AILERON VENTURES LIMITED

Management's Discussion & Analysis

For the nine months ended September 30, 2016

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The management of Aileron Ventures Limited (the "**Company**" or "**Aileron**") is pleased to present the Company's management's discussion and analysis (the "**MD&A**") for the three and nine months ended September 30, 2016.

This MD&A has been prepared by Aileron as of November 25, 2016 and should be read in conjunction with the unaudited condensed interim financial statements of Aileron for the nine months ended September 30, 2016 (the "**Financial Statements**") and the audited annual financial statements for the year ended December 31, 2015. Results are reported in Canadian dollars, unless otherwise stated and have been prepared in accordance with International Financial Reporting Standards ("**IFRS**").

The accompanying Financial Statements for the nine months ended September 30, 2016, have been prepared assuming that the Company will continue as a going concern. As discussed in Note 1 to the Financial Statements, the Company's recurring losses from operations, shareholders' deficiency, and inability to generate sufficient cash flow to meet its obligations and sustain its operations raise substantial doubt about its ability to continue as a going concern. The Financial Statements do not include any adjustments that might result from the outcome of this uncertainty.

Readers of this MD&A should refer to "Significant Accounting Policies" below for a discussion of IFRS and its effect on Aileron's financial presentation.

NOTE REGARDING FORWARD-LOOKING INFORMATION

This MD&A contains forward-looking information and statements within the meaning of applicable Canadian securities laws (herein referred to as "**forward-looking statements**") that involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. All information and statements in this MD&A which are not statements of historical fact may be forward-looking statements. Such statements and information may be identified by looking for words such as "may", "believe", "could", "expect", "will", "intend", "should", "plan", "objective", "predict", "potential", "project", "anticipate", "estimate", "continuous" or similar words or the negative thereof or other comparable terminology, including references to assumptions. Such information may involve, but is not limited to, comments with respect to strategies, expectations, planned operations or future actions. Forward-looking statements included in this MD&A include, but are not limited to, statements with respect to: the business strategy and objectives of Aileron as well as the impact of federal income tax changes on Aileron.

Readers are cautioned not to place undue reliance on forward-looking statements, as there can be no assurance that the plans, intentions or expectations upon which they are based will occur. By their nature, forward-looking statements involve numerous assumptions, known and unknown risks and uncertainties, both general and specific, that contribute to the possibility that the predictions, forecasts, projections and other things contemplated by the forward-looking statements will not occur. Such forward-looking statements or information are based on a number of assumptions which may prove to be incorrect, including those assumptions listed below and those discussed elsewhere in this MD&A. Some of the assumptions made by Aileron, upon which such forward-looking statements are based, include: the ability of Aileron to maintain reasonably stable general administrative expenses; the ability of Aileron to access financing on commercially reasonable terms; and the current economic condition in Canada strengthening and not deteriorating any further due to the influence of international economic developments in the United States, Europe, Asia and elsewhere.

Forward-looking statements reflect current expectations of management regarding future events and operating performance as of the date of this MD&A. Such information: involves significant risks and uncertainties; should not be read as guarantees of future performance or results; and will not necessarily be accurate indications of whether or not such results will be achieved. A number of factors could cause actual results to differ materially from the results discussed in the forward-looking statements, including, but not limited to, the risks related to: general economic and business conditions; the failure to identify suitable business opportunities or consummate prospective business opportunities; competition for, among other things, capital, business opportunities and acquisition targets.

Although the forward-looking statements contained in this MD&A are based upon what Aileron's management believes to be reasonable assumptions, Aileron cannot assure investors that actual results will be consistent with such information. Forward-looking statements reflect management's current beliefs and are based on information currently available to Aileron. We caution readers of this MD&A not to place undue reliance on our forward-looking statements because a number of factors, such as those referred to in the paragraph above, could cause actual future results, conditions, actions or events to differ materially from the targets, expectations, estimates or intentions expressed in the forward-looking statements contained in this MD&A. The forward-looking statements are made as of the date of this MD&A and Aileron assumes no obligation to update or revise such information to reflect new events or circumstances, except as may be required by applicable law.

Overall Performance

Aileron was incorporated in Alberta on May 31, 2010. The Company has not carried on any active business to-date other than (i) to make an investment in Altius Edge Ltd. ("**Altius**") to acquire 50% of the outstanding common shares thereof, (ii) to undertake matters in connection with an amalgamation transaction involving Altius and Immunall Science Inc. ("**Immunall**"), and (iii) to engage in activities to identify and evaluate businesses and assets with a view to completing an acquisition of a business or assets. In this regard, Aileron entered into a letter of intent with Anfield Resources Inc. ("**Anfield**"), dated August 16, 2016, with the intention of becoming a producer of vanadium and vanadium related products.

In consideration for issuing 3,000,000 common shares of the Company to Anfield, it is proposed that the Company will acquire the exclusive rights to evaluate Anfield's Shootaring Mill and to determine the feasibility of extracting vanadium from the by-products of planned uranium production by Anfield, from its current uranium claims, at the Shootaring Mill ("**Potential Vanadium Production**"). Following such evaluation, the Company will have the right to purchase up to seventy percent of the Potential Vanadium Production, in consideration for funding the capital expenditures necessary to permit, design and construct a vanadium processing circuit and associated infrastructure at the Shootaring Mill. In addition, the Company will have the potential to utilize the Shootaring Mill for milling additional vanadium feedstock that it sources independently from this arrangement with Anfield. It is currently anticipated that this evaluation process will take up to 12 months from the finalization of a definitive agreement relating to this letter of intent.

Completion of the transactions contemplated in the letter of intent remain subject to a number of conditions, including completion of satisfactory due diligence, the negotiation of definitive agreements, and certain other conditions which are customary in transactions of this nature. The transactions cannot be completed until these conditions are satisfied, and there is no assurance that the transactions will be completed as proposed or at all.

The Company's Management and Board believes that, in addition to traditional uses for vanadium related to steel production, demand for vanadium has the potential for significant growth related to the ongoing growth in energy storage markets and, in particular, technological developments related to vanadium flow batteries. Management and Board believe that there is significant opportunity to position the Company as a key producer of vanadium and vanadium related products in North America and the letter of intent with Anfield is the first step in this process.

In addition, the Company has relationships with people and organizations related to the latest technological developments in flow batteries and, in particular, vanadium flow batteries, which it believes have the potential to further enable it to leverage a position as a supplier of vanadium and related products.

In light of this new focus, and subsequent to the quarter end, the Company sought shareholder approval to change its name to "Integrated Energy Storage Corp." at its Annual General Meeting held on November 10, 2016. The resolution approving this change was passed and, the Company anticipates formalizing this name change shortly.

Risks and Uncertainties

As of September 30, 2016, the Company had no business or material assets other than cash. The Company does not have a history of earnings, nor has it paid any dividends since it was incorporated. Aileron's assets are limited to its cash balances. There is no assurance that the Company will be able to obtain additional funding.

Results of Operations for the Three Months Ended September 30, 2016

For the three months ended September 30, 2016, the Company reported net losses of $45,383 (2015 - $1,896)

The net loss for the three months ended September 30, 2016 and 2015 are summarized below.

	2016	2015
General and administrative	$ 8,491	$ 1,896
Professional fees	20,331	-
Consulting fees	14,000	-
Stock based compensation	2,561	-
Net loss	$ 45,383	$ 1,896

Results of Operations for the Nine Months Ended September 30, 2016

For the nine months ended September 30, 2016, the Company reported net losses of $51,360 (2015 - $18,763)

The net loss for the nine months ended September 30, 2016 and 2015 are summarized below.

	2016	2015
General and administrative	$ 14,468	$ 9,013
Professional fees	20,331	500
Consulting fees	14,000	-
Stock based compensation	2,561	-
Unrealized loss on investment	-	9,250
Net loss	$ 51,360	$ 18,763

Summary of Quarterly Results

	Q3 2016	Q2 2016	Q1 2016	Q4 2015	Q3 2015	Q2 2015	Q1 2015	Q4 2014
Net Income (Loss) for the period	$(45,383)	$(2,228)	$(3,749)	$(5,500)	$(1,896)	$(3,181)	$(13,686)	$(6,621)
Income (Loss) per share	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.01)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.02)

Liquidity and Capital Resources

The Company reported a working capital deficit of $94,049 at September 30, 2016. As at September 30, 2016, the Company had net cash on hand of $63,586.

Current liabilities as at September 30, 2016 consist of accounts payable of $26,491, a demand loan of $52,000 and an amount due to an affiliate of $79,144.

The Company does not have adequate capital resources to fund its near-term objective of identifying and completing a business transaction, and as a result will need to seek adequate debt or equity financing in order to establish the business of the Company. Aileron presently relies upon advances from affiliates in order to fund general and administrative expenses and pay other costs necessary for Aileron to continue to maintain its status as a reporting issuer. The Company expects to continue to receive the financial support of its affiliates in order to pay its liabilities as they become due.

Outstanding Share Data

As at November 25, 2016 the Company had 9,664,155 common shares issued and outstanding.

Financial Instruments

The Company's financial instruments consist of cash and due to affiliates. It is management's opinion that the Company is not exposed to significant currency or credit risks arising from these financial instruments and that the fair value of these financial instruments approximates their carrying values. For further discussion of financial instrument risks, see Financial Instruments and Risk Management, below.

Significant accounting policies

The accounting policies of Aileron used in the determination of the results for the three and nine months ended September 30, 2016 that are disclosed and analyzed in this report are described in Note 2 of Aileron's Financial Statements. These policies have been applied in preparing the Financial Statements for the three and nine months ended September 30, 2016 and the comparative information presented in the Financial Statements for the three and nine months ended September 30, 2015. These policies have been retrospectively and consistently applied.

Future accounting standards

The standard-setting bodies that determine IFRS have significant ongoing projects that could impact the IFRS accounting policies that we have selected. The impact of any new or amended IFRS standards or interpretations will be evaluated as they are drafted and published.

The interim financial statements have been prepared using the same accounting policies, and methods of computation as the most recent annual audited financial statements.

Future accounting standards

IFRS 9, Financial Instruments – Disclosures

IFRS 9 represents the first phase of the IASB's replacement of IAS 39, Financial Instruments. IFRS 9 introduces new requirements for classifying and measuring financial assets and financial liabilities. The IASB also recently introduced amendments related to hedge accounting. The effective date for IFRS 9 is required to be applied on interim periods beginning on or after January 1, 2018, with early adoption permitted. The Company is evaluating the impact of this standard on its financial statements.

IFRS 15, Revenue from Contracts with Customers

IFRS 15, Revenue from contracts with customers was issued by the IASB in May 2014 to provide a single revenue model to use in the recognition of revenue from contracts with customers. The new standard requires entities to recognize revenue in a manner that reflects the payments expected to be received by the entities in exchange for the provision of goods or services. It also provides improved guidance for recognition, measurement and disclosure of service revenue and multiple element arrangements.

IFRS 15 is effective for financial periods beginning on or after January 1, 2018. The Company is evaluating the impact of this standard on its financial statements.

Related Party Transactions

During the three ended September 30, 2016 the Company paid an officer and director $14,000 (2015 - $nil) for consulting services.

During the nine ended September 30, 2016 the Company paid an officer and director $14,000 (2015 - $nil) for consulting services.
The amount of $79,144 is due to affiliates and is payable to Mosaic Limited Partnership and Mosaic Capital Corporation, entities related through common ownership, arising from these entities providing advances to the Company in order to enable it to satisfy its financial obligations as they become due. These amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

Related party transactions are in the normal course of operations and are recorded at the fair value.

Off-Balance Sheet Items

As at September 30, 2016, the Company has no off-balance sheet items.

Financial Instruments and Risk Management

The Company has the following financial instruments:

Cash and investment are designated as held-for-trading and are measured at fair value. Accounts payable and accrued liabilities and due to affiliate are classified as other financial liabilities and are measured at amortized cost.

The Company is exposed to financial risk arising from its financial assets. The Company manages its exposure to financial risks in a manner that minimizes its exposure to the extent practical. The main financial risks affecting the Company are as follows:

(a) Credit risk

The financial instruments that potentially subject the Company to a significant concentration of credit risk consist primarily of cash. The Company mitigates its exposure to credit loss by placing its cash with major financial institutions.

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they are due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due without incurring unacceptable losses or risking harm to the Company's reputation. The Company expects to continue to receive the financial support of its affiliate in order to pay its liabilities as they become due.

(c) Fair values

The fair value of cash and due to affiliate approximate their carrying value because of the short-term nature. Currently the Company is not involved in any hedging activities.

Financial instruments recorded at fair value on the statements of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 - reflects valuation based on quoted prices observed in active markets for identical assets or liabilities.

Level 2 - reflects valuation techniques based on inputs that are quoted prices of similarly instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; inputs other than quoted prices used in a valuation model that are observable for the instrument; and inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 - reflects valuation techniques with significant unobservable market inputs.

A financial instrument is classified to the lowest level of the hierarchy for which a significant input has been considered in measuring fair value. The financial instruments in the Company’s financial statements, measured at Level 1 fair value, are cash and investment.

Third Quarter 2016 Overview

On July 5, 2016, the Company entered into a letter of intent with Aartha USA Inc. ("Aartha") where the Company proposed to invest in Aartha and to acquire certain intellectual rights related to patented technology held by Aartha which related to the design and development of redox flow battery technology. On August 22, 2016, the Company announced that this letter of intent has lapsed.

On July 5, 2016, the Company announced that it has appointed Simon Clark as Chief Executive Officer and Christopher Reid as Chief Financial Officer and Secretary.

On August 22, 2016, the Company entered into a Letter of Intent with Anfield Resources Inc. ("Anfield") described in the Overall Performance Section set out above.On August 22, 2016, the Company announced that it will conduct a non-brokered private placement of up to 13,000,000 units at a price of $0.02 per unit for gross proceeds of $260,000. Each unit will consist of one common share and one common share purchase warrant exercisable at a price of $0.15 for a period of 24 months.

Subsequent Events

On October 24, 2016, the Company announced that it has signed a license agreement ("the License Agreement") with Battelle Memorial Institute, which operates the U.S. Dept. of Energy's Pacific Northwest National Laboratory ("PNNL"). Pursuant to the License Agreement, the Company has the right to supply vanadium based electrolytes to those companies utilizing PNNL'S patented vanadium flow battery technologies. The Company believes this relationship and License helps position it to develop and supply electrolytes to the leading companies currently commercializing vanadium flow battery systems.

Outlook

As set out above in the assessment of overall performance, the Company believes that there is significant opportunity to position itself as a North American producer of vanadium and related products and it will continue to advance this opportunity through the letter of intent with Anfield and through its relationship with PNNL and the License Agreement signed with PNNL. In addition, the Company will continue to build appropriate relationships on the technology development side relating to vanadium flow batteries in order to enable it to leverage that expertise into its products and the markets it targets.

Additional Information

Additional information relating to the Company is available on SEDAR at www.sedar.com.

Dated

This management discussion and analysis is dated November 25, 2016.