MANAGEMENT'S DISCUSSION AND ANALYSIS
SPT SULPHUR POLYMER TECCHNOLOGIES INC.
FOR THE YEAR ENDED MARCH 31, 2015

Date and Subject of Report

The following Management Discussion & Analysis ("MD&A") is intended to assist in the understanding of the trends and significant changes in the financial condition and results of operations of SPT Sulphur Polymer Technologies Inc. (formerly 0990756 B.C. Ltd.) ("SPT" or the "Company") for the year ended March 31, 2015. The MD&A should be read in conjunction with audited financial statements for the year ended March 31, 2015. The MD&A has been prepared effective July 28, 2015.

SCOPE OF ANALYSIS

The following is a discussion and analysis of SPT Sulphur Polymer Technologies Inc. (the "Company"), which was incorporated on January 12, 2014, under the laws of the Province of British Columbia. The Company's head office is located at Suite 488 - 625 Howe Street, Vancouver, British Columbia, V6C 2T6. The Company reports its financial results in Canadian dollars and prepares its financial statements in accordance and compliance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

OVERALL PERFORMANCE

The Company was established by Vinergy Resources Ltd. on January 12, 2014 and was assigned by Vinergy Resources Ltd. the Contract of Purchase and Sale between TBG Capital Inc. of Beaumont, Alberta (the "Seller") and Vinergy Resources Ltd. of Edmonton, AB (the "Buyer") dated November 29, 2013, amended on January 31, 2014 and amended again on September 30, 2014, the Buyer conditionally agreed to acquire a certain property, having the Tax Roll # 203020 located in, Leduc, Alberta, in connection with the Plan of Arrangement, (See "Transactions with Related Parties" below). The Contract of Purchase and Sale provides for the Company to have the right to acquire the Property for $650,000 subject to making certain payments and completing a successful feasibility study of the Property prior to December 31, 2015.

On June 18th, 2014 the Company became a Reporting Issuer in British Columbia, Alberta and Ontario.

On June 30, 2014 the Company issued a promissory note to TBG Capital Inc. for $2,500 in recognition of the first tranche of the $50,000 deposit due by September 30, 2014.

On July 17th, 2014 the Company acquired a license from Sulstar Technologies Inc., a British Columbia corporation, for a patented technology for converting waste sulphur into unique granulated thermoplastic asphalt binder and a modified sulphur polymer concrete marketed under the names of Sulstar and Sulconcrete, respectively, for the provinces of British Columbia, Alberta, Saskatchewan and the Yukon Territory, in consideration of $25,000 cash and a 2% royalty on all sales. The license has a five year term an*d is renewable based on performance

The license granted the Company the right to manufacture, sell and distribute products under the trade names Sulstar and Sulconcrete in Western Canada. Sulstar is the subject of US Patent # 8,500,899 issued on August 6, 2013. Sulconcrete is the subject of Canadian Patent Application number 2781341 issued on June 3, 2011.

On September 23, 2014 the Company closed a private placement for $300,000 and on September 29, 2014 announced a second private placement valued at a maximum of $200,000.

On December 8, 2014 the Contract of Purchase and Sale with TBG Capital Inc. was terminated.

On December 8, 2014 the Company closed a private placement for $150,000 and on December 17th, 2014 began to trade on the Canadian Securities Exchange ("CSE") under the symbol ("SEE").

On November 18, 2014 the Company received conditional acceptance of its application for listing on the Canadian Securities Exchange (CSE).

In July, 2015, the Company entered into a share purchase agreement to acquire a 90-per-cent interest in a Polish private company, LeenLife Pharma SA, which has developed a process to isolate omega-3 fatty acids from flax seeds. The purchase price is comprised of 12,232,788 common shares of the Company at a deemed issuance price of $0.1875 per share for an aggregate value of $2,293,648 and $563,044 in cash consideration due by October 31, 2015. The Share Purchase Agreement is subject to regulatory approval. Completion of the proposed transaction is subject to a number of conditions, including, but not limited to, execution of a definitive agreement in respect of the proposed transaction. There can be no assurance that the proposed transaction will be completed as proposed or at all.On December 17, 2014 the Company began trading on the Canadian Securities Exchange ("CSE") under the symbol ("SEE").

On January 27, 2015 the Company announced it had entered into a letter of intent with Mr. Wlodzimierz Myslowski of Poland to acquire all rights to the patents, patent applications, know-how, and other intellectual property pertaining to the manufacture and distribution of the SulstarTM and Sulconcrete technology for waste sulphur conversion into useful sulphur polymers.

Pursuant to the terms of the LOI, the Company could acquire the North American (Canada, USA and Mexico) IP in exchange for a non-refundable deposit of $25,000 and the issuance of 17,000,000 common shares in the capital stock of the Company. The purchase price was based on arms' length negotiation. The Company was also granted the option to acquire the IP for each of the Middle East, Africa, Europe, and Asia for an additional 2,000,000 common shares for each region, to a maximum of an additional 8,000,000 common shares. Such IP would have been transferred to the Company as patents are issued in such continents. The Company has decided that this technology would take many years of testing to be a viable product, and on May 11, 2015, the Issuer announced the termination of the letter of intent to acquire any further rights. The Issuer continues to hold rights for the four Western provinces.

In July, 2015, the Company entered into a share purchase agreement to acquire a 90-per-cent interest in a Polish private company, LeenLife Pharma SA, which has developed a process to isolate omega-3 fatty acids from flax seeds. The purchase price is comprised of 12,232,788 common shares of the Company at a deemed issuance price of $0.1875 per share for an aggregate value of $2,293,648 and $563,044 in cash consideration due by October 31, 2015. The Share Purchase Agreement is subject to regulatory approval. Completion of the proposed transaction is subject to a number of conditions, including, but not limited to, execution of a definitive agreement in respect of the proposed transaction. There can be no assurance that the proposed transaction will be completed as proposed or at all.

SELECTED ANNUAL INFORMATION

The following financial data, which has been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"), is derived from the Company's financial statements. These sums are being reported in Canadian dollars and did not change as a result of the adoption of policies concerning Financial Instruments.

	Year ended		
	March 31, 2015	**March 31, 2014**	**March 31, 2013**
Total Revenue	$ --	$ --	$ --
Interest income	--	--	--
Expenses	280,013	2,519	--
Net income (loss)	(306,061)	(2,519)	--
Total assets	179,740	5,081	--
Total long-term liabilities			--
Net earnings (loss) per share (basic and diluted)	--	--	--

The Company had a loss of $306,061 for the year ended March 31, 2015 as compared to the previous period ended March 31, 2014 (being from the date of inception of January 12, 2014) of $2,519. During the year ended March 31, 2015 the Company spent a considerable amount of time and costs on the examination of the Sulstar and Subconcrete technology, consulting fees of $172,350, and travel $27,354. The technology is promising and has a great many applications. The issues of not having an installation somewhere became apparent, with a long lead time to making sales. In January the Company was considering expansion of the product territory but after a reviewing the scope of the project decided to withdraw and remains with the four western provinces in Canada. Other significant costs were in the process of going public.

SELECTED QUARTERLY INFORMATION

The following table summarized the results of operations for the five most recent quarters. Oldest available period ended March 31, 2014 is from date of inception of January 12, 2014.

	Three months ended				
	March 31, 2015	**December 31, 2014**	**September 30, 2014**	**June 30, 2014**	**March 31, 2014**
Total Revenue	$ --	$ --	$ --	$ --	$ --
Interest income	--	--	--	--	--
Expenses	113,658	148,298	16,468	1,589	2,519
Net income (loss)	(139,706)	(148,298)	(16,468)	(1,589)	(2,519)
Net earnings (loss) per share and diluted earnings (loss) per share	(0.03)	(0.03)	(0.02)	(0.00)	(25.19)

The loss for the fourth quarter of fiscal 2015 reflects a non-cash $2,500 (comparative quarter - $nil) impairment of investment and the ongoing administration costs of the Company. Significant costs were consulting of $97,202, office and miscellaneous of $19,832 and travel costs to Poland of $16,992 concerning the marketing and contemplated expansion of the Sulstar and Subconcrete technology.

The loss for the third quarter of fiscal 2015 reflects ongoing administration costs of the Company. Significant costs were consulting of $75,148 and travel costs to Poland of $10,362 concerning the examination of the Sulstar and Subconcrete technology, and filing and transfer agent fees of $11,949.

The loss for the second quarter of fiscal 2015 reflects ongoing administration costs of the Company. Significant costs were filing and transfer agent fees of $9,439.

The loss for the first quarter of fiscal 2015 reflects ongoing administration costs of the Company. Significant costs were filing and transfer agent fees of $1,531.

The loss for the fourth quarter fiscal 2014 reflects ongoing administration costs of the Company. Significant costs were professional fees of $2,500.

LIQUIDITY

The Company had cash and cash equivalents of $70,890 at March 31, 2015, compared to $4,981 at March 31, 2014. The Company had a working capital of $120,518 at March 31, 2015 compared to working capital deficiency of $2,419 as at March 31, 2014.

On September 23, 2014 the Company closed a $300,000 private placement. The financing was for 15,000,000 common shares at $0.02 each.

On December 8, 2014 the Company closed a $150,000 private placement. The financing was for 1,500,000 common shares at $0.10 each.

CAPITAL RESOURCES

The Company does not expect to make significant capital expenditures in the near future.

OFF BALANCE SHEET ARRANGEMENTS

As at March 31, 2015, the Company had no off-balance sheet arrangements.

PROPOSED TRANSACTIONS

The Company is starting its business as a licensee of Sulstar Technologies. The Company is also proposing to market and sell LeenLife products.

TRANSACTIONS WITH RELATED PARTIES

During the year ended March 31, 2015 the Company:

(a) paid $3,232 in accounting fees to a proprietorship owned by an individual who was at the time CFO and a director of the Company; and

(b) The Company had advanced an amount of $50,000 to a company the majority of whose directors are also directors of the Company. The loan is unsecured, without interest and repayable on or before October 31, 2015.

As at March 31, 2015, the Company owed an advance of $nil (March 31, 2014 - $5,000 to) Vinergy and also had a subscription receivable of $nil (March 31, 2014 - $100) to be received from Vinergy.

These transactions above are in the normal course of operations and are measured at the agreed to amounts, which is the amount of consideration established and agreed to by the related parties.

OUSTANDING SHARE DATA

Authorized: unlimited common shares without par value
unlimited preferred shares without par value

On August 29th, 2014 the Company consolidated its share capital on a basis of 10 old shares for one new share. All mention of shares has been adjusted retro-actively. Following consolidation there were 2,633,333 post consolidation shares issued and outstanding.

Issued and Outstanding:

	Number of Shares	Amount ($)
Common shares issued at incorporation	10	100
Balance as at March 31, 2014	**10**	**100**
Incorporator shares cancelled	(10)	(100)
Spin-off FV	2,633,334	5,000
Shares issued in private placement	15,000,000	300,000
Shares issued in private placement	1,500,000	150,000
Share issue costs – cash	-	(7,500)
Balance as at March 31, 2015	**19,133,334**	**447,500**

Financings:

On December 08, 2014 SPT closed a $150,000 private placement. The financing was for 1,500,000 post consolidation common shares at $0.10 each. The issue was subject to a statutory hold of four months.

On September 23, 2014 SPT closed a $300,000 private placement. The financing was for 15,000,000 post consolidation common shares at $0.02 each. The issue was subject to a statutory hold of four months.

Stock Options:

Pursuant to a special meeting of Vinergy Resources Ltd. held on January 15, 2014, the Company received shareholders' approval to adopt an incentive stock option plan (the "Option Plan") which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with exchange requirements, grant to directors, officers, employees, management companies and consultants to the Company, non-transferable options to purchase common shares. Included in the Option Plan are provisions that provide that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Company. At the discretion of the Board of Directors of the Company, options granted under the Option Plan can have a maximum exercise term of 5 years from the date of grant. Vesting terms will be determined at the time of grant by the Board of Directors.

On September 29, 2014, the Company granted 800,000 options to officers, directors and consultants. They were not given a FMV as the stock was not trading publicly.

Issued	Recipient		Strike	Expiry
September 29, 2014	Glen Macdonald	150,000	$0.10	September 29, 2019
September 29, 2014	Ken Ralfs	150,000	$0.10	September 29, 2019
September 29, 2014	Zygmunt Riddle	150,000	$0.10	September 29, 2019
September 29, 2014	101692 BC Ltd.	150,000	$0.10	September 29, 2019
September 29, 2014	Jamie Lewin	200,000	$0.10	September 29, 2019
Total		800,000		

Subsequent to March 31, 2015 stock options granting 800,000 options were cancelled.

CONTINGENCIES

Nil

SIGNIFICANT AND SUBSEQUENT EVENTS

On May 11, 2015 the Company announced it had terminated a letter of intent to acquire any further rights to the sulphur polymer project as management had determined that the acquisition terms were not in the best interests of its' shareholders.

On May 20, 2015 the Company reported that Dr. Marcin Lukaszewicz of Wrocaw, Poland, has been appointed as a director of SPT Sulphur Polymer Technologies Inc. to fill a vacancy in the board, resulting from the resignation of Jamie Lewin as a director. Dr. Lukaszewicz was awarded a PhD (1996) and an MSc in applied natural sciences (1992) from the University of Louvain-la-Neuve (Belgium). In addition, Glen Indra, a businessman from Vancouver was appointed as CFO.

On July 7, 2015, the Company entered into an agreement to purchase 90% of the issued and outstanding shares of LeenLife Pharma S.A. ("LeenLife"). LeenLife is a corporate entity in the Republic of Poland formed on June 11, 2013. The terms of the agreement for a 90% interest in LeenLife require the Company to issue 12,232,788 common shares to the shareholders of LeenLife, at a deemed value of $0.1875 each for a total value of $2,293,648. The outstanding share capital of the Company before the acquisition is 19,133,333 shares after which the acquisition of LeenLife would give the shareholders of LeenLife a 39% interest in the Company with the largest LeenLife shareholder owning 19.90%. In addition, the Company is to pay a cash consideration of $563,044 to the shareholders of LeenLife as compensation for tax resulting on the disposition of shares in LeenLife, no later than on October 31, 2015. All amounts are in Canadian dollars.

LeenLife is currently selling its products in Poland from an online web site. LeenLife is able to comply with existing regulations in the EU from the European Food Safety Authority and the Chief Sanitary Inspector in Poland. LeenLife has authority to use the following name: Neutraceutal ™ LEENLIFE®.

The Company believes the value of LeenLife is based on patents held by LeenLife, the advanced nature of the products i.e. ready for commercialization and the technical ability of LeenLife' management.

FINANCIAL AND DISCLOSURE CONTROLS AND PROCEDURES

During the year ended March 31, 2015, there has been no significant change in the Company's internal control over financial reporting since last year.

The Chief Executive Officer and Chief Financial Officer of the Company are responsible for establishing and maintaining appropriate information systems, procedures and controls to ensure that information used internally and disclosed externally is complete, reliable and timely. They are also responsible for establishing adequate internal controls over financial reporting to provide sufficient knowledge to support the representations made in this MD&A and the Company's annual financial statements for the year ended March 31, 2015 (together the "Annual Filings").

The Chief Executive Officer and Chief Financial Officer of the Company have filed the Venture Issuer Basic Certificate with the Annual Filings on SEDAR at www.sedar.com.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the venture issuer basic certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency, and timeliness of interim and annual filings and other reports provided under securities legislation.

Complex and Non-Routine Transactions

SPT may be required to record complex and non-routine transactions. These sometimes will be extremely technical in nature and require an in-depth understanding of with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IASB"). Finance staff will consult with their third party expert advisors as needed in connection with the recording and reporting of complex and non-routine transactions. In addition, an annual audit will be completed and presented to the Audit Committee for its review and approval.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ESTIMATES

The significant accounting policies and estimates are summarized in Note 3 of the March 31, 2014 audited financial statements.

Significant accounting judgments and 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 which, 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. Accounts which require management to make material estimates and significant assumptions in determining amounts recorded include valuation of share-based transactions and provision for deferred income tax.

Financial instruments

Financial instruments are defined as any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

Financial instruments at fair value through profit or loss (FVTPL).

Financial instruments are classified as FVTPL when they are held for trading. A financial instrument is held for trading if it was acquired for the purpose of selling in the near term. Financial instruments classified as FVTPL are stated at fair value with any changes in fair value recognized in earnings for the period.

Loans and receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Subsequent to initial recognition, these financial assets are recorded at amortized cost using the effective interest method less any impairment.

Available-for-sale financial assets

Available-for-sale are non-derivative financial assets that are designated as available-for-sale or that are not classified in any other financial asset categories. Subsequent to initial recognition, changes in fair value, other than impairment losses, are recognized in other comprehensive income (loss) and presented in the fair value reserve in shareholders' equity. When the financial assets are sold or an impairment write-down is required, losses accumulated in the fair value reserve recognized in shareholders' equity are included in profit or loss.

Financial liabilities

Financial liabilities are initially recorded at fair value, net of transaction costs, and are subsequently measured at amortized cost using the effective interest method. The Company's accounts payable, accrued liabilities, property option payable and advance on subscription are classified as financial liabilities.

Transaction costs incurred on initial recognition of financial instruments classified as loans and receivables and other financial liabilities are included in the initial fair value amount.

Financial assets are derecognized when the contractual rights to the cash flows from the asset expire. Financial liabilities are derecognized only when the Company's obligations are discharged, cancelled or they expire.

The Company has classified its financial instruments as follows:

Financial Instrument	Classification
Cash and cash equivalents	FVTPL

Subscriptions receivable	Loans and receivable
Accounts payable	Other liabilities
Accrued liabilities	Other liabilities
Property option payable	Other liabilities
Advance on subscription	Other liabilities

Financial instruments recorded at fair value on the statement of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels: Level 1 – valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities; Level 2 – valuation techniques based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and Level 3 – valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Accounting standards, not yet effective

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods after April 1, 2015 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded from the summary below. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

The IASB has issued IFRS 9 - Financial Instruments ("IFRS 9") which intends to replace IAS 39 – Financial Instruments: Recognition and Measurement ("IAS 39") in its entirety with three main phases. IFRS 9 will be the new standard for the financial reporting of financial instruments. The IASB tentatively decided to defer the mandatory effective date until January 1, 2018 with earlier adoption still permitted. The Company will evaluate the impact the final standard will have on its financial statements based on the characteristics of its financial instruments at the time of adoption.

Segment reporting

A reportable segment, as defined by 'IFRS 8 Operating Segments', is a distinguishable business or geographical component of the Company, which are subject to risks and rewards that are different from those of other segments. The Company considers its primary reporting format to be business segments. The Company considers that it has only one reportable segment, being the development of the Contract of Purchase and Sale.

RISK FACTORS

Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in bank accounts. The majority of cash is deposited in bank accounts held with major banks in Canada. As most of the Company's cash is held by one bank there is a concentration of credit risk. However, this risk is managed by using a major bank that is a high credit quality financial institutions as determined by rating agencies.

.**Liquidity Risk**

The Company believes that at the present time it will not face significant liquidity risk as it will able to secure sufficient funding from a private placement.

RISKS AND UNCERTAINTIES

Lease Roll-Over and Credit Risk

Lease roll-over risk arises from the possibility that the Company may experience difficulty renewing leases as they expire or in releasing space vacated by tenants upon early lease expiry. Credit risk arises from the possibility that tenants may be unable to fulfill their lease commitments. The Company attempts to mitigate these risks by staggering the lease expiry profile so that we are not faced with disproportionate amounts of space expiring in any one year. The Company further mitigates these risks by proactively leasing space in advance of its contractual expiry. The Company has a high level of occupancy with established, quality tenants. Its exposure to lease expires in the near term are low. As such, the Company believes that the net rental income from tenants is stable in the near term, absent any bankruptcy of a significant tenant

Acquisition and Expansion

The key to the Company's ongoing success will be its ability to create and enhance value through the skill, creativity and energy of its management team and the opportunities which the market presents. Griffin will continue to seek out acquisition and expansion opportunities that offer acceptable risk-adjusted rates of return.

The Company competes for suitable real property investments with individuals, corporations, real estate investment companies, trusts and other institutions (both Canadian and foreign) which may seek real property investments similar to those desired by the Company. Many of these investors may also have financial resources, which are comparable to, or greater than, those of the Company. An increase in the availability of investment funds, and an increase of interest in real property investments, increases competition for real property investments thereby increasing purchase prices and reducing the yield thereon.

Regulatory Risk

The Company and its real estate investments are subject to various government legislation and regulations. Any change in such legislation or regulations adverse to the Company or its investments could affect the operating and financial performance of the Company. In addition, laws and policies relating to the protection of the environment have become increasingly important in recent years. Environmental laws and regulations can change rapidly and the Company may become subject to more stringent environmental laws and regulations in the future. Compliance with more stringent environmental laws and regulations could have a material adverse effect on the Company's business, financial condition or results of operations.

FORWARD LOOKING STATEMENTS

The information set forth in this MD&A contains statements concerning future results, future performance, intentions, objectives, plans and expectations that are, or may be deemed to be, forward-looking statements. These statements concerning possible or assumed future results of operations of the Company are preceded by, followed by or include the words 'believes,' 'expects,' 'anticipates,' ‘estimates,’ ‘intends,’ ‘plans,’ ‘forecasts,’ or similar expressions. Forward-looking statements are not guarantees of future performance. These forward-looking statements are based on current expectations that involve numerous risks and uncertainties, including, but not limited to, those identified in the Risks Factors section. Assumptions relating to the foregoing involve judgments with respect to, among other things, future economic, competitive and market conditions and future business decisions, all of which are difficult or impossible to predict accurately and many of which underlying the forward-looking statements are reasonable, any of the assumptions could prove inaccurate. These factors should be considered carefully, and readers should not place undue reliance on forward-looking statements. SPT Sulphur Polymer Technologies Inc. has no intention and undertakes no obligation to update or revise any forward-looking statements, whether written or oral that may be made by or on the Company's behalf.

OFFICERS AND DIRECTORS

Glen Macdonald	President, CEO & Director
Glen Indra	CFO
Marcin Lukaszewicz	Director
Ken Ralfs	Director
Zygmunt Riddle Przetakiewicz	Director

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