KR INVESTMENT LTD.
Management's Discussion and Analysis
For the six month period ended February 28, 2013

DATE – APRIL 29, 2013

This management's discussion and analysis (the "**MD&A**") of the financial results of KR Investment Ltd. (the "**Company**"), prepared as of February 28, 2013 and dated April 29, 2013, should be read in conjunction with the Company's unaudited financial statements and related notes for the six month period ended February 28, 2013, and in conjunction with the Company's audited financial statements and related notes for the year ended August 31, 2012, copies of which are available on SEDAR at www.sedar.com.

All dollar figures stated herein are expressed in Canadian dollars, unless otherwise specified.

FORWARD-LOOKING STATEMENT

This MD&A includes certain forward-looking information and forward-looking statements (collectively "**Forward-Looking Statements**") concerning the future performance of the Company's business, operations and financial performance and condition, as well as management's objectives, strategies, beliefs and intentions.

Forward-Looking Statements are frequently identified by such words as "may", "will", "plan", "expect", "anticipate", "estimate", "intend" and similar words referring to future events and results. Forward-Looking Statements are based on the current opinions and expectations of management based on currently available information. All Forward-Looking Statements are inherently uncertain and subject to a variety of risks and uncertainties, as described in Risks and Uncertainties below. Such Forward-Looking Statements are based on a number of assumptions, including but not limited to, information or statements concerning the Company's expectations for its ability to raise capital and meet the Company's obligations. Should one or more risks and uncertainties materialize or should any assumptions prove incorrect, then actual events or results may differ materially from those expressed or implied in the Forward Looking-Statements.

The Company's final prospectus dated January 17, 2011, filing statement dated March 15, 2013, and other documents filed with the securities regulatory authorities (accessible through SEDAR – www.sedar.com) describe the risks, material assumptions and other factors that could influence actual results and which are incorporated herein by reference.

The Company undertakes no obligation to revise or update the Forward-Looking Statements, whether as a result of new information, future events or otherwise except as expressly required by applicable securities law. Readers are cautioned not to place undue reliance on Forward Looking Statements, which are effective only as of the date of this MD&A or as of the date otherwise specifically indicated herein.

For further information about the Company, please refer to the Company's final prospectus dated January 17, 2011 for its initial public offering ("**IPO**"), which has been filed on SEDAR. Please also refer to the filing statement dated March 15, 2013 which outlines the Qualifying Transaction (as defined herein), along with the new management team and proposed board of directors.

MANAGEMENT'S DISCUSSION AND ANALYSIS

The following discussion and analysis is based on results of operations and financial position and should be read in conjunction with the unaudited financial statements of the Company for the six months ended February 28, 2013.

Corporate Structure and History

The Company was incorporated under the *Business Corporations Act* (British Columbia) on August 3, 2010 as "KR Investment Ltd." and is a capital pool corporation ("**CPC**") as defined by the policies of the Exchange.

The Company's head office is located at Suite 1601, 1166 Alberni Street, Vancouver, British Columbia V6E 3Z3.

On March 24, 2011, the Company completed an initial public offering and issued 2,000,000 common shares without par value for gross proceeds of $200,000. In addition, pursuant to the initial public offering, the Company issued 200,000 agent's options to Raymond James Ltd. exercisable for a period of 24 months from the date the common shares were listed on the Exchange at a price of $0.10 per share. The Company recorded $137,686 of share issuance costs under this offering. The Company further issued 400,000 incentive stock options to directors and officers of the Company under the Company's stock option plan, exercisable for a period of 10 years from the date the common shares were listed on the Exchange at a price of $0.10 per share. On March 29, 2011, the common shares of the Company commenced trading on the Exchange under the symbol "KR.P".

The Company is a reporting issuer in the Provinces of British Columbia and Alberta and files all public documents on www.sedar.com.

Description of Business

The principal business of the Company is to identify and evaluate companies, assets or businesses with a view to completing a "Qualifying Transaction" as that term is defined in Policy 2.4 of the Exchange, and once identified and evaluated, to negotiate an acquisition or participation subject to receipt of the approval of the Exchange and, if required, shareholder approval.

QUALIFYING TRANSACTION AND SUBSEQUENT EVENT

Effective March 14, 2013, the Company entered into a purchase and sale agreement with Conserve Oil POC Growth II Limited Partnership ("Conserve Oil") and Proven Oil Asia Ltd. ("Proven Oil"), a party related to Conserve Oil. A copy of the purchase and sale agreement may be viewed on the Company's profile located on SEDAR.

The transaction constitutes the Qualifying Transaction of the Company under Policy 2.4 and was approved by the Exchange March 28, 2013.

The Exchange has issued a final bulletin approving the Qualifying Transaction and effective on Monday, April 1, 2013, the Company's classification formally changed from a capital pool company toa Tier 2 oil and gas issuer. Pursuant to the Exchange's bulletin, the Company's common shares resumed trading on Monday, April 1, 2013.

Pursuant to the purchase and sale agreement, the Company acquired an undivided 20% working interest in certain petroleum and natural gas rights, certain related tangible assets and other miscellaneous interests (the "Purchased Assets") located in Alberta for consideration of $1,339,000 payable in cash on closing. The Purchased Assets comprise a 20% working interest in an aggregate of 193.40 hectares of oil and gas mineral rights and other related assets located in the Provost area of Northeast Alberta, currently producing 85 barrels of oil per day.

In addition, Proven Oil granted to the Company the option to acquire the remaining 79.99% working interest held by Conserve Oil (the "Optioned Assets"). As consideration for the option, the Company paid Proven Oil an option fee in the amount of $150,000 in cash on closing. At any time during the one year term of the option, the Company may exercise the option and acquire the Optioned Assets by paying the option exercise price of $5,206,000 in cash to Proven Oil.

Before the closing of and as a condition to the acquisition, the Company undertook a non-brokered private placement, pursuant to which the Company issued 18,000,000 shares at a price of $0.10 per share for gross proceeds of $1,800,000. The Company intends to use the proceeds of the private placement to pay for the purchase assets, to pay the option fee, to pay for legal, accounting, auditing and other costs relating to the acquisition and private placement, to pay the balance of the sponsorship fee and the Sponsor's legal fees and expenses, and for general working capital purposes.

Upon completion of the private placement to raise gross proceeds of $1,800,000 and the acquisition, the Company became a Tier 2 Oil and Gas issuer on the Exchange.

The completion of the acquisition was subject to certain conditions, including: (a) obtaining all necessary regulatory approvals, including approval of the Exchange; (b) the completion of the private placement; (c) the completion of due diligence investigations on the assets, and (d) other conditions set out in the purchase and sale agreement which are customary for similar transactions.

The acquisition was not a Non Arm's Length Qualifying Transaction. As a result, no meeting of the Company's shareholders was required as a condition to completion of the acquisition.

Location of Production and Wells

The Purchased Assets are comprised of eight gross producing wells located in the Provost area of Alberta, Canada which has an area of 193.4 hectares. The Company's interest will be 1.6 net wells. Five of the producing wells are subject to freehold royalties and three are subject to Crown royalties. Pursuant to the Sproule Report, the NI 51-101 compliant report prepared by Sproule Associates Limited, eight producing wells produce approximately seventy barrels of oil per day of heavy oil. Sproule has attributed "reserves" to seven of the eight producing wells. Pursuant to the purchase and sale agreement, Conserve Oil will undertake a re-work program on the producing wells in order to optimize the wells.

The Company has neither drilled, nor participated in drilling any of the wells.

The Sproule report evaluated, as at December 31, 2012, the oil and natural gas reserves attributable to the Purchased Assets. The report has been filed on SEDAR in conjunction with the filing statement.

Management

In conjunction with the closing of the Qualifying Transaction, Tristan R. Lee and K. Bong Cho resigned as directors of the Company. Mr. Cho also resigned as the Company's Chief Executive Officer, Chief Financial Officer and Secretary. Concurrently with the foregoing resignations, the Company appointed Mr. Steve Loo and Mr. Vinod Kumar to fill the vacancies created by the resignations of Ms. Lee and Mr. Cho. In addition, upon closing, Mr. Quinton Rafuse was appointed to the board of directors. Mr. S. John Kim, a current director, remains a director and appointed President/CEO upon completion of the Qualifying Transaction.

Mr. Loo is a businessman with experience in creating, financing and managing businesses in Canada, Hong Kong and elsewhere in China. Mr. Loo is a Certified General Accountant and a member in good standing of the CGA Association of Canada. Mr. Loo was, from October 2007 to November 2010, the founder, President, Chief Executive Officer and director of Global Key Investment Limited ("Global Key"), a company listed on the Exchange. Global Key was a "capital pool company" and completed its Qualifying Transaction on March 26, 2009.

Dr. Kumar is currently a professor of Technology and Operations Management at the Sprott School of Business at Carleton University in Ottawa, Ontario. Dr. Kumar is also the current head of the Manufacturing Systems Centre at Carleton University. Dr. Kumar was, from 2007 to 2011, a director of Global Key.

Mr. Rafuse is a petroleum geologist with over 15 years of diverse oil and gas experience with a Bachelor of Science in Geology from the University of Calgary. Mr. Rafuse is currently Managing Director of Agilis Partners, a technical advisory firm specializing in business development for clients worldwide. He has held technical and leadership positions for various domestic and international operators, including Encana Corporation, Ember Resources, Avere Energy (now East West Petroleum) and Sonoro Energy.

Mr. Kim has been a director and has acted in the capacity of Chief Financial Officer of Mount Dakota Energy Corp., an oil and gas company listed on the Exchange, since November 1994. Since October 25, 2007, Mr. Kim has also served as a director of Global Key.

Sponsorship

On May 15, 2013, the Company signed an agreement with Raymond James Ltd. ("Sponsor") to act as the Company's sponsor for its Qualifying Transaction. The Company paid the Sponsor $40,000 plus tax and 100,000 common shares of the Company. The Company was also responsible for expenses incurred by the Sponsor which are estimated at $35,000.

SELECTED ANNUAL FINANCIAL INFORMATION

The financial results of the Company for the three financial years ended August 31, 2012, 2011 and 2010 are summarized as follows:

	IFRS Year Ended August 31, 2012 ($)	IFRS Year Ended August 31, 2011 ($)	IFRS Year Ended August 31, 2010 ($)
Total Revenue	Nil	Nil	Nil
Loss before discontinued operations			
(i) total for the year	66,065	124,044	4,459
(ii) Per share	0.01	0.03	0.03
(iii) Per share fully diluted	0.01	0.03	0.03
Net loss			
(i) total for the year	66,065	124,044	4,459
(ii) Per share	0.01	0.03	0.03
(iii) Per share fully diluted	0.01	0.03	0.03
Total Assets	187,868	254,137	210,200
Total long-term financial liabilities	Nil	Nil	Nil
Cash dividends declared per-share	Nil	Nil	Nil

During the year ended August 31, 2012, the Company had a net loss of $66,065 consisting of professional fees of $21,480 (2011 - $59,149), rent expenses of $20,000 (2011 - $8,960), transfer agent and filing fees of $14,998 (2011 - $16,935) and travel expenses of $7,987 (2011 - $1,262).

The decrease in professional fees is due to the legal fees attributable to the compliance with the requirements established by TSX Venture Exchange related to its initial public offering completed in 2011. The increase in rent expenses is due to its longer rental period in 2012 compared to the period in 2011. The increase in travel expenses is due to travels of its directors to identify acquisition targets in order to complete the qualifying transaction.

DISCUSSION OF OPERATIONS

Six months ended February 28, 2013 and 2012

The financial results of the Company for the six months ended February 28, 2013 and 2012 are summarized as follows:

	Six Months Ended February 28, 2013 ($)	Six Months Ended February 28, 2012 ($)
Net Income (loss)	(126,068)	(45,040)
Basic/diluted Income (loss) per share	(0.02)	(0.01)
Total Assets	169,299	222,018
Total Liabilities	119,694	25,320

During the six months ended February 28, 2013, the Company had a net loss of $126,068 consisting of, among others, accounting and legal expenses of $97,530 (2012 - $19,169), transfer agent and filing fees of $10,964 (2012 - $12,529), consulting fees of $15,723 (2012 - $Nil) and rent of $Nil (2012 - $12,000).

The increase in loss of $80,988 is primarily due to the increase in professional fees and consulting fees relating to the Qualifying Transaction and corresponding Filing Statement. This is offset by the decrease in rent expense over the prior year as the lease agreement expired as of June 30, 2012.

Statements of Financial Position as at February 28, 2013 and August 31, 2012

As at February 28, 2013, the Company had total assets of $169,299 compared to $187,868 as at August 31, 2012. As at February 28, 2013, the Company's assets comprised of cash and cash equivalents of $128,633 (August 2012 - $185,625), amount receivable of $15,666 (August 2012 - $1,950) and prepaid expense of $25,000 (August 2012 - $293). The amount receivable consists of HST recoverable. The prepaid expense consists of a deposit to legal counsel for the Qualifying Transaction.

As at February 28, 2013, the Company had accounts payable and accrued liabilities of $108,594 (August 2012 - $1,095) and a due to a related party of $11,100 (August 2012 - $11,100). The increase in accounts payable and accrued liabilities primarily relates to costs incurred relating to the Qualifying Transaction and corresponding Filing Statement.

SUMMARY OF QUARTERLY RESULTS

The following selected financial information is derived from the unaudited condensed interim financial statements of the Company for each of the eight most recently completed quarters:

Three Months Ended	IFRS February 28, 2013 ($)	IFRS November 30, 2012 ($)	IFRS August 31, 2012 ($)	IFRS May 31, 2012 ($)
Total Assets	169,299	186,522	187,868	201,423
Working Capital (Deficiency)	49,605	162,831	175,673	188,854
Shareholders' Equity	49,605	162,831	175,673	188,854
Income (loss)	(113,226)	(12,842)	(13,181)	(7,844)
Income (loss) per share	(0.02)	(0.01)	(0.00)	(0.00)
Three Months Ended	**IFRS February 29, 2012 ($)**	**IFRS November 30, 2011 ($)**	**IFRS August 31, 2011 ($)**	**IFRS May 31, 2011 ($)**
Total Assets	222,018	245,297	254,137	263,231
Working Capital (Deficiency)	196,698	223,624	241,738	248,977
Shareholders' Equity	196,698	223,624	241,738	248,977
Income (loss)	(26,926)	(18,114)	(7,239)	(61,908)
Income (loss) per share	(0.00)	(0.00)	(0.00)	(0.01)

During the six months ended February 28, 2013, the Company reported a net loss of $113,226 compared to a net loss of $26,926 for the corresponding period in 2012. The increase in loss of $86,300 is primarily due to the increase in professional fees and consulting fees relating to the Qualifying Transaction and corresponding Filing Statement. This is offset by the decrease in rent expense over the prior year as the lease agreement expired as of June 30, 2012.

LIQUIDITY AND CAPITAL RESOURCES

The financial results for the three months ended as well as at February 28, 2013 and 2012 are summarized as follows:

	Three Months Ended February 28, 2013 ($)	Three Months Ended February 28, 2012 ($)
Cash used in Operating Activities	(55,299)	(26,063)
Increase (decrease) in Cash and Cash Equivalents	134,701	(26,063)
Cash and Cash Equivalents – Beginning of Period	183,932	244,237
Cash and Cash Equivalents – End of Period	128,633	218,174

	February 28, 2013 ($)	February 28, 2012 ($)
Cash and Cash equivalents	128,633	218,174
Total Assets	169,299	222,018
Total Liabilities	119,694	25,320
Share Capital	317,207	309,506
Total Shareholders' Equity	49,605	196,698
Total Liabilities and Shareholders' Equity	169,299	222,018

As at February 28, 2013, the Company had cash and cash equivalents of $128,633 and net working capital of $49,605.

As at February 28, 2012, the Company had cash and cash equivalents of $218,174 and net working capital of $196,698.

The Company has no long term debt, no capital lease obligations and no other long term obligations. Under such conditions, the Company has sufficient working capital to maintain current operations for at least twelve months. The Company has paid no dividends to date. The Company has financed operations to date through the issuance of common shares to founding directors and other shareholders.

As noted above, subsequent to February 28, 2013, the Company has entered into an acquisition of assets, an option agreement, and a private placement.

OFF-BALANCE SHEET ARRANGEMENTS

As at February 28, 2013, and up to the date of this MD&A, the Company has had no off-balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

On May 1, 2011, the Company entered into a lease agreement with a company controlled by a director of the Company for the year commencing May 1, 2011 and expired on March 31, 2012 for the amount of $2,000 per month. The said the lease was renewed for an additional term of three months from April 1, 2012 to June 30, 2012, at which point the lease expired and was not renewed.

During the period ended February 28, 2013, the Company paid a total of $Nil (2012 - $6,000) for office premises provided by a company controlled by a director of the Company.

As at February 28, 2013, a director of the Company had advanced $11,100 (2012 - $11,100) to the Company. This advance is unsecured, non-interest bearing and due on demand.

These transactions were in the normal course of operations and have been measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

CRITICAL ACCOUNTING ESTIMATES & CHANGES IN ACCOUNTING POLICIES

The accounting policies adopted in the interim condensed financial statements are consistent with those followed in the preparation of the Company's 2012 annual financial statements.

Recent pronouncements issued

Certain pronouncements were issued by the International Accounting Standards Board or the International Financial Reporting Interpretations Committee that are mandatory for future accounting periods. The Company has not early adopted the following standards and is evaluating their impact:

- IFRS 7 – Financial Instruments: Disclosures;
- IFRS 9 – Financial Instruments;
- IFRS 10 – Consolidated Financial Statements;
- IFRS 11 – Joint Arrangements;
- IFRS 12 – Disclosure of Interests in Other Entities;
- IFRS 13 – Fair Value Measurement;
- IAS 1 – Presentation of Financial Statements;
- IAS 27 – Separate Financial Statements; and
- IAS 28 – Investments in Associates and Joint Ventures.

As at February 28, 2013, the Company was a "venture issuer" as that term is defined in National Instrument 51-102 *Continuous Disclosure Obligations*, and as such is not required to provide information pertaining to the critical accounting estimates and judgments of the Company.

For a detailed summary of the Company's accounting policies, the reader is directed to Note 3 of the Notes to the audited Financial Statements of the Company dated February 28, 2013 available on SEDAR at www.sedar.com.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company's financial instruments consist of cash and cash equivalents, amount receivable, accounts payable and due to a related party. The fair value of these financial instruments approximates their carrying values due to their short term nature and negligible credit risk.

Market risk is the risk that changes in market prices will affect the Company's earnings or the value of its financial instruments. Market risk is comprised of commodity price risk and interest rate risk. The objective of market risk management is to manage and control exposure within acceptable limits, which maximizing returns. The Company is not exposed to significant market risk.

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its bank accounts. The Company's bank accounts are held with major banks in Canada and accordingly the Company believes it is not exposed to significant credit risk.

Interest rate risk is the risk of losses that arise as a result of changes in contracted interest rates. The Company is exposed to nominal interest rate risk.

Currency risk is the risk that fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company holds no cash denominated in foreign currency and therefore is not exposed to significant currency risk.

RISKS AND UNCERTAINTIES

The Company has a limited history of operations and external financing will be required to fund the Company's activities primarily through the issuance of common shares. 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.

Revenue and Dividends – The Company has no meaningful revenues. In the event that the Company generates any meaningful revenues in the future, the Company intends to retain its earnings in order to finance future growth. Furthermore, the Company has not paid any dividends in the past and does not expect to pay any dividends in the near future.

The Company is a Capital Pool Company as that term is defined in Policy 2.4. If the Company fails to complete its Qualifying Transaction within 24 months of listing, the Exchange could suspend or delist the common shares of the Company. In the event that the Company does not complete its Qualifying Transaction within the time specified by the Exchange, an interim cease trade order may be issued against the Company's securities by the securities regulatory authorities and the Company’s securities may be suspended from trading on, or delisted from, the Exchange. Although management of the Company is working diligently to identify a Qualifying Transaction, there is no assurance that a Qualifying Transaction will be entered into or be completed within the specified time, or at all.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

The following table sets for a breakdown of material components of the general and administration costs of the Company for the six month periods ended February 28, 2013 and 2012.

	Six Months Ended February 28, 2013 ($)	Six Months Ended February 28, 2012 ($)
Accounting and legal	97,530	19,169
Consulting	15,723	-
Rent	-	12,000
Transfer agent and filing fees	10,964	12,529
Other	1,851	1,342
Total General and Administration expenses	126,068	45,040

DISCLOSURE OF OUTSTANDING SHARE DATA

Capitalization

The Company is authorized to issue an unlimited number of common shares without nominal or par value, of which 6,000,000 common shares were issued and outstanding as fully paid and non-assessable at February 28, 2013.

Subsequent to February 28, 2013, as noted above, the Company has issued 18,000,000 common shares pursuant to a private placement for gross proceeds of $1,800,000, and 100,000 common shares to Raymond James Ltd. as partial consideration for acting as sponsor.

An aggregate of 4,000,000 shares are currently held in escrow pursuant to the CPC Escrow Agreement between the Company and seed shareholders. Under this agreement, 10% of the escrowed shares were released from escrow upon issuance of the Final Exchange Bulletin, and the remainder will be released over a 36 month subsequent period.

Stock options

The Company has established a stock option plan for the directors, officers, employees and consultants of the Company in accordance with Exchange policies. The Company has reserved for issuance 400,000 common shares pursuant to incentive stock options issued to directors and officers which may be exercised at a price of $0.10 per share and expire on March 29, 2021.

In connection with the Company’s IPO, and pursuant to an agency agreement entered into between the Company and Raymond James Ltd. who acted as the Company’s agent for its IPO, the Company granted Raymond James Ltd. options to acquire 200,000 shares at a price of $0.10 per share, none if which have been exercised. The options expired unexercised on March 29, 2013.

The fair value of stock options and agents options is expensed over the vesting period of the grants with a corresponding increase to contributed surplus. Upon exercise of options, the consideration paid, together with the amount previously recorded to contributed surplus is recorded as an increase in share capital. The Company uses the Black Scholes option pricing model to calculate the fair value of the options on the grant date. Option pricing models require the input of highly subjective assumptions, including expected volatility. Changes in these assumptions may materially affect fair value estimates.

OUTLOOK

The Company completed its Qualifying Transaction on March 28, 2013 through the acquisition of assets through Conserve Oil. Focus of the new management team and board is on identification of petroleum and natural gas exploration and production opportunities in Canada.

FACTORS THAT MAY AFFECT FUTURE RESULTS

Future financial performance will be influenced by successful evaluation and acquisition of petroleum and natural production and exploration properties, along with successful drilling and development of acquired properties.

ADDITIONAL INFORMATION

Additional information relating to the Company can also be found on SEDAR at www.sedar.com. This financial information includes the Company's financial statements for the years ended August 31, 2012, 2011 and 2010, the original prospectus dated January 17, 2011, and the filing statement dated March 15, 2013.