

# PLANTFUEL®

**PLANTFUEL LIFE INC.**  
(Formerly Sire Bioscience Inc.)

MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE THREE AND NINE MONTHS ENDED JUNE 30, 2021, AND 2020

**Report Date – August 30, 2021**

## **INTRODUCTION**

The following Management's Discussion and Analysis ("MD&A") is a review of operations, current financial position, and outlook of PLANTFUEL LIFE INC. (Formerly Sire Bioscience Inc.) (the "Company" or "FUEL") has been prepared by management in accordance with the requirements of National Instrument 51-102. This MD&A should be read in conjunction with the audited consolidated financial statements for the year ended September 30, 2020, and unaudited condensed interim consolidated financial statements for the three and nine-month periods ended June 30, 2021.

The following information has been prepared by management in accordance with International Financial Reporting Standards ("IFRS"). All financial results are expressed in Canadian dollars, the reporting and functional currency of the Company unless specifically noted.

Additional information relating to the Company, including the financial statements is available on the FUEL website at <http://www.plantfuel.com> or on the Canadian System for Electronic Document Analysis and Retrieval ("SEDAR") website at [www.sedar.com](http://www.sedar.com).

## **FORWARD-LOOKING STATEMENTS**

The following Management's Discussion and Analysis ("MD&A") contains statements which, to the extent that they are not recitations of historical facts, may constitute forward-looking information under applicable Canadian securities legislation. Such forward-looking statements or information include financial and other projections as well as statements regarding the Company's future plans, objectives, performance, revenues, growth, profits, operating expenses, or the Company's underlying assumptions. Forward-looking statements and information relating to the Company are based on the beliefs of management as well as assumptions made by and information currently available to us. The words "may", "would", "could", "will", "likely", "expect", "anticipate", "intend", "plan", "forecast", "project", "estimate" and "believe" or other similar words and phrases may identify forward-looking statements or information. Persons reading this MD&A are cautioned that such statements or information are only predictions and that the Company's actual future results or performance may be materially different. This MD&A contains forward-looking statements relating to, among other things, regulatory compliance, the sufficiency of current working capital, and the estimated cost and availability of funding. Such statements reflect the current views of management with respect to future events and are subject to certain risks, uncertainties, and assumptions. Factors that could cause actual events or results to differ materially from those suggested by these forward-looking statements include, but are not limited to: the possibility of development or deployment difficulties or delays; the timing of entering into significant contracts; the performance of the global economy; industry analyst perception of the Company and its vision and future prospects; the success of certain business combinations engaged in by the Company or by its competitors; possible disruptive effects of organizational or personnel changes; new products and standards; risks related to acquisitions and international expansion; reliance on large customers; dependence upon key personnel and hiring; reliance on a limited number of suppliers; risks related to the Company's competition; the Company not adequately protecting its intellectual property; currency exchange rate risk; and including, but not limited to, other factors described in the Company's reports filed on SEDAR, its listing statement and those referred to under the heading "Risks and Uncertainties".

## **FORWARD-LOOKING STATEMENTS** (continued)

In drawing a conclusion or making a forecast or projection set out in the forward-looking information, the Company takes into account the following material factors and assumptions in addition to the above factors: the Company's ability to execute on its business plan; timing of execution of outstanding or potential customer contracts by the Company; sales opportunities available to the Company; the Company's subjective assessment of the likelihood of success of a sales lead or opportunity; the Company's historical ability to generate sales leads or opportunities; and that sales will be completed at or above the Company's estimated margins. This list is not exhaustive of the factors that may affect the Company's forward-looking information. These factors should be considered carefully, and readers should not place undue reliance on forward-looking information. All forward-looking statements made in this MD&A are qualified by this cautionary statement and there can be no assurance that actual results or developments anticipated by the Company will be realized. The Company disclaims any intention and obligation to update and revise forward-looking information, whether as a result of new information, future events, or otherwise, except as required by law.

## **COMPANY OVERVIEW**

PlantFuel Life Inc. (the "Company") formerly Sire Bioscience Inc. ("Sire"), and Blox Labs Inc. ("Blox") was incorporated on April 4, 2014, under the Business Corporations Act of British Columbia as Big Rock Labs Inc. and changed its name to Blox Labs Inc. on November 16, 2017. The Company owns 100% of Big Rock Technologies Inc. which was incorporated on February 13, 2014, under the Business Corporations Act of British Columbia. The head office of the Company is located at 2500 Meadowpine Blvd. Ste 202, Mississauga, Ontario L5N 6C4.

Blox was a technology development company focused on creating best-in-class software solutions driven by emerging trends in Blockchain, Smart Contracts, and Decentralized Applications. However, on February 28, 2019, the Company entered into a definitive share exchange agreement pursuant to which Blox could acquire all the issued and outstanding securities of Best Cannabis Products Inc. ("BCP"), a private Canadian company engaged in the hemp sector, in exchange for the issuance of 234,800,000 common shares of the Company. The transaction functioned as a reverse takeover and resulted in a change of business for the Company.

The Canadian Securities Exchange (the "CSE") approved the RTO transaction on September 9, 2019. The Company also received approval to change its operating name to Sire Bioscience Inc. effective that same date. On April 2021, the Company received approval and changed its operating name to PlantFuel Life Inc. and has changed its trading symbol to "**FUEL.CN**".

The Company is listed for trading on the CSE under the symbol "FUEL.CN", OTC "BLLXF", and the Frankfurt stock exchange in Germany under the symbol "BR1B".

The Company now focuses on health supplements, nutraceuticals, and plant protein-based products.

### Management Changes

Effective July 21, 2021, Volodymyr Ivanov was appointed the CFO and Secretary of the Company, following the resignation of Domenic Crudo on July 20, 2021.

Effective July 31, 2021, the Company appointed Brad Pyatt as CEO and director, Maria Dane as President, and Brian Cavanaugh as Chairman of the Board. Brian Polla resigned as CEO and COO effective July 31, 2021, and remains on the board of directors of the Company.

Together, these powerhouse experts have managed more than one billion in sales and bring more than 50 years of combined experience across a broad range of industries.

**PLANTFUEL LIFE INC.** (formerly Sire Bioscience Inc.)  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE THREE AND NINE MONTHS ENDED JUNE 30, 2021, AND 2020

---

PlantFuel founder Brad Pyatt a former NFL athlete turned entrepreneur, Mr. Pyatt was once named among the Top 50 Successful Athlete Entrepreneurs of All Time and the Top 100 Influential Leaders in the Food Industry. Mr. Pyatt has a reputation for upending traditional thinking to create multi-million-dollar brands.

Maria Dane spent more than seven years in various business development roles for Amazon, including leading global partnerships and growth initiatives for Reckitt Benckiser, Colgate, J&J, Kimberly Clark; and building the Direct-to-Consumer Emerging Brands program for Amazon's Marketplace (3P), where she helped launch and scale over 100 hand-picked, strategic brands. Most recently, Ms. Dane has been working privately with companies looking to transform the digital channel footprint and win in their respective categories, including GlaxoSmithKline (GSK) and LG Electronics.

Brian Cavanaugh, who joined PlantFuel's Life Inc. Board of Directors in May 2021, has been appointed Chairman of the Board. Mr. Cavanaugh is a highly respected brand building, strategic marketing, and retail merchandising leader. He brings 22 years of experience, having led the ascent of numerous iconic multi-million-dollar, industry-standout brands from leading organizations.

Volod Ivanov is an innovative leader with a team-oriented outlook, effective in leading the development and execution of financial strategies, financial reporting and consolidation, controllership, treasury, governance, risk management, and internal audit functions within private and public corporations. He holds a master's degree in business and is a member of the Chartered Professional Accountants of Ontario (Canada) and the Association of Chartered Certified Accountants (UK).

**PLANTFUEL INC.**

On March 12, 2021, the Company completed its acquisition of PlantFuel, Inc. (PF), an American-based plant protein company. PF is focused on delivering plant-fueled nutritional supplements to consumers using world-class formulations and using clinically proven ingredients. The transaction was completed by issuing 65,000,000 common shares (the consideration shares) of the Company at a value of \$0.15 per share. According to the terms of the agreement, the consideration shares are held in escrow and are to be distributed as follows: The shares were subject to the following release provisions, 10% on closing, 30% three months from closing, 30% six months from closing, and 30% 12 months from closing.

The Company has determined that the operations of PF represent a business and as such, the acquisition has been accounted for as a business combination. Under IFRS 3 – Business Combinations, the Company has one year to finalize the purchase price allocation of an acquired Company's intangible assets, assumed liabilities, intangible assets, and goodwill. The Company will analyze the acquired rights, liabilities, intangibles, and goodwill and will make the final allocation within the 12 months. Please see associated interim unaudited financial statements for further information.

On May 17, 2021, the Company announced it has signed a master strategic research alliance (SRA) agreement with the Center for Applied Health Sciences (CAHS) to research its PlantFuel plant-based, sports nutrition product line, which represents the latest advancements in plant-based wellness.

CAHS is a premier interdisciplinary natural product, functional food, and nutritional supplement contract research organization with a robust network of academic colleagues at various Division 1 universities.

The Company will begin conducting its first university study on its Performance Protein to demonstrate that it is as effective as whey protein for recovery, muscle growth, and performance.

PlantFuel is an all-new, premium plant-based nutritional supplement brand developed in conjunction with GNC to deliver the absolute best-possible products available, successfully bridging the gap between healthy, plant-based nutrition and peak performance – and that does so with compostable, eco-conscious, and responsibly sourced packaging.

### **PLANTFUEL INC.(Continued)**

On May 19, 2021, the Company announced that leading retail GNC has placed an initial \$3.4 million purchase order for PlantFuel products. The official product launch is anticipated launching August 19th at all US GNC locations.

On July 21, 2021, the Company announced that its PlantFuel brand has signed an agreement with Tough Mudder, global sports and active lifestyle brand with over six million participants and growing, spanning 19 countries. Tough Mudder hosts more than 130 non-competitive and competitive events annually and effectively reach millions of fitness-minded consumers every month.

As an innovative and breakthrough plant-based performance brand, PlantFuel will provide Mudders access to its category-leading Performance Protein to support strength and recovery. Performance Protein is a tri-blend of 20g of vegan- and plant-based proteins that contain all nine essential amino acids, and is fortified with performance mushrooms and BCAAs. The brand will also have recovery stations on-course at select events to provide participants with performance and recovery support when they need it most.

### **Corporate Update and Engagement of Digital Marketing Firm**

On August 10, 2021, FUEL announced that it has officially announced its launch strategy, as it prepares to break the mold and add an entirely new dimension to the plant-based wellness industry.

### **The Strategy**

PlantFuel's strategy is simple: Break the mold and shatter expectations by creating a disruptive brand that can stand out within a very crowded space and support it with the best-in-class team, product formulations, marketing, and distribution partnerships.

### **Team**

PlantFuel recently named Brad Pyatt (CEO), Maria Dane (President), and Volod Ivanov (CFO) to its executive leadership team, while appointing Brian Cavanaugh as Chairman of the Board. Together, these powerhouse experts have managed more than one billion in sales and bring more than 50 years of combined experience across a broad range of industries.

### **Marketing**

PlantFuel lives at the intersection of Cool and Smart. "We know exactly who we are and exactly what we are not," comments Pyatt. "We have assembled a team of brand experts and agencies to create and drive the brand forward. We will utilize a variety of traditional and non-traditional marketing tactics to build our brand platform."

Highlighting the FUEL's marketing efforts will be a list of soon-to-be-announced A-List actors and musicians, as well as Hall of Fame and top college athletes. PlantFuel's No F\*\*\*ING Whey Campaign will be featured on billboards, and ESPN radio, and several other media outlets starting in mid-August.

### **Distribution**

PlantFuel signed an exclusive agreement to launch in all US GNC locations on August 19, 2021, with initial purchase orders of \$3.9 million. The Company has also secured an agreement with Amazon to be on the exclusive Launchpad Platform beginning in October 2021.

### **Financing**

FUEL has secured a \$2 million credit facility to fund its inventory and closed on a \$3 million equity raise on August 9, 2021, which will give the Company capital to execute on its launch of the PlantFuel brand strategy.

### **Product**

PlantFuel is solving plant-based wellness with clinically proven ingredients and eco-friendly packaging. The touchpoints of everything done as a company are: Good for the Body, Good For The Planet. All PlantFuel products feature banned-substance-free and tested ingredients to push athletes past their plateaus, without compromising on nutritional needs, performance output, or flavor. Doctor formulated, these precise formulations were designed based on extensive and innovative research of plant-based ingredients, sourced from multiple leading ingredient suppliers, with efficacy and safety in mind.

- PlantFuel is initially launching five products:
  - All-in-One Nutrition features 20g of complete plant-based protein plus 29 fruits and vegetables, as well as clinically studied Wellmune® beta-glucan for immune system health, to provide you with complete nutrition on the go. The initial flavor offerings include Chocolate and Vanilla.
  - Performance Protein delivers 20g of complete, plant-fueled protein with added vegan-fermented BCAAs as InstAminos® and PeakO2® performance mushrooms. The initial flavor offerings include Chocolate and Vanilla.
  - All-in-One Pre-Workout uniquely features patented 3DPump -Breakthrough™ with vegan-fermented citrulline, glycerol, and Amla fruit extract to support exercise performance, recovery, and nitric oxide; along with 250mg of Purcaf® Organic Caffeine plus 85mg of Dynamine® to increase perceived energy and alertness. The initial flavor offerings include Fruit Punch, Watermelon, and Blue Raspberry.
  - All-in-One Recovery provides vegan fermented BCAAs as InstAminos® with essential amino acids as vegan Amino9® plus vegan fermented Creatine and BetaPrime® to reduce soreness and recovery time and optimize muscle protein synthesis. The initial flavor offerings include Blood Orange and Berry Breeze.
  - Daily Immunity + Hydration features clinically proven ingredients Wellmune® to strengthen the immune system, and Aquamin™ calcified sea algae to provide superior hydration benefits. PlantFuel® Daily Immunity + Hydration is the proven choice to fuel your daily active lifestyle. The initial flavor offerings include Citrus Burst, Tropical Punch, and Raspberry Lemonade.

### **Engagement of Marketing Firm BLK SWN INC.**

The Company engaged BLK SWN Inc. of Christ Church, Barbados for a marketing program commencing on August 10, 2021, and ending on or about October 8, 2021. BLK SWN Inc. shall write and distribute articles and banner ads to bring awareness to FUEL's business in consideration of USD 235,000. The promotional activity shall occur on GlobalInvestmentDaily.com, PRNewswire, Social Media Channels, Display, Search, and third-party email distribution lists. BLK SWN Inc. does not have any prior relationship with the Company

## **REVERSE TAKEOVER – BEST CANNABIS PRODUCTS INC.**

On February 28, 2019, the Company entered into a definitive share exchange agreement (the "Agreement") with BCP pursuant to which Blox can acquire all the issued and outstanding securities of BCP in exchange for the issuance of 234,800,000 common shares of the Company.

BCP is a Canadian company headquartered in Mississauga, Ontario that is backed by a group of successful entrepreneurs who have extensive experience in the areas of manufacturing, logistics, and renewable energy. BCP possesses a state-of-the-art agricultural facility (the "Existing Facility") in Leamington, Ontario – a preeminent locale for cannabis/hemp cultivation in Canada. The current facility consists of 151,488 square feet of indoor and greenhouse cultivation space and is situated on 50 acres of land, of which 40 acres are available for outdoor hemp cultivation. BCP has engaged industry experts David Hyde and Associates along with Eurofins to assist with the development of its business. As part of BCP's first phase of development, it has been granted an industrial hemp license ("IHL") which will ultimately allow it to enter the rapidly developing cannabidiol ("CBD") market.

The Agreement outlined the terms and conditions according to which BLOX will acquire all the outstanding securities of BCP (the "Transaction"). The Transaction functioned as a reverse takeover and resulted in a change of business for the Company. The Transaction is subject to several conditions precedent including, but not limited to, completion of a minimum concurrent financing of up to \$2,000,000 ("Transaction Financing") and CSE approval. As previously indicated, the Company closed this transaction on August 28, 2019, and CSE approval was granted on September 9, 2019, and the Company completed financing totaling \$2,396,167.

### BCP Past and Current Business Objectives

BCP planned to concentrate on strategic partnerships to help establish a recognizable and reputable brand name to expose the company's products before production. BCP planned to cultivate industrial hemp to produce pedigreed seeds, grains, fibers, flowering heads, leaves, and branches. Given the current state of the market and for growth operations, the Company has decided to refocus its strategy on the supplement and nutraceutical space involving the following:

- **CPG-Branding:** SIRE's "House of Brands" currently has submitted 15 trademarks with CIPO for industry-related CPG brands leading to high revenue products and 3rd party royalty arrangements.
- **Supplements, health, and wellness food and beverages:** The first step of the Company on this strategy included the acquisition of Fusion Nutrition Incorporated, please see below. The Company further advanced this strategy with the acquisition of PlanFuel, Inc

As further evidence of Management's refocused strategy, on January 15, 2021, the Company reached a settlement agreement with the original vendor of its property in Leamington, Ontario, who held the mortgage on the property, to settle all secured notes via the return of the property, buildings, \$300,000 in cash and 500,000 shares of the Company.

## **FUSION NUTRITION INCORPORATED**

On November 14, 2019, the Company executed an LOI to acquire all the outstanding shares of Fusion Nutrition Incorporation (Fusion). On May 3, 2020, the Company completed its acquisition of Fusion, a Canadian-based supplement company with national distribution which hosts 12 brands. The transaction was effected by issuing 2,913,640 common shares (the consideration shares) of the company at a value of \$0.05 per share (CSE required no value under \$0.05). According to the terms of the agreement, the consideration shares are to be distributed as follows: i) upon satisfaction of certain terms in the agreement 50% on the six (6) month anniversary of the closing transaction ii) remaining consideration shares are to be released on the nine (9) and twelve (12) month anniversary in equal portions. Completion of the Transaction will accelerate SIRE's speed to market in the nutraceutical space as SIRE leverages FUSION's experience, expertise, and distribution to enhance its House of Brands product portfolio. The sports nutrition industry continues to boom as the core consumer base (bodybuilders and elite athletes) has broadened to include more casual participants (recreational athletes, fitness enthusiasts, and overall health and wellness seekers). According to research group *Statista*, the global sports nutrition market was valued at USD 50.84 billion in 2018 and is expected to reach USD 81.5 billion by 2023. With FUSION's insight into the category, SIRE believes it will be uniquely positioned to launch more relevant and highly customized products at a faster pace. FUSION's social media engagement is very strong reaching over 1 million targeted people across all affiliate accounts and along with Amazon is guiding their Direct-To-Consumer strategy. In traditional brick-and-mortar channels, FUSION's network consists of 800 points of distribution in Canadian specialty stores including Sport Chek, Popeye's Supplements, Supplement King, and Herc's Nutrition. Its product portfolio consists of creatine, pre-workout, intra-workout, post-workout supplements, and more.

The Company's Fusion-related revenues have remained consistent with prior periods throughout the pandemic and the Company is optimistic these revenues will increase as the effect of the Covid pandemic decreases. Please see the Fusion acquisition note for more information in the associated interim unaudited financial statements.

**PLANTFUEL LIFE INC.** (formerly Sire Bioscience Inc.)  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE THREE AND NINE MONTHS ENDED JUNE 30, 2021, AND 2020

**SELECTED QUARTERLY INFORMATION**

Quarterly data for the consolidated group is reflected below for the previous eight quarters.

	30-Jun-21	31-Mar-21	31-Dec-20	30-Sep-20
	(\$)	(\$)	(\$)	(\$)
<b>Total assets</b>	<b>33,774,430</b>	30,461,195	7,182,297	7,182,560
<b>Total liabilities</b>	<b>2,365,967</b>	1,111,509	6,903,332	6,448,702
<b>Revenue</b>	<b>261,350</b>	241,802	294,442	285,285
<b>Net profit (loss)</b>	<b>(2,672,023)</b>	(1,790,007)	(536,759)	(1,220,884)
<b>Loss per share</b>	<b>(0.02)</b>	(0.02)	(0.01)	(0.03)

	30-Jun-20	31-Mar-20	31-Dec-19	30-Sep-19
	(\$)	(\$)	(\$)	(\$)
<b>Total assets</b>	<b>8,885,231</b>	8,101,865	7,265,717	7,639,168
<b>Total liabilities</b>	<b>5,993,411</b>	5,327,848	5,136,675	5,022,999
<b>Revenue</b>	<b>206,843</b>	-	-	-
<b>Net loss</b>	<b>39,475</b>	(405,026)	(487,126)	(4,709,067)
<b>Loss per share</b>	<b>-</b>	(0.01)	(0.01)	(0.03)

Significant variations in the most recent quarters are discussed below:

- a) During the last 2 quarters ended June 30, 2021, the Company's assets increased significantly due to successfully closing two equity private placements and the acquisition of PlantFuel Inc. The gross proceeds from the private placements totaled \$4,964,100. Please see below for further details. The Company has placed production orders with the use of this additional capital.
- b) During the last 2 quarters, liabilities decreased mainly to the settlement of the secured loan associated with the disposal of the property and buildings in one of the subsidiaries. The secured loan of \$5,383,328 plus all accrued interest has been discharged in full.

**SELECTED ANNUAL INFORMATION**

Selected annual information for the years ended September 30, 2020, and 2019 is presented below:

	2020	2019
	(\$)	(\$)
<b>Total assets</b>	7,182,560	7,639,168
<b>Total liabilities</b>	6,448,702	5,022,999
<b>Shareholders' equity</b>	733,858	2,616,169
<b>Revenue</b>	492	-
<b>Net loss</b>	(2,073,561.00)	(6,396,107.00)
<b>Loss per share</b>	(0.05)	(0.04)

## **RESULTS OF OPERATIONS**

### **Three Month Period Ended June 30, 2021**

#### Revenues

The Company generated revenues of \$261k from the Fusion subsidiary during the three months ended June 30, 2021 ("Current Quarter") due to supplement sales. The pandemic crisis has resulted in lower-than-expected sales for the period given retail restrictions and gym closures, but the Company believes this will only be temporary. The cost of goods sold associated with this revenue totaled \$274k resulting in a gross loss of \$13k before operating expenses.

To further advance its strategy of growing in the health and wellness nutrition space, the Company completed its acquisition of PlantFuel Inc. This provides the Company with plant protein-based products and a presence in the United States. The Company continues to be involved in identifying partnership and acquisition opportunities to meet its corporate objectives.

#### Expenses

The Company incurred a one-time loss on the disposal of its Leamington property and buildings. Readers are directed to the notes in the associated unaudited interim financial statements for the period ended June 30, 2021, for more information. The Company believes the opportunity for growth is embedded with the sale of and expansion of its supplements business, therefore decided to divest itself of the property.

## **LIQUIDITY AND CAPITAL RESOURCES**

The Company's approach to managing liquidity risk is to have sufficient liquid capital to meet its current liabilities as they come due. On June 30, 2021, the Company had a working capital surplus of \$2,045,391 (September 30, 2020, working capital deficiency of \$5,609,877).

This surplus is due to two successful private placements in the period. The first of the private placements was completed on January 27, 2021, whereby 29,000,000 common shares of the Company were issued at \$0.05 per share for gross proceeds of \$1,450,000. These proceeds were raised for working capital purposes. The second private placement was completed on March 12, 2021. The Company issued 23,427,334 common shares at \$0.15 per share for total proceeds of \$3,514,100. These proceeds are to be used for the growth and expansion of the companies in the group.

The Company has successfully utilized both debt and equity financing in the past, but there is no assurance that such funding will be available in the future or if it is that it will be on acceptable terms. Management anticipates that its working capital is sufficient to meet its expected ongoing obligations for the coming year and to use the proceeds from the Private Placement to support its GNC launch and for general working capital.

On July 16, 2021, the Company had entered into a revolving loan facility and security agreement with Colby Capital Limited, a non-related lender. The facility of \$2,000,000 has an interest rate of 10% per annum, calculated daily, which shall be reduced to 8% per annum, calculated daily once a Permitted Purchase Order has been repaid in full. The Company received an advance of \$500,000 and, in connection therewith, on July 20, 2021, issued 200,000 common shares to the lender at a deemed price of \$0.30 per share under the agreement to fund its inventory.

On August 9, 2021, the Company closed a non-brokered private placement offering issuing an aggregate of 12,000,000 units ("Units") at \$0.25 per Unit raising gross proceeds of \$3,000,000. The majority of the proceeds will be used for working capital purposes in the Company. Each Unit is comprised of one common share and one-half of one common share purchase warrant with each whole warrant entitling the holder to purchase one additional share of the Company at \$0.40 per share for 18 months from the date of issuance.

**LIQUIDITY AND CAPITAL RESOURCES (continued)**

**OUTSTANDING SHARE DATA**

**Issued and Outstanding**

As of the Report Date, there are 172,977,378 common shares issued and outstanding.

**Stock Options**

As of June 30, 2021, the total number of stock options outstanding are summarized below:

	<b>Number of Stock Options</b>	<b>Weighted Average Exercise Price</b>
		<b>(\$)</b>
Balance, September 30, 2020	2,900,000	0.2
Cancelled Options	(115,000)	0.2
Balance, December 31, 2020	2,785,000	0.2
Expired options	(15,000)	0.6
Issuance	6,200,000	0.475
Balance, March 31, 2021	8,970,000	0.39
Issuance	5,500,000	0.33
Balance, June 30, 2021	14,470,000	0.37

During the year ended September 30, 2020, 453,000 options expired, 505,000 options were canceled, and 2,770,000 options were granted. During the period ended December 31, 2020, no additional options were granted. 15,000 options expired in January 2021 and 6,200,000 options were granted on March 23, 2021.

Options granted March 2020 with a strike price of \$0.20, vest monthly over 36 months. Options vested as at December 31, 2020, total 692,500.

Share loans totaling \$1,050,000 were granted on March 23, 2020. The recourse on the loan is restricted to the shares as pledged collateral. As such, the Company records the transaction as a grant of options. The fair value of options assumed in the transaction was determined to be \$293,175.

On March 22, 2021, the Company announced that it has granted an aggregate of 6,200,000 incentive stock options to certain directors, officers, and consultants of the FUEL according to its stock option plan at an exercise price of \$0.475 per common share for two years

On May 31, 2021, the Company had granted an aggregate of 5,500,000 incentive stock options to a director and certain consultants according to its stock option plan at an exercise price of \$0.33 per common share for two years.

On August 10, 2021, the Company announced that it has granted an aggregate of 3,000,000 incentive stock options to certain directors and officers of the Company at an exercise price of \$0.325 per common share for three years.

**LIQUIDITY AND CAPITAL RESOURCES (continued)**

**Share Purchase Warrants**

As at June 30, 2021, the total number of share purchase warrants outstanding are summarized below:

	Number of Warrants	Weighted Average Exercise Price (\$)
Balance, February 6, 2018 and September 30, 2018	-	-
Deemed issuance (from RTO)	2,257,200	0.50
Balance, September 30, 2019	2,257,200	0.50
Expired November 27, 2019	(2,032,200.00)	-
Balance, September 30, 2020	225,000	0.60
Expired October 9, 2020	(225,000.00)	-
Balance, December 31, 2020	-	-

225,000 warrants expired on October 9, 2020.

On August 9, 2021, the Company closed a non-brokered private placement offering issuing an aggregate of 12,000,000 units ("Units") at \$0.25 per Unit raising gross proceeds of \$3,000,000. The majority of the proceeds will be used for working capital purposes in the Company. Each Unit is comprised of one common share and one-half of one common share purchase warrant with each whole warrant entitling the holder to purchase one additional share of the Company at \$0.40 per share for 18 months from the date of issuance.

## **RELATED PARTY TRANSACTIONS**

Key management personnel included the Chief Executive Officer ("CEO"), Chief Financial Officer ("CFO"), and directors and officers and companies controlled or significantly influenced by them.

During the nine months period ended June 30, 2021, the following amounts were paid to or accrued for key management personnel \$337,500.

As at June 30, 2021, a total of \$25,101 was owed to the key management personnel (September 30, 2020 - \$133,585) for advances, expenses and services rendered. Other board members of the Company were owed \$Nil (September 30, 2020 - \$8,002) for services rendered. These liabilities are non-interest bearing and payable on demand.

As at March 23, 2020, the Company entered into loan agreements with each of 1610896 Ontario Inc., a company controlled by Domenic Crudo the CFO, Natural Lines Inc., a company controlled by Michael Lines an advisor board member to Sire and Layton Hipfner, the Master Grower of Sire Bioscience. The principal sum for each loan is \$350,000 and the Company has agreed to issue up to 700,000 common shares of the Company at a deemed price of \$0.50 per share to each debtor. The loans are repayable over four (4) years and bear interest at 2%. Please refer to 10 of the accompanying condensed interim unaudited consolidated financial statements.

The former Director of Marketing for the Company, Adrian Burke, was a principal and co-founder of Fusion Nutrition Inc. before joining the Company. In the acquisition of Fusion, he received 913,645 shares of the Company for his interest in Fusion Nutrition Inc.

## **ACCOUNTING POLICIES AND CRITICAL ACCOUNTING ESTIMATES**

Significant accounting policies used by the Company are disclosed in Note 3 to September 30, 2020, audited annual consolidated financial statements. Preparing financial statements in accordance with IFRS requires management to make certain judgments and estimates. Changes to these judgments and estimates could have a material effect on the Company's financial statements and financial position. There were no changes to FUEL's critical accounting estimates during the period ended June 30, 2021.

### **Revenue**

Revenues are recognized when control of the products has been transferred to the customer, being when the products are shipped by the Company's shipping service provider. The customer takes control of the goods, has full discretion over the use of the products and there are no unfulfilled obligations by the Company that could affect the customer's acceptance of the products. The Company's sales and performance obligations occur at the point of shipping, so revenues are recorded at that point in time. The Company derives all its revenue in Canada via sales of supplements products under its Fusion brand name. The majority of its sales are to wholesale customers, but the Company does maintain a direct-to-consumer sales website. The Company assesses the recoverability of each of its accounts on a regular basis. Sales for the three months ended June 30, 2021, are as follows:

Product Sales - \$261,350.

### **Inventories**

Inventories are measured at the lower of cost and net realizable value. Cost is determined on a first in first out basis. Net realizable value is the estimated selling price in the ordinary course of business, less any applicable variable costs.

## **ACCOUNTING POLICIES AND CRITICAL ACCOUNTING ESTIMATES (Continued)**

### **Financial Instruments**

The following is the Company's accounting policy for financial instruments under IFRS 9:

#### Financial assets

On initial recognition, financial assets are recognized at fair value and are subsequently classified and measured at: (i) amortized cost; (ii) fair value through other comprehensive income ("FVOCI"); or (iii) fair value through profit or loss ("FVTPL"). The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. A financial asset is measured at fair value net of transaction costs that are directly attributable to its acquisition except for financial assets at FVTPL where transaction costs are expensed. All financial assets not classified and measured at amortized cost or FVOCI are classified as FVTPL. On initial recognition of an equity instrument that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in other comprehensive income/loss.

The classification determines the method by which the financial assets are carried on the statement of financial position after inception and how changes in value are recorded.

#### Impairment

The Company has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue. For 2020, no expected credit losses have been recorded by the Company as all trade receivables are expected to be collected and are not significant.

#### Financial liabilities

Financial liabilities are designated as either: (i) fair value through profit or loss; or (ii) amortized cost. All financial liabilities are classified and subsequently measured at amortized cost except for financial liabilities at FVTPL. The classification determines the method by which the financial liabilities are carried on the statement of financial position subsequent to inception and how changes in value are recorded. Accounts payable, accrued liabilities, due to shareholder, lease liability, and royalty agreement liability are classified as other financial liabilities and carried on the statement of financial position at amortized cost.

As at December 31, 2020, and 2019, the Company does not have any derivative financial liabilities.

The following table summarizes the classification categories for the Company's financial assets and liabilities.

<b>Financial Assets</b>	<b>IFRS 9</b>
Cash	Amortized cost.
Trade receivable	Amortized cost.
<b>Financial Liabilities</b>	<b>IFRS 9</b>
Accounts payable and accrued liabilities	Amortized cost.
Loan Payable	Amortized cost
Due to shareholder	Amortized cost.
Lease liability	Amortized cost.
Royalty liability	Amortized cost.
Secured Loan	Amortized cost

## **ACCOUNTING POLICIES AND CRITICAL ACCOUNTING ESTIMATES (Continued)**

### **Leases**

The following is the Company's accounting policy for leases under IFRS 16:

The Company has adopted IFRS 16 from October 1, 2019. The standard replaces IAS 17 'Leases' and for lessees eliminates the classifications of operating leases and finance leases. According to IFRS 16, a contract is a lease when the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration. With exceptions for certain short-term leases and leases of low-value assets, IFRS 16 requires a lessee to recognize lease contracts as a right-of-use asset representing its right to use an identified asset for a period of time and a lease liability representing its obligation to make lease payments.

The right-of-use asset is initially measured at cost, which comprises the amount of the initial measurement of the lease liability and any lease payments made at or before the commencement date. Right-of-use assets are subsequently depreciated from the commencement date of the lease to the earlier of the end of the lease term or the end of the useful life of the asset. The right-of-use asset is subsequently measured at cost less accumulated depreciation and any accumulated impairment losses, and adjusted for any re-measurement of the lease liability.

The lease liability is initially recognized as the present value of future lease payments discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the lessee's applicable incremental borrowing rate. The incremental borrowing rate is the rate which the Company would have to pay to borrow, over a similar term and with a similar security, the funds necessary to obtain an asset of similar value to the right-of-use asset. The lease liability is subsequently measured by reducing the carrying amount to reflect lease payments made and to reflect any reassessments or modifications. The Company has applied IFRS 16 using the modified retrospective approach, with the cumulative effect of initially applying the standard as an adjustment to retained earnings and no restatement of comparative information which continues to be reported under IAS 17, Leases. On transition to IFRS 16, the Company has elected to apply the recognition exemption for short-term leases that have a term of less than 12 months. As a result of using the practical expedients as allowed within the standard, there was no impact to the opening retained earnings upon adoption.

On February 1, 2020, the Company entered into a three-year lease agreement for its head offices. The Company has the right to renew the lease for an additional three-year term prior to the lease termination subject to certain provisions incorporated in the lease.

### **Property, Plant, and Equipment**

Property, plant, and equipment comprise a greenhouse that is being built for its intended use as of September 30, 2020, office equipment, furniture and fixtures, and tools required for creating a greenhouse capable of producing cannabis.

All items of property and equipment are initially recorded at cost. Subsequent to recognition, property and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any, except for capital work-in-progress. Cost includes expenditures that are directly attributable to the creation or acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labor, and any other costs directly attributable to bringing the asset to a working condition for its intended use, and the cost of dismantling and removing the items and restoring the site on which they are or are to be located. Borrowing costs for qualifying assets that are directly attributable to the acquisition, construction or production of an asset are included in the cost of that asset.

## **ACCOUNTING POLICIES AND CRITICAL ACCOUNTING ESTIMATES (Continued)**

### **Property, Plant, and Equipment (continued)**

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Expenditures incurred to replace a component of an item of property and equipment that is accounted for separately is capitalized and the carrying amount of the component that is replaced is written off. All other repairs and maintenance are charged to the statement of profit or loss and other comprehensive income when incurred.

Depreciation of an asset begins when it is available for use, i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. The periods generally applicable are as follows:

	<b>Useful life</b>
Computer equipment	20%, declining balance
Furniture and fixtures	20% declining balance

The residual value, depreciation method, and the useful life of each asset are reviewed at each year-end, with the effect of any changes in estimates accounted for on a prospective basis.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Fully depreciated property and equipment are retained in the financial statements until they are no longer in use and no further charge for depreciation is made in respect of these assets.

During the period, the company disposed of its property and buildings in Leamington, Ontario. The reader is directed to Note 6 and 7 of the Company's associated interim unaudited consolidated financial statements for a complete breakdown of its property, plant, and equipment.

### **Intangible Asset**

Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of acquisition. Intangible assets acquired separately are initially recognized at cost. Indefinite life intangible assets are not amortized and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortization and impairment. The gains or losses recognized in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in useful life are accounted for prospectively by changing the amortization method or period.

The Company amortizes brands over a straight-line period of ten years.

## **ACCOUNTING POLICIES AND CRITICAL ACCOUNTING ESTIMATES (Continued)**

### **Business Combinations**

The acquisition method of accounting is used to account for business combinations regardless of whether equity instruments or other assets are acquired.

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued, or liabilities incurred by the acquirer to former owners of the acquiree and the amount of any non-controlling interest in the acquiree. For each business combination, the non-controlling interest in the acquiree is measured at the fair value or at the proportionate share of the acquiree's identifiable net assets. All acquisition costs are expensed as incurred to profit or loss.

On the acquisition of a business, the consolidated entity assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the consolidated entity's operating or accounting policies, and other pertinent conditions in existence at the acquisition-date.

Contingent consideration to be measured by the acquirer is recognized at the acquisition-date fair value. Subsequent changes in the fair value of the contingent consideration classified as an asset or liability are recognized in the profit or loss. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity.

The difference between the acquisition-date fair value of assets acquired, liabilities assumed and any non-controlling interest in the acquiree and the fair value of the consideration transferred and the fair value of any pre-existing investment in the acquiree is recognized as goodwill. If the consideration transferred and the pre-existing fair value is less than the fair value of the identifiable net assets acquired, being a bargain purchase to the acquirer, the difference is recognized as a gain directly in profit or loss by the acquirer on the acquisition date but only after a reassessment of the identification and measurement of the net assets acquired, the non-controlling interest in the acquiree, if any, the consideration transferred and the acquirer's previously held equity interest in the acquirer.

Business combinations are initially accounted for on a provisional basis. The acquirer retrospectively adjusts the provisional amounts recognized and also recognizes additional assets or liabilities during the measurement period, based on new information obtained about the facts and circumstances that existed at the acquisition date. The measurement period ends either earlier than (1) 12 months from the date of the acquisition or (ii) when the acquirer receives all the information possible to determine fair value.

### **Income Taxes**

The reader is directed to Note 15 of its September 30, 2020, audited consolidated financial statements for full disclosure of its Income Taxes, Deferred Taxes, and Tax Loss Carryforwards.

## **NEW ACCOUNTING STANDARDS NOT YET ADOPTED**

Standards issued but not yet effective up to the date of issuance of the Company's financial statements are listed below. This listing is of standards and interpretations issued which the Company reasonably expects to be applicable at a future date. The Company intends to adopt these standards when they become mandatorily effective.

At this time the Company is not aware of any standards applicable to its accounting policies which will need to be effective in the future.

## **RISKS AND UNCERTAINTIES**

### **Conflicts of Interest Risk**

Certain of the Company's directors and officers are, and may continue to be, involved in other business ventures in the industry through their direct and indirect participation in corporations, partnerships, joint ventures, etc. that may become potential competitors of the products the Company intends to provide. Situations may arise in connection with potential acquisitions or opportunities where the other interests of these directors' and officers' conflict with or diverge from the Company's interests. In accordance with the Business Corporations Act of British Columbia, directors who have a material interest in any person who is a party to a material contract or where a proposed material contract is required, subject to certain exceptions, have to disclose that interest and generally abstain from voting on any resolution to approve the contract. In addition, the directors and the officers are required to act honestly and in good faith with a view to the Company's best interests. However, in conflict-of-interest situations, the Company's directors and officers may owe the same duty to another company and will need to balance their competing interests with their duties to the Company. Circumstances (including with respect to future corporate opportunities) may arise that may be resolved in a manner that is unfavorable to us.

### **Key Personnel Risk**

The Company's success will depend on its directors and officers to develop the Company's business and manage its operations and on the Company's ability to attract and retain key technical, sales, and marketing staff or consultants. The loss of any key person or the inability to find and retain new key persons could have a material adverse effect on the Company's business. Competition for qualified technical, sales, and marketing staff, as well as officers and directors, can be intense and no assurance can be provided that the Company will be able to attract or retain key personnel in the future, which may adversely impact the Company's operations. There are no compensatory plans or arrangements with respect to the executive officers resulting from the resignation, retirement, or any other termination of employment of the officer's employment or from a change of named executive officers' responsibilities following a Change of Control. The Company has not granted any termination or change of control benefits. In case of termination of executive officers, common law and statutory law applies.

### **Uninsured or Uninsurable Risk**

The Company may become subject to liability for risks against which the Company cannot insure or against which the Company may elect not to insure due to the high cost of insurance premiums or other factors. The payment of any such liabilities would reduce the funds available for the Company's usual business activities. Payment of liabilities for which the Company does not carry insurance may have a material adverse effect on the Company's financial position and operations.

### **Speculative Nature of Investment Risk**

An investment in the Company's common shares carries a high degree of risk and should be considered as a speculative investment by purchasers. The Company has not paid dividends and is unlikely to pay dividends in the immediate or near future. The Company is in the development phase of its business. The Company's operations are not yet sufficiently established such it can mitigate the risks associated with its planned activities.

### **Dividend Risk**

The Company has not paid dividends in the past and does not anticipate paying dividends in the near future. The Company plans to retain potential earnings to finance further growth and, when appropriate, retire debt.

### **Liquidity and Future Financing Risk**

The Company may require additional financing to fund future operations and expansion plans. The Company plans to raise further funds to carry out its business plan, but it does not yet have a commitment from anyone to invest the funds. The Company's ability to secure any required financing to sustain its operations will depend in part upon prevailing capital market conditions, as well as the Company's business success. There can be no assurance that the Company will be successful in the Company's efforts to secure any additional financing or additional financing on terms satisfactory to the Company's management. If additional financing is raised by issuing common shares in the Company's authorized capital, control of the Company may change and shareholders may suffer additional dilution. If adequate funds are not available or are not available on acceptable terms, the Company may be required to scale back its business plan or cease operating.

### **Going Concern Risk**

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 identification and successful completion of equity or debt financing and the achievement of profitable operations at an indeterminate time in the future. There can be no assurances that the Company will be successful in completing equity or debt financing or in achieving profitability. The financial statements do not give effect to any adjustments relating to the carrying values and classification of assets and liabilities that would be necessary should the Company be unable to continue as a going concern.

### **Global Economy Risk**

A potential economic slowdown and downturn of global capital markets can make the raising of capital by equity or debt financing more difficult. The Company will be dependent upon the capital markets to raise additional financing in the future, while the Company establishes a user and customer base for its products. Access to financing can be negatively impacted by a global economic downturn. As such, the Company is subject to liquidity risks in meeting the Company's development and future operating cost requirements in instances where cash positions are unable to be maintained or appropriate financing is unavailable. These factors may impact the Company's ability to raise equity or obtain loans and other credit facilities in the future and on terms favorable to the Company and its management. If uncertain market conditions persist, the Company's ability to raise capital could be jeopardized, which could have an adverse impact on the Company's operations and the trading price of the Company's common shares on the CSE.

### **Share Price Volatility Risk**

The Company's common shares are listed for trading on the CSE. External factors outside of the Company's control such as announcements of quarterly variations in operating results, revenues, and costs, and sentiments toward technology sector stocks may have a significant impact on the market price of the Company's common shares. Global stock markets, including the CSE, have from time to time experienced extreme price and volume fluctuations that have often been unrelated to the operations of particular companies. The same applies to companies in the technology sector. There can be no assurance that an active or liquid market will develop or be sustained for the Company's common shares.

### **Increased Costs of Being a Publicly Traded Company**

As a company with publicly traded securities, the Company will incur significant legal, audit, and filing fees. Securities legislation and the rules and policies of the CSE require listed companies to, among other things, adopt corporate governance and related practices, and to continuously prepare and disclose material information, all of which will significantly increase the Company's legal and financial compliance costs.

## CAPITAL MANAGEMENT

The Company defines its capital as shareholders' equity. The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to explore all strategic options and to maintain a flexible capital structure for its projects for the benefit of its stakeholders. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, acquire or dispose of assets or adjust the amount of cash. The Company expects its capital resources will be sufficient to carry its operations through the current operating period. The Company is not subject to externally imposed capital requirements.

## FINANCIAL INSTRUMENTS

The Company is exposed to varying degrees to a variety of financial instrument related risks:

### Credit risk

The Company's credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's accounts receivable are exposed to credit risk which the Company manages by performing credit assessments of customers and provides allowances for uncollectible accounts receivable.

Accounts receivable are past due when a customer fails to make a payment when contractually due. The following is an aging of accounts receivable past due but not impaired as of June 30, 2021.

	\$
1-30 days	105,241
More than 30 days	99,391
	204,634

### Foreign currency 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. The Company is not currently exposed to foreign exchange risk.

As at June 30, 2021, the Company had the following financial assets and liabilities denominated in foreign currency presented below in Canadian dollars:

	US Dollars
Cash	\$ 309,082
Receivables	\$ -
Inventories	2,806,801
Accounts payable and accrued liabilities	(1,545,241)
Total	\$ 1,570,643
Effect of +/- 10% change in exchange rate	\$ 157,064

### Interest rate risk

Interest rate risk is the risk the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to cash flow interest rate risk. The Company does not hold any financial liabilities with variable interest rates. The Company does maintain bank accounts that earn interest at variable rates, but it does not believe it is currently subject to any significant interest rate risk.

**PLANTFUEL LIFE INC.** (formerly Sire Bioscience Inc.)  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE THREE AND NINE MONTHS ENDED JUNE 30, 2021, AND 2020

---

### Liquidity risk

The Company's approach to managing liquidity risk is to have sufficient liquid capital to meet its current liabilities as they come due. On June 30, 2021, the Company had a working capital surplus of \$2,045,392 (September 30, 2020, working capital deficiency of \$5,609,877).

The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities.

	<b>Less than 1 year</b>	<b>1 to 2 years</b>	<b>2 to 3 years</b>
Accounts payable and accrued liabilities	\$1,989,633	-	-
Due to shareholders	\$12,817	-	-
Lease liability	\$25,552	\$9,081	-
Secured loan	-	-	-
Royalty agreement	-	-	\$238,520
<b>Total</b>	<b>\$2,028,002</b>	<b>\$9,081</b>	<b>\$238,520</b>

### Fair value

The carrying value of the cash and cash equivalents and accounts payable and accrued liabilities approximate their fair value, due to the short-term maturities of these instruments. The fair value of a short-term investment is measured using level 1 of the fair value hierarchy.

### Price risk

Price risk is the risk that the value of financial instruments will fluctuate as a result of changes to market prices (other than those arising from the interest rate or currency risk) caused by factors specific to an individual investment, its issuer, or all factors affecting all instruments traded in a market or segment.

### OFF-BALANCE SHEET ARRANGEMENTS

As at the Report Date, the Company did not have any off-balance sheet debt nor did it have any transactions, arrangements, obligations (including contingent obligations), or other relationships with any unconsolidated entities or other persons that may have a material current or future effect on financial conditions, changes in the financial conditions, results of operations, liquidity, capital expenditures, capital resources, or significant components of revenue or expenses.

### SUBSEQUENT EVENTS

On July 16, 2021, the Company had entered into a revolving loan facility and security agreement with Colby Capital Limited, a non-related lender. The facility of \$2,000,000 has an interest rate of 10% per annum, calculated daily, which shall be reduced to 8% per annum, calculated daily once a Permitted Purchase Order has been repaid in full. The Company received an advance of \$500,000 and, in connection therewith, on July 20, 2021, issued 200,000 common shares to the lender at a deemed price of \$0.30 per share pursuant to the agreement.

Effective July 21, 2021, Volodymyr Ivanov was appointed the CFO and Secretary of the Company, following the resignation of Domenic Crudo on July 20, 2021.

Effective July 31, 2021, the Company appointed Brad Pyatt as CEO and director, Maria Dane as President, and Brian Cavanaugh as Chairman of the Board. Brian Polla resigned as CEO and COO effective July 31, 2021, and remains on the board of directors of the Company.

### **SUBSEQUENT EVENTS (Continued)**

On August 9, 2021, the Company closed a non-brokered private placement offering issuing an aggregate of 12,000,000 common shares units ("Units") at \$0.25 per Unit raising gross proceeds of \$3,000,000. The majority of the proceeds will be used for working capital purposes in the Company. Each Unit is comprised of one common share and one-half of one common share purchase warrant with each whole warrant entitling the holder to purchase one additional share of the Company at \$0.40 per share for 18 months from the date of issuance.

On August 10, 2021, the "Company announced that it has granted an aggregate of 3,000,000 incentive stock options to certain directors and officers of the Company at an exercise price of \$0.325 per common share for three years.

On August 10, 2021, the Company engaged BLK SWN Inc. for a marketing program for a period to October 8, 2021, in consideration of USD 235,000.

On August 10, 2021, the Company entered into a consulting agreement and issued 76,923 shares at a deemed price of \$0.325 per share for past consulting services and remuneration of \$25,000 per quarter payable in shares.

### **OUTLOOK**

FUEL is focused on creating maximum value for its shareholders. As a result, the Company has refocused its strategy on building its supplements business in Canada, the United States, and internationally.

### **ADDITIONAL DISCLOSURE**

Additional information regarding the Company can be accessed via the Company website at <http://www.plantfuel.com> or on SEDAR at [www.sedar.com](http://www.sedar.com).

## **CORPORATE INFORMATION**

### Legal Counsel

Aird & Berlis LLP  
Brookfield Place,  
181 Bay St., Ste 1800  
Toronto, Canada M5J 2T9

### Auditor

RSM Canada LLP  
Suite 700 - 11 King Street West  
PO Box 27  
Toronto, ON M5H 4C7

Miller Thompson LLP  
Scotia Plaza  
40 King Street West, Suite 5800  
P.O. Box 1011  
Toronto, Ontario M5H 3S1

### Officers

Brad Pyatt– *Chief Executive Officer*  
Maria Dane - *President*  
Volodymyr Ivanov – *Chief Financial Officer*

### Listings

Canadian Securities Exchange: **FUEL.CN**  
Frankfurt Stock Exchange: **BR1B**  
OTC: **BLLXF**

### Board of Directors

Brad Pyatt– *Director*  
Brian Polla– *Director*  
Michael Lines – *Independent*  
Wally Rudensky CPA – *Independent*  
Brian Cavanaugh - *Independent*

### Transfer Agent

Computershare Canada  
100 University Avenue, 8<sup>th</sup> Floor  
Toronto, ON M5J 2Y1

### Head Office

2500 Meadowpine Blvd., Ste 202  
Mississauga, ON L5N 6C4