ASIA CANNABIS CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2019 AND 2018

MANAGEMENT'S DISCUSSION & ANALYSIS

The following management's discussion and analysis ("MD&A") should be read in conjunction with Asia Cannabis Corp.'s ("ACC" or the "Corporation") unaudited condensed interim financial statements as at and for the three and nine months ended September 30, 2019 and 2018, and the audited financial statements for the period from December 19, 2017 (date of incorporation) to December 31, 2018. The financial data presented herein, including comparative periods, have been prepared in accordance with International Accounting Standard ("IAS") 34 "Interim Financial Reporting". Accordingly, certain information and disclosure normally included in audited annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS") have been omitted or condensed.

The MD&A is dated October 21, 2019. The reader should be aware that historical results are not necessarily indicative of future performance.

Additional information about the Corporation, filed with the Canadian securities commissions, including periodic yearly and quarterly reports, is available online at www.sedar.com.

Asia Cannabis Corp. was incorporated by Certificate of Incorporation pursuant to the provisions of Alberta, Canada on December 19, 2017. During the period ended December 31, 2018, the Corporation initiated a process to become a publicly-listed entity on the Canadian Securities Exchange ("CSE"); on January 24, 2019, the Corporation successfully listed on the CSE under the symbol "ASIA".

FORWARD-LOOKING STATEMENTS

This MD&A may contain forward-looking or outlook information which reflects management's expectations regarding the Corporation's growth, results of operations, performance and business prospects and opportunities. The use of words such as "anticipate", "continue", "estimate", "expect", "may", "will", "project", "should", "believe", "outlook", "forecast" and similar expressions are intended to identify forward-looking statements. These statements reflect management's current beliefs and are based on information currently available to management. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results of events to differ materially from those anticipated in these forward-looking statements. Although management believes the expectations reflected in these forward-looking statements are reasonable, there can be no assurance that actual results will be consistent with these forward-looking statements. Readers should not put undue reliance on forward-looking information. These statements are made as of the date hereof and management assumes no obligation to update or revise these statements to reflect new events or circumstances, except as required by securities legislation.

OUTLOOK AND NATURE OF ORGANIZATION AND CONTINUANCE OF OPERATIONS

Asia Cannabis is an international agri-technology company that will specialize in growing and processing proprietary strains of hemp and bulk cannabidiol in Cambodia and elsewhere in South East Asia with the ultimate aim to export to the large markets across Asia. The Company's initial focus will be on research and development, along with evaluation and testing of specialized strains using Cambodia as primary venue to conduct this process.

The address of the registered office of the Corporation is 1404 Memorial Drive N.W., Calgary, Alberta, T2N 3E5.

HIGHLIGHTS

During the period ended December 31, 2018, the Corporation initiated a process to become a publicly-listed entity on the Canadian Securities Exchange ("CSE"). On January 11, 2019, the Corporation completed its initial public offering (the "IPO") of 5,047,000 common shares at the price of $0.25 per common share pursuant to a Prospectus dated October 29, 2018 for gross proceeds of $1,261,750. The Corporation has been listed as a hemp research and development company on the CSE. The common shares of the Corporation commenced trading on the CSE under the trading symbol "ASIA" on January 24, 2019.

Through its regional representatives, management of ACC continues to maintain its close ties in the Kingdom of Cambodia and is monitoring potential changes to the regulations which govern hemp research and production in that country. ACC continues to endorse the establishment of a policy which grants a social license for the re-establishment of a commercial hemp agricultural base as management is certain this will ultimately provide Cambodia's farmers and people with an early mover advantage in production of the myriad of products and by-products of the hemp plant. Accordingly, management has determined to locate its Asian headquarters in the Kingdom of Cambodia and intends to establish a venue for entrepreneurial and farming education as such relates to the new industry.

ACC has also initiated business expansion activities in the general region and is pleased to announce that it has solidified contacts in Thailand, Indonesia and Malaysia. While these discussions with potential partners are of a preliminary nature, the Company is confident the depth and experience of its InPlanta Biotechnology Inc. ("InPlanta") team and its extensive research and experience in regulatory matters in relation to legalization process will assist in underlining the value of ACC involvement in the development of the hemp industry in these countries. Management is also continuing to explore other options in the greater region relative to both expansion of its hemp-based food, fibre, fuel and foundation initiative as well as prospects for importation of raw product CBD initially for research purposes and medicinal applications.

On September 30, 2019, the Corporation announced that it continues to successfully implement its business plan in SE Asia. In addition to its wide-ranging activities in the Kingdom of Cambodia, the Company is pleased to announce that it has entered a Memorandum of Understanding with the AmeriSeed Group ("AmeriSeed"). The purpose of this agreement is to allow ACC and AmeriSeed to collaborate in the pursuit and execution of a business development plan tied to the evaluation and implementation of seed and plant production techniques relating to hemp and other plants with medicinal, practical or other benefits. The parties are prepared to jointly provide managerial input, equipment, intellectual property and material to facilitate the operational needs of such a project in Thailand or wherever the parties determine is a viable venue for such an operation. As part of the execution of that business plan, ACC and AmeriSeed are prepared to either facilitate the creation of a company or otherwise establish a joint venture for the initial purpose of conducting evaluation and consultative work to determine the feasibility of completing such a project.

AmeriSeed engages in research and development activities as well as general operations in Chiang Mai, Thailand, and has expertise in the application of plant genetics, seed production and technology, plant production, sales and market dynamics. The company has an extensive record of successful operations in Thailand and elsewhere with worldwide sales of seed and plant products. The collaboration of ACC and AmeriSeed will give the companies access to senior level engineering and technical teams to foster project development and provide access to significant and unique technical and associated scientific data, equipment and infrastructure. Managements of both parties are confident that this collaboration will result in an increase in options in the greater region relative to expansion of the hemp-based food, fibre, fuel and foundation initiatives.

On September 30, 2019, the Corporation also announced its intention to complete a non-brokered private placement (the "Offering") to sell a total of 17,500,000 common share units (the "Units") of the Corporation to various investors at a price of $0.10 per Unit for gross proceeds of $1,750,000.00. Each Unit will consist of one common share of the Corporation (a "Common Share") and one common share purchase warrant (a "Warrant") with each warrant entitling the holder thereof to acquire one additional Common Share at a price of $0.25 per Common Share for a period of 12 months after the date of closing of the Offering. No finder's fees will be payable as a consequence of closing this transaction, and securities issued pursuant to the Offering will be subject to a four month hold period. The offering is scheduled to close as soon as possible and remains subject to regulatory approval. Proceeds will be applied to the Company's working capital.

INTELLECTUAL PROPERTY

On February 2, 2018, the Corporation entered into an assignment and assumption agreement (the "Agreement") with InPlanta Biotechnology Inc. ("InPlanta") and SHM Grow Corp. ("SHM") with respect to the assignment to the Corporation of all rights, title and interest in a letter of intent. Pursuant to the Agreement the Corporation issued 2,000,000 common shares to the shareholders of InPlanta on February 23, 2018 at a fair value price of $0.02 per common share, for aggregate consideration of $40,000.

On March 7, 2018, the Corporation entered into a license agreement (the "License Agreement") with InPlanta wherein InPlanta granted the Corporation the exclusive license to use a proprietary organic hybridization technology for planting, growth and harvesting of new and valuable hemp strains and related crops in commercial quantities. The Corporation intends to apply the technology to hemp industry in the entirety of Asia, including India, Thailand, Cambodia, Vietnam, Korea, Malaysia, Indonesia, Japan, Singapore, China, Miramar, Laos, and the Philippines.

In return for the grant of license to the Corporation, the Corporation will pay royalties on the sale of seed and related by-products on a sliding scale basis. In addition, the Corporation has agreed to complete a test program in the subject territory to demonstrate the application of the licensed technology with a budget of not less than $1.0 million and to pay a retainer of $5,000 per month commencing January 2019 to the licensor for completion of related laboratory work and analysis.

In May 2019, the Corporation prepaid InPlanta its monthly consulting fees up to and including April 30, 2020. As at September 30, 2019, $35,000 remains in prepaids.

In line with the requirements of IFRS, the Corporation carried out an impairment test of the intellectual property as it was not available for use as at the reporting date. Management determined that the recoverable amount exceeded the carrying value of the intellectual property. Accordingly, no impairment was recorded.

SELECTED FINANCIAL INFORMATION ($)

	December 31, 2018
Revenue	-
Net loss and comprehensive loss	(921,579)
per share (basic and fully diluted)	(0.06)
Total assets	554,115

QUARTERLY DATA ($)

Period ended	Revenue	Expenses	Net Loss	Basic and Fully Diluted	Total Assets
September 30, 2019	-	(103,453)	(103,453)	(0.00)	1,189,359
June 30, 2019	-	(181,512)	(181,512)	(0.01)	1,291,986
March 31, 2019	-	(325,366)	(325,366)	(0.01)	1,535,106
December 31, 2018	-	(168,206)	(168,206)	(0.01)	554,115
September 30, 2018	-	(12,033)	(12,033)	(0.00)	622,078
June 30, 2018	-	(6,493)	(6,493)	(0.00)	617,465
March 31, 2018	-	(734,847)	(734,847)	(0.07)	644,244

SUMMARY OF RESULTS ($)

	Three Months Ended Sep. 30 2019	Three Months Ended Sep. 30 2018	Nine Months Ended Sep. 30 2019	Nine Months Ended Sep. 30 2018
Revenue	-	-	-	-
Expenses				
General and administrative expenses:	103,453	-	476,686	-
Share-based compensation	-	-	130,468	710,186
Transaction costs	-	8,718	3,177	24,010
Net loss and comprehensive loss	(103,453)	(8,718)	(610,331)	(741,340)
Loss per share – basic and diluted	(0.00)	(0.00)	(0.03)	(0.03)
Net cash from (used in) operating activities	(88,488)	(10,386)	(588,200)	(9,246)
Net cash from (used in) financing activities	-	(18,900)	1,208,447	544,604
Total assets	1,189,359	641,255	1,189,359	641,255
Working capital (1)	1,082,730	571,491	1,082,730	571,491

(1) *Working capital is calculated as current assets less current liabilities. This is a non-IFRS measure.*

GENERAL AND ADMINISTRATIVE ("G&A") EXPENSES ($)

	Three Months Ended Sep. 30 2019	Three Months Ended Sep. 30 2018	Nine Months Ended Sep. 30 2019	Nine Months Ended Sep. 30 2018
G&A expenses	103,453	-	476,686	-

G&A expenses for the nine-month period ended September 30, 2019 totaled $476,686 (three-month period ended September 30, 2018 - $Nil).

G&A expenses for the three-month period ended September 30, 2019 totaled $103,453 (three-month period ended September 30, 2018 - $Nil).

The following table breaks down G&A expenses by category ($):

	Three Months Ended Sep. 30 2019	Three Months Ended Sep. 30 2018	Nine Months Ended Sep. 30 2019	Nine Months Ended Sep. 30 2018
Advertising and promotion	1,000	-	16,750	-
Consulting fees	75,136	-	266,389	-
Filing and registration fees	2,496	-	44,166	-
Audit and legal	2,451	-	31,940	-
Office	5,298	-	36,083	-
Travel and meals	17,072	-	81,358	-
	103,453	**-**	**476,686**	**-**

DEFERRED FINANCING COSTS AND TRANSACTION COSTS

During the period ended December 31, 2018, the Corporation initiated a process to become a publicly-listed entity on the CSE. The costs associated with the issuance of new equity were recorded as deferred financing costs, which at December 31, 2018 totalled $19,962, whereas costs associated with the listing were expensed as transaction costs.

On January 24, 2019, the Corporation successfully listed on the CSE and the Corporation issued 5,047,000 common shares at the price of $0.25 per common share, for aggregate gross proceeds of $1,261,750. The cost associated with the issuance of new common shares totalled $159,065 and therefore the net amount recorded as share capital was $1,102,685. The total share issue cost of $159,065 comprises share issue cost incurred up to December 31, 2018, classified as deferred financing costs on the statement of financial position as at December 31, 2018 totalling $19,962, which was reclassified against share capital upon issuance of the new shares in January 2019 and further share issue costs incurred in January 2019 totalling $139,103. Further transaction costs incurred in 2019 totalled $3,177 has been expensed in the profit or loss.

SHARE CAPITAL

a) Authorized

Unlimited number of voting common shares, without par value.

Unlimited number of preferred shares issuable in series, as determined by the directors.

b) Issued

Common shares	**Number of shares**		**Amount**
Incorporation (i)	100	**$**	1
Issuance of shares for cash (ii)	29,200,000		600,000
Issuance of shares to acquire intellectual property (Note 7)	2,000,000		40,000
Share issue costs (iii)	-		(4,500)
Balance at December 31, 2018	**31,200,100**	**$**	**635,501**
Issuance of shares for cash (iv)	5,047,000		1,261,750
Share issue costs (iv)	-		(83,265)
Balance at September 30, 2019	**36,247,100**	**$**	**1,813,986**

(i) On December 19, 2017, the Corporation issued 100 common shares of the Corporation at an issue price of $0.01 per common share, for aggregate gross proceeds of $1.00.

(ii) On February 22, 2018, the Corporation issued 28,800,000 common shares of the Corporation at an issue price of $0.02 per common share, for aggregate gross proceeds of $576,000. On February 24, 2018, the Corporation issued 400,000 common shares of the Corporation at an issue price of $0.06 per common share, for aggregate gross proceeds of $24,000.

(iii) In connection with the closing of the private placements above, the Corporation incurred $4,500 in share issue costs.

(iv) On January 11, 2019, the Corporation completed its initial public offering (the "IPO") of 5,047,000 common shares at the price of $0.25 per common share pursuant to a Prospectus dated October 29, 2018 for gross proceeds of $1,261,750. The Corporation has been listed as a hemp research and development company on the CSE. The common shares of the Corporation commenced trading on the CSE under the trading symbol "ASIA" on January 24, 2019.

The cost associated with the issuance of new common shares totalled $159,065 and therefore the net amount recorded as share capital was $1,102,685 (see note 6). The total share issue cost of $159,065 comprises share issue cost incurred up to December 31, 2018, classified as deferred financing costs on the statement of financial position as at December 31, 2018 totalling $19,962, which was reclassified against share capital upon issuance of the new shares in January 2019 and further share issue costs incurred in January 2019 totalling $139,103 (comprising cash share issue cost of $63,301 and issuance of broker warrants with fair value of $75,802).

(v) In connection with the completion of IPO, the Corporation issued 403,760 common shares which are reserved for issuance upon the exercise of the common share purchase warrants granted to the Agent upon completion of the IPO (the "Agent's Warrants"); these Agent's Warrants are exercisable at a price of $0.25 per common share until January 10, 2021.

The Corporation calculated the fair value of the 403,760 common share purchase warrants granted in 2019 using the Black-Scholes pricing model using the following weighted average assumptions:

	2019
Share-price	$0.26
Risk-free interest rate	1.86%
Expected volatility	150%
Dividend yield	0%
Expected life of each warrant granted	2 years
Estimated forfeiture rate	0%
Weighted average fair value per warrant	$0.19

The fair value of the 403,760 warrants granted on January 10, 2019 was $75,800. In addition, the Agent received an aggregate total cash commission of $61,940 in connection with the IPO, representing an 8% commission on the total "non-President's List" proceeds from the IPO in the amount of $611,750 and a 2% commission on the proceeds from the IPO arising from a "President's List" of subscribers in the amount of $650,000. Additionally, the Agent was paid an administration fee and granted the Agent's Warrants.

(vi) On September 30, 2019, the Corporation announced its intention to complete a non-brokered private placement (the “Offering”) to sell a total of 17,500,000 common share units (the “Units”) of the Corporation to various investors at a price of $0.10 per Unit for gross proceeds of $1,750,000.00. Each Unit will consist of one common share of the Corporation (a “Common Share”) and one common share purchase warrant (a “Warrant”) with each warrant entitling the holder thereof to acquire one additional Common Share at a price of $0.25 per Common Share for a period of 12 months after the date of closing of the Offering. No finder’s fees will be payable as a consequence of closing this transaction, and securities issued pursuant to the Offering will be subject to a four month hold period. The offering is scheduled to close as soon as possible and remains subject to regulatory approval. Proceeds will be applied to the Company’s working capital.

c) Options

On March 1, 2018, the Corporation granted 3,120,010 share options to directors and officers pursuant to its stock option plan to purchase common shares at an exercise price of $0.25 per common share, exercisable for a period of five years from the date of grant.

The Corporation calculated the fair value of options granted in 2018 using the Black-Scholes option pricing model using the following weighted average assumptions:

	2018
Share-price	$0.25
Risk-free interest rate	1.75%
Expected volatility	150%
Dividend yield	0%
Expected life of each option granted	5 years
Estimated forfeiture rate	0%
Weighted average fair value per option	$0.23

The fair value of the 3,120,010 fully vested options granted on March 1, 2018 was $710,186, with a corresponding credit to contributed surplus.

On February 27, 2019, the Corporation granted an aggregate of 550,000 stock options to a former director of the Corporation in accordance with the Corporation’s stock option plan, which vested immediately. Each stock option is exercisable into one common share in the capital of the Corporation at a price of $0.25 per share for a period of five years from the date of grant.

The Corporation calculated the fair value of options granted in 2019 using the Black-Scholes option pricing model using the following weighted average assumptions:

	2019
Share-price	$0.26
Risk-free interest rate	1.80%
Expected volatility	150%
Dividend yield	0%
Expected life of each option granted	5 years
Estimated forfeiture rate	0%
Weighted average fair value per option	$0.24

The fair value of the 550,000 fully vested options granted on February 27, 2019 was $130,468, with a corresponding credit to contributed surplus.

d) Escrow shares

Pursuant to the terms of an escrow agreement dated April 25, 2018, a total of 14,953,933 common shares issued to the directors and officers of the Corporation will be held in escrow. Under the escrow agreement, 10% of the escrowed common shares will be released upon the listing date and an additional 15% will be released therefrom every 6-month interval thereafter, over a period of 36 months. These escrow shares, which are considered contingently issuable, are excluded from loss per share calculations. As at September 30, 2019, 11,215,450 common shares are held in escrow.

NET LOSS AND COMPREHENSIVE LOSS, AND CASH FLOWS FROM OPERATING ACTIVITIES ($)

	Three Months Ended Sep. 30 2019	**Three Months Ended Sep. 30 2018**	**Nine Months Ended Sep. 30 2019**	**Nine Months Ended Sep. 30 2018**
Net loss and comprehensive loss	(103,453)	(8,718)	(610,331)	(741,340)
Per share – basic and diluted	(0.00)	(0.00)	(0.03)	(0.03)
Net cash from (used in) operating activities	(88,488)	(10,386)	(588,200)	(9,246)
Net cash from (used in) financing activities	-	(18,900)	1,208,447	544,604

During the nine-month period ended September 30, 2019, the Corporation recorded a net loss and comprehensive loss of $610,331 (nine-month period ended September 30, 2018 - $741,340). On a per share basis, this loss equates to $0.03 per share (nine-month period ended September 30, 2018 - $0.03 per share).

During the three-month period ended September 30, 2019, the Corporation recorded a net loss and comprehensive loss of $103,453 (three-month period ended September 30, 2018 – 8,718). On a per share basis, this loss equates to $0.00 per share (three-month period ended September 30, 2018 - $0.00 per share).

SUPPLEMENT TO THE FINANCIAL STATEMENTS

The outstanding common shares and share options are summarized below (also see note 8 the unaudited condensed interim financial statements for the three and nine months ended September 30, 2019 and 2018):

	October 21, 2019	**September 30, 2019**	**Dec.31, 2018**
Common shares	36,247,100	36,247,100	31,200,100
Warrants	403,760	403,760	-
Share options	3,670,010	3,670,010	3,120,010

LIQUIDITY AND CAPITAL RESOURCES

As at September 30, 2019, the Corporation had a working capital surplus of $1,082,730, which included cash of $1,104,400.

OFF-BALANCE SHEET ARRANGEMENTS

There are no off-balance sheet arrangements.

CONTRACTUAL OBLIGATIONS AND CAPITAL COMMITMENTS

There are no contractual obligations or capital commitments.

FINANCIAL INSTRUMENTS

Financial assets

Recognition and initial measurement

The Corporation recognizes financial assets when it becomes party to the contractual provisions of the instrument. Financial assets are measured initially at their fair value plus, in the case of financial assets not subsequently measured at fair value through profit or loss, transaction costs that are directly attributable to their acquisition. Transaction costs attributable to the acquisition of financial assets subsequently measured at fair value through profit or loss are expensed in profit or loss when incurred.

Classification and subsequent measurement

Subsequent to initial recognition, all financial assets are classified and subsequently measured at amortized cost. Interest revenue is calculated using the effective interest method and gains or losses arising from impairment, foreign exchange and derecognition are recognized in profit or loss. Financial assets measured at amortized cost are comprised of cash.

Reclassifications

The Corporation reclassifies debt instruments only when its business model for managing those financial assets has changed. Reclassifications are applied prospectively from the reclassification date and any previously recognized gains, losses or interest are not restated.

Impairment

The Corporation recognizes a loss allowance for the expected credit losses associated with its financial assets, other than debt instruments measured at fair value through profit or loss and equity investments. Expected credit losses are measured to reflect a probability weighted amount, the time value of money, and reasonable and supportable information regarding past events, current conditions and forecasts of future economic conditions.

Financial assets are written off when the Corporation has no reasonable expectations of recovering all or any portion thereof.

Derecognition of financial assets

The Corporation derecognizes a financial asset when its contractual rights to the cash flows from the financial asset expire.

Financial liabilities

Recognition and initial measurement

The Corporation recognizes a financial liability when it becomes party to the contractual provisions of the instrument. At initial recognition, the Corporation measures financial liabilities at their fair value plus transaction costs that are directly attributable to their issuance, with the exception of financial liabilities subsequently measured at fair value through profit or loss for which transaction costs are immediately recorded in profit or loss.

Where an instrument contains both a liability and equity component, these components are recognized separately based on the substance of the instrument, with the liability component measured initially at fair value and the equity component assigned the residual amount. Transaction costs of equity transactions are treated as a deduction from equity.

Classification and subsequent measurement

Subsequent to initial recognition, all financial liabilities are measured at amortized cost using the effective interest rate method. Interest, gains and losses relating to a financial liability or a component classified as a financial liability are recognized in profit or loss.

Derecognition of financial liabilities

The Corporation derecognizes a financial liability only when its contractual obligations are discharged, cancelled or expire.

NEW ACCOUNTING POLICIES

IFRS 16, Leases ("IFRS 16"). The new standard requires entities to recognize lease assets and lease obligations on the balance sheet. For lessees, IFRS 16 removes the classification of leases as either operating leases or finance leases, effectively treating all leases as finance leases. Certain short-term leases (less than 12 months) and leases on low-value assets are exempt from the requirement, and may continue to be treated as operating leases. IFRS 16 is effective for years beginning on or after January 1, 2019 and is to be applied retrospectively. The Corporation has adopted IFRS 16, "Leases", on January 1, 2019 using modified retrospective. The Corporation does not have any leases and therefore, the transition to IFRS 16 had no material effect on the Corporation's financial statements.

CRITICAL ACCOUNTING ESTIMATES

Taxes

The Corporation files corporate income tax, goods and service tax and other tax returns with various provincial and federal taxation authorities in Canada. There can be differing interpretations of applicable tax laws and regulations. The resolution of any differing tax positions through negotiations or litigation with tax authorities can take several years to complete. The Corporation does not anticipate that there will be any material impact upon the results of its operations, financial position or liquidity.

Tax provisions are based on enacted or substantively enacted laws. Changes in those laws could affect amounts recognized in income or loss both in the period of change, which would include any impact on cumulative provisions, and in future periods.

Deferred tax assets are recognized only to the extent it is considered probable that those assets will be recoverable. This involves an assessment of when those deferred tax assets are likely to reverse and a judgment as to whether or not there will be sufficient taxable profits available to offset the tax assets when they do reverse. This requires assumptions regarding future profitability and is therefore inherently uncertain.

Estimates of future taxable income are based on forecasted funds from operations. During the period ended December 31, 2018, the Corporation has not recorded any deferred tax assets or liabilities due to the uncertainty of future taxable profits

Share options and warrants

The amounts recorded relating to the fair value of share options and warrants issued are based on estimates of the volatility using historical volatilities of peer companies that are publicly traded, market price of the Corporation's shares at the grant date, expected lives of the options and warrants, risk-free interest rate, forfeiture rate, expected dividends and other relevant assumptions.

The Corporation adopted a share option plan, which allows the Corporation to issue options to the directors and officers of the Corporation to purchase ordinary shares of the Corporation at a stipulated price. The option grants will not exceed 10% of the issued and outstanding ordinary shares of the Corporation. The Corporation measures these amounts at fair value at the grant date using the Black-Scholes option pricing model and compensation expense is recognized over the vesting period