Cannabix Technologies Inc.
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE FINANCIAL QUARTER ENDED OCTOBER 31, 2023

This Management's Discussion and Analysis ("MD&A") should be read in conjunction with the unaudited financial statements and notes thereto for the period ended October 31, 2023 of Cannabix Technologies Inc. (the "Company"). Such financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS").

All dollar amounts are expressed in Canadian dollars unless otherwise indicated.

DATE

This MD&A is prepared as of December 15, 2023

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

Certain statements in this report are forward-looking statements, which reflect our management's expectations regarding our future growth, results of operations, performance and business prospects and opportunities including statements related to the development of marijuana breathalyzer technology and contactless alcohol breathalyzer technology, availability of financing and projected costs and expenses. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits we will obtain from them. These forward-looking statements reflect management's current views and are based on certain assumptions and speak only as of the date of this report. These assumptions, which include management's current expectations, estimates and assumptions about its marijuana breathalyzer technology development, contactless alcohol breathalyzer technology development, the global economic environment, the market for marijuana breathalyzers and our ability to manage our technology development, property interests and operating costs, may prove to be incorrect. A number of risks and uncertainties could cause our actual results to differ materially from those expressed or implied by the forward-looking statements, including: (1) a downturn in general economic conditions, (2) inability to develop an effective marijuana breathalyzer (3) delays in technology development (4) industry competition (5) the uncertainty of government regulation, no guarantee of patent acceptance by regulator authorities (6) potential negative financial impact from regulatory investigations, claims, lawsuits and other legal proceedings and challenges, (7) inability to finance (8) other factors beyond our control.

There is a significant risk that such forward-looking statements will not prove to be accurate. Investors are cautioned not to place undue reliance on these forward-looking statements. No forward-looking statement is a guarantee of future results. We disclaim any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law. Additional information about these and other assumptions, risks and uncertainties are set out in the section entitled "Risk Factors" below.

DESCRIPTION OF BUSINESS

The Company was incorporated under the laws of the province of British Columbia on April 5, 2011. The Company completed an initial public offering to list on the TSX Venture Exchange on December 16, 2013 under the symbol "WPO". Effective June 26, 2014, the Company delisted from the TSXV and listed on the Canadian Securities Exchange ("CSE") under the symbol BLO. Previously, the Company was in the mineral acquisition and exploration business and held ownership in one mineral exploration property located in Quebec, Canada. Currently, the Company's primary business is the development of marijuana breathalyzer technology. On August 12, 2014, the Company completed a name change from West Point Resources Inc. to Cannabix Technologies Inc. For further details, please see the Amended and Restated Final Prospectus of the Company dated September 26, 2013 which is available on SEDAR at www.sedar.com

BREATHALYZER TECHNOLOGY DEVELOPMENT

Overview

Cannabix Technologies is developing new technologies to detect Tetrahydrocannabinol (known as "THC"- the psychoactive component of marijuana that causes impairment) in breath samples for law enforcement, employers and laboratories. In addition, Cannabix is developing novel "non-contact" alcohol screening devices targeted primarily for workplace settings.

MS Breath Sampler (MSBS) & Breath Collection Unit (THC detection)

The MSBS is specialized laboratory hardware developed by Cannabix to confirm THC in breath from humans. The MSBS is mounted (coupled) to a mass spectrometer (typically an LCMS) and sample is analyzed using existing MS/MS methods with no sample preparation needed.

The MSBS is a novel method for efficient collection of analytes of low volatility from human breath utilizing liquid secondary adsorption. The concept has demonstrated efficient capturing and releasing of THC. This novel method uses the breath aerosol as a carrier of solid and viscous liquid particle analytes as well as a secondary adsorbent to prevent sample loss from droplet surface contact and deposition. R&D efforts are focused on improving collection efficiency of MSBS and Breath Collection Unit sampling method to make it comparable or better results relative to conventional LCMS forensic methods.

Breath samples are collected portably with a Breath Collection Unit (BCU). Within the BCU, the sample is captured inside a cartridge and loaded into the MSBS. In preliminary testing, the system has detected and confirmed THC in breath out to 4 hours after smoking with breath samples being stored and analyzed up to two days after sample collection. The Company is currently developing a standard operating procedure (SOP) for the MSBS. For R&D purposes the MSBS hardware is currently installed at its Burnaby, BC laboratory, Florida laboratory and at the North Louisiana Criminalistics Laboratory (NLCL). Furthermore, the Company is in discussions with other parties who are interested in validating, testing and developing an SOP with the MSBS hardware with the objective of creating a commercially viable laboratory hardware system, that utilities the portable Breath Collection Unit. Together the MSBS and BCU provide a solution for analyte detection in breath. The Company has filed patent applications related to its BCU technology (See "Additional Patent Applications").

Contactless Alcohol Breathalyzer Devices (Alcohol detection)

The Company is developing a Contactless Alcohol Breathalyzer ("CAB") wall mounted device for workplace (SMEs) and other user settings where fast, easy, reliable alcohol in breath screen is needed. The CAB technology has thus far been developed as a wall mounted version and an in-vehicle cabin version. The CAB "workplace series" (currently under development) is a fully automated breath alcohol screening system for employee, contractor and visitor access control. CAB is self-administered, non-invasive and has both non-contact and direct straw modes. The CAB is engineered for rapid and repeatable high-volume screening in various employment settings. The device can provide BAC results on its screen within a few seconds after a sample is delivered. The device is cloud-connected and can deliver real time BAC results via portal, email and SMS. Furthermore, the device can help identify users by taking a picture when a breath sample is being delivered to the device.

For the vehicle version, the CAB allows for a driver to direct a breath sample towards a small orifice integrated into the cabin of a vehicle – in a completely contactless manner. The Company is exploring how the CAB platform may allow for the development for other applications for detection of VOCs. The Company has filed a patent application for its CAB technology (See "Additional Patent Applications"). This kind of technology holds potential to be integrated with interlock systems and be used in various settings including automotive, heavy-duty equipment, heavy transport vehicles, watercraft and motorbikes. The Company is seeking a partner to advance the vehicle CAB technology.

The Company is currently pilot testing an early version of its workplace CAB with Montana based Friedel, LLC and has begun efforts to build a commercial workplace CAB unit for electronic and alcohol certification.

FAIMS technology (THC and other analyte detection)

The Company is developing technology to detect THC in breath using high-field asymmetric waveform ion mobility spectrometry known as "FAIMS" and FAIMS-mass spectrometer systems (FAIMS-MS). The objective is to develop a point of care (portable) THC breath screening device using FAIMS technology.

FAIMS is specialized ion filtering technology centered on a "FAIMS cell" and specialized electronics. Currently the Company is characterizing its FAIMS cell and supporting electronics to establish repeatable results, improve resolving power and separation capability. Among many things, the Company is also developing a novel "detector" technology that would confirm specific ions (like THC) that have been filtered through the FAIMS cell, delivering a confirmation signal. The characterization work is being conducted using a bench version of the FAIMS instrumentation. The "FAIMS cell" and supporting electronics and hardware are at the prototype development stage.

University of Florida Licence Agreement

On August 6, 2015, the Company entered into research and patent option agreements with the University of Florida to develop a marijuana breath detection device based upon high-field ion mobility (FAIMS) and mass spectrometry (MS). On July 25, 2016 (amended on March 6, 2018 and August 26, 2019, March 16, 2021) completed a definitive license and equity agreement with the University of Florida Research Foundation (UFRF) for US Patent 8,237,118, entitled "Partial Ovoidal FAIMS Electrode", Patent filed on August 21, 2008, invented by Richard A. Yost, Todd A. Prox, Marilyn Prieto and Jennifer G. Bryant, in the area of breath analysis of controlled substances. The agreement provides Cannabix exclusive worldwide rights in the area of breath analysis of controlled substances. Pursuant to the terms of the licence agreement, the company has been granted the licence for a period of 10 years after the first commercial sale of a licensed product (with an option to extend for additional five-year terms). As consideration for the patent licence, the company has issued UFRF 603,870 common shares of the company. Commencing in 2017, an annual license maintenance fee of US$2,000 would be paid by the Company and every year thereafter until the first commercial sale. In addition, the company will pay an annual licence maintenance fee and will make payments upon meeting certain development, regulatory and commercialization milestones. Upon commencement of commercial production, the Company will pay a royalty between 2% and 4% on all net sales.

On March 6, 2018 the Company entered into a second license agreement with the UFRF for Patent Cooperation Treaty ("PCT") application, "Device and Method for Detection of Cannabis and Other Controlled Substances Using FAIMS" (PCT/CA2017/000042), and amended on August 26, 2019 (Licence Agreement #A17886). Effective March 15, 2021, the Company terminated Licence Agreement #A17886.

Cannabis Drug Detection Device Patent

On January 12, 2021 the United States Patent and Trademark Office (USPTO) granted patent No. 10,888,249 (originally filed as provisional applications 61/981,650 and 14/689434) entitled, "Cannabis Drug Detection Device" to the Company.

On June 15, 2021, the Canadian Intellectual Property Office (CIPO) granted patent No. 2887841 entitled, "Cannabis Drug Detection Device".

As a requirement under the license agreement between the Company and Cannabix Breathalyzer Inc. entered into on June 5, 2014, Company issued 5 million common shares to Cannabix Breathalyzer Inc. as a final milestone payment, triggered by the grant of patent 10,888,249 by the USPTO.

Agreement with Cannabix Breathalyzer Inc.

On June 5, 2014, the Company and Cannabix Breathalyzer Inc (a private company) entered into a definitive license which provides the Company (the "Licensee") exclusive right, title, and interest in United States Patent Application Serial No. 61/981,650 ("Licensed Patent") and its foreign counterpart (Canadian Intellectual Property Office Patent Application No. 2887841) ("Licensed Patent") from Cannabix Breathalyzer Inc. (the licensor). The Definitive Agreement defines the Licensed Patent as the *claims derived from United States Patent Application Serial No.*

61/981,650 and any patent issued in the future from any reissue, reexamination, divisional, continuation and/or continuation-in-part of the Licensed Patents, including any foreign counterpart thereof.

US non-provisional patent application no. 14/689,434 was filed April 17, 2015 (Cannabis Drug Detection Device) claiming priority from the prior provisional application and naming the same inventors. The territory covered in the agreement is the United States and its territories and possessions, and all other countries that are deemed to constitute the North American Continent (the "Territory"). In consideration for the Licensed Patent, the Company issued 7,500,000 common shares to current shareholders of Cannabix Breathalyzer Inc. and issued 7,500,000 warrants exercisable at $0.075 (fully exercised by the expiry date on June 26, 2015) to Cannabix Breathalyzer Inc. The Licensee shall pay Licensor a royalty of three percent (3%) of Licensee's selling price for each Licensed Product manufactured, used, or sold by Licensee in the Territory or imported by Licensee into the Territory. Additional milestone share payments are required by the Definitive Agreement. On July 28, 2016, Breathalyzer assigned its entire right, title and interest in and to the US and Canadian patent applications derived from the licensed provisional patent application to Cannabix through a written assignment.

Milestone payments

The Definitive Agreement outlined share payments upon reaching the following milestones: The issuance of 7,500,000 of common shares of the Company within 14 business days of prototype delivery to the Company and this prototype was received and shares were issued on April 9, 2015. Upon receipt of the final patent, the Company would issue 5,000,000 common shares of the Company. On January 12, 2021 the USPTO granted patent No. 10,888,249 (based on application No. 14/689434) to the Company and the final milestone shares were issued to the licensor on January 13, 2021.

Patent History

US non-provisional patent application no. 14/689,434 was filed April 17, 2015 claiming priority from the prior provisional application and naming the same inventors Attariwala and Malhi. The US application was published on October 29, 2015. Assignment of the application from the inventors to Cannabix Breathalyzer was recorded in the US Patent Office on June 4, 2015. Assignment of the application from Cannabix Breathalyzer Inc. to Cannabix Technologies Inc. was recorded in the US Patent Office on August 23, 2016. Corresponding Canadian patent application No. 2887841 was filed April 16, 2015, also claiming priority from the prior provisional application, and an assignment of the application from Cannabix Breathalyzer Inc. to Cannabix Technologies Inc. was also recorded with the Canadian Intellectual Property Office on August 23, 2016. The Company has received several office actions and comments from Canadian and US Patent and Trademark Offices since its initial filing. On January 12, 2021 the USPTO granted patent No. 10,888,249 entitled, "Cannabis Drug Detection Device" to the Company. The Company has issued response as of January 2, 2020, to address objections raised by the Canadian Intellectual Property Office (CIPO) in an Examiner's Report issued July 3, 2019. New office actions were issued by Canadian authorities on March 17, 2020 and April 9, 2020, respectively, and a response to the objections raised in those office actions was filed on October 7, 2020. On June 15, 2021, the CIPO granted patent No. 2887841 entitled, "*Cannabis Drug Detection Device*".

University of British Columbia Licence Agreement

On September 20, 2019, the Company entered into Licence Agreement related to microfluidic technology developed at the University of British Columbia ("UBC"). The Licence Agreement covers Canadian (2947079) and U.S. patent (15/800,679) applications for "Apparatus for Volatile Organic Compound (VOC) Detection" filed on November 1, 2016. UBC has granted the Company a worldwide exclusive license, in the field of use for the detection of human consumption of illegal or controlled substances by means of human breath analysis.

The term of the Licence Agreement is 20 years or until the expiry of the last patent licensed under the agreement. The Company paid a $10,000 licence fee representing reimbursement to UBC of a portion of out-of-pocket costs and expenses incurred by UBC in connection with the patents. The Company agreed to reimburse UBC for all out-of-pocket fees, costs and expenses incurred in connection with the patents. The Licence Agreement included a royalty payment to UBC equal to 5% of the revenue generated from the licenced technology. The Licence Agreement required the Company to spend a minimum of $100,000 per year on the development and marketing of licenced technology until the end of the first fiscal year that the Company achieves a minimum of $300,000 of revenue from the licensed technology. Effective October 14, 2022 the Company terminated Licence Agreement with UBC (termination signed by both parties on January 5 ,2023).

Additional Patent Applications

The Company has filed additional patent applications in relation to its technology, some of which are in pending status, and is contemplating further patent filings to protect additional technological advances.

Additional non-provisional patent applications directed at technological advancements related to its FAIMS (field asymmetric waveform ion mobility spectrometry) based marijuana breathalyzer technology for the detection of cannabis from breath samples has also been filed, and the technology protected by this application extends to the detection of other molecules by FAIMS as well. On August 17, 2021, the USPTO has granted patent No. 11092569 (Application number 17/019728) entitled, "Apparatus and Methods for Detection of Molecules" to the Company. This patent is centered on innovations made by Cannabix with its FAIMS technology. A corresponding application is also pending in Canada.

The company has also filed two additional provisional patent applications in 2022, one directed to a contactless alcohol breathalyzer detection system and one directed to a novel apparatus and method for capturing non-volatile and semi-volatile substances from breath. Corresponding Patent Cooperation Treaty international applications have been filed in 2023 for the contactless breath analysis system and the novel apparatus and method for capturing non-volatile and semi-volatile substances from breath, and a new provisional patent application directed to a sampler for delivering analytes obtained from breath has been filed in 2023.

There is no assurance that pending patent applications will be accepted and granted by regulatory authorities.

ALCOHOL DETECTION TECHNOLOGY

During the year ended April 30, 2023, the Company developed a Contactless Alcohol Breathalyzer ("CAB") proof of concept prototype device. The CAB is a wall mounted device for workplace (SMEs) and other user settings where fast, easy, reliable alcohol in breath screen is needed. The CAB technology has thus far been developed as a wall mounted version and an in-vehicle cabin version. The CAB "workplace series" is a fully automated breath alcohol screening system for employee, contractor and visitor access control. CAB is self-administered, non-invasive and has both non-contact and direct straw modes. The CAB is engineered for rapid and repeatable high-volume screening in various employment settings. The device can provide BAC results on its screen within a few seconds after a sample is delivered. The device is cloud-connected and can deliver real time BAC results via portal, email and SMS. Furthermore, the device can help identify users by taking a picture when a breath sample is being delivered to the device. The Company is currently pilot testing an early version of its workplace CAB and has begun efforts to build a commercial workplace CAB unit for electronic and alcohol certification.

OVERALL PERFORMANCE

The Company was incorporated on April 5, 2011. As an early-stage technology development company, the Company has not generated revenues to date from the development its marijuana breathalyzer or alcohol breathalyzer technologies and anticipates that it will continue to require equity financing to fund operations until such time a commercial product is developed and generates revenues on a profitable basis. The Company is focused on technology development and management anticipates that expenses will increase during the foreseeable future as the Company carries out prototype development of the marijuana and alcohol breathalyzers and eventually initiates research and testing studies on such products. The Company has incurred costs in connection with the technology development business, as well as exploration programs related to its past mineral exploration projects. Net loss for the quarter ended October 31, 2023 was $920,433 compared to $558,414 for the quarter ended October 31, 2022. At October 31, 2023, the Company has an accumulated deficit of $35,819,389.

RESULTS OF OPERATIONS

Three-month period ended October 31, 2023

During the three-month period ended October 31, 2023, the Company incurred expenses of $984,151 compared to $605,210 for the three-month period ended October 31, 2022. Expenses were comprised of primarily research and development costs of $318,676 for the period ended October 31, 2023 compared to $320,540 for the period ended October 31, 2022, which was related to the continuous development of the marijuana breathalyzer, contactless alcohol breathalyzer and other detection technologies. Consulting fees were $106,046 for the quarter ended October 31, 2023 compared to $125,217 for the quarter ended October 31, 2022, which was slightly lower due to a decrease in consulting fees to Officers and Directors. Advertising and promotion expenses were $7,070 in 2023 compared to $50,880 in 2022, which was significantly lower in 2023 due to the Company entering into fewer advertising campaigns. Professional fees (legal & Accounting) for the quarter ended October 31, 2023, were $6,406, compared to $12,770 for the quarter ended October 31, 2022, which was higher in 2022 due to legal fees, primarily related to patent filings. Transfer agent and filing fees were $16,077 for the quarter ended October 31, 2023 compared to $18,027 for the quarter ended October 31, 2022. Travel related expenses were $18,903 during the three-month period ended October 31, 2023 compared to $14,992 in 2022. Office and miscellaneous expenses were $17,077 for the period ended October 31, 2023 compared to $19,597 for the period ended October 31, 2022. Rent expense was $1,509 for the quarter ended October 31, 2023 compared to $35,586 for the quarter ended October 31, 2022, which was significantly lower in 2023 due to accounting policies surrounding IFRS 16, Leases, whereas the right-of-use asset is amortized and included in depreciation expenses. The Company recorded depreciation of $37,466 for the quarter ended October 31, 2023, which included $28,659 related to the right-of-use asset and $8,807 related to lab equipment. Depreciation for the quarter ended October 31, 2022 was $7,601, which was only related to lab equipment. Share-based payments of $454,921 (2022 - $nil) was recognized as the fair value of 2,272,500 granted and vested stock options during the quarter ended October 31, 2023 compared to nil stock options vested during the quarter ended October 31, 2022. The total number of stock options granted during the period the was 2,675,000, of which 2,272,500 vested immediately.

Interest income for the quarter ended October 31, 2023 was $63,718 compared to $46,796 for the quarter ended October 31, 2022, which was higher in 2023 due to the timing of savings accounts and GIC interest payments, along with higher interest rates. Interest expense related to the accretion of the lease liability was $ 5,978 during the three-month period ended October 31, 2023, compared to $nil during the three-month period ended October 31, 2022, and was included within office and miscellaneous expenses. Net loss for the three-month period ended October 31, 2023 was $920,433, compared to a net loss of $558,414 for the three-month period ended October 31, 2022.

Six-month period ended October 31, 2023

During the six-month period ended October 31, 2023, the Company incurred expenses of $1,599,564 compared to $1,183,977 for the six-month period ended October 31, 2022. Expenses were comprised of primarily research and development costs, which were $625,275 for the six months ended October 31, 2023 compared to $649,370 for the six-month period ended October 31, 2022, which were all related to technology development. These expenditures included consultants, materials, and testing. Advertising and promotion expenses were $17,765 for the six-month period ended October 31, 2023 compared to $57,276 in 2022, which was higher in 2022 due to the Company entering into additional advertising campaigns during the period ended October 31, 2022. Consulting fees were $212,091 for the six-month period ended October 31, 2023 compared to $250,755 for the six-month period ended October 31, 2022, which was slightly lower in 2023 due to a decrease in consulting fees to Officers and Directors. Professional fees (legal & Accounting) for the six-month period ending October 31, 2023, were $28,606, compared to $29,824 for the six-month period ended October 31, 2022. Transfer agent and filing fees were $59,198 in 2023 compared to $63,741 for same period in 2022. Travel related expenses were $19,468 compared to $20,941 in 2022. Rent expense was $2,858 for the six-month period ended October 31, 2023 compared to $65,699 for the six-month period ended October 31, 2022, which was significantly lower in 2023 due to accounting policies surrounding IFRS 16, Leases, whereas the right-of-use asset is amortized and included in depreciation expenses. The right-of-use asset is the leased premises in Burnaby, BC and rent expense is related to the lab space in Gainesville, FL. The Company recorded depreciation of $74,536 for the six months ended October 31, 2023, which included $57,318 related to the right-of-use asset and $17,218 related to lab equipment. Depreciation for the six months ended October 31, 2022 was $14,963, which was only related to lab equipment. Share-based payments of $521,225 (2022 - $nil) was recognized as the fair value of

2,692,500 vested stock options during the six-month period ended October 31, 2023, compared to nil stock options vested during the six-month period ended October 31, 2022. 2,675,000 stock options were granted during the six-month period ended October 31, 2023, of which 2,272,500 vested immediately.420,000 additional stock option vested during the six-month period ended October 31, 2023, which were originally granted December 30, 2021.

Interest income from GICs and savings accounts for the six-month period ended October 31, 2023 was $101,340 compared to $69,716 for the same period in 2022, which was higher in 2023 due to increased interest rates and the timing of GIC interest payments. Net loss for the six-month period ended October 31, 2023 was $1,498,224, compared to a net loss of $1,114,261for the six-month period ended October 31, 2022.

SUMMARY OF QUARTERLY RESULTS

The following is a summary of the Company's financial results for the eight most recently completed quarters:

	Quarter Ended October 31, 2023 $	**Quarter Ended July 31, 2023 $**	**Quarter Ended April 30, 2023 $**	**Quarter Ended January 31, 2023 $**	**Quarter Ended October 31, 2022 $**	**Quarter Ended July 31, 2022 $**	**Quarter Ended April 30, 2022 $**	**Quarter Ended January 31, 2022 $**
	10/31/2023	7/31/2023	4/30/2023	1/31/2023	10/31/2022	7/31/2022	4/30/2022	1/31/2022
Revenue	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Net loss	(920,433)	(577,791)	(340,467)	(683,388)	(558,414)	(555,847)	(639,868)	(1,593,539)
Loss per share, basic and diluted	(0.01)	–	–	(0.01)	(0.01)	–	(0.01)	(0.01)

On a quarter-by-quarter basis the loss can fluctuate significantly due to research & development costs and the timing of stock option grants.

Net loss was significantly higher during the quarter ended October 31, 2023, due to the Company granting 2,675,000 stock options. The fair value of the 2,272,500 stock options, which vested upon grant date, was $454,921 and was recorded as stock-based compensation. The net loss was higher for the quarter ended January 31, 2022 due to the Company granting 3,680,000 stock options with a fair value of $1,213,666. During the quarter ended January 31, 2023, net loss was slightly higher due to the Company recording the fair value of 980,000 vested stock options in the amount of $73,449. Net loss during the other six quarters was relatively similar.

LIQUIDITY

The Company has not begun commercial sales of any of its technology holdings and accordingly, the Company does not generate cash from operations. The Company finances technology development by raising capital from equity markets. The Company may encounter difficulty sourcing future financing in light of the recent economic downturn.

The Company had cash of $5,532,433 at October 31, 2023 and $7,291,354 at October 31, 2022, and the Company had working capital of $5,417,796 at October 31, 2023 and working capital of $7,310,472 at October 31, 2022. The Company had $500,000 in short-term investments at October 31, 2023 and October 31, 2023.

During the six-month period ending October 31, 2023, the Company received $nil (2022 – $37,000) from share subscriptions receivable.

If additional funds are required, the Company plans to raise additional capital primarily through the private placement of its equity securities. Under such circumstances, there is no assurance that the Company will be able to obtain further funds required for the Company's continued working capital requirements. Due to the recovery from the global financial crisis, the Company may find it increasingly difficult to raise the funds required to continue the Company's operations. Share prices have undergone significant decreases and any issuance of the Company's equity securities in the near future may result in substantial dilution to the Company's existing shareholders.

CAPITAL RESOURCES

The Company continues to utilize its cash resources to fund its administrative requirements and product development. As the Company does not currently generate revenue, cash balances will continue to decline as funds are utilized to conduct its operations, unless replenished by capital fundraising. In order to fund the Company's ongoing operational needs, the Company will need funding through equity or debt financing. The Company's operations to date have been financed by the issuance of its common shares. The Company continues to seek capital through various means including the issuance of equity and debt. While the Company has been successful in raising funds in the past, there is no assurance that it will continue to do so in the future or that it will be available on a timely basis or on terms acceptable to the Company.

The financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future. If the Company is unable to obtain sufficient funding, the ability of the Company to meet its obligations as they come due and, accordingly, the ability of the Company to continue as a going concern will be in significant doubt. The Company has incurred $35,819,389 in losses from inception including a net loss of $920,433 for the quarter ended October 31, 2023 (2022 - $558,414) and had working capital of $5,417,796 at October 31, 2023 (2022 – $7,310,472).

Operating Activities

The Company used net cash of $413,154 in operating activities during the quarter ended October 31, 2023 compared to $584,603 during the quarter ended October 31, 2022.

Financing Activities

The Company used net cash of $35,318 for financing activities during the quarter ended October 31, 2023 compared to receiving net cash of $22,000 during the quarter ended October 31, 2022.

Investing Activities

The Company used cash of $nil for the purchase of property and equipment during the quarter ended October 31, 2023 compared to $28,649 during the quarter ended October 31, 2022.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has not entered into any off-balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

Key management consists of directors and officers of the Company. Key management compensation is summarized as follows:

(a) During the period ended October 31, 2023, the Company incurred consulting fees of $42,000 (2022 - $42,000) to the Chief Executive Officer of the Company.

(b) During the period ended October 31, 2023, the Company incurred consulting fees of $37,500 (2022 - $37,500) to the Chief Financial Officer of the Company.

(c) During the period ended October 31, 2023, the Company incurred consulting fees of $22,500 (2022 - $42,000) to a company controlled by the President of the Company.

(d) During the period ended October 31, 2023, the Company incurred research and development costs of $37,500 (2022 - $37,500) to a director of the Company.

PROPOSED TRANSACTIONS

There are no proposed transactions that have not been disclosed herein.

SUBSEQUENT EVENTS

As at December 15, 2023, the date of this MD&A, the Company did not have any subsequent events to report.

ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE

The Company has implemented all new accounting pronouncements that are in effect and that may impact its financial statements and does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company's financial instruments consist of cash, restricted cash, and accounts payable and accrued liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest rate, currency or credit risks arising from these financial instruments. The fair values of these financial instruments approximate their carrying values due to the relatively short-term maturity of these instruments.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

During the periods ended October 31, 2023 and 2022, the Company incurred the following expenses:

	Quarter Ended October 31, 2023	Quarter Ended October 31, 2022
Research & Development	$318,676	$320,540
Share-based compensation	$454,921	–
General and administrative costs	$210,554	$284,670

An analysis of material components of the Company's general and administrative expenses is disclosed in the unaudited financial statements for the period ended October 31, 2023 to which this MD&A relates.

DISCLOSURE OF OUTSTANDING SHARE DATA

Common Shares

The Company's common shares are listed on the Canadian Securities Exchange. The Company's authorized share capital consists of an unlimited number of common shares without par value. As at December 15, 2023, the Company had 114,144,104 common shares outstanding.

Share Purchase Warrants

As at December 15, 2023, there were no share purchase warrants outstanding.

Stock Options

The Company had 9,700,000 stock options outstanding as at December 15, 2023 which had the following characteristics:

Number of Options	Exercise Price $	Expiry Date
1,845,000	0.80	September 23, 2024

1,500,000	0.50	May 11, 2025
3,680,000	0.55	December 30, 2026
575,000	0.45	October 3, 2025
2,100,000	0.35	October 3, 2028

RISK FACTORS

Much of the information included in this report includes or is based upon estimates, projections or other forward-looking statements. Such forward-looking statements include any projections or estimates made by the Company and its management in connection with the Company's business operations. While these forward-looking statements, and any assumptions upon which they are based, are made in good faith and reflect the Company's current judgment regarding the direction of its business, actual results will almost always vary, sometimes materially, from any estimates, predictions, projections, assumptions, or other future performance suggested herein. Except as required by law, the Company undertakes no obligation to update forward-looking statements to reflect events or circumstances occurring after the date of such statements.

Such estimates, projections or other forward-looking statements involve various risks and uncertainties as outlined below. The Company cautions readers of this report that important factors in some cases have affected and, in the future, could materially affect actual results and cause actual results to differ materially from the results expressed in any such estimates, projections or other forward-looking statements. In evaluating the Company, its business and any investment in its business, readers should carefully consider the following factors:

Risks Related to the Company's Business

Because of the unique difficulties and uncertainties inherent in early-stage technology development, the *Company faces a high risk of business failure.*

Risks and Uncertainties

An investment in the Company involves significant risks and must be considered speculative due to the nature of the Company's business. Investors should carefully consider the risks and uncertainties described below. This list of risks and uncertainties below is not exhaustive. Furthermore, additional risks and uncertainties not presently known to the Company or that the Company believes to be immaterial may also adversely affect Cannabix Technologies' business.

Risks Related to the Company's Business

The Company has a history of operating losses and may never achieve profitability in the future. The Company is an early-stage technology development company; accordingly, it has not yet generated any revenues.

The Company expects to be involved in research and development to create several prototype marijuana and alcohol breathalyzers and then perform extensive trial testing and conduct research studies with such devices prior to determining their commercial viability. This process may take several years and require significant financial resources without income. The Company expects these expenses to result in continuing operating losses for the foreseeable future.

The Company's ability to generate future revenue or achieve profitable operations is largely dependent on its ability to attract the experienced management and know-how to develop a trial tested device and to (perhaps) partner with larger, more established companies in the industry to successfully commercialize a marijuana or alcohol breathalyzer. Successfully developing a marijuana or alcohol breathalyzer into marketable device may take several years and significant financial resources and the Company cannot assure that it can achieve these objectives.

The Company will primarily be in a developing industry and will be subject to all associated regulatory risks.

As a result, the Company's business must be evaluated in light of the problems, delays, uncertainties and complications encountered in connection with establishing a marijuana or alcohol breathalyzer and related business.

There is a possibility that the Company's marijuana or alcohol breathalyzer technologies, currently under development, will be found to be ineffective, that it will be unable to receive necessary regulatory approvals in order to commercialize a device, or that it will obtain regulatory approvals that are too narrow to be commercially viable.

Any failure to successfully develop and obtain regulatory approval for products would have a material adverse effect on the Company's business, financial condition and results of operations.

Trial testing for potential marijuana or alcohol breathalyzer will be expensive and time consuming, and their outcome uncertain.

Before the Company can obtain regulatory approval for the commercial sale of any marijuana or alcohol breathalyzer, it will be required to complete extensive trial testing to demonstrate safety and efficacy. Depending on the exact nature of trial testing, such trials can be expensive and are difficult to design and implement. The testing process is also time-consuming and can often be subject to unexpected delays.

The timing and completion of trial testing (also referred to as 'clinical testing' or 'institutional review board study') may be subject to significant delays relating to various causes, including: inability to manufacture or obtain sufficient quantities of materials and or test subjects for use in trial testing; delays arising from collaborative partnerships; delays or failures in the technology during the testing period; delays in obtaining regulatory approvals to commence a study, or government intervention to suspend or terminate a study; delays, suspensions or termination of trial testing due to the applicable institutional review board or independent ethics board responsible for overseeing the study to protect research subjects; delays in identifying and reaching agreement on acceptable terms with prospective trial testing sites and subjects; variability in the number and types of subjects available for each study and resulting difficulties in identifying and enrolling subjects who meet trial eligibility criteria; scheduling conflicts; difficulty in maintaining contact with subjects after testing, resulting in incomplete data; unforeseen safety issues or side effects; lack of efficacy during trial testing; reliance on research organizations to conduct trial testing, which may not conduct such trials with good laboratory practices; or other regulatory delays.

Protection of proprietary technology can be unpredictable and costly.

The Company's success may depend in part upon its ability to defend and maintain granted patents from third parties, be able to maintain the existing patent it has licenced from UFRF as well as successfully file future patents. Obtaining patent protection on current and future patent application filings can be costly and the outcome of any application for such can be unpredictable. In addition, any breach of confidentiality by a third party by premature disclosure may preclude the obtainment of appropriate patent protection, thereby affecting the development and commercial value of the Company's technology and products.

Competition

The planned business to be carried out by the Company will be highly competitive and involve a high degree of risk. There are several direct and indirect competitors to the Company. In its efforts to achieve its objectives, the Company will compete with other companies that may have greater resources, faster execution to market, and potentially superior technology.

Uninsured or Uninsurable Risk

The Company may become subject to risks against which it cannot insure or against which it may elect not to insure. Settling related liabilities would reduce funds available for core business activities. Settlement of uninsured liabilities could have a material adverse effect on our financial position.

Conflicts of Interest and Disputes

The Company's directors and officers may currently be involved, or become involved, in other business ventures that compete with our platform and services. Business opportunities for the Company may create circumstances in which outside interests of our directors and officers conflict with the interests of the Company. Furthermore, disputes amongst Directors and officers can occur which can result in material adverse impact on the Company.
Directors and officers are required to act in good faith and in a manner that benefits the Company.

It is possible, however, that our directors and officers may owe similar consideration to another organization(s). It is possible that these and other conflicts of interest are resolved in a way that has a material adverse impact on the Company.

Dependence on Key Personnel

The Company depends on support from existing directors and officers and its ability to attract, and retain, new directors, officers and other personnel with appropriate skill sets. Inability to retain key team members or find new professionals to serve in important roles could have a material adverse effect on the Company's business. There can be no assurance that we will be able to attract or retain the quality of personnel required in the future.

Patent & IP

The Company through its Licence Agreement with UFRF holds certain rights to patented technology. The Company also has filed its own patent applications and been granted patents from both USPTO and CIPO. The Company cannot guarantee its ability financially maintain such patents or patent applications, and or their future commercial viability, use or commercial viability.

Financial Liquidity

The Company has not yet generated any revenue and will likely operate at a loss as it develops its first device. The Company may require additional financing in order to execute our business plan. The Company's ability to secure required financing will depend in part upon on investor perception of our ability to create a successful business. Capital market conditions and other factors beyond our control may also play important roles in our ability to raise capital. The Company can offer no assurance that it will be able to successfully obtain additional financing, or that future financing occurs on terms satisfactory to our management and/or shareholders. If funds are unavailable in the future, or unavailable in the amounts that we feel the business requires, or unavailable on acceptable terms, we may be required to cease operating or modify our business plans in a manner that undermines our ability to achieve our business objectives.

Financial Statements Prepared on Going Concern Basis

The Company's financial statements have been prepared on a going concern basis under which an entity is considered to be able to realize its assets and satisfy its liabilities in the ordinary course of business. The Company's future operations are dependent upon the successful completion of financing and the creation of operations deemed successful according to the standards of our industry. The Company cannot guarantee that it will be successful in obtaining financing in the future or in achieving business objective set forth internally or externally. Our consolidated financial statements may not contain the adjustments relating to carrying values and classification of assets and/or liabilities that would be necessary should the Company be unable to continue as a going concern.

Costs of Maintaining a Public Listing

As a result of obtaining a public listing, the Company will incur greater legal, accounting and other expenses related to regulatory compliance than it would have had it remained a private entity. The Company may also elect to devote greater resources than it otherwise would have on communication and other activities typically considered important by publicly traded companies.

Share Price Volatility and Speculative Nature of Share Ownership

The Company is listed for trading on the CSE, resulting in many legacy shareholders being able to freely trade their shares. Factors both internal and external to the Company may significantly influence the price at which our shares trade, and the volatility of our share price. Quarterly operating results and material developments reported by the Company can, and likely will, influence the price of our shares.

Sentiment toward technology stocks, as well as toward the stock market in general, is among the many external factors that may have a significant impact on the price of the Company's shares. The Company is a relatively young company that is not generating revenue and does not possess significant cash reserves. As such, it should be considered a speculative investment. There is no guarantee that a liquid market will be developed or maintained for the Company's shares.

Public Health Crises

Global or national health concerns, including the outbreak of pandemic or contagious diseases, such as COVID-19, may adversely affect the Company. The Company's business, operations and financial condition could be materially adversely affected by the outbreak of epidemics or pandemics or other health crises. The Company expects to experience some short to medium term negative impacts from the COVID-19 outbreak; however, the extent of such impacts is currently unquantifiable, but may be significant. Such impacts include, with respect to its operations, the ability of the Company to access debt or equity capital on acceptable terms or at all.

Risks Relating to the Company's Common Stock

A decline in the price of the Company's common stock could affect its ability to raise further working capital and adversely impact its ability to continue operations.

A prolonged decline in the price of the Company's common stock could result in a reduction in the liquidity of its common stock and a reduction in its ability to raise capital. Because a significant portion of the Company's operations have been and will be financed through the sale of equity securities, a decline in the price of its common stock could be especially detrimental to the Company's liquidity and its operations. Such reductions may force the Company to reallocate funds from other planned uses and may have a significant negative effect on the Company's business plan and operations, including its ability to develop new products and continue its current operations. If the Company's stock price declines, it can offer no assurance that the Company will be able to raise additional capital or generate funds from operations sufficient to meet its obligations. If the Company is unable to raise sufficient capital in the future, the Company may not be able to have the resources to continue its normal operations.

ADDITIONAL INFORMATION

Additional information about the Company is available on SEDAR at http://www.sedar.com.

BOARD APPROVAL

The board of directors of the Company has approved this MD&A.