GLORIOUS CREATION LIMITED.
Management Discussion and Analysis
For the Nine Months Ended September 30, 2019

This management discussion and analysis of financial condition and results of operations (the "MD&A") for Glorious Creation Limited ("Glorious Canada" or the "Company") is prepared as of October 25, 2019 and is intended to assist in the understanding and assessment of trends and significant changes in the results of operations and financial condition of the Company. The information herein should be read in conjunction with the unaudited condensed interim consolidated financial statements for the nine months ended September 30, 2019 and in conjunction with the audited consolidated financial statements for the year ended December 31, 2018, which have been prepared under International Financial Reporting Standards ("IFRS"). The information contained herein is not a substitute for detailed investigation or analysis on any particular issue. The information provided in this document is not intended to be a comprehensive review of all matters and developments concerning the Corporation.

All financial information in this MD&A has been prepared in accordance with IFRS and all dollar amounts are quoted in Canadian dollars, the reporting and functional currency of the Corporation, unless specifically noted.

This discussion contains forward-looking statements that involve risks and uncertainties. Such information, although considered to be reasonable by the Company's management at the time of preparation, may prove to be inaccurate and actual results may differ materially from those anticipated in the statements made.

Forward-Looking Statements

Certain information included in this discussion may constitute forward-looking statements. Readers are cautioned not to put undue reliance on forward-looking statements. These statements relate to future events or the Company's future performance, business prospects or opportunities. All statements other than statements of historical fact may be forward-looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "plan", "continue", "estimate", "expect", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe" and similar expressions. Forward-looking statements are subject to a variety of risks and uncertainties which could cause actual events or results to differ from those reflected in the forward-looking statements, including, without limitation, risks and uncertainties relating to internet and social media industry (see section "Business Risks" herein). Forward-looking information is, in addition, based on various assumptions including, without limitation, the expectations and beliefs of management, that the Company can access financing, appropriate equipment and sufficient labour. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking statements.

Disposal of subsidiaries

The Company was incorporated under the *Canada Business Corporations Act* ("CBCA") on December 24, 2015 and was registered as an extra-provincial company in British Columbia on January 28, 2016. Through a share exchange arrangement (the "Share Exchange"). On September 5, 2017, the Company completed its initial public offering ("IPO") and trading of the Company's common shares commenced on the Canadian Securities Exchange ("CSE") under the symbol "GCIT".

Since the Company's IPO, the Company had focused its efforts and resources on facilitating trade between China and Vietnam and other Southeast Asian countries. Through its Asian subsidiaries, the Company commenced the development of an e-commerce platform which was intended to facilitate the trading and settlement of products between small to medium sized businesses initially in China and Vietnam. Once trade between China and Vietnam was established, the Company then intended to expand its e-commerce platform to connect Chinese and Vietnamese businesses with businesses in other Southeast Asian countries. Over the past two years, the Company had made some progress, including setting up offices and infrastructure in Ho Chi Minh City, Vietnam and Shenzhen City, China, obtaining necessary import and export licenses in Vietnam and China, developing blockchain technology required to support the e-commerce platform, and building up connections with numerous businesses in China, Vietnam, Cambodia and Malaysia. However, since late 2018, the Company has encountered a series of unexpected difficulties which have thwarted its ability to move forward, including: the trade war between China and United States, the technology ban imposed on Chinese technology companies like Huawei, the political instability of Hong Kong, the breakdown of Chinese-Canadian relations, and Mr. Kong's health issues. All of these issues, as well as others, have cast doubt on the feasibility of success for the Company's long-term development plan in China and Southeast Asia. The Company's subsidiaries in Asia had a total loss of $1.2 million in 2017 and $1.5 million in 2018, and a net liability of $1.8 million as of December 31, 2018. Mr. Kong was the key person involved in the IT development of the platform, and was personally engaged in liaising with businesses and government officials in China and Vietnam. Without these relationships and Mr. Kong's ability to continue with his efforts, the Company is unable to continue advancing its business in Asia at this time. The Company has laid off most of its employees in Asia; however, it continues to accrue costs. Consequently, in light of all of these issues, upon considered review and evaluation, the Board has determined that it's not financially feasible to continue with its current business. The Board believes that it is in the best interests of the Company to cut its losses and divest itself of the business in Asia, through the sale of its Asian subsidiaries. It proposed to sell its Hong Kong subsidiary, which holds its Vietnamese and Chinese subsidiaries, to Mr. Kong at nominal cost, with all related liabilities being assumed by Mr. Kong, so as to divest the Company of the ongoing financial losses. On July 31, 2019, the Company entered into a sales and purchase agreement with Mr. Kong to sell 100% of shares of Glorious IT which includes all subsidiaries in Asia for a consideration of $200. The Company obtained shareholders' approval to this sale at its Annual General and Special Meeting held on September 10, 2019.

The Board has started to evaluate new opportunities and projects to vend in to the Company as its new business, with a view to enhancing shareholder value. The Board will provide shareholders with updates on the status of these opportunities if and when material information becomes available.

On July 10, 2019, Mr. Kong resigned from the CEO and director position of the Company. Mr. Norm Yurik has been appointed as the CEO and a director of the Company on the same day. Mr. Yurik is a CPA and former tax partner at Deloitte LLP, where he had worked from 1979 to 2017. Mr. Yurik led the Merger and Acquisition Group of Deloitte LLP in British Columbia for 20 years and was responsible for both tax planning and structuring and client service for some of Deloitte's most significant clients in Vancouver. Mr. Yurik has extensive experience working with public companies, family offices and high net worth individuals. He has worked in jurisdictions such as the US, UK, Australia, Barbados, Africa, Luxembourg, Jersey Islands plus various other countries. He has served on various Institute Boards and Charitable Boards over the past 20 years. Mr. Yurik is currently a director of Russell Breweries Inc. and Asian Mineral Resources Limited.

Corporate Structure

Currently, the Company has no subsidiaries. Before July 31, 2019, the date of disposal of the subsidiaries, the Company owned 100% of Glorious IT, who directly owns 3 subsidiaries, 100% of Glorious Shenzhen in China, and 86% of Glorious Vietnam and 72% of VnTrans in Vietnam.

Details of the Company's subsidiaries are as follows:

Name	Date of incorporation or acquisition	Location	Principal activities	Ownership September 30, 2019	December 31, 2018
Glorious IT Creation Limited (“Glorious HK”)	July 19, 2011	Hong Kong, China	Asian head office	- %	100%
Shenzhen Qianhai Glorious Creation Co., Ltd. (“Glorious SZ”)	January 3, 2017	Shenzhen, China	Virtual cross-border business platform	- %	100%
Shenzhen Glorious Internet Co., Ltd. (“Glorious Internet”)	October 23, 2017	Shenzhen, China	IT development	- %	100%
Glorious (Vietnam) Company Limited (“Glorious Vietnam”)	January 18, 2012	Ho Chi Minh City, Vietnam	Internet technology services	- %	86%
Glorious (Vietnam) Trading Company Limited (formerly Khai Tam Tri Limited) (“KTT”)	December 7, 2017	Ho Chi Minh City, Vietnam	Retail	- %	86%
Glorious (Vietnam) Food and Beverage Company Limited (“F&B”)	July 6, 2018	Ho Chi Minh City, Vietnam	Food and beverage import and export, wholesale and retail	- %	86%
VnTrans Limited (“VnTrans”)	September 29, 2014	Ho Chi Minh City, Vietnam	Transportation and logistic management	- %	72%

Overall Performance

Sales of Glorious IT and all subsidiaries

On July 31, 2019, the Company entered into a sales and purchase agreement with the former CEO, Mr. Kong, to sell 100% of shares of Glorious IT which includes all subsidiaries in Asia for a consideration of $200. This transaction was approved by the shareholders at the Annual General and Special Meeting held on September 10, 2019

Change of director and officer

On July 10, 2019, Mr. Kong resigned from the CEO and director position of the Company. Mr. Norm Yurik has been appointed as the CEO and a director of the Company on the same day. Mr. Yurik is a CPA and former tax partner at Deloitte LLP, where he had worked from 1979 to 2017. Mr. Yurik led the Merger and Acquisition Group of Deloitte LLP in British Columbia for 20 years and was responsible for both tax planning and structuring and client service for some of Deloitte’s most significant clients in Vancouver. Mr. Yurik has extensive experience working with public companies, family offices and high net worth individuals. He has worked in jurisdictions such as the US, UK, Australia, Barbados, Africa, Luxembourg, Jersey Islands plus various other countries. He has served on various Institute Boards and Charitable Boards over the past 20 years. Mr. Yurik is currently a director of Russell Breweries Inc. and Asian Mineral Resources Limited.

Management cease trade order (“MCTO”)

The Company’s annual financial statements, the related management’s discussion and analysis and the related officer certifications for the financial year ended December 31, 2018 (collectively, the “Annual Filings”) was delayed beyond the filing deadline of April 30, 2019. The Company’s application for a management cease trade order (the “MCTO”) was approved and the MCTO has been issued effective May 1, 2019.

The Annual Filing is completed on May 24, 2019 and the MCTO is revoked on May 27, 2019 as a result.

Loans

From April to September 2019, the Company received loan of $200,000. The loans bear no interest and mature on demand by the lenders. The Company provides all of its currently held and after-acquired assets as security for the loans.

Results of Operations

Nine months ended September 30, 2019 and 2018

The Company disposed its subsidiaries as of July 31, 2019; therefore, the operation results for the nine months ended September 30, 2019 only included the subsidiaries operation results from January 1, 2019 to July 31, 2019, which may not comparable with the operation results for the nine months ended September 30, 2018.

During the nine months ended September 30, 2019, the Company incurred a net loss of $387,047, compared with $1,119,333 for the nine months ended September 30, 2018.

The losses are mainly comprised of the following items:

- During the nine months ended September 30, 2019, the Company generated revenue of $2,705 (2018 - $15,910) from maintaining the energy saving system and providing other IT services; $4,117 (2018 - $12,213) from selling electronic products in Vietnam and selling agricultural products in China. The Company also incurred selling expenses of $17,910 (2018 - $59,132) on renting and maintaining a showroom in Ho Chi Minh City, and $14,044 (2018 - $47,199) on hiring and training salespersons and hosting marketing events;
- Amortization costs of $32,882 (2018 - $61,648) are mainly from amortizing computers and office equipment, office furniture, and leasehold improvement.
- Accounting and auditing fees have a credit balance of $10,479 (2018 – debit balance of $7,910) was due to over accrual of yearend audit fee.
- Consulting fee of $17,738 during the nine months ended September 30, 2018 was paid for advice on building up blockchain based trading platform. There was no such fee in the nine months ended September 30, 2019.
- Directors fee of $18,900 (2018 - $27,000) was paid or accrued to two (2018 – three) directors at $1,000 per month for each director.
- Legal fees of $24,219 (2018 - $43,434) was for corporate work.
- Management fees of $77,700 (2018 - $155,909) includes $Nil (2018 - $98,862) paid or accrued to the former CEO and $77,700 (2018 - $72,000) to company controlled by the CFO.
- Office and miscellaneous of $28,232 (2018 - $94,139) includes meals and entertainment, gift and promotion, preparation of business plan, office supplies, etc. The lower office and miscellaneous fees were due to reduced activities and close of offices in Shenzhen and Ho Chi Minh City.
- Rent fees of $31,879 (2018 - $73,817) are for two offices in Ho Chi Minh City, and one office in Shenzhen city.
- Salary and benefits of $71,417 (2018 - $149,503) were paid to employees in Ho Chi Minh City and Shenzhen City.
- Share-based compensation of $206,193 (2018 - $333,124) is the amortization of the fair value of 3,320,000 stock options granted in August 2017.
- Travel expenses of $544 (2018 - $35,889) was mainly for trips made by the former CEO between Hong Kong, China and Vietnam and visiting Vancouver. The travel expense decreased significantly due to health issue of the former CEO and also the reduced business activities.
- Registration and filing fees of $21,680 (2018 - $15,756) included fees paid to CSE and transfer agent and for SEDAR filing.
- During the nine months ended September 30, 2019, the Company disposed certain capital assets in Shenzhen office and one of its Ho Chi Minh city office and incurred a loss of $27,366 (2018- $Nil).
- On July 31, 2019, the Company disposed its subsidiaries and recorded a gain of $187,399 (2018 - $Nil).

Three months ended September 30, 2019 and 2018

The Company disposed its subsidiaries as of July 31, 2019; therefore, the operation results for the three months ended September 30, 2019 only included the subsidiaries operation results from July 1, 2019 to July 31, 2019, which may not comparable with the operation results for the three months ended September 30, 2018.

During the three months ended September 30, 2019, the Company incurred a net income of $25,343, compared with a loss of $377,337 for the three months ended September 30, 2018. The gain in the current three-month period is mainly due to the record of $187,399 of gain on disposal of subsidiaries.

The losses are mainly comprised of the following items:

- During the three months ended September 30, 2019, the Company generated revenue of $Nil (2018 - $434) from maintaining the energy saving system and providing other IT services; $Nil (2018 - $3,791) from selling electronic products in Vietnam and selling Vietnamese agricultural products in China. The Company incurred marketing fee of $Nil (2018 - $17,484) on renting and maintaining a showroom in Ho Chi Minh City, and $Nil (2018 - $15,065) on hiring and training sales persons and hosting marketing events;
- Amortization costs of $Nil (2018 - $20,337) were mainly from amortizing computers and office equipment, office furniture, and leasehold improvement.
- Directors fee of $6,900 (2018 - $9,000) was paid or accrued to two (2018 – three) directors at $1,000 per month for each director.
- Legal of $13,283 (2018 - $24,075) was for corporate work.
- Management fees of $26,700 (2018 - $64,674) includes $Nil (2018 - $34,674) paid or accrued to the CEO and $26,700 (2018 - $30,000) to company controlled by the CFO.
- Office and miscellaneous of $8,263 (2018 - $37,194) included insurance, meals and entertainment, gift and promotion, preparation of business plan, office supplies, etc.
- Rent fees of $Nil (2018 - $28,821) were for two offices in Ho Chi Minh City, and one office in Shenzhen city.
- Salary and benefits of $Nil (2018 - $48,588) were paid to employees in Ho Chi Minh City and Shenzhen City.
- Share-based compensation of $100,141 (2018 - $99,763) is the amortization of the fair value of 3,320,000 stock options granted in August 2017.
- During the three months ended September 30, 2019, the Company disposed its subsidiaries and recorded a gain of $187,399 (2018 - $Nil).

Summary of Quarterly Results

The following table summarizes the operation results for the most recent four quarters:

	Three month period ended September 30, 2019*	Three month period ended June 30, 2019	Three month period ended March 31, 2019	Three month period ended December 31, 2018
Total assets	$ 6,965	$ 197,548	$ 250,348	$ 318,892
Capital assets	-	43,542	73,145	112,405
Working capital (deficiency)	(317,031)	(706,323)	(608,987)	(481,108)
Long-term liabilities	-	-	-	-
Shareholders' equity (deficiency)	(317,031)	(645,963)	(520,824)	(353,674)
Net income (loss) for the period	25,343	(188,557)	(223,833)	(446,325)
Comprehensive income (loss) for the period	32,954	(178,458)	(219,883)	(457,267)
Net income (loss) attributable to				
Shareholders of the Company	25,343	(178,290)	(210,388)	(421,850)
Non-controlling interest	-	(10,267)	(13,445)	(24,475)
Income (loss) per share, basic and diluted	0.00	(0.00)	(0.01)	(0.01)

	Three month period ended September 30, 2018	Three month period ended June 30, 2018	Three month period ended March 31, 2018	Three month period ended December 31, 2017
Total assets	$ 492,447	$ 613,392	$ 886,198	$ 637,960
Capital assets	120,713	141,136	160,470	176,679
Working capital (deficiency)	(86,449)	140,394	411,305	196,180
Long-term liabilities	-	-	-	-
Shareholders' equity (deficiency)	49,314	296,599	587,051	388,140
Net loss for the period	(377,337)	(378,908)	(363,088)	(446,131)
Comprehensive loss for the period	(347,049)	(407,777)	(366,000)	(451,167)
Net loss attributable to				
Shareholders of the Company	(327,639)	(360,961)	(344,562)	(426,857)
Non-controlling interest	(19,410)	(17,947)	(18,526)	(19,274)
Loss per share, basic and diluted	(0.01)	(0.01)	(0.01)	(0.01)

*The Company disposed its subsidiaries as of July 31, 2019 and recorded a gain on disposal of $187,399 during the three months ended September 30, 2019.

Liquidity and Capital Resources

The Company commenced fiscal 2019 with working capital deficiency of $481,108 and cash of $34,820. As at September 30, 2019, the Company had a working capital deficiency of $317,031 and cash of $5,715.

Net cash used in operating activities for the current period was $242,588 (2018 - $804,780). The net cash used in operating activities for the nine-month period consisted primarily of the operating loss and a change in non-cash working capital items.

Net cash provided by investing activities during the current nine moth period was from proceeds of $7,248 from disposing capital assets. The Company lost $2,260 in cash due to deconsolidate the subsidiaries that were disposed as of July 31, 2019. In the comparative nine-month period, net cash used in investing activities was $5,677 due to purchasing computers and office furniture.

Net cash from financing activities during the current period ended September 30, 2019 was $212,840 (2018 - $622,860). During the nine months ended September 30, 2019, the Company received $200,000 loan from certain individuals in Canada. Its subsidiary, Glorious HK, received $22,767 (HK$134,000) of loan from former CEO (HK$98,000) and several shareholders in Hong Kong (HK$36,000). During the nine months ended September 30, 2018, the Company completed a non-brokered private placement in March by issuing 1,000,000 share units at $0.45 per unit for gross proceeds of $450,000. Also, Glorious HK received loans of HK$150,000 ($24,705) from the former CEO, HK$550,000 ($90,585) from several Hong Kong shareholders and HK$470,000 ($76,751) from HSBC.

The Company will need to raise funds through debt or equity offerings in order to have sufficient working capital to sustain its operations for the next 12 months.

Related Party Transactions

a) During the nine months ended September 30, 2019, the Company paid or accrued fees of $Nil (2018 - $83,909) to the former CEO of the Company. As of September 30, 2019, $Nil (December 31, 2018 – $10,336) was owed to the former CEO.

b) During the nine months ended June 30, 2019, the Company paid or accrued fees of $77,700 (2018 - $72,000) to a company controlled by the CFO of the Company. As of September 30, 2019, $94,350 (December 31, 2018 - $55,500) was owed to the company controlled by the CFO.

c) During the six months ended September 30, 2019, the Company paid or accrued directors' fees of $18,900 (2018 - $27,000) to the directors. As of September 30, 2019, $25,200 (December 31, 2018 - $6,300) was owed to the directors.

Off Balance Sheet Arrangements

The Company has no off balance sheet arrangements.

Investor Relations

N/A

Commitments

The Company has no commitments.

Subsequent Events

N/A

Financial and Capital Risk Management

The Company has measured its accounts payable and accrued liabilities, due to related parties and short-term loans at amortized cost. The Company measure its financial assets, receivables, also at amortized cost. The Company's carrying values of these items approximate their fair value due to the relatively short periods to maturity of the instruments.

Credit risk

Credit risk arises from cash held with financial institutions as well as credit exposure on outstanding receivables.

The Company's cash is held at high-credit rating financial institutions. The Company's maximum exposure to credit risk is the carrying amounts of cash and receivables on its consolidated statement of financial position.

Currency risk

Foreign currency risk arises from fluctuations in foreign currencies versus the Canadian dollar that could adversely affect reported balances and transactions denominated in those currencies. After the disposal of its subsidiaries on July 31, 2019, the Company currently has no significant assets or liabilities and has no revenue or expenses denominated in a foreign currency, so it is not exposed to foreign currency risk.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. As at September 30, 2019, the Company had a cash balance of $5,715 to settle current liabilities of $323,996. All of the Company's financial liabilities have contractual maturities of 30 days or are due on demand and are subject to normal trade terms. The Company needs further funding to meet its short-term and long-term cash requirements.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company currently has no interest-bearing financial instruments other than cash and loans, so its exposure to interest rate risks is insignificant. Loans bear a fixed interest rate.

Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the identification and evaluation of assets or a business and once identified or evaluated, to negotiate an acquisition or participation in a business subject to receipt of shareholder approval and acceptance by regulatory authorities. The Company relies mainly on equity issuances and loans from related parties to raise new capital. In the management of capital, the Company includes the components of shareholders' equity (deficiency). The Company prepares annual estimates of operating expenditures and monitors actual expenditures compared to the estimates in an effort to ensure that there is sufficient capital on hand to meet ongoing obligations. The Company's investment policy is to negotiate premium interest rates on savings accounts or to invest its cash in highly liquid short-term deposits with terms of one year or less and which can be liquidated at any time without interest penalty. The Company will require additional financing in order to provide working capital to fund costs for the current year. These financing activities may include issuances of additional debt or equity securities.

The Company currently is not subject to externally imposed capital requirements. There were no changes in the Company's approach to capital management.

Significant Accounting Policies, Critical Judgments and Estimates

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered to be relevant under the circumstances. Revisions to estimates on the resulting effects of the carrying amounts of the Company's assets and liabilities are accounted for prospectively.

All of the Company's significant accounting policies and estimates are included in Notes 3 and 4 of its unaudited condensed interim consolidated financial statements for the nine months ended September 30, 2019 and its audited consolidated financial statements for the year ended December 31, 2018.

Adoption of accounting policies

The Company adopted IFRS 16, Lease, starting January 1, 2019. The adoption of the standard has no significant impact on the measurement or presentation of balances or transactions as reported in these financial statements.

Outstanding Share Data

The following table summarizes the Company's outstanding share data as of the date of this MD&A:

	Number of shares Issued or issuable
Common shares	39,222,001
Stock options	1,000,000
Warrants	1,000,000

Risks and Uncertainties

After the disposal of its subsidiaries as of July 31, 2019, the Company currently has no active business, significant assets, or source of recurring income.

The Company is currently evaluating other potential assets or business to acquire. The Company has only limited funds available to identify and evaluate potential projects and thereby cannot provide assurance the Company will be able to identify or complete a suitable transaction.

There can be no assurances that the Company will continue to be able to obtain adequate financing in the future or that the terms of such financing will be favourable. The Company's success depends to a certain degree upon key members of the management. It is expected that these individuals will be a significant factor in our growth and success. The loss of the service of members of the management team or certain key employees could have a material adverse effect on the Company.