DEPLOY TECHNOLOGIES INC.
MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL POSITION
FOR QUARTER ENDED APRIL 30, 2012
Filed JUNE 29, 2012

The following is Management's Discussion and Analysis ("MD&A") of the results of operations and financial condition of Deploy Technologies Inc. ("Deploy" or the "Company") for the three and nine month periods ended April 30, 2012. The information contained herein takes into account all important events up to this date. This MD&A should be read in conjunction with the Company's financial statements and related notes for the quarter ended April 30, 2012.

INTRODUCTION

The 2012 3rd quarter financial statements of Deploy have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") and also comply, in all material aspects with United States GAAP ("U.S. GAAP"). Management is responsible for the integrity of the financial statements and operational information.

Deploy is a development stage company and will employ a system of internal controls, consistent with reasonable costs, to provide reasonable assurance that all assets are safeguarded and to facilitate the preparation of relevant, reliable, and timely financial information. These financial statements have been reviewed with management and have been approved by the Board of Directors. The Board of Directors is responsible for overseeing management's responsibility for financial reporting and is ultimately responsible for reviewing and approving the financial statements.

The MD&A provides readers with information essential to understand its current operations, results and financial performance, and to evaluate the future prospects of the Company. The preparation of the financial statements and related disclosures in conformity with IFRS requires management to make estimates that affect the reported amounts of assets, liabilities, revenue, expenses and contingencies.

Management bases its estimates on historical experience and on other assumptions that are believed, at the time, to be reasonable under the circumstances.

FORWARD-LOOKING STATEMENTS

This MD&A contains forward-looking information based on management's best estimates and the current operating environment. These forward-looking statements relate to anticipated financial performance, business prospects and strategies. With the exception of historical data, information and statements in this report, certain information and statements in this report that covers expected results of Deploy should be considered forward-looking.

Such forward-looking statements involve risks, uncertainties and other factors, which may cause actual results, performance or achievements of Deploy to be materially different from future results, performance or achievements expected or implied by such forward-looking statements. Some of the factors contributing to this uncertainty are fluctuations in quarterly and annual results, the ability of Deploy to identify, complete and then efficiently integrate acquisitions and strategic activities over the long term, demand for the products and service offered by Deploy, industry price pressure, as well as market forces, economic cycle, and the strength of regional economies in Canada and elsewhere where Deploy conducts its business. The foregoing list of important factors is not exhausting.

OVERALL PERFORMANCE

Deploy is a venture stage company. It has earned minimal revenues and has incurred losses to date. The Company's expenses have been limited to routine general and administrative costs and the costs of research and development and sales and marketing. The Company incurred a loss of $164,973 for the quarter ended April 30, 2012, and it also incurred a loss of $424,174 for the fiscal year ended July 31, 2011 compared to a loss of $163,716 for the fiscal year ended July 31, 2010.

Deploy's financial condition and ability to pay operating costs and research and development costs is dependent on the private sale of its common shares and acceptance of its common shares in payment of executive compensation in lieu of cash to fund its operations. The level of the Company's operations from period to period depends on the amount of funds available. Its level of expenses and related loss has been increasing from period to period as a result of greater levels of funding available, which it believes is attributable to improvement in obtaining funding based on advances in the research and development of its Fleet Data Management & Weigh System products. Deploy experiences a significant match between financial condition and its level of expenditures. Although it may experience a working capital surplus and cash flow surplus from time to time, typically these surpluses are a result of a mismatch between the period in which funds are received and expected use of the funds in immediately following periods. The Company's financial condition is over time a close match between revenues raised and expenses incurred, with cash inflows and outflows evenly matched over periods.

Deploy maintains current reporting and disclosure through SEDAR, the CNSX and OTC Markets, as well as a corporate website for shareholders to keep informed of the Company's progress and status.

On March 26, 2012, the Company posted its 2012 Second Quarter Financial Report.

On March 27, 2012, the Company received its first sales order from Sea to Sky Transfer, a Langley, BC-based transportation company specializing in transporting cargo with the use of crane trucks.

On April 3, 2012, the Company launched a new corporate website (www.deploy.ca) providing relevant information to potential business partners and shareholders, as well as clients.

On April 4, 2012, the Company received a $4,000,000 equity authorization for the 2012 tax year from the Investment Capital Branch of British Columbia under the eligible business corporation ("EBC") program.

On April 19, 2012, the Company commenced production of 100 units of its Fleet Data Management & Weigh System data terminals.

On April 20, 2012, the Company completed development of its network expansion circuit boards.

RESULTS OF OPERATIONS

Revenue

The Company achieved a significant milestone and completed its first sale during the quarter ended April 30, 2012, earning sales revenue of $1,006 (2011 - $Nil). Other income of $10,000 (2011 - $Nil) was generated from the provision of services utilizing the Company's tools and equipment.

Operating Expenses

Operating expenses totaled $176,051 for the three month period ended April 30, 2012, compared with $101,014 for the same period ended April 30, 2011. The change in general and administrative expenses relate to a number of factors, including new expenses that were not incurred during the prior year such as expenditures on tools and equipment. The Company also incurred management and consulting fees in association with corporate development, sales and marketing and testing its core product during the third quarter of 2012, and additional filing fees with the BC and Ontario Securities Commissions. Also, the Company began renting premises in 2011, and as such incurred rent in the third quarter of 2012 that was not incurred in the previous year.

The following table shows the Company's comparative operating expenses for the three and nine month periods ended April 30, 2012, 2011 and 2010:

	Three months ended April 30,			Nine months ended April 30,		
	2012	2011	2010	2012	2011	2010
General and Administrative Expenses						
Accounting and legal fees	486	7,460	12,484	53,038	21,677	13,352
Automobile expenses	2,398	4,948	13,472	11,196	9,257	15,381
Bank charges and interest expense	859	1,887	493	3,064	2,955	990
Consulting fees	104,801	72,781	6,122	262,712	110,090	17,502
Depreciation and amortization	7,449	5,447	1,021	20,633	8,705	1,021
Dues and subscriptions	5,285	2,543	1,446	22,663	11,111	3,357
Insurance	-	-	6	-	-	251
Filing fees	542	8,720	269	4,981	10,684	269
Franchise taxes	-	6	196	-	750	196
Management fees (recovery)	37,346	(13,868)	18,366	108,583	(6,705)	52,507
Meals and entertainment	2,253	1,114	487	7,870	2,519	991
Office and miscellaneous	234	257	686	7,250	596	873
Postage and delivery	1,104	503	104	1,575	780	414
Printing and reproduction	60	-	-	60	45	60
Rent	4,765	6,020	-	18,097	6,020	-
Telecommunications	386	255	20	1,091	389	815
Transfer agent fees	1,050	2,810	1,050	4,750	4,260	3,010
Travel	341	131	-	1,123	695	-
Tools and materials	6,692	-	1,098	18,975	-	4,160
Total Operating Expenses	**176,051**	**101,014**	**57,320**	**547,661**	**183,828**	**115,149**

General and administrative expenses for the quarter ended April 30, 2012, included related party management fees of $36,205 (2011 – recovery of $13,868) and related party consulting fees of $25,143 (2011 – $50,163). During 2011, the Company recovered management fees due to a reversal of accrual of management fee to a former director of $17,540. Management does not consider this amount to be payable. The consulting fees recorded during the third quarter of 2012 relate to consulting activities associated with corporate development, the testing of the Company's core product and sales and marketing activities. The increase in accounting and legal fees recorded during the nine month period ended April 30, 2012 is attributable to the Company's successful application for listing on the Canadian National Stock Exchange.

In general, other general and administrative costs remained relatively the same during the quarter ended April 30, 2012 compared to April 30, 2011 except for the items discussed above.

Another factor contributing to the change in the general and administrative expenses was the variation in exchange rates. The Company's functional currency is the Canadian dollar and its reporting currency is the United States dollar.

Discontinued Operations

There were no discontinued operations during the quarters ended April 30, 2012 and 2011.

Net Loss after Discontinued Operations

Net loss for the quarter ended April 30, 2012 totaled $164,973, compared with $100,987 for the quarter ended April 30, 2011. Net loss increased due to additional expenses such as management and consulting fees, accounting and legal fees and rent during the third quarter of 2012 compared to that of 2011 as discussed above. Also impacting the net loss after discontinued operations was the fact that there was more activity during the quarter ended April 30, 2012 compared to the same quarter in the previous year.

Other Comprehensive Loss

	Three month period ended April 30,		
	2012	**2011**	**2010**
Foreign Currency Adjustments	6,199	10,268	(10,927)
Total Comprehensive income/(loss)	**6,199**	**10,268**	**(10,927)**

The Company's functional currency is the Canadian dollar and its reporting currency is the U.S. dollar. At each balance sheet date, assets and liabilities that are denominated in a currency other than U.S. dollars are adjusted to reflect the current exchange rate which may give rise to a foreign currency translation adjustment accounted for as a separate component of stockholders' equity and included in other comprehensive income/(loss). The Company recorded translation adjustments of $6,199 and $10,268 for the quarters ended April 30, 2012 and 2011, respectively. The amounts are included in the statement of operations as other comprehensive gains for the respective periods.

Comprehensive Loss

The Company's comprehensive losses were $158,774 and $90,719 for the quarters ended April 30, 2012 and 2011, respectively. The increase in the Company's comprehensive loss in the 2012 period compared to that of 2011 was due to the fact that it incurred additional costs such as depreciation, management fees and consulting fees for business development, accounting and legal fees and rent.

Total Assets

The Company's total assets amounted to $143,940 at April 30, 2012, compared with $145,847 at July 31, 2011. The decrease is attributable to an increase in amounts receivable of $18,106; the purchase of property, plant and equipment of $37,830 as offset by depreciation of $17,106; and a decrease in cash and cash equivalents of $36,413.

Shareholders’ Surplus/Deficiency

Shareholders’ deficiency amounted to $64,578 at April 30, 2012, compared with a deficiency of $22,808 at July 31, 2011. The change in the shareholders’ deficiency is due to the fact that the Company issued 2,534,791 Common Shares during the first quarter of 2012, 2,848,149 during the second quarter and 130,000 during the third quarter of 2012. In addition, as at April 30, 2012, share subscriptions totaling $11,260 had been received in advance which were offset by an increase in the Company’s net loss for the nine month period ended April 30, 2012.

Authorized and Issued Shares:

Authorized Capital:

The authorized capital of the Company consists of 100,000,000 Common Shares with a par value of $0.0001.

On September 15, 2010, the Company changed its jurisdiction of incorporation to Nevada from Delaware as a result of a merger with its wholly owned subsidiary, and as a result reduced its authorized capital from 500,000,000 Common Shares to 100,000,000 Common Shares.

On September 29, 2011, the Company amended its Articles of Incorporation to authorize the issuance of up to 2,900,000 Class A Preferred Shares, each share having the following voting powers, designations, preferences, limitations, restrictions, and relative rights:

a. Ten votes per share in *pari passu* with shares of common stock on all matters presented to the holders of the Company’s equity securities for vote or approval;
b. A right to receive dividends when, as and if declared by the board of directors, in *pari passu* with each share of common stock with the amount of such dividends determined by multiplying the dividend per share of common stock by ten;
c. A right to receive distributions, whether or not in liquidation, in *pari passu* with each share of common stock with the amount of such distribution determined by multiplying the distribution per share of common stock by ten;
d. Conversion into ten shares of common stock at the election of the Company or of the holder any time after two years of the date of issuance.

Issued and Outstanding Shares

21,151,709 Common Shares at April 30, 2012 and 44,638,769 Common Shares at July 31, 2011.

2,900,000 Class A Preferred Shares at April 30, 2012 (July 31, 2011 – Nil).

During the year ended July 31, 2011, the Company issued 1,370,370 Common Shares for management and consulting services rendered during the year and issued another 2,630,000 Common Shares for cash proceeds of $263,000.

On September 6, 2011, the Company issued 1,400,000 Common Shares for $0.10 per share for cash proceeds of $140,000.

On September 6, 2011, the Company issued 125,000 Common Shares valued at $12,500 for consulting services of $10,000 rendered during the year ended July 31, 2011, and consulting services of $2,500 rendered during the three month period ended October 31, 2011.

On September 6, 2011, the Company issued 100,000 Common Shares valued at $10,000 for legal fees rendered during the three month period ended October 31, 2011.

On September 6, 2011, the Company issued 656,678 Common Shares to a company controlled by the Chief Executive Officer of the Company and Vice President of Operations of the Company, valued at a total of $65,668 related to management and consulting services rendered during the year ended 31 July 2011.

On September 6, 2011, the Company issued 253,113 Common Shares to a company controlled by the Vice President of Corporate Development of the Company valued at $25,311 related to consulting services rendered during the year ended 31 July 2011.

On September 29, 2011, the Company issued 2,700,000 Class A Preferred Shares in exchange for 27,000,000 Common Shares previously owned by Trepped Enterprises Inc., a company controlled by the Chief Executive Officer of the Company and the Vice President of Operations of the Company.

On September 29, 2011, the Company issued 200,000 Class A Preferred Shares in exchange for 2,000,000 Common Shares previously owned by Force Options, Inc., a company controlled by the Chief Executive Officer of the Company.

On November 14, 2011, the Company issued 471,837 Common Shares to a company controlled by the Chief Executive Officer of the Company and Vice President of Operations of the Company, valued at a total of $47,184 related to management and consulting services rendered during the three months ended October 31, 2011.

On November 14, 2011, the Company issued 245,749 Common Shares to a company controlled by the Vice President of Corporate Development of the Company valued at $24,575 related to consulting services rendered during the three months ended October 31, 2011.

On November 14, 2011, the Company issued 65,563 Common Shares for $6,556 to settle short-term loans.

On November 14, 2011, the Company issued 2,065,000 Common Shares for $0.10 per share for total cash proceeds of $206,500.

On March 6, 2012, the Company issued 130,000 Common Shares for $0.10 per share for total cash proceeds of $13,000.

Related Party Transactions

Except as disclosed elsewhere in the Company's financial statements for the quarter ended April 30, 2012, related party transactions are as follows:

a) During the nine month period ended April 30, 2012, management fees of $108,616 (2011 - $56,376; 2010 - $52,507) were paid/accrued to the Chief Executive Officer of the Company.

b) During the nine month period ended April 30, 2012, consulting fees of $36,205 (2011 - $18,976; 2010 - $17,502) were paid/accrued to the Vice President of Operations of the Company.

c) During the nine month period ended April 30, 2012, consulting fees of $25,143 (2011 - $50,163; 2010 - $Nil) were paid/accrued to a company controlled by the Vice President of Corporate Development of the Company.

d) On November 14 2011, the Company issued 471,837 Common Shares to a company controlled by the Chief Executive Officer of the Company and Vice President of Operations of the Company, valued at a total of $47,184 related to management and consulting services rendered during the three month period ended October 31, 2011.

e) On November 14 2011, the Company issued 245,749 Common Shares to a company controlled by the Vice President of Corporate Development of the Company valued at $24,575 related to consulting services rendered during the three month period ended October 31, 2011.

f) On September 29, 2011, the Company approved the exchange of 2,900,000 of its newly authorized Class A Preferred Shares for 29,000,000 of its Common Shares, as follows: 200,000 Class A Preferred Shares for 2,000,000 Common Shares owned by Force Options Inc., a private company owned by the Chief Executive Officer of the Company, and, 2,700,000 Class A Preferred Shares for 27,000,000 Common Shares owned by Trepped Enterprises Inc., a private company owned equally by the Chief Executive Officer of the Company and Vice President of Operations of the Company.

g) On September 6, 2011, the Company issued 656,678 Common Shares to Trepped Enterprises Inc., a company controlled by the Chief Executive Officer of the Company and Vice President of Operations of the Company, for a total of $65,688 related to management and consulting services rendered during the year ended July 31, 2011.

h) On September 6, 2011, the Company issued 253,113 Common Shares to Grewal & Co Professional Services for a total of $25,311 related to consulting services rendered during the year ended July 31, 2011.

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

Cash Flow Information

a) Operating Activities

Cash flow used in operating activities totaled $268,072 and $69,006 during the nine months ended April 30, 2012 and 2011, respectively. There was an increase of $199,066 in cash flow used in operating activities related to an increase in consulting fees due to the testing of the company's core product, sales and marketing consultation undertaken, corporate development fees, and the application for listing on the Canadian National Stock Exchange.

b) Financing Activities

Cash flow provided by financing activities totaled $290,200 and $271,260 for the nine months ended April 30, 2012 and 2011, respectively. The cash provided by financing activities during the period ended April 30, 2012 was from the issuance of Common Shares for cash of $278,940 (2011 – $263,000), and share subscriptions received in advance of $11,260 (2011 – $8,460).

c) Investing Activities

Cash flow used in investing activities totaled $37,830 and $115,571 for the nine months ended April 30, 2012 and 2011, respectively. The decrease is related to acquisition of property, plant and equipment in the amount of $37,830 (2011 – $31,843) and research and development in the amount of $Nil (2011 – $69,909).

d) Effect of foreign exchange on cash

The foreign exchange effect on cash was $(20,711) and $12,341 for the nine months ended April 30, 2012 and 2011, respectively. The variation was due to differences in net assets and exchange rates between April 30, 2011 and April 30, 2012 of the respective comparative periods.

SUMMARY OF QUARTERLY RESULTS

The following is a summary of the Company's quarterly results for each of its eight most recently completed quarters.

	Three Months Ended							
	30 April 2012	**31 January 2012**	**31 October 2011**	**31 July 2011**	**30 April 2011**	**31 January 2011**	**31 October 2010**	**31 July 2010**
Total Revenue	1,006	-	-	-	-	-	-	-
Net Loss	$(164,973)	$(174,370)	$(188,921)	$(240,373)	$(100,987)	$(60,607)	$(22,207)	$(43,435)
Foreign Currency Translation Adjustment	$6,199	$48	$(1,747)	$(52,874)	$10,268	$1,315	$(676)	$(4,759)
Comprehensive Loss	$(158,774)	$(174,322)	$(190,668)	$(293,247)	$(90,719)	$(59,292)	$(22,883)	$(48,194)
Basic and Fully Diluted Loss per share	$(0.001)	$(0.008)	$(0.005)	$(0.006)	$(0.002)	$(0.001)	$(0.001)	$(0.002)
Weighted average number of shares outstanding	20,682,236	20,682,236	36,022,463	41,914,420	41,748,782	40,638,499	40,638,499	37,060,853

Significant expenditure increases occurred in 2011 over 2010, and this has continued into 2012. Most notably, the Company's expenditures increased in the areas of regulatory filings, patent applications and sales initiatives. Funds were spent on the following operating activities:

- sales – the Company has completed the development of its first product, and has generated sales revenues of $1,066; in August 2011, it began marketing this product with a view to generating revenue;
- general and administration expenditures – this consisted of accounting and legal fees relating to the Company's successful application for listing on the Canadian National Stock Exchange;
- consulting fees for accounting conversion requirements, and sales and marketing efforts;
- depreciation (non-cash expense);
- rent;
- dues and subscriptions; and
- filing fees for regulatory filings and the Company's patent application.

The most significant area of expense in the third quarter was consulting fees. These fees have been incurred in the areas of business and corporate development, sales and marketing and product testing.

The Company generated additional funds during the three month period ended April 30, 2012 through private equity placements in the amount of $13,000 and raised an additional $11,260 during the third quarter for which the shares were issued on May 15, 2012. These funds were used to continue the testing of the Company's core product, implement sales and marketing strategies, maintain the Company's listing on the Canadian National Stock Exchange, meet the accounting needs of the Company and pay dues and subscriptions, as well as cover other general and administrative expenses.

As has been previously stated, the Company's financial condition and ability to pay operating costs and research and development costs is dependent on the private sale of its Common Shares and acceptance of its Common Shares in payment of executive compensation in lieu of cash to fund its operations. The level of the Company's operations from period to period will continue to depend on the amount of funds available.

LIQUIDITY AND CAPITAL RESOURCES

The Company's working capital deficit was $130,730 as of April 30, 2012 and $67,513 as of July 31, 2011. The deficit includes amounts owing to related parties of $74,711 as of April 30, 2012 and $92,925 as of July 31, 2011.

The Company has long-term loans amounting to $51,950 at April 30, 2012 compared to $58,497 at July 31, 2011. All loans are unsecured and bear interest at 5% per annum and are repayable by July 31, 2013.

Contractual Obligations	**Total**	Less than 1 Year	1 – 3 Years	4 – 5 Years	After 5 Years
Short-Term Debt	-	-	-	-	-
Long Term Debt	$51,950	-	$51,950	-	-
Capital Lease Obligations	-	-	-	-	-
Operating Leases	-	-	-	-	-
Purchase Obligations	-	-	-	-	-
Other Long Term Obligations	-	-	-	-	-
Total Contractual Obligations	**$51,950**	**-**	**$51,950**	**-**	**-**

CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

Adoption of International Financial Reporting Standards ("IFRS")

The Company has adopted IFRS with a transition date of August 1, 2010. Under IFRS 1, "First-time Adoption of International Financial Reporting Standards", the Company elected to take the following IFRS 1 optional exemption:

Functional currency and foreign currency translation – On transition to IFRS, the Company has elected under the option available under the IFRS 1, cumulative translation difference exemption, and deemed the foreign currency translation adjustment at the transition date to be zero.

Canadian GAAP to IFRS Differences

IFRS employs a conceptual framework that is similar to Canadian GAAP. However, significant differences exist in certain matters of recognition, measurement and disclosure. In order to allow users to better understand these changes, the Company has provided the reconciliation between Canadian GAAP and IFRS in Note 14 to its condensed interim financial statements for the three and nine months ended April 30, 2012.

Functional currency and foreign currency translation – Under Canadian GAAP, the basis of measurement for foreign operations is dependent upon whether an operation is classified as integrated or self-sustaining. T he measurement currency of a self-sustaining foreign operation is the foreign currency.

Under IAS 21, the concepts of integrated and self-sustaining are not included. Instead the functional currency of each individual entity must be considered. All assets and liabilities are translated at the exchange rate in effect at the date of the statement of financial position. Revenues and expenses are translated at rates of exchange in effect during the period. Gains and losses on translation are included in equity as a separate component of other comprehensive income or loss. On transition to IFRS, the Company has elected under the option available under the IFRS 1, cumulative translation difference exemption, and deemed the foreign currency translation adjustment at the transition date to be zero. The impact of this change was to reclassify the $9,179 cumulative translation loss from accumulated other comprehensive loss to deficit at August 1, 2010.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company classifies all financial instruments as either financial assets or liabilities at fair value through profit or loss ("FVTPL"), held to maturity, loans and receivables, available-for-sale and other financial liabilities. Loans and receivables and other financial liabilities are measured at amortized cost. Available-for-sale instruments are measured at fair value with unrealized gains and losses recognized in accumulated other comprehensive income. FVTPL instruments are measured at fair value with unrealized gains and losses recognized on the statement of loss and comprehensive loss.

The Company has designated cash as FVTPL, which is measured at fair value. Amounts receivable are classified as loans and receivables, which are measured at amortized cost. Trade payables and loans payable are classified as other financial liabilities which are measured at amortized cost. The Company has classified investment in another private company as available-for-sale and therefore it carries such investment at fair market value, with the unrealized gain or loss recorded in shareholders' equity as a component of accumulated other comprehensive income. These amounts will be reclassified from shareholders' equity to net income when the investment is sold or when the investment is impaired and the impairment is considered less than temporary.

CONTROLS AND PROCEDURES

The Company's management is responsible for establishing and maintaining a system of controls and procedures over our public disclosure of financial and non-financial information. Management is also responsible for the design and maintenance of effective internal control over financial reporting to provide reasonable assurance regarding the integrity and reliability of the Company's financial information and the preparation of its financial statements in accordance with IFRS as well as U.S. GAAP. Management maintains appropriate information systems, procedures and controls to ensure integrity of the financial statements and maintains appropriate information systems, procedures and controls to ensure that information used internally and disclosed externally is complete and reliable.

SIGNIFICANT PROJECTS

The Company develops fleet data management and hydraulic weigh systems designed to allow its target market to weigh loads prior to loading cargo into their trucks and to manage the recorded and live fleet and vehicle data at any location globally. The importance knowing weight of cargo include reducing the risks of fines due to overweight trucks, reducing risks to drivers of overhead hazards, reducing the amount of fuel consumption by reducing the amount of trips to unload the cargo, and increasing LEED environmental certification status which could lead to grants and tax credits for the Company's clients.

Deploy's technology consists of the use of hydraulic sensors and onboard computers as customized control and administrative software. This combination allows for the gathering and analyzing of data in order to save money and allow for specific weight billing for its clients.

The software will allow the Company's clients to export data directly to their accounting software as well as use the data for more efficient truck deployment.

On November 10, 2008, the Company acquired fleet management technologies from Trepped Enterprises Inc., a company controlled by the President of the Company and Vice President of Operations of the Company, in exchange for the issuance of 30,000,000 Common Shares valued at $30,000. The technology will allow organizations that use it to become more efficient, productive and profitable through the use of their fleet assets.

Although all technology development is ongoing, the Company has filed a provisional patent application in order to protect its intellectual property prior to selling the product.

During the quarter ended April 30, 2012, the Company initiated the production of inventory and it currently has clients waiting to install its products as well as potential clients waiting to test its products in various applications prior to completing definitive purchases.

GOING CONCERN

The Company's financial statements have been prepared in accordance with Canadian generally accepted accounting principles and are stated in U.S. dollars. Because a precise determination of many assets and liabilities is dependent upon future events, the preparation of financial statements for the period necessarily involves the use of estimates, which have been made using careful judgment. Actual results may vary from these estimates.

The Company had cash and cash equivalents of $2,071 at April 30, 2012. Management cannot provide assurance that the Company will ultimately achieve profitable operations or become cash flow positive, or raise additional debt and/or equity capital. However, based on its demonstrated ability to raise capital during and subsequent to the period ended April 30, 2012, management believes that the Company's capital resources should be adequate to continue operating and maintain its business strategy during fiscal 2012. However, if the Company is unable to raise additional capital in the future, management expects that the Company will need to curtail operations, liquidate assets, seek additional capital on less favorable terms and/or pursue other remedial measures. The Company's financial statements do not include any adjustments related to the recoverability and classification of assets or the amounts and classifications of liabilities that might be necessary should the Company be unable to continue as a going concern.

Realizable values may be substantially different from carrying values as shown in the financial statements should the Company be unable to continue as a going concern. The financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. The Company's financial statements have been properly prepared within the framework of the significant accounting policies as noted in "NOTE 1 – NATURE AND CONTINUANCE OF OPERATIONS AND SIGNIFICANT ACCOUNTING POLICIES" to the financial statements to satisfy U.S. OTC reporting requirements; however, the financial statements must be prepared in accordance with IFRS.

OUTLOOK

During the three month period ended April 30, 2012, the Company raised sufficient capital to fulfill its reporting and disclosure obligations as well as begin producing inventory. This allowed the Company to change its focus from product development to generating revenue, which is the most important component of building the business.

As Deploy continues its marketing and sales initiatives, the risks of competitors trying to copy its technology and sell competing products will increase; however, the Company has filed one intellectual property protection application and is making every effort to guard its technology on a global scale. Although there are products on the market that offer some of the benefits of the Company's core product, Deploy believes that it has strong competitive advantages that will result in it gaining a relative market advantage.

The current environment remains favorable for logistics and transportation services in North America. The Company's initial industrial transportation industry targets of forklifts, front-end load refuse vehicles, logging loaders and mining loaders provides it with the ability to offer its clients the opportunity to load cargo closer to truck capacity, resulting in lower shipping costs since almost all transportation regulations include weight classifications and restrictions.

The Company expects to undergo operational changes to reflect its change of focus from product development to sales and marketing and product implementation. The Company does not expect to maintain staffing for installations since it believes it would be more beneficial for clients and their vehicle service companies to install its products for warranty and liability reasons. This will allow the Company to allocate its cash toward sales and marketing initiatives, as well as the production of new inventory.

During time it takes the Company to complete the sale of its first 100 data terminals, management plans to gain broader knowledge of acceptable pricing strategies which will give Deploy the information needed to establish projections and long term residual revenue models. The flexibility and scalability of the Company's product is expected to provide many long term residual revenue opportunities.

As a result of interacting with many industrial transportation companies over the past four years, the Company is confident that significant demand for its products exists. Its Fleet Data Management & Weigh System has the flexibility to integrate into almost any environment and has customizable features that are attractive to many industrial operators. The product has been developed to open market opportunities for Deploy in areas outside of refuse collection and can be used with almost all heavy equipment that employs hydraulics for lifting as well as most mobile data management applications.

The achievement of listing the Common Shares on the Canadian National Stock Exchange has helped the Company develop a much more credible reputation with its shareholders, service providers and customers. Management aims to continue building Deploy in this manner by implementing internal corporate governance policies that establish a strong ethical foundation for the Company.

Deploy has a responsible and dedicated management team, each patiently focused on long term personal and corporate success coupled with the necessary accountability to achieve short, medium and long term goals. This outlook is ideal for a development stage company and is mandatory in order to create true shareholder value through the generation of revenue. In fact, Deploy's management team has repeatedly demonstrated its dedication to generating revenue for the Company by accepting Common Shares in lieu of executive cash compensation, which has allowed the Company to use the proceeds from every financing exclusively for achieving its stated goals.

Deploy is proud of what it has achieved to date and is proud of the people who supported its efforts and goals. It will continue to attract people who are excited and determined to make the Company a success.

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