10557536 CANADA CORP.

Management Discussion and Analysis

of the Financial Condition and Results of Operations

Three and nine months ended September 30, 2020 and 2019

The following management discussion and analysis ("MD&A") of 10557536 Canada Corp. ("10557536" or "the Company") provides a review of corporate developments, results of operations and financial position for the three and nine months ended September 30, 2020 and 2019 ("Q1-Q3"). This discussion is prepared as of October 15, 2020 and should be read in conjunction with the Company's Unaudited Interim Financial Statements for the three and nine months ended September 30, 2020 and 2019and the Annual Audited Financial Statements for the years ended December 30, 2019 and 2018. The results reported in this MD&A have been prepared in accordance with International Financial Reporting Standards ("IFRS") and are presented in Canadian dollars, which is the Company's functional currency. Additional information regarding 10557536 is available on the Company's SEDAR profile at www.sedar.com.

For the purposes of preparing this MD&A, management, in conjunction with the Board of Directors (the "Board"), considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of the Company's common shares; (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

FORWARD-LOOKING STATEMENTS

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or statements that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement. The following table outlines certain significant forward-looking statements contained in this MD&A and provides the material assumptions used to develop such forward-looking statements and material risk factors that could cause actual results to differ materially from the forward-looking statements

Selected forward-looking statements, assumptions, and risk factors are as follows:

Forward-looking statements	Assumptions	Risk factors
The Company is working towards completing a Qualifying Transaction.	The Company expects to identify an asset or business to acquire and close a Qualifying Transaction, on terms favourable to the Company.	The Company's inability to find a target, the inability to satisfy all of the conditions precedent (due diligence, shareholder and regulatory approval, financing) to complete a Qualifying Transaction, resulting in the Company remaining as a reporting issuer only.
The Company's ability to meet its working capital needs at the current level for the year ending December 31, 2020.	The operating activities of the Company for the year ending December 31, 2020, and the costs associated therewith, will be consistent with the Company's current expectations; debt and equity markets, exchange and interest rates and other applicable economic conditions are favourable to the Company.	Changes in debt and equity markets; timing and availability of external financing on acceptable terms; increases in costs; regulatory compliance and changes in regulatory compliance and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic conditions.

COMPANY OVERVIEW

10557536 Canada Corp. was incorporated on December 27, 2017 under the Canada Business Corporations Act with its head office located at 401 Bay Street, Suite #2100, Toronto, Ontario, Canada, M5H 2Y4. The Company, as a reporting issuer in the provinces of British Columbia, Alberta and Manitoba, is subject to the rules and regulations of the relative provincial securities commissions, but its shares do not trade on any stock exchange. The Company has no current active business operations and its principal business is the identification and evaluation of assets or businesses for the purpose of completing a Qualifying Transaction such that the Company's shares can be approved for listing and trading on a recognized Canadian stock exchange.

Where a Qualifying Transaction is warranted, additional funding may be required. The ability of the Company to fund its potential future operations and commitments is dependent upon the ability of the Company to obtain additional financing. There is no assurance that the Company will be able to complete a Qualifying Transaction or that it will be able to secure the necessary financing to complete a Qualifying Transaction.

PLAN OF ARRANGEMENT

Under the terms of a Plan of Arrangement approved by the Ontario Superior Court of Justice on March 26, 2018, the Company acquired substantially all the rights and interests in a Letter of Intent ("LOI") between Telferscot Resources Inc. ("Telferscot") and My Wine Canada Inc. ("MWC"). As consideration for acquisition of this LOI, 10557536 issued 2,499,996 common shares to Telferscot, which were then distributed to the current shareholders of Telferscot pro-rata based on their relative shareholdings of Telferscot. The LOI had been assigned a nominal value of $1. Telferscot had an agreement with MWC to develop a consumer facing web portal for online sales of Canadian wine and spirits direct from Canadian producers to Canadian consumers. MWC is looking for a joint-venture partner to fund the development and deployment of a new site for the regulated sales of cannabis in Canada to be known as QuickLeaf.

MY WINE CANADA INC.

Under the terms of a Plan of Arrangement approved by the Ontario Superior Court of Justice on March 26, 2018, the Company acquired substantially all the rights and interests in a Letter of Intent ("LOI") between Telferscot and MWC, and accordingly would assume the position of Telferscot with respect to the LOI. As consideration for its acquisition, 10557536 issued 2,499,996 common shares to Telferscot, which were then distributed to the current shareholders of Telferscot pro-rata based on their relative shareholdings of Telferscot (see note 6(b)). The LOI has been assigned a nominal value of $1.

Telferscot has an agreement with MWC to develop a consumer facing web portal for online sales of Canadian wine and spirits direct from Canadian producers to Canadian consumers. MWC is looking for a joint-venture partner to fund the development and deployment of a new site for the regulated sales of cannabis in Canada to be known as QuickLeaf.

On October 9, 2018, the Company agreed to provide up to $75,000 in funding to My Wine Canada which will made available in stages. As of September 30, 2020, and pursuant to the LOI with Wine Canada Inc., the Company has advanced $50,676 (December 31, 2019 - $37,021) to Wine Canada towards the development of a consumer facing web portal for online sales of Canadian wine and spirits direct from Canadian producers. The advanced funding was recorded as a research expense.

On September 22, 2020, the Company signed another LOI with Xigem Technologies Corp. (see note 5) and informed My Wine Canada that the Company is withdrawing from the LOI and will not continue with the Wine Canada project.

XIGEM TECHNOLOGIES CORP.

On September 22, 2020, the Company announced that it has entered into a non-binding Letter of Intent with Xigem Technologies Corp. ("Xigem"), a burgeoning technology company exploiting opportunities emerging from the increasing remote economy. The Letter of Intent outlines the proposed terms and conditions pursuant to which the Company and Xigem will effect a business combination that will result in a reverse takeover of the Company by the securityholders of Xigem (the "Proposed Transaction"). The Letter of Intent was negotiated at arm's length.

Established in Toronto, Ontario, Xigem is finalizing the acquisition of the sole, unencumbered and unrestricted worldwide rights to use a US Patented (US10,405,151,B2) technology called "Simultaneous Messaging Systems and Methods" (the "iAgent Technology"). The iAgent Technology has proven applications including, but not limited to remote tracking, monitoring and coordination of a variety of assets in the insurance sector. Xigem intends to acquire, in whole or in part, additional technologies and enterprises whose commercialization and success will be driven by sectors impacted by the move to remote work.

Terms of the Transaction

The Proposed Transaction will be structured in a manner most efficient and effective to result in the Company, directly or indirectly, acquiring all outstanding securities of Xigem. The final structure for the Proposed Transaction is subject to satisfactory tax, corporate and securities law advice for both Xigem and the Company. Completion of the Proposed Transaction is subject to a number of conditions, which include final due diligence by both parties, the execution of definitive transaction documents, receipt of all necessary securityholder and regulatory approvals and the application for, and conditional approval of, the listing of the common shares of the resulting issuer (the "Resulting Issuer") on the Canadian Securities Exchange (the "CSE").

Prior to the completion of the Proposed Transaction, Xigem will complete a non-brokered private placement of Xigem units to raise aggregate gross proceeds of up to $1,500,000 (the "Xigem Financing"). Under the Xigem Financing, Xigem intends to complete a private placement of units ("Units") at a price of $0.025 per Unit. Each Unit will be comprised of one Xigem common share and one common share purchase warrant, each being exercisable for one Xigem common share at an exercise price of $0.035 per share for a period of 12 months.

In connection with the Proposed Transaction, the Company will be required to, among other things: (i) change its name to Xigem Technologies Corp. or a similar name as chosen by Xigem, in its sole discretion; (ii) consolidate its outstanding common shares such that the shareholders of the Company retain an aggregate of ten percent (10%) of the Resulting Issuer Shares, provided that, if the Xigem Financing is not fully subscribed, then the consolidation ratio shall be adjusted such that the shareholders of the Company will retain a proportionately greater number of Resulting Issuer Shares; and (iii) elect additional directors to its board as instructed by Xigem to bring the total number of directors in the Company board to four. A special meeting of the Company's shareholders to approve these and other matters relating to the Proposed Transaction will be held in due course, with further details to follow in a management information circular. Closing of the Proposed Transaction is expected to take place in the fourth quarter of 2020.

Going Concern

The accompanying unaudited interim financial statements ("Financial Statements") have been prepared using International Financial Reporting Standards applicable to a going concern. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern. It would, in this situation, be required to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those in the accompanying Financial Statements. Such adjustments could be material.

Corporate

On April 3, 2018, Robert Kirtlan and Catherine Beckett were appointed as directors of the Company.

Financing

On January 22, 2019, the Company closed a non-brokered private placement offering of 250,000 units of the Company priced at $0.10 per unit for aggregate gross proceeds of $25,000. Each unit issued by the Company entitles the holder thereof to receive one Common Share of the Company and one-half Common Share purchase warrant. Each full warrant entitles the holder to purchase one Common Share of the Company at a price of $0.25 for 12 months from the date of closing.

On June 30, 2020, the Company executed a common shares for debt transaction in the amount of $34,465 owed to related parties. 1,723,258 shares were issued @ a price of $0.02 per share (see also Related parties below).

Options

On July 5, 2018, the Company issued an aggregate of 1,000,000 stock options to a company controlled by a director for management and administrative services as part of their compensation. The options are exercisable at $0.05 each for a period of up to 3 years from the issuance date and are vested in two tranches during the first 12 months pending certain conditions subject to the completion of a binding or definitive agreement for an acquisition or transaction that will qualify the Company to seek a public listing on a recognized exchange.

Warrants

In January 2020, the Company renewed the expiry date of 125,000 share purchase warrants which, had expired on January 22, 2020, by a further one-year term to January 22, 2021. All other terms remained the same.

COVID-19

Since January 2020, the outbreak of the novel strain of coronavirus, specifically identified as 'COVID-19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposing quarantine period and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID-19 outbreak is unknown currently, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Corporation and its operating subsidiaries in future period.

In March 2020, the Company provided a notice to Grove Corporate Services Ltd. informing them that the Company will not be able to continue to pay for the management and accounting fees during the COVID-19 pandemic. Subsequently Grove agreed to waive all management and accounting fees as of March 1, 2020 for a maximum period of six months.

FINANCIAL

As at September 30, 2020, the Company has no source of operating cash flow and had an accumulated deficit of $158,353 (December 31, 2019 - $126,935). Net comprehensive loss for the three and nine months ended September 30, 2020 was $3,946 and $31,418 respectively (2019 - $10,617 and $32,824). The Company also had a working capital deficiency of $96,001 as at September 30, 2020 (December 31, 2019 - $101,935). The Company's financial statements have been prepared on a going concern basis, which presumes realization of assets and discharge of liabilities in the normal course of business for the foreseeable future. The Company's ability to continue as a going concern, namely its ability to generate sufficient cash resources to meet its obligations for at least twelve months from the end of the reporting period, is dependent upon its ability to arrange future financing, which is largely dependent upon prevailing capital market conditions, the completion of an anticipated private placement after the end of the reporting period, continued support of its shareholder base and completion of a Qualifying Transaction 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 in business. Such adjustments could be material.

QUARTERLY PERFORMANCE

The following table highlights certain key quarterly financial highlights. Commentary on the selected highlights is included under "Results of Operations" and "Liquidity and Capital Resources".

Description	Sep 30, 2020 / 2020 Q3	Jun 30, 2020 / 2020 Q2	Mar 31, 2020 / 2020 Q1	Dec 31, 2019 / 2019 Q4	Sep 30, 2019 / 2019 Q3	Jun 30, 2019 / 2019 Q2	Mar 31, 2019 / 2019 Q1	Dec 31, 2018 / 2018 Q4
	$	$	$	$	$	$	$	$
Balance sheet								
Cash (overdraft)	915	915	3,419	316	1,519	1,520	5,452	2,424
Working capital (deficiency)	(96,001)	(92,055)	(119,765)	(101,936)	(79,075)	(61,997)	(49,827)	(46,523)
Shareholders' deficiency	(96,000)	(92,054)	(119,764)	(101,934)	(54,346)	(43,729)	(31,559)	(46,522)
Income statement								
Total operating expenses	3,946	6,755	20,717	29,522	10,412	11,974	28,304	10,613
Net loss	(3,946)	(6,755)	(20,717)	(29,118)	(10,617)	(12,170)	(28,304)	(10,821)

RESULTS OF OPERATIONS

Three months ended September 30, 2020 and 2019

The Company has not so far generated any operating revenues and therefore losses have been incurred throughout the three months ended September 30, 2020 and 2019. The Company recorded a net loss of $3,946 during the three months ended September 30, 2020 compared to a net loss of $10,617 during the comparative period ended December 31, 2019.

Expenses included research expenses of $1,544 (2019 – $nil), management fees of $nil (2019 - $8,250), professional fees of $1,000 (2019 - $1,000), regulatory expenses of $1,402 (2019 - $1,160), office and general expenses of $nil (2019 - $207). (See also "Related Party Transactions" section below).

Nine months ended September 30, 2020 and 2019

The Company has not so far generated any operating revenues and therefore losses have been incurred throughout the nine months ended September 30, 2020 and 2019. The Company recorded a net loss of $31,418 during the nine months ended September 30, 2020 compared to a net loss of $32,824 during the comparative period ended December 31, 2019.

Expenses included research expenses of $13,655 (2019 – $nil), management fees of $5,500 (2019 - $24,750), professional fees of $3,647 (2019 - $3,096), regulatory expenses of $5,275 (2019 - $4,298), office and general expenses of $454 (2019 - $680). (See also" Related Party Transactions" section below).

LIQUIDITY AND CAPITAL RESOURCES

As at September 30, 2020, the Company had a cash balance of $915 and had a working capital deficiency of $96,001. Plans for a private placement to provide funds to identify and evaluate assets or businesses for completion of a Qualifying Transaction and basic operating costs of a company with ongoing reporting issuer obligations have yet to be finalized.

CAPITALIZATION

The Company has the following securities issued and outstanding at each reporting date:

	October 15, 2020	September 30, 2020	December 31, 2019
Common shares	4,473,254	4,473,254	2,749,996
Share-based payments options	1,000,000	1,000,000	1,000,000
Warrants	125,000	125,000	125,000

The Company is a reporting issuer in the provinces of British Columbia, Alberta and Manitoba and is subject to the rules and regulations of the relative provincial securities commissions, but its shares do not trade on any stock exchange. The Company was incorporated on December 27, 2017 with the initial common share issued to the incorporator having been cancelled.

As a result of the court approval of the Plan of Arrangement on March 26, 2018, 10557536 issued 2,499,996 common shares to Telferscot as consideration for the acquisition of the LOI with MWC. These common shares were issued to Telferscot on April 5, 2018, and in turn, distributed to the current shareholders of Telferscot pro-rata based on their relative shareholdings of Telferscot on April 12, 2018.

RELATED PARTY TRANSACTIONS

The Company is billed a monthly fee of $2,750 (plus applicable HST) by a company controlled by a director for management and administrative services, including the corporate secretary, the services of the CFO, office rent and regular administrative functions. In March 2020, Grove Corporate Services Ltd agreed to waive all management and accounting fees during the COVID-19 pandemic as of March 1, 2020 and for a maximum period of six months (See note 13). During the three and nine months ended September 30, 2020, the Company incurred total fees of $nil and $5,500 respectively (2019 - $8,250 and $24,750).

On July 5, 2018, the Company issued an aggregate of 1,000,000 stock options to the same company as part of their compensation. The options are exercisable at $0.05 each for a period of up to 3 years from the date of issuance and are vested in two tranches during the first 12 months. The total fair value of the options was estimated to be $2,600 but none of the options had vested as of September 30, 2020 and thus the fair value has not been recognized as an expense.

In June 2018, the Company was provided a loan from Bolingbroke Investments Inc. (“BII”), a company controlled by a director and officer in the amount of $15,000. BII advanced further funds in July and September 2018 which amounted to $27,500 as at June 30, 2020. The loan is due on demand, unsecured and bears interest at 3% per annum with such amount included in the statements of net loss and comprehensive loss. On June 30, 2020, the Company issued BII 1,454,820 shares at a price of $0.02 for a total amount of $29,096 towards the total loan amount.

Furthermore, the Company issued Grove Corporate Services Limited 268,438 shares at a price of $0.02 for a total amount of $5,369 towards their accrued management fees. During the three and nine months ended September 30, 2020, accrued interest on the loan amounted to $nil and $411 respectively (2019 - $207 and $619).

In November 2019, the Company was provided a loan from Grove Corporate Services Ltd. (“GCS”), a company controlled by a director and officer in the amount of $1,500 to cover operational expenses. As at September 30, 2020, the loan has amounted to $7,417. The loan is due on demand, unsecured and bears no interest. During the three and nine months ended September 30, 2020, accrued interest on the loan amounted to $nil and $411 respectively (2019 - $207 and $619).

As at September 30, 2020, accounts payable and accrued liabilities include $71,990 (December 31, 2019 - $60,427) in respect of management fees and reimbursable regulatory expenses due to related parties.

COMMITMENTS AND CONTRACTUAL OBLIGATIONS

The Company signed a consulting contract, on July 1, 2018, with a company controlled by a director and officer to provide capital market advice including financing management and to assist in the process of successful public listing. The duration of this contract is guaranteed for an initial term of 6 months and will continue monthly thereafter until such time as this contract is terminated. Following the initial 6 months term, of which services are provided at no cost to the Company, a monthly consulting fee in the amount of five thousand Canadian Dollars will apply. The Company will also pay a finders' fee of up to 5% of funds raised for the company. Effective March 1, 2020, the consulting contract was amended to allow the granting of two million options to acquire common shares of the Company with an exercise price of $0.01 per share, for a term of 36 months, subject to the successful completion of a listing transaction. No amounts were incurred under this consulting contract during the three and nine months ended September 30, 2020.

RECENTLY ADOPTED ACCOUNTING PRONOUNCEMENTS

(a) **IFRS 3;** In October 2018, the IASB issued amendments to IFRS 3 "Definition of a Business" The amendments clarify the definition of a business, with the objective of assisting entities to determine whether a transaction should be accounted for as a business combination or as an asset acquisition. The amendment provides an assessment framework to determine when a series of integrated activities is not a business. The amendments are effective for business combinations occurring on or after the beginning of the first annual reporting period beginning on or after January 1, 2020. The Company is currently evaluating the potential impact of these amendments on the Company's Financial Statements.

(b) **IAS 1 "Presentation of Financial Statements" and IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors"** were amended in October 2018 to refine the definition of materiality and clarify its characteristics. The revised definition focuses on the idea that information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements. The amendments are effective for annual reporting periods beginning on or after January 1, 2020. Earlier adoption is permitted. The Company is currently evaluating the potential impact of these amendments on the Company's Financial Statements.

CAPITAL RISK MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and ensure sufficient liquidity in order to complete a Qualifying Transaction so that it can provide adequate returns for shareholders. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital as total shareholders' equity.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have an effect on the results of operations or financial condition of the Company.

RISKS AND UNCERTAINTIES

Proposed Business

The Company was only recently incorporated, has not commenced commercial operations and has no assets other than cash and amounts receivable. It has no history of earnings, and will not generate earnings or pay dividends until at least after the completion of the Qualifying Transaction.

No Market or History of Operations

The Company was incorporated on December 27, 2017, has not commenced commercial operations and has no assets other than cash and accounts receivable. The Company has neither a history of earnings nor has it paid any dividends and it is unlikely to produce earnings or pay dividends in the immediate or foreseeable future. The Company has only limited funds with which to identify and evaluate potential Qualifying Transactions and there can be no assurance that the Company will be able to identify a suitable Qualifying Transaction. Even if a proposed Qualifying Transaction is identified, there can be no assurance that the Company will be able to successfully complete a transaction.

Directors' and Officers' Involvement in Other Projects

The directors and officers of the Company will only devote a small portion of their time to the business and affairs of the Company and some of them are or will be engaged in other projects or businesses such that conflicts of interest may arise from time to time.

Reliance on Management

The Company is relying solely on the past business success of its directors and officers to identify and complete a Qualifying Transaction of merit. The success of the Company is dependent upon the efforts and abilities of its management team. The loss of any member of the management team could have a material adverse effect upon the business and prospects of the Company. In such event, the Company will seek satisfactory replacements but there can be no guarantee that appropriate personnel may be found.

Requirement for Additional Financing

The Company has only limited funds with which to identify and evaluate potential Qualifying Transactions and there can be no assurance that the Company will be able to identify and complete a suitable Qualifying Transaction. Further, even if a proposed Qualifying Transaction is identified, there can be no assurance that the Company will be able to complete a transaction. The Qualifying Transaction may be financed in whole, or in part, by the issuance of additional securities by the Company and this may result in further dilution to investors, which dilution may be significant and which may also result in a change of control of the Company.

Foreign Qualifying Transaction

In the event that the management of the Company resides outside of Canada or the Company identifies a foreign business as a proposed Qualifying Transaction, investors may find it difficult or impossible to effect service or notice to commence legal proceedings upon any management resident outside of Canada or upon the foreign business and may find it difficult or impossible to enforce against such persons, judgments obtained in Canadian courts.

Potential Dilution

The issue of common shares of the Company upon the exercise of the options will dilute the ownership interest of the Company's current shareholders. The Company may also issue additional option and warrants or additional common shares from time to time in the future. If it does so, the ownership interest of the Company's then current shareholders could also be diluted.

Volatile Financial Markets

The volatility occurring in the financial markets is a significant risk for the Company. As a result of the market volatility, investors are moving away from assets they perceive as risky to those they perceive as less so. Issuers like the Company are considered risk assets and as mentioned above are highly speculative. The volatility in the markets and investor sentiment may make it difficult for the Company to access the capital markets in order to raise the capital it will need to fund its current level of expenditures and identify, evaluate and close a Qualifying Transaction.