement and generate revenue. Future revenues will be largely dependent on the company's ability to generate revenue from third parties advertising within the Company's products. Changes in social media trends which affect user adoption and marketing habits may significantly affect the Company's ability to collect revenue in the future. If third party marketers decide that the Company's products are experimental or unproven, or if third party policies limit our ability to deliver or target advertising on mobile devices, or if adverse legal developments arise relating to advertising, including legislative and regulatory developments and developments in litigation, or if our products are unable to sustain or increase the value of our ads or marketers' ability to analyze and measure the value of our ads, or if trends for advertising on mobile devices or on personal computers changes, our advertising revenue could be adversely affected.

Dependence on Personnel

The Company's future success depends substantially on the continued services of its executive officers and its key development personnel. If one or more of its executive officers or key development personnel were unable to unwilling to continue in their present positions, the Company might not be able to replace them easily or at all. In addition, if any of its executive officers or key employees joins a competitor or forms a competing company, the Company may lose know-how, key professionals and staff members.

Management of Growth

The Company may experience a period of significant growth that will place a strain upon its management systems and resources. Its future will depend in part on the ability of its officers and other key employees to implement and improve financial and management controls, reporting systems and procedures on a timely basis and to expand, train motivate and manage the workforce. The Company's current and planned personnel, systems, procedures and controls may be inadequate to support its future operations.

Data Security Risks

The Company will utilize servers with significant amounts of data stored thereon. Should the Company be responsible for the loss of any or all of the data stored by it, the liability could materially undermine the financial stability of the company. Also, much of the data stored at the Company's premises or within the aforementioned servers will be confidential. Anyone who is able to circumvent the Company's security measures could misappropriate proprietary information or cause interruptions in its operations.

Trading of the Company's Shares

There can be no assurance that the trading price of the Company's shares will go up. Further, there can be no assurance that there will be sufficient liquidity so as to permit investors to buy or sell the Company's shares at any time, in quantities desired, or which not adversely affect the stock price. As noted above, the Company's continued operation will be dependent upon its ability to procure additional financing. There can be no assurance that any such financing will be obtained at higher or ever-increasing prices, or that such financings will not put downward pressure on the Company's share price.

Dividends

The Company has not paid dividends to shareholders in the past and does not anticipate paying dividends in the foreseeable future. The Company expects to retain its earnings to finance growth, and where appropriate, to pay down debt.

Officer and Director Conflicts

Because directors and officers of the Company and/or the Company are or may become directors or officers of other reporting companies or have significant shareholdings in other technology companies, the directors and officers of the Company may have a conflict of interest in conducting their duties. There can be no assurance such conflicts of interests will be resolved to the benefit of the Company.

1.15 Other MD&A Requirements

This MD&A should be read in conjunction with the unaudited consolidated financial statements for the six-month period ended July 31, 2017. This MD&A is intended to assist the reader's understanding of Fandom Sports Media Corp. and its operations, business, strategies, performance and future outlook from the perspective of management. The documents mentioned above, as well as news releases and other important information may be viewed through the SEDAR website at www.sedar.com.

This MD&A may contain management estimates of anticipated future trends, activities, or results; these are not a guarantee of future performance, since actual results may vary based on factors and variables outside of management's control. Management is responsible for the preparation and integrity of the financial statements, including the maintenance of appropriate information systems, procedures and internal controls. Management is also responsible to ensure that information disclosed externally, including the financial statements and MD&A, is complete and reliable. The Company's board of directors follows recommended corporate governance guidelines to ensure transparency and accountability to shareholders. The board's audit committee meets with management to review the financial statement results, including the MD&A, and to discuss other financial, operating and internal control matters. The audit committee is free to meet with the independent auditors throughout the year.

Summary of Outstanding Share Data (as at the date of this report September 29th, 2017)

	Number Issued and Outstanding
Common shares	99,062,370
Stock Options	7,712,500
Warrants	44,736,213
Fully Diluted	**151,511,083**

1.16 Subsequent Events

a) On September 22, 2017, the Company closed a Non-Brokered Private Placement financing for gross proceeds of $410,000 pursuant to the policies of the Canadian Securities Exchange (the "Exchange" or the "CSE") whereby the Company will issue 4,100,000 Units at $0.10 per Unit (the "Units"). Each Unit consists of one common share and one share purchase warrant. Each warrant is exercisable at $0.15 per common share until September 21, 2019 (the "Private Placement"). All common shares and warrants issued pursuant to the Private Placement may not be transferred until January 23, 2018.

b) On August 1, 2017, the Board of Directors appointed Mr. Allen Ezer as Chief Operating Officer ("COO"). The Company and Mr. Ezer entered into an Executive Agreement for a term of one year at a monthly rate of CAD$10,000 plus HST, renewable by mutual consent. In addition, and pursuant to the Agreement, the Company granted Mr. Ezer 1,000,000 incentive share purchase options with an exercise price of $0.17 per common share (Exp. July 31, 2022).

c) On August 8, 2017, the shareholders approved the Company's new incentive stock option plan dated June 30, 2017 as more particularly described in the Company's Information Circular dated July 4, 2017.

OTHER INFORMATION

Approval

The Board of Directors of Fandom Sports Media Corp. has approved the disclosure contained in this MD&A.