# DEPLOY TECHNOLOGIES INC. MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL POSITION FOR YEAR ENDED JULY 31, 2014 Filed NOVEMBER 26, 2014

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 year ended July 31, 2014. 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 year ended July 31, 2014.

## **INTRODUCTION**

The 2014 annual 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"). 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 Deploy's 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 development 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 \$266,968 for the year ended July 31, 2014, compared to a loss of \$434,889 for the fiscal year ended July 31, 2013 and a loss of \$1,289,420 for the fiscal year ended July 31, 2012.

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 CSE and OTC Markets, as well as a corporate website for shareholders to keep informed of the Company's progress and status.

## **SELECTED ANNUAL INFORMATION**

	July 31,	July 31,	July 31,
	2014	2013	2012
Revenue	-	-	-
Net loss	(266,968)	(434,889)	(1,289,420)
Foreign currency translation adjustment	(28,159)	14,669	4,489
Comprehensive loss	(295,127)	(420,220)	(1,284,931)
Basic and fully diluted loss per share	(0.12)	(0.19)	(0.51)
Weighted average number of shares outstanding	2,294,054	2,232,947	2,490,009
Cash & cash equivalents	525	1,913	2,682
Total assets	80,185	120,375	162,027
Total non-current liabilities	-	91,100	51,781
Dividends declared	-	1	ı

## **RESULTS OF OPERATIONS**

## **Revenue and Other Income**

The Company earned sales revenue of \$Nil during the year ended July 31, 2014 (2013 - \$Nil). Other income of \$1,686 (2013 - \$3,181) was generated from the provision of services utilizing the Company's tools and equipment during the year ended July 31, 2014.

## **Operating Expenses**

Operating expenses totaled \$320,299 for the year ended July 31, 2014, compared with \$434,451 for the year ended July 31, 2013. The change in general and administrative expenses relate to a number of factors, but was primarily due to a decrease in accounting and legal fees of \$37,800. The Company incurred higher accounting and legal fees in 2013 due to filings made with respect to patents relating to the core products of the Company. Also, in 2013, the Company accrued \$70,000 related to potential penalties associated with completing certain of its income tax filings.

The following table shows the Company's comparative operating expenses for the years ended July 31, 2014, 2013 and 2012:

	Year ended July 31,			
	2014	2013	2012	
General and Administrative Expenses				
Accounting and legal fees	16,680	54,480	161,067	
Consulting fees	95,960	81,063	420,072	
Depreciation and amortization	35,495	39,908	28,540	
Management fees	113,667	101,857	212,396	
Office and miscellaneous	46,931	69,897	114,080	
Penalties	-	70,000	-	
Tools and materials	11,566	17,246	23,335	
Total Operating Expenses	320,299	434,451	959,490	

General and administrative expenses for the year ended July 31, 2014, included related party management fees of \$113,667 (2013 – \$101,857), related party consulting fees of \$80,126 (2013 – \$61,068), and related party accounting fees of \$4,938 (2013 - \$Nil).

During fiscal 2013, the Company accrued \$70,000 related to potential penalties associated with certain of its income tax filings. The accounting and legal fees were significantly lower due to the nature of the Company's daily operations. The Company had limited activities related to various legal and filing requirements.

In general, other general and administrative costs remained relatively the same during the year ended July 31, 2014, 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 years ended July 31, 2014, 2013 and 2012.

# **Net Loss after Discontinued Operations**

Net loss for the year ended July 31, 2014 totaled \$266,968, compared with \$434,889 for the year ended July 31, 2013. The decrease in net loss is mainly due to the \$70,000 recorded in 2013 related to potential penalties for completing certain of its income tax filings. Also impacting the net loss was the fact that there was less activity during the year ended July 31, 2014 compared to the previous year.

## Other Comprehensive Income/(Loss)

	Year ended July 31,			
2014	2013			

	2014	2013	2012
Foreign Currency Adjustments	(28,159)	14,669	4,489
Total Comprehensive income/(loss)	(295,127)	(420,220)	(1,284,931)

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 \$(208,159) and \$14,669 for the years ended July 31, 2014 and 2013, respectively. The amounts are included in the statement of operations as other comprehensive gain or loss for the respective periods.

## **Comprehensive Loss**

The Company's comprehensive losses were \$295,127 and \$420,220 for the years ended July 31, 2014 and 2013, respectively. The decrease in the Company's comprehensive loss in the 2014 periods compared to that of 2013 was due to the change in accounting, legal, and penalties as discussed above.

#### **Total Assets**

The Company's total assets amounted to \$80,185 at July 31, 2014, compared with \$120,375 at July 31, 2013. The decrease is attributable to a decrease in cash and cash equivalents of \$1,388; the purchase of property, plant and equipment of \$4,986 as offset by depreciation of \$35,495 and a foreign exchange adjustment of \$2,795; and a decrease in amounts receivable of \$4,787.

# Shareholders' Surplus/Deficiency

Shareholders' deficiency amounted to \$815,390 at July 31, 2014, compared with a deficiency of \$595,463 at July 31, 2013. The change in the shareholders' deficiency is due to the fact that the Company issued 76,000 Common Shares during the first and second quarters of 2014 which were offset by an increase in the Company's net loss for the year ended April 30, 2014.

## **Authorized and Issued Shares:**

## **Authorized Capital:**

The authorized capital of the Company consists of 10,000,000 Common Shares with a par value of \$0.0001 and 20,000,000 Class A Preferred 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 50,000,000 Common Shares to 10,000,000 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.

On July 2, 2014, the Company amended its Articles of Incorporation to revise the authorized Class A Preferred Shares from 2,900,000 to 20,000,000 with a par value of \$0.0001 per share.

On November 11, 2014, the Company's Board of Directors has approved a reverse split of its common stock on the basis of one (1) new share for ten (10) old shares as well as a reduction in its authorized capital from 100,000,000 shares of common stock to 10,000,000 shares. All figures in the financial statements are adjusted to reflect the 10:1 reverse stock split.

# **Issued and Outstanding Shares**

2,313,021 Common Shares at July 31, 2014 (July 31, 2013 – 2,237,021).

2,900,000 Class A Preferred Shares at July 31, 2014 (July 31, 2013 – 2,900,000).

a) On November 22, 2013, the Company issued 25,000 common shares valued at CAD\$25,000 related to the conversion of CAD\$25,000 loan by a third party.

- b) On November 22, 2013, the Company issued 2,000 common shares for \$1 (CAD\$1) per share for cash proceeds of \$1,979 (CAD\$2,000).
- c) On November 1, 2013, the Company issued 7,000 common shares for \$1 (CAD\$1) per share for cash proceeds of \$6,794 (CAD\$7,000).
- d) On October 29, 2013, the Company issued 15,000 common shares for \$1 (CAD\$1) per share for cash proceeds of \$14,463 (CAD\$15,000).
- e) On October 9, 2013, the Company issued 25,000 common shares for \$1 (CAD\$1) per share for cash proceeds of \$25,000 (CAD\$25,000).
- f) On September 16, 2013, the Company issued 2,000 common shares for \$1 (CAD\$1) per share for cash proceeds of \$1,939 (CAD\$2,000).
- g) On May 15, 2013, the Company issued 3,000 common shares for \$1 (CAD\$1) per share for cash proceeds of \$2,949 (CAD\$3,000).
- h) On January 30, 2013, the Company issued 1,000 units at a price of \$2 (CAD\$2) per unit for total proceeds of \$1,993 (CAD\$2,000). Each unit consists of one common share and one share purchase warrant. Each warrant entitles the holder to purchase an additional common share at a price of \$4 per share for a period of 12 months from the date of issuance.
- i) On September 9, 2012, the Company issued 11,000 units at a price of \$2 (CAD\$2) per unit for total proceeds of \$22,518 (CAD\$22,000). Each unit consists of one common share and one share purchase warrant. Each warrant entitles the holder to purchase an additional common share at a price of \$4 per share for a period of 12 months from the date of issuance.

# **Related Party Transactions**

Except as disclosed elsewhere in the Company's financial statements, related party transactions for the years ended July 31, 2014 and 2013 are as follows:

- a) As at July 31 2014, the amount due to related parties includes \$317,074 (July 31, 2013 \$204,608) payable to the Chairman and the Chief Technical Officer of the Company.
- b) As at July 31, 2014, the amount due to related parties includes \$219,401 (July 31, 2013 \$144,488) payable to the Chief Executive Officer of the Company.
- c) As at July 31, 2014, the amount due to related parties includes \$13,775 (July 31, 2013 \$9,736) payable to various directors of the Company.

- d) As at July 31, 2014, the amount due to related parties includes \$4,821 (July 31, 2013 \$Nil) payable to the Chief Financial Officer of the Company.
- e) As at July 31, 2014, included in loans payable is \$17,631 (CAD\$19,200) (July 31, 2013 CAD\$19,200) payable to a company controlled by the Vice President of Operations of the Company. The loans are unsecured and bear interest at a rate of 5% per annum and are repayable by July 31, 2015. The total balance as at July 31, 2014 consists of principal and accrued interest of \$17,631 (July 31, 2013 \$18,691) and \$3,858 (July 31, 2013 \$3,241), respectively.
- f) During the year ended July 31, 2014, management fees of \$113,667 (2013 \$101,857) were paid/accrued to the Chairman and the Chief Technical Officer of the Company.
- g) During the year ended July 31, 2014, consulting fees of \$80,126 (2013 \$61,038) were paid/accrued to the Chief Executive Officer of the Company.
- h) During the year ended July 31, 2014, accounting fees of \$Nil (2013 \$12,299) were paid/accrued to a director of the Company.
- i) During the year ended July 31, 2014, accounting fees of \$4,938 (2013 \$12,299) were paid/accrued to the Chief Financial Officer of the Company.

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 \$29,463 and \$53,299 during the year ended July 31, 2014 and 2013, respectively. There was a decrease of \$23,836 in cash flow used in operating activities due to less activity during the year ended July 31, 2014 compared to the previous year.

## b) Investing Activities

Cash flow used in investing activities totaled \$4,986 and \$24,571 for the years ended July 31, 2014 and 2013, respectively. The decrease is due to a reduction in expenditure on property, plant and equipment for development of the Company's core product.

## c) Financing Activities

Cash flow provided by financing activities totaled \$61,220 and \$62,432 for the year ended July 31, 2014 and 2013, respectively. The cash provided by financing activities during the year ended July 31, 2014 was from the issuance of Common Shares for cash of \$50,175 (2013 - \$25,439), proceeds from loans of \$11,020 (2013 - \$36,993) and share subscriptions received in advance of \$25 (2013 - \$Nil).

## d) Effect of foreign exchange on cash

The foreign exchange effect on cash was \$(28,159) and \$14,669 for the years ended July 31, 2014 and 2013, respectively. The variation was due to differences in net assets and exchange rates between July 31, 2013 and July 31, 2014 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							
	31	30	31	31	31	30	31	31
	July	April	January	October	July	April	January	October
	2014	2014	2014	2013	2013	2013	2013	2012
Net Loss	\$ 7,258	\$ (40,970)	\$ (162,962)	\$ (70,294)	\$ (134,919)	\$ (94,373)	\$ (91,177)	\$ (114,420)
Foreign Currency Translation								
Adjustment	\$ (124,480)	\$ (13,478)	\$ 103,956	\$ 5,843	\$ 11,452	\$ 2,621	\$ (103)	\$ 699
Comprehensive Loss	\$ (117,222)	\$ (54,448)	\$ (59,006)	\$ (64,451)	\$ (123,467)	\$ (91,752)	\$ (91,280)	\$ (113,721)
Basic and Fully Diluted Loss per share	\$ 0.00	\$ (0.02)	\$ (0.07)	\$ (0.03)	\$ (0.19)	\$ (0.04)	\$ (0.04)	\$ (0.05)
Weighted average number of shares	·						, ,	
outstanding	2,294,054	2,288,021	2,281,564	2,261,021	2,232,947	2,233,043	2,233,043	2,222,021

Significant expenditure increases occurred in 2011 and this continued into 2012. Most notably, the Company's expenditures increased in the areas of regulatory filings, patent applications and sales initiatives. However, the four quarters of 2013 have seen a decrease in activity levels of the Company as it prepares to implement sales and marketing initiatives in the remainder of the current fiscal year. Funds were spent on the following operating activities:

- sales the Company has continued to engage in activities as it markets its core product with a view to generating revenue;
- general and administration expenditures

- consulting fees for corporate development, and sales and marketing efforts;
- depreciation (non-cash expense);
- rent;
- dues and subscriptions; and
- filing fees for regulatory filings.

The most significant area of expense in the fourth quarter was consulting fees. These fees have been incurred in the areas of business and corporate development.

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 \$888,728 as of July 31, 2014 and \$611,716 as of July 31, 2013. The deficit includes amounts owing to related parties of \$555,071 as of July 31, 2014 and \$358,832 as of July 31, 2013.

The Company has long-term loans amounting to \$Nil at July 31, 2014 compared to \$91,100 at July 31, 2013. All loans are unsecured and bear interest at 5% per annum and are repayable by July 31, 2015.

Contractual Obligations		Less than	1 – 3	4 – 5	After
	Total	1 Year	Years	Years	5 Years
Short-Term Debt	-	-	-	-	-
Long Term Debt	\$78,358	\$78,358	-	-	-
Capital Lease					
Obligations	-	-	-	-	-
Operating Leases	-	-	-	-	-
Purchase Obligations	-	-	-	-	-
Other Long Term					
Obligations	-	-	-	-	-
<b>Total Contractual Obligations</b>	<b>\$78,358</b>	\$78,358	-	-	-

## 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.

## FINANCIAL AND DISCLOSURE CONTROLS AND PROCEDURES

During the year ended July 31, 2014, there has been no significant change in the Company's internal control over financial reporting since last year.

The Chief Executive Officer and Chief Financial Officer of the Company are responsible for establishing and maintaining appropriate information systems, procedures and controls to ensure that information used internally and disclosed externally is complete, reliable and timely. They are also responsible for establishing adequate internal controls over financial reporting to provide sufficient knowledge to support the representations made in this MD&A and the Company's annual financial statements for the year ended July 31, 2014 (together the "Annual Filings").

The Chief Executive Officer and Chief Financial Officer of the Company have filed the Venture Issuer Basic Certificate with the Annual Filings on SEDAR at www.sedar.com.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the venture issuer basic certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the

quality, reliability, transparency, and timeliness of interim and annual filings and other reports provided under securities legislation.

## **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 of 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 3,000,000 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.

The fleet management technology was completed during the year ended July 31, 2012; however, no depreciation expense was recorded during the years ended July 31, 2014 and 2013 as the technology has not been placed in use for the purpose of earning revenue.

Although all technology development is ongoing, the Company has filed a PCT patent application as well as a related application in Canada in order to protect its intellectual property prior to selling the product. Further patent applications related to the PCT will be filed in various countries around the world.

#### **GOING CONCERN**

The Company's financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board 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 \$525 at July 31, 2014. 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 in the past, management believes that the Company's capital resources should be adequate to continue operating and maintain its business strategy during fiscal 2015. 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.

## **OUTLOOK**

During the year ended July 31, 2014, the Company has not raised sufficient capital to fulfill its reporting and disclosure obligations and will therefore continue to rely on the sale of its equity shares as well as the sale of its products for sale to prospective clients. The Company has now changed focus to sales and marketing in an effort to generate enough revenue to cover operating expenses in 2015.

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 intellectual property protection applications 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.

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.

David Eppert, Chief Executive Officer Deploy Technologies Inc.

19011 – 1153 56<sup>th</sup> Street,

Delta, BC, V4L 2A2 Phone: 1-888-213-3888

Fax: 1-888-777-8099 Email: info@deploy.ca Website: www.deploy.ca