

**i3 INTERACTIVE INC.**  
**(Formerly – Fairmont Resources Inc.)**

**MANAGEMENT DISCUSSION AND ANALYSIS**

**For the Six Months Ended April 30, 2020**

**This MD&A is dated June 26, 2020**

# **i3 INTERACTIVE INC.**

(formerly - Fairmont Resources Inc.)

Management Discussion & Analysis; for the six months ended April 30, 2020

## **Introduction**

The following interim Management Discussion & Analysis (“Interim MD&A”) of Fairmont Resources Inc (the “Company” or “Fairmont”) for the six months ended April 30, 2020 has been prepared to provide material updates to the business, operations, liquidity and capital resources of the Company since its last annual management discussion & analysis, being the Management Discussion & Analysis for the fiscal year ended October 31, 2019 (“Annual MD&A”). This Interim MD&A does not provide a general update to the Annual MD&A, or reflect any non-material events since the date of the Annual MD&A.

This Interim MD&A has been prepared in accordance with section 2.2.1 of Form 51-102F1 of the National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the Company’s Annual MD&A, audited annual consolidated financial statements for the years ended October 31, 2019 and 2018, together with the notes thereto, and unaudited condensed interim consolidated financial statements for the six months ended April 30, 2020, together with the notes thereto. Results are reported in Canadian dollars, unless otherwise noted. The Company’s unaudited condensed interim financial statements and the financial information contained in this Interim MD&A are prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board and interpretations of the IFRS Interpretations Committee. The unaudited condensed interim consolidated financial statements have been prepared in accordance with International Standard 34, Interim Financial Reporting. Information contained herein is prepared by management of the Company and approved by the Board of Directors on June 26, 2020, unless otherwise indicated.

Management is responsible for ensuring that processes are in place to provide sufficient knowledge to support the representations made in these filings. The audit committee and Board of Directors (the “Board”) provide an oversight role with respect to all public financial disclosures by the Company, and have reviewed this Interim MD&A and the accompanying unaudited condensed interim consolidated financial statements.

The Chief Executive Officer (CEO), and the Chief Financial Officer (CFO), in accordance with National Instrument 52-109, have certified that they have reviewed the unaudited condensed interim consolidated financial statements and this Interim MD&A (the “filings”) and that, based on their knowledge having exercised reasonable diligence, that (a) the filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, with respect to the period covered by the filings; and (b) the unaudited condensed interim consolidated financial statements together with the other financial information included in the filings fairly present in all material respects the financial condition, financial performance and cash flows of the Company, as of the date of and for the period presented in the filings.

For the purposes of preparing this Interim MD&A, management, in conjunction with the Board, considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of the Company’s common shares; (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

Additional information related to the Company is available for view on SEDAR at [www.sedar.com](http://www.sedar.com).

## **Cautionary Note Regarding Forward-Looking Information**

Certain information included in this discussion may constitute forward-looking statements. Readers are cautioned not to put undue reliance on forward-looking statements. These statements relate to future events or the Company’s future performance, business prospects or opportunities. All statements other than statements of historical fact may be forward-looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "plan", "continue", "estimate", "expect", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe" and similar expressions. These forward-looking statements include statements regarding the future price of metals, the timing and amount of estimated future production, costs of production, capital expenditures, the success of exploration activities, permitting time lines, currency fluctuations, the requirements of future capital, drill results and the estimation of mineral resources and reserves. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements.

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The Company believes that the expectations reflected in those forward-looking statements are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking statements contained in this report should not be unduly relied upon. These statements speak only as of the date of this report. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this report. Such statements are based on a number of assumptions which may prove to be incorrect, including, but not limited to, assumptions about general business and economic conditions; the supply and demand for, deliveries of, and the level and volatility of prices of iron ore and other commodities; the availability of financing for the Company's exploration programs; the ability to procure equipment and operating supplies in sufficient quantities and on a timely basis; and the ability to attract and retain skilled staff.

These forward-looking statements involve risks and uncertainties relating to, among other things, changes in commodity and, particularly, iron ore prices, access to skilled mining development personnel, results of exploration and development activities, uninsured risks, regulatory changes, defects in title, availability of materials and equipment, timeliness of government approvals, actual performance of facilities, equipment and processes relative to specifications and expectations and unanticipated environmental impacts on operations. Actual results may differ materially from those expressed or implied by such forward-looking statements. Factors that could cause actual results to differ materially include, but are not limited to, the risk factors hereinabove. Additional risk factors are described in more detail hereinafter. **Investors should not place undue reliance on forward-looking statements as the plans, intentions or expectations upon which they are based might not occur. The Company cautions that the foregoing list of important factors is not exhaustive. Investors and others who base themselves on the Company's forward-looking statements should carefully consider the above factors as well as the uncertainties they represent and the risk they entail. The forward-looking statements contained in this report are expressly qualified by this cautionary statement.** The Company intends to discuss in its quarterly and annual reports referred to as the Company's management's discussion and analysis documents, any events and circumstances that occurred during the period to which such document relates that are reasonably likely to cause actual events or circumstances to differ materially from those disclosed in this management discussion and analysis.

## Qualified Person

Neil Pettigrew, P. Geo, a director of the Company, is a Qualified Person as defined in National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* and has reviewed and approved all technical information in this management discussion and analysis. Mr. Roger Ouellet, P. Geo, consultant to Fairmont Resources and a Qualified Person ("QP") under NI 43-101 regulations, reviews and approves technical work on our Quebec Projects.

## Description of Business

Fairmont Resources Inc. (the "Company") was incorporated on May 25, 2007 under the British Columbia Business Corporations Act. The Company's head office address is Suite 820 – 1130 West Pender Street, Vancouver, BC V6E 4A4, Canada. The registered and records office address is Suite 820 – 1130 West Pender Street, Vancouver, BC V6E 4A4, Canada. The Company was listed on the TSX Venture Exchange under the symbol "FMR". On October 26, 2018, shares of the Company were delisted from the TSX Venture Exchange subsequent to the approval by the shareholders of the Company in its annual general meeting and special meeting on September 21, 2018.

The Company was previously primarily engaged in the acquisition, exploration and development of mineral properties. As at April 30, 2020, the Company does not hold an interest in any properties that it has determined to contain ore reserves that are economically recoverable or that it is actively exploring. The Company is currently primarily engaged in the identification and evaluation of potential acquisitions of businesses, and once identified and evaluated, to negotiate an acquisition thereof or participation therein subject to receipt of regulatory and, if required, shareholders' approval.

## Overall Performance

For the six months ended April 30, 2020, the Company had a comprehensive loss of \$174,441 (2019 – \$158,101). This loss is slightly higher in the current year compared to previous period due to increased legal expenses and unrealized loss on currency translation on its euro denominated success fee liability.

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At April 30, 2020, the Company had cash of \$229 (October 31, 2019 – \$247). At April 30, 2020 the Company had a working capital deficit of \$2,131,978 (October 31, 2019 – \$1,957,537). To date, the Company's sole source of financing has been derived from the issuance of common shares.

## Financings

On February 23, 2016, the Company signed a letter of intent, conditional on securing financing, with the courts in Spain to purchase the assets of Granitos de Badajoz S.A. ("Grabasa"). Grabasa is a manufacturer of polished granite slabs, which are used for flooring, building cladding, countertops and other purposes. The assets of Grabasa included 23 premium quality dimension stone licenses, and a 42,000 square metre processing facility for cutting and polishing with an annual production capacity in excess of 250,000 square metres (the "Grabasa Assets"). The Company was unable to secure the necessary financing for the acquisition and the option to purchase the Grabasa Assets expired on May 26, 2017. Consequently, the Company wrote off the €150,000 deposit being held by the courts in Spain. In addition to the deposit being held, the Company owes a €575,000 success fee to an unrelated third party.

In connection with the Grabasa purchase, the Company signed a success fee agreement with a Spanish company, Eureka Trading, whereby Eureka would assist in the negotiation of the unsuccessful acquisition of certain assets in Spain belonging to Granitos de Badajoz, S.A. On June 30, 2017, the courts in Spain ordered a success fee of €575,000 in favor of Eureka Trading. On November 20, 2017, the matter was transferred to a Court in Ontario to enforce the ruling of the Spanish Court. As of October 31, 2019, this debt has been assigned by Eureka Trading to a third party.

On May 22, 2018, Eureka Trading assigned the rights of the claim to a third party, and the Company executed a full and final release form, whereby €575,000 (\$877,968) is owing to the third party. The Company reversed \$72,010 in legal fees payables outstanding on behalf of Eureka Trading that are no longer payable based on the terms of the debt assignment.

Management continue to seek relief from this judgement, however, the likelihood of success of this action cannot be determined. This amount has been accrued in the statement of financial position as at April 30, 2020.

## Share capital

On May 8, 2020, the Company completed a share consolidation on the basis of one post-consolidation common share for each ten pre-consolidation common shares. The number of shares noted in the following transactions has not been restated to reflect the share consolidation

## *Share issuances*

There have been no share issuances for the six months ended April 30, 2020.

On December 23, 2018, the Company closed a debt settlement transaction with certain creditors, pursuant to which the Company settled indebtedness of \$75,436 through the issuance of 422,767 common shares with a fair value of \$8,455 and agreed to assignment of debt of \$586,482 to a third-party creditor including \$324,678 that was owed to related parties. The Company recognized a gain in settlement of debt of \$66,981 resulting from this transaction.

## *Stock options*

During the six months period ended April 30, 2020, no options were granted and expired.

During the year ended October 31, 2019, no options were granted and expired.

## *Warrants*

During the six months period ended April 30, 2020, no warrants were issued and expired.

During the year ended October 31, 2019, no warrants, were issued and 356,786 warrants expired.

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## Results of operations

During the six months ended April 30, 2020, the Company incurred a net loss of \$174,441 (2019 – of \$158,101). The expenses for the six months period ended April 30, 2020 include the following items:

- Management and consulting fees for the six months ended April 30, 2020 was \$60,000 (2019 - \$65,640).
- Registration, transfer fees and promotion for the six months ended April 30, 2020 was \$1,378 (2019- \$7,310).
- Audit and accounting expense for the six months ended April 30, 2020 was \$30,000 (2019 - \$30,339).
- Administrative expense for the six months ended April 30, 2020 was \$6,000 (2019 - \$6,000).
- Office and miscellaneous expense for the six months ended April 30, 2020 was \$18 (2019 - \$4,683).
- Unrealized foreign exchange loss for the six months ended April 30, 2020 was \$33,988 (2019- loss of \$7,762). This is mainly due to the foreign exchange loss in converting the euro liability.
- Legal expenses for the six months ended April 30, 2020 was \$118,057 (2019 - \$17,468).
- The Company recorded an income \$75,000 from break fee related to a previous unsuccessful reverse takeover.

## Summary of quarterly results

The following sets out a summary of the Company's quarterly results for the eight most recently completed quarters. All periods listed below were prepared in accordance with International Financial Reporting Standards and are expressed in Canadian dollars.

### General and administrative costs

For the three months ended	Apr 30, 2020	Jan 31, 2020	Oct 31, 2019	Jul 31, 2019
	\$	\$	\$	\$
Revenue	Nil	Nil	Nil	Nil
Income from operations	Nil	Nil	Nil	Nil
Net income (loss) for the period	(160,175)	(14,266)	66,702	(20,900)
Basic & diluted (loss) per share*	(0.36)	(0.03)	0.15	(0.05)
Cash and cash equivalents	229	229	247	13,768
Total Assets	52,280	72,041	22,495	19,116
Working capital deficiency	(2,131,978)	(1,971,803)	(1,957,537)	(1,971,737)
Shareholder's equity	(2,131,978)	(1,971,803)	(1,957,537)	(1,971,737)
For the quarter ended	Apr 30, 2019	Jan 31, 2019	Oct 31, 2018	Jul 31, 2018
	\$	\$	\$	\$
Revenue	Nil	Nil	Nil	Nil
Income from operations	Nil	Nil	Nil	Nil
Net income (loss) for the period	(14,287)	(143,814)	(977,628)	103,949
Basic & diluted (loss) per share*	(0.03)	(0.33)	(2.27)	(0.27)
Cash and cash equivalents	11,984	26,460	8,216	11,142
Exploration and evaluation assets	-	-	-	807,622
Total Assets	17,253	31,550	79,493	953,764
Working capital deficiency	(1,950,840)	(1,936,551)	(1,853,694)	(1,849,396)
Shareholder's equity	(1,950,840)	(1,936,551)	(1,853,694)	(1,041,774)

\* The weighted average number of shares has been restated to reflect the share consolidation completed on May 8, 2020.

During the three months ended April 30, 2020, the Company had a net and comprehensive loss of \$160,175 (2019 – \$14,287). For the three months ended April 30, 2020, the total assets decreased by \$19,761 due to increase in legal and other expenses

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offset by cash from break fee compared to the previous quarter. Cash and cash equivalents increased during the six months ended April 30, 2020 due to break fee from previous unsuccessful reverse takeover offset by expenses during the period.

## Financial Statements Going Concern Assumption

The Company expects to incur further losses, and require additional equity financing, in the development of its business and to meet its obligations. While the Company has been successful at raising additional equity financing in the past, there is no guarantee that it will continue to do so in the future, which casts significant doubt on the Company's ability to continue as a going concern. The Company's ability to continue its operations and to realize its assets at their carrying values is dependent upon obtaining additional financing and generating revenues sufficient to cover its operating costs. These financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in the accompanying financial statements.

## Liquidity and Capital Resources

To date, the Company has not yet realized profitable operations and has relied on equity financings and trade credit to fund the losses. The Company does not have sufficient funds to satisfy its plans for the current fiscal year and will be required to raise capital through the equity market.

These financial statements have been prepared assuming the Company will continue on a going-concern basis. The Company has incurred losses since inception and the ability of the Company to continue as a going-concern depends upon its ability to develop profitable operations and to continue to raise adequate financing. In order for the Company to meet its liabilities as they come due and to continue its operations, the Company is solely dependent upon its ability to generate such financing.

	April 30 , 2020	October 31, 2019
Working capital (deficiency)	\$ (2,131,978)	\$ (1,957,537)
Deficit	\$ (9,166,721)	\$ (8,992,280)

Net cash used by operating activities during the six month period ended April 30, 2020, was \$18 (2019 – net cash used of \$52,374).

Net cash provided by financing activities during the period ended April 30, 2020, was \$nil (2019 – \$nil).

Net cash from investing activities during the period ended April 30, 2020, was \$nil (2019 – \$56,142).

There can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favorable. If adequate financing is not available when required, the Company may be unable to continue operating. The Company may seek such additional financing through debt or equity offerings, but there can be no assurance that such financing will be available on terms acceptable to the Company or at all. Any equity offering will result in dilution to the ownership interests of the Company's shareholders and may result in dilution to the value of such interests.

The Company has sufficient funds to cover anticipated administrative expenses and continue to conduct exploration activities throughout the current fiscal year. It will continue to focus on actively exploring its mineral properties.

## Related Party Transactions

Related parties include the Board of Directors, officers, close family members and enterprises which are controlled by these individuals as well as certain persons performing similar functions. In accordance with International Accounting Standards 24 - Related Party Disclosure, key management personnel are those having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and nonexecutive) of the Company.

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The Company entered into the following transactions with related parties:

The President and Chief Executive Officer, Mr. Michael Lerner, (“CEO”) of the Company is the President of 1820546 Ontario Inc. (“1820546 Inc.”), (and by extension the CEO and President) has a contract with the Company. Fees and outstanding amounts due to 1820546 Ontario Inc. relating to management fees consulting services as expensed are detailed in the table below.

The Chief Financial Officer, Mr. Balu Gopalakrishnan, (“CFO”) of the Company is the president of Campus Alliance Inc., has a service contract with the Company and is entitled to fees based on this contract relating to accounting services in the normal course of business. These fees are expensed as accounting fees in the general and administrative expenses.

The table below details the fees and amounts due to related parties:

<b>Related Party Fees</b>	<b>Six months ended</b>	
	<b>April 30, 2020</b>	<b>April 30, 2019</b>
1820546 Ontario Inc. - management fees	\$ 60,000	\$ 60,000
1820546 Ontario Inc. - administrative fees	6,000	6,000
Campus Alliance Inc.	30,000	30,000
Harvey McKenzie (former Director)	-	700
<b>Total related party transactions</b>	<b>\$ 96,000</b>	<b>\$ 96,700</b>

  

<b>Related party payables</b>	<b>April 30, 2020</b>	<b>October 31, 2019</b>
1820546 Ontario Inc.	\$ 300,869	\$ 239,869
Campus Alliance Inc.	117,850	92,850
<b>Total Related party payables</b>	<b>\$ 418,719</b>	<b>\$ 332,719</b>

## Basis of Presentation

The accounting policies set out below have been applied consistently to all periods presented in the financial statements.

The financial statements have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value through profit or loss, which are stated at their fair value. In addition, the financial statements have been prepared using the accrual basis of accounting except for cash flow information.

The financial statements of the Company are presented in Canadian dollars unless otherwise indicated, which is the functional currency of the Company.

## Significant Accounting Policies

### a. Statement of compliance and basis of presentation

The unaudited condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard IAS 34 – Interim Financial Reporting. The unaudited condensed interim consolidated financial statements, prepared in conformity with IAS 34, follow the same accounting principles and methods of application as the most recent audited annual condensed interim consolidated financial statements. Since the unaudited condensed interim consolidated financial statements do not include all disclosures required by the International Financial Reporting Standards (“IFRS”) for annual consolidated financial statements, they should be read in conjunction with the Company’s audited consolidated financial statements for the year ended October 31, 2019.

The condensed interim financial statements have been prepared on a historical cost basis, except for certain financial instruments classified at fair value through profit or loss which are stated at their fair value. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.

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## **b. Use of estimates**

The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amount of expenses during the reporting period. Significant areas requiring the use of management estimates relate to the determination of impairment of exploration and evaluation assets and deferred exploration costs, share-based payments and deferred tax valuation allowance.

## **New accounting policies adopted**

IFRS 16, Leases – IFRS 16 was issued by the IASB on January 13, 2016, and will replace IAS 17, Leases. IFRS 16 will bring most leases on-balance sheet for lessees under a single model, eliminating the distinction between operating and finance leases. Lessor accounting however, remains largely unchanged and the distinction between operating and finance leases is retained. IFRS 16 is effective for annual reporting periods beginning on or after January 1, 2019. The Company's adoption of IFRS 16 on November 1, 2019 did not impact the Company's financial statements as the Company has no leases.

## **Off-Balance Sheet Arrangements**

The Company does not have any off-balance sheet arrangements as at April 30, 2020.

## **Additional Disclosure for Venture Issuers without Significant Revenue**

Please refer to Note 4 in the financial statements for the year ended October 31, 2019 for a description of the capitalized exploration and development costs on the Buttercup, Lac Bouchette, Baie Commeau, Rome and Forestville properties. For a description of the general and administrative expenses, please refer to the condensed interim statements of comprehensive loss contained in the financial statements for the year ended October 31, 2019.

## **Outstanding Share Data**

The following table summarizes the outstanding share capital as of the date of the MD&A:

	<b>Number of Shares</b>
<b>Balance, October 31, 2018</b>	<b>4,068,328</b>
Shares issued on settlement of debt	422,767
<b>Balance, October 31, 2019</b>	<b>4,491,095</b>
<b>Balance, April 30, 2020</b>	<b>4,491,095</b>
Effect of share consolidation on May 8, 2020	(4,041,981)
<b>Balance, June 26, 2020</b>	<b>449,114</b>



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## Stock options

The Company has a rolling stock option plan under which it is authorized to grant options to directors, employees and consultants, to acquire up to 10% of the issued and outstanding shares. The exercise price of each option is based on the market price of the Company's stock at the date of grant. The options can be granted for a maximum term of 10 years and vest as determined by the board of directors.

As at April 30, 2020, the following incentive stock options are outstanding:

Number of Stock Options	Exercise Price	Expiry Date
95,000	1.80	June 16, 2021
95,000		

## SHARE CAPITAL – ISSUED AND OUTSTANDING

Issued and outstanding: April 30, 2020 – 4,491,095

Issued and outstanding: June 26, 2020 (date of this report) – 449,114

Warrants outstanding: April 30, 2020 – nil

Warrants outstanding: June 26, 2020 – nil

Options outstanding: April 30, 2020 – 95,000

Options outstanding: June 26, 2020 – 9,500

## Business Risks

Natural resources exploration, development, production and processing involve a number of business risks, some of which are beyond the Company's control. These can be categorized as operational, financial and regulatory risks.

- Operational risks include finding and developing reserves economically, marketing production and services, product deliverability uncertainties, changing governmental law and regulation, hiring and retaining skilled employees and contractors and conducting operations in a cost effective and safe manner. The Company continuously monitors and responds to changes in these factors and adheres to all regulations governing its operations. Insurance may be maintained at levels consistent with prudent industry practices to minimize risks, but the Company is not fully insured against all risks, nor are all such risks insurable.
- Financial risks include commodity prices, interest rates and the Canada / United States exchange rate, all of which are beyond the Company's control.
- Regulatory risks include the possible delays in getting regulatory approval to the transactions that the Board of Directors believe to be in the best interest of the Company, and include increased fees for filings, the introduction of ever more complex reporting requirements the cost of which the Company must meet in order to maintain its exchange listing.

The Company currently does not have adequate cash for planned exploration expenditures and general and administrative expenses in the next fiscal year and will require financing in the future to continue in business. There can be no assurance that such financing will be available or, if available, that it will be on reasonable terms. If financing is obtained by issuing common shares from treasury, control of the Company may change and investors may suffer additional dilution. To the extent financing is not available, lease payments, work commitments, rental payments and option payments, if any, may not be satisfied and could result in a loss of property ownership or earning opportunities for the Company.

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## **Internal Controls over Financial Reporting**

Management has designed internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. Lack of optimal segregation of duties has been observed due to the relatively small size of the Company, but management believes that these weaknesses have been adequately mitigated through management and director oversight.

## **Management's Responsibility for Financial Statements**

The information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the financial statements.

## **Subsequent Events**

On May 8, 2020 the Company announced the consolidation (the "Consolidation") of the Company's issued and outstanding common shares (the "Common Shares") on the basis of one (1) post-Consolidation Common Share for each ten (10) pre-Consolidation Common Shares. The Consolidation is effective as of May 8, 2020. The Consolidation was approved by resolution of the Company's board of directors. Prior to the Consolidation, the Company had 4,491,094 Common Shares issued and outstanding. As a result of the Consolidation, the Company has approximately 449,109 Common Shares issued and outstanding. Any fractional post-Consolidation Common Shares shall be issued and the number of post-Consolidation Common Shares issuable to such shareholder shall be rounded up to the next higher whole number if the fraction is 0.5 or greater.

On June 11, 2020 the Company announced that, in anticipation of the closing of two three-cornered amalgamations (the "Amalgamations") to be completed by and among Fairmont and certain of its wholly-owned subsidiaries, including Influencers Interactive Inc. ("Influencers") and 1250312 B.C. Ltd. ("Debtco"), the Company has effected a change of its name to "i3 Interactive Inc." The Amalgamations, which remain subject to the satisfaction of certain conditions and receipt of all applicable regulatory and other approvals, are expected to result in a reverse takeover of the Company by the shareholders of Influencers and Debtco.

## **Further Information**

Additional information relating to the Company can be found on SEDAR at [www.sedar.com](http://www.sedar.com).