Network Life Sciences Inc.

(formerly Network Oncology Inc.)

MANAGEMENT DISCUSSION AND ANALYSIS

For the period ended September 30, 2015

This Management Discussion and Analysis ("MD&A") provides a detailed analysis of the business of Network Life Sciences Inc. (the "Company") and compares its financial results for the period ended September 30, 2015 to the previous comparable period. The MD&A should be read in conjunction with the financial statements of the Company and related notes, which have been prepared in accordance with International Financial Reporting Standards ("IFRS"). Refer to Note 3 of the December 31, 2014 financial statements for disclosure of the Company's significant accounting policies and a discussion of future accounting policy changes. The Company's reporting currency is the Canadian dollar and all amounts in this MD&A are expressed in the Canadian dollar.

This MD&A contains certain statements that may constitute "forward looking statements". Forward looking statements include but are not limited to, statements regarding future anticipated business developments and the timing thereof, and business and financing plans. Although the Company believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Forward looking statements are typically identified by words such as: believe, expect, anticipate, intend, estimate, postulate and similar expressions, or which by their nature refer to future events. The Company cautions investors that any forward looking statements by the Company are not guarantees of future performance, and that actual results may differ materially from those in forward looking statements as a result of various factors, including, but not limited to, the Company's ability to continue its projected growth, to raise the necessary capital or to be fully able to implement its business strategies.

Additional information relating to the Company can be located on the SEDAR website at www.sedar.com.

This MD&A is current as at November 27, 2015.

Overall Performance

Network Life Sciences Inc. (formerly Network Oncology Inc.) ("NOI", or the "Company"), was incorporated under the Business Corporations Act (British Columbia) on September 19, 2013 and operates from its registered head office located at 815 Hornby Street, Suite 605, Vancouver, BC, Canada V6Z 2E6. The Company underwent a name change on June 22, 2015 and was previously known as Network Oncology Inc. Previous to this, the Company had its name changed from Organach Beverage Acquisition Corp. to Network Oncology Inc. on August 12, 2014. On January 15, 2015, the Company was approved for listing on the Canadian Securities Exchange and trades under the stock symbol "NOI".

The Company entered into an arrangement agreement (the "Arrangement Agreement") on October 23, 2013 with its parent company, Web Watcher Systems Ltd., to conduct a corporate restructuring by way of a statutory plan of arrangement to transfer Web Watcher's interest in a letter of intent with WULU Beverage Co. ("WULU") to the Company. As consideration for the transfer, the Company agreed to issue to the shareholders of Web Watcher the number of shares at the share record distribution date held by the shareholders and multiplied by a conversion factor. The Arrangement Agreement was approved at an annual and special meeting of shareholders of Web Watcher held on December 19, 2013. The Company obtained final approval for the arrangement from the Supreme Court of British Columbia on January 7, 2014. The Letter of Intent was cancelled by WULU on March 21, 2014.

The Company entered into a Supply Agreement Sale and Assignment to purchase certain assets in the form of contracts from Resolute Oncology Limited ("ROL") on May 12, 2014. The terms under the Supply Agreement Sale and Assignment on May 12, 2014 and Amendment on July 31, 2014 (the "Amendment") are detailed below. The Company is now operating as an emerging specialty pharmaceutical company working with ROL's core portfolio of oncology-targeted generic pharmaceuticals, which are applicable to address a market with up to 50% of new cancer patients in the European Union. The Company will be focusing on the acquisition and commercialization of proven, and thus low-risk, generic pharmaceutical oncology based products that provide a cost effective response to unmet needs in the market, specifically Germany, other major European countries, with possible expansion to the United States.

The Issuer entered into negotiations with the principals of ROI in April 2014 and agreed upon the purchase of assets of ROL, a wholly owned subsidiary of ROI, upon substantially the following precedent conditions agreed by the parties and the terms pursuant to the Supply Agreement Sale and Assignment:

- A cash payment of $50,000, issuance of 5,666,667 shares of the Company, and the grant of 3% royalty on net product sales to ROL to purchase four marketing authorizations of oncology generic supply and sale agreements for Germany and other countries;
- A three year service agreement for selling and distributing ROL products in Germany and other countries;
- Completion of private placement of an additional $250,000 to fund operations and qualify for listing comprised of 4,166,667 units at $0.02, each unit consisting of one common share and one whole warrant exercisable at $0.15 for a one-year term; and
- Name change to Network Life Sciences Inc. and listing on Canadian Securities Exchange to develop and fund the oncology generics sales and development of additional product sales pipeline.

The assets to be acquired under the Supply Agreement Sale and Assignment by the Company comprise the following material agreements:

i. Agreement on Sale and Purchase of Dossier for Docetaxel between AqVida GmbH of Hamburg, Germany and ROL, dated for reference, June 6, 2013.

Pursuant to the agreement, AqVida GmbH granted to ROL and its affiliates the non-exclusive right to use the dossier and know-how associated with Docetaxel concentrate, a sterile intravenous formulation containing 20 mg/ml of the final product concentrate dosages, to obtain marketing authorizations and to sell products in Germany, France, the United Kingdom, Spain, Italy, the Netherlands, Belgium, Austria, Switzerland, Sweden, Denmark, Finland, and Norway. The purchase price of EUR 70,000 for marketing authorizations in Germany and EUR 10,000 for every other country, payable in the following installments:

(i) EUR 35,000 after signing the binding term sheet;
(ii) EUR 35,000 after replying to a deficiency letter and restarting the procedure;
(iii) EUR 10,000 upon receipt of marketing authorizations in each further country in the territory.

ii. Agreement on Sale and Purchase of Dossier for Paclitaxel between AqVida GmbH of Hamburg, Germany and ROL, dated for reference, February 22, 2013.

Pursuant to the agreement, Aqvida GmbH granted to ROL and Resolute Oncology Inc. (“ROI”), the parent company of ROL, the non-exclusive right to use the dossier and know-how associated with Paclitaxel concentrate for solution for infusion to obtain marketing authorizations and to sell products in Germany, France, the United Kingdom, Spain, Italy, the Netherlands, Belgium, Austria, Switzerland, Sweden, Denmark, Finland, and Norway. The purchase price is EUR 70,000 for marketing authorizations in Germany, and EUR 10,000 for every other country, payable in the following installments:

(i) EUR 35,000 after signing the binding term sheet;
(ii) EUR 35,000 after transferring the German marketing authorization in the name of ROI;
(iii) EUR 10,000 upon receipt of marketing authorizations in each further country in the territory.

iii. Agreement on Sale and Purchase of Dossier for Oxaliplatin between AqVida GmbH of Hamburg, Germany and ROL, dated for reference, March 28, 2013.

Pursuant to the agreement, Aqvida GmbH granted to ROI and ROL the non-exclusive right to use the dossier and know-how associated with Oxaliplatin concentrate for solution for infusion, a sterile intravenous formulation, based on the dossier containing 5 mg/ml of the final product concentrate dosages, to obtain marketing authorizations and to sell products in Germany, France, the United Kingdom, Spain, Italy, the Netherlands, Belgium, Austria, Switzerland, Sweden, Denmark, Finland, and Norway.

The purchase price is EUR 50,000 for the marketing authorization in Germany, payable in the following installments:

(i) EUR 50,000 upon transfer of the German marketing authorizations in the name of Resolute or its affiliates;
(ii) EUR 10,000 upon receipt of a marketing authorization in each further country in the territory.

iv. Principal Agreement between Neogen Developments N.V. of Anderlecht, Belgium and ROL, dated for reference, March 20, 2013.

Pursuant to the agreement between Neogen Developments N.V. ("Neogen"), a Belgium company, and ROL, Neogen granted to ROL the personal, non-exclusive, and non-transferable right to use registration documentation for zoledronic acid 4 mg/5 ml vial and zoledronic acid 4 mg/100 ml to obtain one marketing authorization in Spain, the United Kingdom, Germany, and Italy and two marketing authorizations in France, for the purpose of selling, marketing, and distributing the products in the territory. ROL has the right to convert the license to an exclusive license in Spain, the United Kingdom, France, and Germany within six months of signing the agreement by matching any offer made by a third party for a license in that country within seven days of being notified by Neogen or by paying an additional EUR 39,000, whichever is higher. For Italy, ROL has the option of converting the license to a semi-exclusive license (two parties) within six months of signing the agreement by matching any offer made by a third party for a license in that country within seven days of being notified by Neogen or by paying an additional EUR 39,000, whichever is higher.

On February 11, 2015 the Principal Agreement between Neogen and ROL was amended such that that the rights on the registration documents will be limited to the 4 mg/5 ml product and to Germany only. All other rights will be transferred back to Neogen. In addition, the total amount to be paid for 4 mg/5 ml product would be to as follows:

(i) EUR 145,000 in relation to this agreement covering milestones, service charges as well as fees paid to regulatory authorities;

(ii) An amount of EUR 186,500 in relation to the purchase orders.

The amended agreement indicated ROL will pay only EUR 150,000 by monthly installments of EUR 10,000 with the first payment due on February 15, 2015 (paid). Prior to December 31, 2014, ROL has paid EUR 50,000 to Neogen. If any payment is missed, Neogen shall be entitled to initiate proceedings for the overall debt of EUR 331,500 less the payments which have been made.

On March 19, 2015 the Company signed a letter of guarantee for the repayment of the outstanding balance payable on this agreement by ROL. EUR 130,000 remains unpaid at September 30, 2015 and is included in accounts payable.

v. Service Agreement between World Medical Care GmbH & Co KG of Hamburg, Germany and ROL, dated for reference, March 20, 2014.

The March 2014 three-year Service Agreement with World Medical Care GmbH (WMC) of Hamburg, Germany is expected to be the Company's significant asset. Pursuant to the agreement, WMC will exclusively sell and distribute ROL products to cyto-pharmacies and private medical oncologists. In return, WMC will sell its blood plasma portfolio to the same audience in exchange for ROL paying salaries for three to five oncology sales representatives. These

experienced representatives bring relationships and access to key accounts that will generate significant sales for ROL over this time period. All other costs are shared between both parties.

Licensing Agreement with bioLytical Laboratories Inc., dated June 11, 2015

Separate from the ROI acquisitions, a twenty year license agreement between the Company and bioLytical Laboratories Inc. ("bioLytical") for an exclusive worldwide license for a rapid Ebola testing kit was agreed upon. The Company agreed to pay a non-refundable sum of $250,000 (not paid) in cash and issue 5,000,000 common shares (issued) at a deemed price of $0.10 per share to bioLytical to acquire this product. After commercialization is complete, a 9% royalty on net sales will also be paid to bioLytical in perpetuity for the license term.

The Company is funding its business activities through the issuance of common shares and/or debt financing and from future anticipated sales of its products:

Summary of Quarterly Results

	Sep. 30 2015	Jun. 30 2015	Mar. 31 2015	Dec. 31 2014	Sep. 30 2014	Jun. 30 2014	Mar. 31 2014	Dec. 31 2013
	$	$	$	$	$	$	$	$
Financial results:								
Net income (loss)	(278,035)	(161,032)	(955,463)	(45,529)	(15,898)	(20,631)	n/a	n/a
Basic loss per share	(0.01)	(0.01)	(0.05)	(182.12)	(82.52)	(82.52)	(0.00)	(0.00)

THREE MONTHS ENDED SEPTEMBER 30, 2015 ANALYSIS

The Company incurred a net loss of $278,035 in the current quarter compared to a net loss of $15,898 in the previous comparable quarter. The increase is primarily attributed to the incursion of development costs, overhead cost and stock base compensation in the current period in line with the increased level of operations over the prior period.

NINE MONTHS ENDED SEPTEMBER 30, 2015 ANALYSIS

The Company incurred a net loss of $1,394,530 in the nine months ended September 30, 2015 compared to a net loss of $36, in the nine months ended September 30, 2014. The increase is primarily attributed to the incursion of development costs, overhead cost and stock base compensation in the current period in line with the increased level of operations over the prior period.

Liquidity and Capital Resources

At September 30, 2015, the Company had negative working capital of ($1,308,340) (December 31, 2014 – ($10,724) including cash and cash equivalents of $103 (December 31, 2014 - $35,156).

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") applicable to a going concern, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuation of the Company as a going concern is dependent on its ability to obtain necessary equity financing for its commitments described in Note 4.

The Company's cash resources are insufficient to meet its working capital requirements. Additional equity financing will be required to meet its obligations if the titles are transferred into the name of the Company.

On January 8, 2015 the Company completed its private placement and issued 4,166,667 units at $0.03 per unit for proceeds of $250,000. Each unit was comprised of one common share and one common share purchase warrant exercisable at $0.015 until January 8, 2016.

On January 8, 2015 the Company issued 12,003,082 common shares under the plan of arrangement between the Company and Web Watcher Systems Ltd. which was approved by the shareholders of Web Watcher Systems Ltd. on December 19, 2013 and the Supreme Court of British Columbia on January 7, 2014.

On January 8, 2015, the Company issued 5,666,667 common shares in accordance with the Acquisition Agreement of which 833,333 common shares were issued to officers and directors of the Company.

On June 25, 2015, the Company consolidated its outstanding shares on the basis of one (new) post consolidation share for each three (old) pre-consolidation shares. Total shares issued and outstanding post-consolidation was 26,836,410.

On July 17, 2015, the Company granted incentive stock options, exercisable to purchase up to an aggregate of 2,100,000 common shares of the Company to certain directors, officers, employees, and consultants of the Company. The options are exercisable at a price of $0.25 per common share for a two year term.

The Company has recognized short-term liabilities totaling $864,280 (December 31, 2013 - $NIL). The remaining amounts of this balance relate to amounts owing to third party vendors. During the period ended September 30, 2015, the Company received $104,660 in short term, unsecured loans bearing an interest of 8%.

There may be circumstances where, for sound business reasons, a reallocation of funds may be necessary in order for the Company to achieve its business objectives. In addition, there is no guarantee that management will be successful in securing future equity financings due to current market conditions.

FINANCIAL INSTRUMENTS

Classification of financial instruments

	Ref.	**September 30, 2015**	December 31, 2014
		$	$
FVTPL financial asset	a	**19,416**	35,156
Other financial liabilities	b	**1,333,445**	45,880

a. Comprises cash and sales tax receivable
b. Comprises accounts payable, accrued liabilities, due to related parties, short term loans, and interest payable.

The fair value of the Company's financial assets and liabilities approximates the carrying amount.

Management of Industry and Financial Risk

The Company is engaged primarily in the sales and distribution of approved drugs and manages related industry risk issues directly. The Company may be at risk for regulatory issues and fluctuations in exchange rates.

The Company's financial instruments are exposed to certain financial risks, which include the following:

Credit risk
Credit risk is the risk of loss due to the counterparty's inability to meet its obligations. The Company's exposure to credit risk is on its cash and other receivables. Risk associated with cash is managed through the use of major banks which are high credit quality financial institutions as determined by rating agencies. Other receivables comprise refundable sales tax credits from the Canadian federal government.

Liquidity risk
Liquidity risk is the risk that the Company will encounter difficulties in meeting obligations when they become due. The Company ensures that there is sufficient capital in order to meet short-term operating requirements, after taking into account the Company's holdings of cash.

Foreign exchange risk
Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency.

Interest Rate Risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to significant interest rate risk.

Capital management
The Company's policy is to maintain a strong capital base so as to maintain investor and creditor confidence and to sustain future development of the business. The capital structure of the Company consists of equity, net of cash and cash equivalents. There were no changes in the Company's approach to capital management during the year. The Company is not subject to any externally imposed capital requirements.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements and no long-term debt obligations.

Transactions between Related Parties

The Company incurred $47,250 (September 30, 2014 – $NIL) of consulting fees from the Chief Financial Officer and Director of the Company (Bill Thomas) relating to consulting services provided. As at September 30, 2015, $31,500 (December 31, 2014 - $NIL) remains unpaid.

OUTSTANDING SHARE DATA

The following share capital data is current as September 30, 2015 of this MD&A:

	Balance
Shares issued and outstanding	26,836,392*
Stock options	2,100,000
Warrants	4,166,667*
Fully Diluted	33,103,058*

* On October 8, 2015, the Company issued 500,000 common shares resulting from the exercise of 500,000 warrants at $0.15 per warrant share for total proceeds of $75,000. This transaction is not reflected in the above figures.

Future Cash Requirements

The Company's future capital requirements will depend on many factors, including, among others, its ability to earn cash flow from operations. Should the Company wish to pursue current and future business opportunities, additional funding will be required. If additional funds are raised through the issuance of equity securities, the percentage ownership of current shareholders will be reduced and such equity securities may have rights, preferences, or privileges senior to those of the holders of the Company's common stock. No assurance can be given that additional financing will be available, or that it can be obtained on terms acceptable to the Company and its shareholders. If adequate funds are not available, the Company may not be able to meet its contractual requirements.

Critical Accounting Estimates

The preparation of these financial statements requires management to make judgments and estimates that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these judgments and estimates. The financial statements include judgments and estimates that, by their nature, are uncertain. The impacts of such judgments and estimates are pervasive throughout the financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and the revision affects both current and future periods.

Significant assumptions about the future and other sources of judgments and estimates that management has made at the statement of financial position date that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

Impairment

At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the profit of loss for the period. For an asset that doses not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash- generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Fair value of financial instruments

Management uses valuation techniques in measuring the fair value of financial instruments, where active market quotes are not available. Details of the assumptions used are provided in the notes regarding financial assets and liabilities.

In applying the valuation techniques management makes maximum use of market inputs wherever possible, and uses estimates and assumptions that are, as far as possible, consistent with observable data that market participants would use in pricing the instrument. Where applicable data is not observable, management uses its best estimate about the assumptions that market participants would make. Such estimates include liquidity risk, credit risk and volatility may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

Going concern

The assessment of the Company's ability to execute its strategy effectively operating the Company involves judgement.

Acquisition of assets

The assessment of the acquisition of assets or business relating to the Acquisition Agreement involves significant judgement on the future operation of the Company.

Changes in Accounting Policies

A number of new standards, and amendments to standards and interpretations, are not yet effective for the period ended September 30, 2014, and have not been applied in preparing these financial statements.

The following standards and interpretations (see note 3) have been issued by the IASB and the IFRIC effective for annual periods beginning on or after January 1, 2014:

IAS 1 – Presentation of Financial Statements
IAS 32 – Financial Instruments: Presentation
IAS 36 – Impairment of Assets

The following standard will be effective for annual periods beginning on or after January 1, 2016:

IAS 16 – Property, Plant and Equipment and IAS 38 – Intangible Assets
IFRS 12 – Disclosure of Interests in Other Entities Contributions.

The following standard will be effective for annual periods beginning on or after January 1, 2018:

IFRS 9 – Financial Instruments

In July 2014, the IASB published the final version of IFRS 9 bringing together the classification and measurement, impairment and hedge accounting phases of the IASB project to replace IAS 39. This version adds a new expected loss impairment model and limited amendments to classification and measurement of financial assets. IFRS 9 is effective for periods beginning on or after May 1, 2018.

The Company has not yet begun the process of assessing the impact that the new and amended standards will have on its financial statements or whether to early adopt any of the new requirements.

ADDITIONAL INFORMATION

Additional information pertaining to the Company is available on the SEDAR website at www.sedar.com and the Company's website at www.networkoncology.com