ACME RESOURCES CORP.
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE NINE-MONTH PERIOD ENDED JUNE 30, 2018

DATE – August 29, 2018

The following Management's Discussion and Analysis ("**MD&A**") should be read in conjunction with ACME Resources Corp.'s ("**ACME**" or the "**Company**" or the "**Corporation**") interim (unaudited) financial statements and the accompanying notes for the nine-month period ended June 30, 2018, copies of which are filed on SEDAR website: www.sedar.com.

The Company prepares its financial statements in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. All dollar figures included herein and in the following discussion and analysis are quoted in Canadian dollars unless otherwise stated.

The financial information in this MD&A is derived from the Company's financial statements prepared in accordance with IFRS. This MD&A may contain forward looking statements based on assumptions and judgements of management regarding events or results that may prove to be inaccurate as a result of risk factors beyond its control. Actual results may differ materially from the expected results.

FORWARD LOOKING STATEMENTS

This MD&A may include certain "forward-looking statements" within the meaning of applicable Canadian securities legislation. All statements, other than statements of historical facts, included in this MD&A that address activities, events or developments that the Corporation expects or anticipates will or may occur in the future, including such things as future business strategy, competitive strengths, goals, expansion and growth of the Company's businesses, operations, plans and other such matters are forward-looking statements. When used in this MD&A, the words "estimate", "plan", "anticipate", "expect", ''intend'', "believe" and similar expressions are intended to identify forward-looking statements. These 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 such forward-looking statements. Although the Company has attempted to identify important factors that could cause actual results to differ materially, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such 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.

DESCRIPTION OF THE BUSINESS

ACME was incorporated under the *Business Corporations Act* (Ontario) on February 27, 2008 and is classified as a Capital Pool Company ("**CPC**") as defined in Policy 2.4 of the TSX Venture Exchange (the "**TSXV**" or "**Exchange**").

On January 28, 2010, the Company received final receipts for a prospectus and thereafter began trading on the TSXV (Tier 2) as a CPC under the symbol ACY.P; however, as the Company did not complete a Qualifying Transaction within the necessary timeframe, the Company's listing was transferred to the NEX board of Exchange ("**NEX**") in 2012 and henceforth traded under the symbol ACY.H. As a CPC listed on NEX, the Company continued to be required to comply with all of the requirements and restrictions in Exchange Policy 2.4.

DESCRIPTION OF THE BUSINESS (continued)

The Company held an Annual and Special Meeting on the 24th of October, 2017 (the "**Special Meeting**"). At the Special Meeting the Company received a requisite majority of its shareholders approval to proceed with a voluntary delisting from the TSXV for the purpose of seeking a listing on an alternative stock exchange.

Also at the Special Meeting, the Company received the requisite majority of its shareholders approval to proceed with the consolidation of its common shares on a 1:5 (new:old) basis (the "**Consolidation**"). Concurrent with the Consolidation, the Company would also cancel 209,142 (41,828 post-consolidation) options and 750,000 (150,000 post-consolidation) escrowed founders' shares. The cancellation of the escrowed founders' shares is pursuant to Policy 2.4 of the TSXV, as the Company was originally listed as a CPC on the TSXV. The record date for the consolidation became February 5, 2018. A name change for the consolidated Company is pending; the authority for management to change the name of the Company was approved by a majority of its shareholders at the Special Meeting.

Upon the Consolidation becoming effective on February 16, 2018, the 10,080,950 issued and outstanding common shares as at the date thereof would be consolidated into 2,016,190 issued and outstanding common shares. In connection with the Consolidation, the Company sent letters of transmittal to holders of common shares for use in transmitting their share certificates to the Depository, Capital Transfer Agency ULC, in exchange for new certificates representing the number of post-consolidated common shares to which such shareholder is entitled as a result of the Consolidation. No delivery of a new share certificate to a shareholder will be made until the shareholder has surrendered his, her or its current issued share certificates. Until surrendered, each share certificate formerly representing old common shares will be deemed for all purposes to represent the number of post-consolidated common shares to which such holder is entitled as a result of the Consolidation.

The Company completed a shares-for-debt transaction (the "**Debt Transaction**") whereby ACME issued 1,400,000 post-consolidation (7,000,000 pre-consolidation) common shares (of which 575,000 shares were issued to insiders of the Company) at a deemed price of $0.125 per common share ($0.025 or 2½¢ per pre-consolidated share) in connection with the repayment of $175,000 in debt. The Debt Transaction was undertaken by ACME in order to conserve capital and improve the Company's balance sheet. The common shares issued in connection with the Debt Transaction are be subject to a statutory four month plus one day hold period.

The TSXV/NEX suspended the Company from trading on February 22, 2018. In late March, the Company was advised by the TSXV that due to the Company's breach of Exchange policies and its Listings Agreement, the TSXV initiated an involuntary delist review and proceeded to delist the shares of the Company for failure to comply with Exchange Requirements to wit:

1) Pursuant to Policy 5.8 – Issuer Names, Issuer Name Changes, Share Consolidations and Splits, the Company failed to file and obtain TSXV approval prior to effecting the 5 old for 1 new share consolidation.

DESCRIPTION OF THE BUSINESS (continued)

2) Prior to the completion of the Consolidation, the Company completed non-brokered private placement offerings of Company equity pursuant to Policy 4.4 – Private Placements without obtaining conditional or final acceptance. The private placements comprised an offering of 5,579,000 common shares at a price of $0.025 (2½¢) per common share for gross proceeds of $139,475. The proposed price of $0.025 was less than the minimum price permitted under Exchange Policy and was previously disallowed.

3) The Company completed a shares-for-debt transaction pursuant to Policy 4.3 – Shares for Debt whereby the Company issued 7,000,000 common per common share at $0.025 per common share in connection with the settlement of $175,000 debt. The price per share was less than the minimum price permitted under Exchange Policy. The nature of the accrued debt contravenes the "Prohibited Payments and Use of Proceed" under Policy 2.4.

4) Subsequent to the completion of the Consolidation, the Company also cancelled the remaining 150,000 escrowed founders' shares (750,000 on a pre-consolidation basis). The cancellation of the escrowed founders' shares was undertaken pursuant to Policy 2.4 of the TSXV. The first half of the original total of 300,000 (1,500,000 on a pre-consolidation basis) escrowed founders' shares had already been cancelled in fiscal year 2012 due to the Company failing to complete a Qualifying Transaction within the time allotted per Policy 2.4. At this time the Company was also transferred to the NEX Tier of the TSXV.

5) At the Shareholders Meeting, Mr. Brian Howlett was elected as a new Director of the Company. His election has previously been noted in publicly filed documents but had not been disclosed in a press release issued by the Company. The Company failed to comply with Policy 2.4 in connection with the change in the board.

The Company was delisted from the TSXV at the end of business on March 28, 2018.

On March 29, 2018 the Company announced that it had closed a non-brokered private-placement offering of 2,006,000 common shares issued at a price of $0.25 per share (the "**Offering**") for gross proceeds of $501,500. All securities issued in connection with the Offering are subject to a statutory four month plus one day hold period.

The proceeds received from the Offering were for general working capital purposes while the Company continued its restructuring and works toward completing a Definitive Agreement with RDT as previously reported.

PROPOSED TRANSACTION

On July 12, 2018 the Corporation announced it had entered into an Amended and Restated Amalgamation Agreement (the "**Amalgamation Agreement**") to acquire 100% of the issued share capital of Rapid Dose Therapeutics Inc. ("**RDT**") in a Reverse Take-Over transaction (the "**Transaction**") payable by the issuance of approximately 57,641,200 common shares of ACME (each a "**Common Share**"). This agreement updates the original Definitive Agreement announced in the Company's press release of April 9, 2018.

PROPOSED TRANSACTION (continued)

In connection with the Amalgamation Agreement, the Company will issue, and each holder of RDT Shares will receive, one Common Share in exchange for each RDT Share held immediately prior to the amalgamation and the Company will issue, and each holder of the 840,000 outstanding RDT Warrants will receive, one warrant (each a "**Company Warrant**") in exchange for each RDT Warrant held immediately prior to the amalgamation, each such Company Warrant having identical terms as the RDT Warrants in respect of exercise price, expiry date and all other material terms and conditions. The Amalgamation Agreement is filed on SEDAR.

On completion of the Transaction, ACME will assume RDT's obligation to pay a corporate finance fee (payable by the issuance of Common Shares) to an arm's length party equal to 7% of the total number of Common Shares issued and outstanding on completion of the Transaction. The Common Shares issuable for such fee will be subject to a regulatory hold period expiring four months plus one day after the date on which they are issued.

Closing of the Transaction will be subject to approval by regulatory authorities and compliance with any required governmental and securities regulations. Closing will also be conditional on approval for listing of the Common Shares on the CSE. There is no guarantee that the Amalgamation Agreement will close. An Annual and Special Meeting of the shareholders of the Company has been called to be held on August 30, 2018 to: a) approve the change of the Company's name to "Rapid Dose Therapeutics Corp."; b) approve entering into and completing the Amalgamation Agreement; and c) to approve any and all other aspects necessary or advisable for completion of the Transaction and/or other Company business.

Upon closing of the Transaction, the Company will have approximately 66,310,907 Common Shares issued and outstanding of which approximately 8% will be held by the existing ACME shareholders, and approximately 85% will be held by the former RDT shareholders. The Company will also have 840,000 Company Warrants outstanding.

On completion of the Transaction, the name of the Company will be changed to "Rapid Dose Therapeutics Corp." or another name acceptable to RDT and the Company. As well, management and the board of directors of the Company will transition to better reflect RDT's management and board as follows:

Mark Upsdell	President, Chief Executive Officer and a director
Jason Lewis	Senior Vice-President Business Development and a director
Lino Fera	Chief Financial Officer
Brian Howlett	Director
Kenneth Fox	Director

On completion of the Transaction, 51,806,140 Common Shares issued by the Company in exchange for RDT Shares (excluding 4,560,000 RDT Shares issued on a recent private placement by RDT at $0.50 per share for gross proceeds of $2,280,000) will be placed in escrow for release commencing on the day on which the Common Shares first start trading on the CSE (the "**Escrow Commencement Date**") as follows:

a) 5% (2,590,307 Common Shares) on the Escrow Commencement Date;
b) 5% (2,590,307 Common Shares) 6 months after the Escrow Commencement Date;
c) 5% (2,590,307 Common Shares) 12 months after the Escrow Commencement Date;

PROPOSED TRANSACTION (continued)

d) 5% (2,590,307 Common Shares) 18 months after the Escrow Commencement Date;
e) 15% (7,770,921 Common Shares) 24 months after the Escrow Commencement Date;

On July 16, 2018 the Company announced that it had filed a non-offering preliminary prospectus with the Ontario Securities Commission ("**OSC**"). The non-offering preliminary prospectus (receipted on July 13, 2018) was filed for the purpose of allowing the Company to comply with *Policy 2 – Qualifications for Listing* of the Canadian Securities Exchange ("**CSE**") in order for the Company to meet one of the eligibility requirements for the listing of ACME's common shares (the "**Common Shares**") on the CSE. ACME intends to apply for a listing of its Common Shares on the CSE; however, as of the date of this report, the Company has not applied for nor received conditional approval from the CSE for such a listing.

No securities are being sold pursuant to the prospectus. No proceeds will be raised and all expenses incurred in connection with the preparation and filing of the prospectus will be paid by the Company from its general funds.

The prospectus includes current information about the Company and its proposed annual and special shareholders meeting to be held on August 30, 2018, as well as information about its proposed reverse take-over transaction with RDT as detailed above.

The First Comment Letter regarding the preliminary prospectus from the OSC was received by counsel to the Company on July 27, 2018. Items in that Letter are being addressed by the Company.

The Notice of Meeting and the Management Information Circular for the Annual and Special Meeting of the Company scheduled to be held on August 30, 2018 were mailed on August 10, 2018.

The Company and RDT, in a joint news release on August 13, 2018, reported that RDT is continuing to further its scientific research agreement with McMaster University, Hamilton, Ontario, Canada. The scientific research is being conducted by the Adronov Research Group of the Department of Chemistry and Chemical Biology (the "**Adronov Group**"). The end result of the continuing research by the Adronov Group will allow RDT to critically evaluate many more pharmaceutical and nutraceutical products for QuickStrip™ oral sublingual delivery, which could dramatically expand RDT's global market presence.

On June 6, 2018 Messrs. Paul R. Ankcorn, Brian M. Cloney and Harry Burgess resigned as directors of the Company. Mr. Ankcorn and Mr. Cloney also resigned as officers of the Company at the same time. Mr. John M. Siriunas was appointed as a director and as Chief Executive Officer and President while Mr. Miles Nagamatsu and Mr. Jorge Estepa were appointed as Chief Financial Officer and Corporate Secretary, respectively. Mr. Ankcorn remains as President of Subco.

RESULTS OF OPERATIONS AND OVERALL PERFORMANCE

For the nine-month period ended June 30, 2018, the Company reported a net loss of $335,972 compared to a loss of $23,547 during the nine-month period ended June 30, 2017. The operating expenses comprised of corporate development of $12,991 (2017 - $7,104), consulting fees of $207,149 (2017 - $nil), professional fees of $30,222 (2017 - $4,212), regulatory and filing fees of $33,388 (2017 – $6,501), office, general and administration fees of $51,837 (2017 - $5,500) and bank charges of $385 (2017 - $230).

The foregoing costs incurred by the Company primarily relate to fees incurred in connection with the operation of a reporting issuer. Consulting fees were higher for the period as a result of management's effort to restructure the Company and complete a business transaction with RDT.

Since incorporation, the Company has been actively engaged in the identification of target companies for the purposes of completing a qualifying transaction, including the aforementioned negotiations with Forrester, Hantian and RDT.

During the period ended September 30, 2008, the Company issued 1,500,000 common shares at a price of $0.10 per share for total proceeds of $150,000 received in cash. In accordance with the requirements of the Exchange these common shares are held in escrow. Under the escrow agreement, 10% of the escrowed common shares will be released from escrow following issuance of the Final Exchange Bulletin by the Exchange as to completion of the Qualifying Transaction as defined by Exchange policies, and 15% will be released every six months following the initial release over a period of thirty-six months, unless otherwise permitted by the Exchange.

On December 28, 2016, the company issued 1,899,000 pre-consolidation common shares for gross proceeds of $47,475.

The TSXV commenced a review on the Company's compliance with certain requirements and restrictions in conjunction with Policy 2.4 of the TSX Venture Exchange.

The Company arranged a non-brokered private-placement offering of Company equity. This private placement was to comprise an offering of up to 7,000,000 common shares at a price of $0.025 (2½¢) per share for gross proceeds of up to $175,000. The first tranche of 3,099,000 shares for gross proceeds of $77,475 was distributed in November 2017. All securities issued in connection with the financing were subject to a statutory four month plus one day hold period from the date of issuance. It was deemed critical by management to execute this private placement at a price per share less than the TSXV would normally allow due to extenuating circumstances: the Company had no further funds and its officers and directors could no longer personally pay for the expenses necessary to maintain the Company's status as a reporting issuer, including such payments as the preparation and filing of quarterly financial statements and year-end audited financial statements, as well as paying TSXV and transfer agent fees.

The proceeds received from the private-placement offering were used for general working capital purposes while the Company continued to explore options business opportunities and the acquisition of a significant asset for the Company (this acquisition could be considered to be a Qualifying Transaction as such term is defined in Policy 2.4).

RESULTS OF OPERATIONS AND OVERALL PERFORMANCE (continued)

A total of 38,026 options, originally granted to a former director, terminated in November 2017. The remaining options outstanding at that time (209,142) were all subsequently cancelled by the Company.

As of the end of the nine-month period ended June 30, 2018, the Company had outstanding common shares of 5,272,190 and nil stock options and warrants.

SUMMARY OF QUARTERLY REPORTS

The Company's operating results for the previous two years (previous seven quarters and the nine-month period ended June 30, 2018) are summarized as follows:

	Dec. 31, 2017 Q1	March 31, 2018 Q2	June 30, 2018 Q3
Revenue	-	-	-
Net loss	($ 19,444)	($ 232,210)	($ 84,319)
Basic and diluted loss per share	($ 0.018)	($ 0.070)	($ 0.016)

	Dec. 31, 2016 Q1	March 31, 2017 Q2	June 30, 2017 Q3	Sept. 30, 2017 Q4
Revenue	-	-	-	-
Net loss	($ 13,090)	($ 4,015)	($ 6,442)	($ 26,532)
Basic and diluted loss per share	($ 0.016)	($ 0.003)	($ 0.005)	($ 0.024)

	Sept. 30, 2016 Q4
Revenue	-
Net loss	($ 16,076)
Basic and diluted loss per share	($ 0.020)

LIQUIDITY

The Company does not currently have any interest in property and does not generate revenues from operations. The Company has been financed to date through equity financing and it expects that it will be able to do so in the future until it generates cash flows from operations.

As of June 30, 2018, the Company had net working capital surplus of $385,885 (June 30, 2017 – working capital deficiency of $16,242) and a cash balance of $401,296 (June 30, 2017 – $1,429). The Company’s cash position is sufficient to meet short term obligations. The Company may require additional funds to complete its currently anticipated business transaction. The Company currently relies on private placements for funding.

As of the date hereof, the Company did not have any commitments for capital expenditures, and the Company does not anticipate any such commitments until it consummates its business transaction.

CAPITAL MANAGEMENT

Capital is comprised of the Company's shareholders' equity and any debt that it may issue. As at June 30, 2018, the Company's shareholders' equity was a surplus of $385,885 (June 30, 2017 – deficiency of $16,243) and it had no outstanding long-term debt. The Company's objectives when managing capital are to maintain financial strength and to protect its ability to meet its on-going liabilities, to continue as a going concern, to maintain creditworthiness and to maximize returns for shareholders over the long term.

The Company's sole source of capital has been from the issuance of common shares. The net proceeds raised may only be used (with the exception of certain permitted uses of funds by a capital pool company to cover prescribed costs of issuing shares and administrative and general expense – see below) to identify and evaluate a limited number of assets and businesses for the purpose of identifying and completing a Qualifying Transaction. Additional funds may be required to finance the Company's Qualifying Transaction.

The proceeds raised from the issuance of share capital may only be used to identify and evaluate assets of businesses for future investment, with the exception that the lesser of 30% of the gross proceeds and $210,000 may be used to cover prescribed costs of issuing the common shares, other than Agent Commissions and fees, and general and administrative expense of the Company. These restrictions apply until completion of a Qualifying Transaction by the Company as defined under the policies of the Exchange. The Company has exceeded the limit. There are potential ramifications associated with exceeding this limit without relief which may be assessed at the discretion of the Exchange. As previously noted, the Company was delisted from the TSXV on March 28, 2018 and is pursuing a listing on an alternate exchange.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements as at June 30, 2018 or as of the date of this report.

TRANSACTIONS WITH RELATED PARTIES

The Company's key management personnel have the authority and responsibility for planning, directing and controlling the activities of the Company and consists of its Directors, Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO"). Total compensation paid to the Company's key management personnel during the nine-month period ended June 30, 2018 was $60,350 (2017 - $nil) for the CEO. During the nine-month period ended June 30, 2018 directors fees in the amount of $84,375 (2017 $nil) were paid. No share based-payments, post-employment or other long-term benefits were incurred with respect to key management personnel in respect of the forgoing periods.

FINANCIAL INSTRUMENTS

Financial instruments include cash and accounts payable and accrued liabilities. The estimated fair value of these financial instruments approximates their carrying values because of the short term to maturity of these instruments. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from financial instruments. In regards to liquidity risk, the Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due.

FINANCIAL INSTRUMENTS (continued)

The Company currently has current liabilities of $111,443 (September 30, 2017 - $29,839) and current assets of $497,328 (September 30, 2017 - $17,064). The Company has a working capital surplus of $385,885 (September 30, 2017 – working capital deficiency of $12,775). The ability of the Company to survive is dependent on its ability to secure additional equity or other financings.

CRITICAL ACCOUNTING ESTIMATES

The financial statements have been prepared in accordance with accounting principles generally accepted in Canada and form the basis for the following discussion and analysis of critical accounting policies and estimates. The Company makes estimates and assumptions that affect the reported amounts of assets, liabilities and expenses and related disclosure of contingent assets and liabilities during the course of preparing these financial statements.

Management has made a number of significant estimates and valuation assumptions, including the stock option valuations, going concern assumption, deferred income tax recognition and disclosures of contingent assets and liabilities at the date of the financial statements. These estimates and assumptions are based on present conditions and management's planned course of action as well as assumptions about future business and economic conditions. Should the underlying estimates change, the recorded amounts could change by a material amount.

For a detailed summary of the Company's significant accounting policies, the reader is directed to Note 3 of the Notes to the audited Financial Statements for the nine-month period ended June 30, 2018 available on SEDAR at www.sedar.com.

ACCOUNTING AND REPORTING CHANGES

Effective for annual periods beginning on or after January 1, 2018

IFRS 9, Financial Instruments – Classification and Measurement, is a new standard on financial instruments that will replace IAS 39, Financial Instruments: Recognition and Measurement. IFRS 9 addresses classification and measurement of financial assets and financial liabilities as well as derecognition of financial instruments. IFRS 9 has two measurement categories for financial assets: amortized cost and fair value. All equity instruments are measured at fair value. A debt instrument is at amortized cost only if the entity is holding it to collect contractual cash flows and the cash flows represent principal and interest. Otherwise it is at fair value through profit or loss.

The Company has not early adopted these revised standards and none of these standards are expected to have a material effect on the financial statements.

RISKS AND UNCERTAINTIES

The Corporation has no active business or assets other than cash, accounts receivable and deferred transaction costs. The Corporation does not have a history of earnings, nor has it paid any dividends and will not generate earnings or pay dividends until at least after the Completion of the Qualifying Transaction. The Corporation has only limited funds with which to identify and evaluate possible Qualifying Transactions and there can be no assurance that the Corporation will be able to identify or complete a suitable Qualifying Transaction.

RISKS AND UNCERTAINTIES (continued)

The Company competes with many Capital Pool Companies that are seeking suitable Qualifying Transactions. In addition, other Capital Pool Companies may have substantially greater financial and technical resources than the Company.

Any forward-looking information in this MD&A is based on the conclusions of management. The Company cautions that due to risks and uncertainties, actual events may differ materially from current expectations. With respect to the Company's operations, actual events may differ from current expectations due to economic conditions, new opportunities, changing budget priorities of the company and other factors.

OTHER MATTERS

Legal proceedings

There are no ongoing legal proceedings of any kind initiated by the Company or by third parties against the Company.

Contingent liabilities

At the date of MD&A, management was unaware of any outstanding contingent liability relating to the Company's activities.

Disclosure Controls and Procedures

The Chief Executive Officer and Chief Financial Officer ("CFO") are responsible for designing internal controls over financial reporting in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Company's financial statements for external purposes in accordance with IFRS. The design of the Company's internal control over financial reporting was assessed as of the date of this Management Discussion and Analysis.

Based on this assessment, it was determined that certain weaknesses existed in internal controls over financial reporting. As indicative of many small companies, the lack of segregation of duties and effective risk assessment were identified as areas where weaknesses existed. The existence of these weaknesses is to be compensated for by senior management monitoring, which exists. The officers will continue to monitor very closely all financial activities of the Company and increase the level of supervision in key areas. It is important to note that this issue would also require the Company to hire additional staff in order to provide greater segregation of duties. Since the increased costs of such hiring could threaten the Company's financial viability, management has chosen to disclose the potential risk in its filings and proceed with increased staffing only when the budgets and work load will enable the action.

The Company has attempted to mitigate these weaknesses, through a combination of extensive and detailed review by the CFO of the financial reports, the integrity and reputation of accounting personnel, and candid discussion of those risks with the audit committee.

OTHER MATTERS (continued)

Business Risks

The Company has a limited history of operations and has not yet entered into an agreement in principle to acquire or complete a qualifying transaction. The Company is currently in the process of identifying and evaluating opportunities and until such a time as it enters into an agreement to complete a qualifying transaction, there is no guarantee such a transaction will be completed. External financing, primarily through the issuance of common shares will be required to fund the Company's activities. There can be no assurance that the Company will be able to obtain adequate financing. The Securities of the Company should be considered a highly speculative investment. The following risk factors should be given special consideration when evaluating an investment in any of the Company's Securities:

Dilution: There are a number of outstanding securities and agreements pursuant to which common shares of the Company may be issued in the future. This will result in further dilution to the Company's shareholders.

Revenues and Dividends: The Company has no revenues and does not expect to have any revenues in the foreseeable future. In the event that the Company generates any meaningful revenues in the future, then the Company intends to retain its earnings in order to finance further growth. Furthermore, the Company has not paid any dividends in the past and does not expect to pay any dividends in the future.

OUTLOOK

The Company's primary focus for the foreseeable future will be completing its identified business transaction.

APPROVAL

The Board of Directors of the Company has approved the disclosures contained in this MD&A upon recommendation of the Audit Committee.

DIRECTORS AND OFFICERS

John M. Siriunas, *President, Chief Executive Officer and Director*
Miles Nagamatsu, *Chief Financial Officer*
Jorge Estepa, *Corporate Secretary*
Brian M. Howlett, *Director*
Kees C. Van Winters, *Director*

DISCLOSURE OF OUTSTANDING SECURITIES AS AT AUGUST 29, 2018

Outstanding common shares:	5,272,190
Share purchase and finders warrants:	nil
Stock options:	nil
Fully diluted:	5,272,190

MANAGEMENT'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

In connection with Exemption Orders issued in November 2007 by each of the securities commissions across Canada, the Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO") of the Company will file a Venture Issuer Basic Certificate with respect to the financial information contained in the unaudited interim financial statements and the audited annual financial statements and respective accompanying Management's Discussion and Analysis.

In contrast to the certificate under Multilateral Instrument ("MI") 52-109 (Certification of Disclosure in Issuer's Annual and Interim Filings), the Venture Issuer Basic Certification includes a 'Note to Reader' stating that the CEO and CFO do not make any representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in MI 52-109.

OTHER REQUIREMENTS

Additional disclosure of the Company's material change reports, new release and other information can be obtained on SEDAR at www.sedar.com.