

P2P INFO INC.

(the “Company”)

MANAGEMENT DISCUSSION AND ANALYSIS

For the Six Months Ended March 31, 2017

The following Management Discussion and Analysis (“MD&A”) has been prepared by management as of May 15, 2017, should be read in conjunction with the audited consolidated financial statements and related notes of the Company for the years ended September 30, 2016 and 2015. The condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”). All amounts are stated in Canadian dollars unless otherwise indicated.

FORWARD LOOKING STATEMENTS

This MD&A contains certain forward-looking information and statements. These forward-looking statements are based on current expectations and various estimates, factors and assumptions as at the date of this MD&A. The words “expects”, “plans”, “anticipates”, “believes”, “intends”, “estimates”, “projects”, “potential”, “interprets”, “may”, “will” and similar expressions identify forward-looking statements. The forward-looking statements reflect the current beliefs of the management of the Company, and are based on currently available information. Readers are cautioned not to place undue reliance on these statements as they are subject to known and unknown risks, uncertainties and other factors, which could cause the actual results, performance, or achievements of the Company to differ materially from those expressed in, or implied by, such forward-looking statements. The Company assumes no obligation to update or revise any forward-looking statement, whether as a result of new information, future events or any other reason.

OVERVIEW

P2P Info Inc. (the “Company” or “P2P”) was incorporated on September 29, 2014 under the laws of British Columbia, Canada and maintains its head office at Suite 1552, 701 West Georgia Street, Vancouver, British Columbia, Canada V7Y 1C6. Its registered office is located at 20th floor – 250 Howe Street, Vancouver, British Columbia V6C 3R8. The Company was incorporated as a wholly-owned subsidiary of Cascadia Consumer Electronics Corp. (“Cascadia”) for the purposes of a re-organization of Cascadia pursuant to a plan of arrangement (“Plan of Arrangement”) under the Business Corporation Act of British Columbia. The Plan of Arrangement became effective on November 28, 2014, and the Company was spun off from Cascadia. The Company becomes a reporting issuer in the province of British Columbia, Alberta and Ontario on November 28, 2014. The principal business of the Company is the identification, evaluation and acquisition of business. As at November 28, 2014, the equivalent share price of the Company is \$0.02.

On January 29, 2015, the Company incorporated its wholly-owned subsidiary 1026195 BC Ltd. (“1026195”) under the laws of British Columbia.

On January 29, 2015, the Company completed a non-brokered private placement financing by issuing 1,518,000 common shares in the capital of the Company at a price of \$0.02 per common share, for aggregate proceeds of \$30,360. Management anticipates that the proceeds of the offering will be for working capital.

For the six months ended March 31, 2017, the Company received shareholder loan of \$8,000 from a director of the Company, which comprises to the total shareholder loan of \$94,432. The promissory note bears interest at 8% per annum. There is no specific maturity date. Subject to regulatory approval, the loan may be converted into common shares at the option of the Company. Total of shareholder loan and accrual interest of it is \$103,755 up to the March 31, 2017 six-month period end.

SELECTED ANNUAL FINANCIAL INFORMATION

	Years Ended September 30		
	2016	2015	2014
		\$	\$
Total revenues	-	-	-
General and administrative	51,776	134,390	-
Loss for the year	(51,776)	(134,390)	-
Loss per share – basic	(0.01)	(0.04)	-
Loss per share – diluted	(0.01)	(0.04)	-
Total assets	5,807	6,116	1
Total long –term liabilities	92,147	30,592	-
Shareholder's equity (deficiency)	(96,936)	(45,160)	1
Cash dividends declared - per share		-	-

DISCUSSION OF OPERATIONS

The Company is currently in the process of exploring different business opportunities.

During the six months ended March 31, 2017, the Company reported a net loss of \$16,327, compared to net loss of \$36,784 in correspondence period in 2016. The Company did not generate any revenue from operations. The decrease in loss of \$20,457 was mainly attributable to:

1. A decrease of salary expense from \$22,644 in the six months ended March 31, 2016 to 1,469 in same period 2017, due to the tight fund budget for the company and less salary paid to the employee;
2. An increase of interest expense from \$1,985 in the six months ended March 31, 2017 to \$3,679 in same period 2017, due to the more shareholder loan injected into the Company and therefore more interest expense accrued;
3. An increase of rent expense from \$2,220 in the six months ended March 31, 2016 to \$2,767 in same period 2017, due to the rental increase when renew the rental agreement.

SUMMARY OF QUARTERLY RESULTS

The following financial information for the Company has been derived from the Company's financial statements for the Company's most recent 8 quarters.

	For the Three Months Ended							
	Fiscal 2017		Fiscal 2016				Fiscal 2015	
	Mar. 31, 2017	Dec. 31, 2016	Sept. 30 2016	June 30, 2016	Mar. 31, 2016	Dec. 31, 2015	Sept. 30, 2015	June 30, 2015
	\$	\$	\$	\$	\$	\$	\$	\$
Revenues	-	-	-	-	-	-	-	-
Income (loss) from continuing operations	(11,496)	(4,831)	(8,785)	(6,207)	(17,839)	(18,945)	(24,949)	(18,895)
Net income (loss)	(11,496)	(4,831)	(8,785)	(6,207)	(17,839)	(18,945)	(24,949)	(18,895)
Income (loss) from continuing operations per share - basic and diluted	-	-	-	-	-	-	(0.01)	-
Net loss (loss) per share - basic and diluted	-	-	-	-	-	-	(0.01)	-

LIQUIDITY AND CAPITAL RESOURCES

During the six months ended March 31, 2017, the cash balance decreased by \$3,925. The Company received \$8,000 from a director of the Company as shareholder loan in the six months ended March 31, 2017, and received the 2016 GST refund in October 2016. The Company used the working capital to pay various general operating expenses during this period. The net effect of the above transactions is the decrease of cash by \$3,925.

The Company had a working capital deficit of \$113,263 as at March 31, 2017 compared to the working capital deficit of \$1,512 as at March 31, 2016.

Going Concern

The Company has incurred losses since its inception and has an accumulated deficit of \$202,493 as at March 31, 2017. The Company's ability to continue its operations and to realize assets at their carrying values is dependent upon obtaining additional financing or maintaining continued support from its shareholders and creditors, identifying and acquiring businesses or assets, and generating profitable operations in the future, which raises doubt about the Company's ability to continue as a going concern. These financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements.

RELATED PARTY TRANSACTIONS

- a) The following expenses to key management personnel of the Company:

		Six Months ended March 31,	
		2017	2016
Salaries and benefits	Directors	\$ 1,469	\$ 21,447

Key management includes directors, the Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO") of the Company. Key management salaries and benefits incurred are presented gross of any reimbursements from P2P.

- b) The Company shares office with Cascadia, which has common directors and officers. As at March 31, 2017, the Company has \$8,827 payable to Cascadia for the rent of shared office reimbursed Cascadia rent for shared office.
- c) For the six months ended March 31, 2017, the Company received shareholder loan of \$8,000 from a director of the Company, which comprises to the total shareholder loan of \$94,432. The promissory note bears interest at 8% per annum and has no specific maturity date. Subject to regulatory approval, the loan may be converted into common shares at the option of the Company. For the six months ended March 31, 2017, \$3,607 is accrued as interest expense.

The Borrower agrees to pay the lender the maximum bonus (the "Bonus") permitted by the Canadian securities regulation policies in consideration of the loan on the date the loan is repaid. The bonus shall be paid in cash, shares, warrants or a combination at the election of the lenders.

DIRECTORS AND OFFICERS

Zhou Ying CEO, president, Director, and Chair of Audit Committee
Zhang Yan Chief Financial Officer, Corporate Secretary, Director, and Member of Audit committee
Zhu Qing Director, and Member of Audit Committee

OUTSTANDING SHARE DATA AS AT FEBRUARY 24, 2017

	Number outstanding	Share Price
Common shares (November 28, 2014)	2,943,500	\$0.02
Common shares (January 29, 2015)	1,518,000	\$0.02
Total common shares	4,461,500	

CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of these condensed interim consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions which affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the condensed interim consolidated financial statements and revenues and expenses for the periods reported. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Significant areas requiring the use of management estimates include the determination of deferred income tax assets and liabilities, and assumptions used in valuing options in share-based compensation calculations and assumptions used in determining the value of the convertible debentures. Actual results could differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods.

Critical accounting judgements are accounting policies that have been identified as being complex or involve subjective judgments or assessments with a significant risk of material adjustment in the next year. A significant use of judgement is the ability of the Company to continue as a going concern.

FINANCIAL INSTRUMENTS

The Company classifies its cash as a financial asset at fair value through profit and loss ("FVTPL"), and its accounts payable as other financial liabilities. The carrying amount of financial liabilities carried at amortized cost is a reasonable approximation of fair value due to the relatively short period to maturity of these financial instruments.

Fair value

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy based on the degree to which the inputs used to determine the fair value are observable. The three levels of the fair value hierarchy are:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Cash and cash equivalents of \$919 is classified as Level 1.

There were no transfers into or out of Level 2 and Level 3 during the period.

Financial risk management

The Company's financial risks arising from its financial instruments are credit risk, liquidity risk, and interest rate risk. The Company's exposure to these risks and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented in a timely and effective manner.

Currency risk

The Company's expenses are denominated in Canadian dollars. The Company's corporate office is based in Canada and its current exposure to exchange rate fluctuations is minimal. The Company does not have any foreign currency denominated monetary liabilities.

Credit risk

Credit risk is the risk of potential loss to the Company if the counter party to a financial instrument fails to meet its contractual obligations. Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash and cash equivalents. The Company's credit risk with respect to its cash is minimal as it is held with a quality financial institution.

Liquidity risk

Liquidity risk is the risk that the Company will not meet its obligations associated with its financial liabilities as they fall due. The Company manages liquidity risk through the management of its capital structure and financial leverage. Management closely monitors the liquidity position and expects to have adequate sources of funding to finance the Company's projects and operations. As at March 31, 2017, the Company had a working capital deficit of \$113,263. All the Company's financial liabilities are classified as current.

Interest rate risk

The Company has not entered into any derivative instruments to manage interest rate fluctuations. The Company does not have significant interest rate risk.

CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

Changes in accounting policy

Effective October 1, 2016, the Company adopted the following new accounting standards and interpretations. The Company determined that the adoption of these standards and interpretations did not result in any material changes in the financial statements.

IFRS 7 *Financial Instruments: Disclosures* - In December 2011, the IASB issued an amendment to this standard, which requires entities to provide additional information about offsetting of financial assets and financial liabilities that will enable users of financial statements to evaluate the effect or potential effect of netting arrangements, including rights of set-off associated with an entity's recognized financial assets and recognized financial liabilities, on the entity's financial position.

IFRS 10 *Consolidated Financial Statements* - IFRS 10 requires an entity to consolidate an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

IFRS 13 *Fair Value Measurement* - IFRS 13 is a comprehensive standard for fair value measurement and disclosure requirements for use across all IFRS standards. The new standard clarifies that fair value is the price that would be received to sell an asset, or paid to transfer a liability in an orderly transaction between market participants, at the measurement date. It also establishes disclosures about fair value measurement.

IAS 32 *Financial Instruments: Presentation* – In December 2011, the IASB issued an amendment to clarify the meaning of the offsetting criterion and the principle behind net settlement, including identifying when some gross settlement systems may be considered equivalent to net settlement. Earlier application is permitted when applied with corresponding amendment to IFRS 7.

IAS 1 *Presentation of Financial Statements* – IAS 1 has been amended to require entities to separate items presented in other comprehensive income ("OCI") into two groups, based on whether or not items may be recycled to net income in the future. Entities that choose to present OCI items before tax will be required to show the amount of tax related to the two groups separately including prior year comparatives.

New accounting standards issued but not yet effective

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB or the International Financial Reporting Interpretations Committee ("IFRIC") that are mandatory for future accounting periods. Some updates that are not applicable or are not consequential to the Company may have been excluded from the list below.

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

IFRS 9 *Financial Instruments* - In November 2009, as part of the IASB project to replace IAS 39 *Financial Instruments: Recognition and Measurement*, the IASB issued the first phase of IFRS 9 *Financial Instruments* that introduces new requirements for the classification and measurement of financial assets. The standard was revised in October 2010 to include requirements regarding classification and measurement of financial liabilities. In November 2013, the standard was revised to add the new general

hedge accounting requirements. The standard was finalized in July 2014 and was revised to add a new expected loss impairment model and amends the classification and measurement model for financial assets by adding a new fair value through other comprehensive income (FVOTCI) category for certain debt instruments and additional guidance on how to apply the business model and contractual cash flow characteristics test.

IFRS 15 Revenue from Contracts with Customers - which provides a single principle-based framework to be applied to all contracts with customers. IFRS 15 replaces the previous revenue standard IAS 18, Revenue, and the related Interpretations on revenue recognition. The standard scopes out contracts that are considered to be lease contracts, insurance contracts and financial instruments. The new standard is a control-based model as compared to the existing revenue standard which is primarily focused on risks and rewards. Under the new standard, revenue is recognized when a customer obtains control of a good or service. Transfer of control occurs when the customer has the ability to direct the use of and obtain the benefits of the good or service. This standard is effective for reporting periods beginning on or after January 1, 2018

IFRS 16 Leases - was issued in January 2016 and specifies how an IFRS reporter will recognize, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Lessors continue to classify leases as operating or finance, with IFRS 16's approach to lessor accounting substantially unchanged from its predecessor, IAS 17. This standard is effective for reporting periods beginning on or after January 1, 2019.

The extent of the impact of adoption of these standards and interpretations on the condensed interim consolidated financial statements of the Company has not been determined.

ADDITIONAL INFORMATION

Additional information concerning the Company and its operations is available on SEDAR at www.sedar.com.

APPROVAL

The Board of Directors of P2P Info Inc. has approved the contents of this management discussion and analysis on May 15, 2017. A copy of this MD&A together with the Company's condensed interim consolidated financial statements for the years ended September 30, 2016 and 2015 will be provided to anyone who requests it.