FASTTASK TECHNOLOGIES INC.
(Formerly HeyBryan Media Inc.)

Management Discussion and Analysis

For the Years Ended December 31, 2020 and 2019

(Expressed in Canadian Dollars)

This discussion and analysis of financial position and results of operations for the year ended December 31, 2020 is prepared as at April 29, 2021, and should be read in conjunction with the audited consolidated financial statements for the year ended December 31, 2020 and 2019 of Fasttask Technologies Inc. (the "Company"). The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). Except as otherwise disclosed, all dollar figures included therein and the following management discussion and analysis ("MD&A") are quoted in Canadian dollars.

This Management's Discussion and Analysis may include forward-looking statements with respect to business plans, activities, prospects, opportunities and events anticipated or being pursued by the Company and the Company's future results. Although the Company believes the assumptions underlying such statements to be reasonable, any of the assumptions may prove to be incorrect. The anticipated results or events upon which current expectations are based may differ materially from actual results or events. Therefore, undue reliance should not be placed on such forward-looking information. A number of risks and uncertainties could cause the Company's actual results to differ materially from those expressed or implied by the forward-looking statements, including: (1) a downturn in general economic conditions in North America and internationally, (2) obtaining enough customers to create a market, (3) market competition, (4) the risk that the Company does not execute its business plan, (5) inability to retain key employees, (6) inability to finance operations and growth, (7) the Company's ability to protect proprietary rights, (8) the impact of the COVID-19 pandemic on the Company, its key markets and financial markets; and (9) other factors beyond the Company's control.

Forward-looking statements speak only as of the date of this MD&A and actual results could differ materially from those anticipated in the forward-looking statements, as a result of a number of factors. Investors should not place undue reliance on forward-looking statements as the plans, intentions or expectations upon which they are based may not occur. The forward-looking statements contained herein are expressly qualified by this cautionary statement.

In November 2020, the Company implemented a significant change in its management and the board of directors. The CEO and director of the Company, the CFO, and three independent directors resigned from their positions of the Company. The Company appointed a new CEO, CFO and two independent directors to fill the vacancies on the board. In November 2020, the Company also entered into a settlement agreement with Baeumler Productions Inc. and Bryan Baeumler to terminate the endorsement agreement with the Company. Effective December 10, 2020, the Company completed a consolidation of its common shares on the basis of 5 pre-consolidation shares for 1 post-consolidation share.

On February 1, 2021, the Company signed a merger agreement ("Merger Agreement") with Komo Plant Based Comfort Foods Inc. ("Komo Foods"), amended and restated on April 13, 2021, to complete an amalgamation pursuant to the British Columbia Business Corporations Act (the "Proposed Transaction") between the companies. The Proposed Transaction is subject to the approval by the Canadian Securities Exchange (the "Exchange"). As contemplated in the Merger Agreement, the Company completed a private placement raising $1,507,000 in capital and completed a debt conversion issuing $450,000 worth of restricted stock and settling debt owing to various creditors.

Financial information in this MD&A has been prepared on the basis that the Company will continue as a going concern, which assumes that the Company will be able to realize its assets and satisfy its liabilities in the normal course of business for the foreseeable future. Management is aware, in making its going concern assessment, of material uncertainties related to events and conditions that may cast significant doubt upon the Company's ability to continue as a going concern.

The Company has incurred a net loss of $6,515,598 during the year ended December 31, 2020, and has incurred an accumulated deficit of $12,997,200 as at December 31, 2020. The continued operations of the Company are dependent on the completion of the Proposed Transaction, future profitable operations, management's ability to manage costs and the future availability of equity or debt financing. Whether and when the Company can generate sufficient operating cash flows to pay for its expenditures and settle its obligations as they fall due is uncertain. The consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and statement of financial position classifications that would be necessary were the going concern assumption inappropriate. These adjustments could be material.

The outbreak of the novel coronavirus COVID-19, which was declared a pandemic by the World Health Organization on March 11, 2020, has led to adverse impacts on the Canadian and global economies, disruptions of financial markets, and created uncertainty regarding potential impacts to the Company's supply chain and operations. The COVID-19 pandemic has impacted and could further impact the Company's operations and the operations of the Company's suppliers and vendors as a result of quarantines, facility closures, and travel and logistics restrictions. As a result of the pandemic, the Company experienced declined revenues, delays in certain planned service launches. The extent to which the COVID-19 pandemic impacts the Company's business, results of operations and financial condition will also depend on future developments, which are highly uncertain and cannot be predicted, including, but not limited to the duration, spread, severity, and impact of the COVID-19 pandemic, the effects of the COVID-19 pandemic on the Company's suppliers and vendors and the remedial actions and stimulus measures adopted by local and federal governments, and to what extent normal economic and operating conditions can resume. The management team is closely following the progression of COVID-19 and its potential impact on the Company, and is working on alternative measures and resources to minimize such impact. Even after the COVID-19 pandemic has subsided, the Company may experience adverse impacts to its business as a result of any economic recession or depression that has occurred or may occur in the future. Therefore, the Company cannot reasonably estimate the impact at this time on its business, liquidity, capital resources and financial results.

CORPORATE OVERVIEW

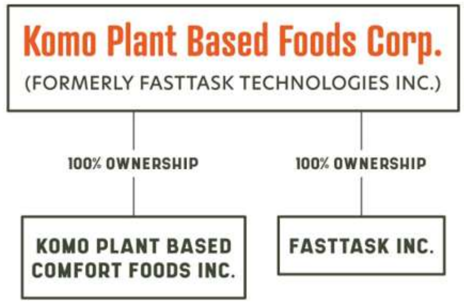
The Company owns and operates a peer-to-peer marketplace app offering a friendly and seamless way for customers to connect with trusted and vetted home maintenance workers for everyday home-maintenance needs (the "Fast App").

In November 2020, the Company implemented a significant change in its management and the board of directors. In November 2020, the Company also entered into a settlement agreement to terminate an endorsement agreement with the Company and reduce and settle debt. On December 10, 2020, the Company completed a consolidation of its common shares on the basis of 5 pre-consolidation shares for 1 post-consolidation share.

On February 1, 2021, the Company entered into the Merger Agreement with Komo Foods to complete the Proposed Transaction.

As contemplated in the Proposed Transaction, the Company completed a private place raising gross proceeds of $1,507,000 in capital and issued $450,000 worth of restricted stock, settling debt owing to various creditors.

Following completion of the Proposed Transaction, Komo Foods will become a wholly owned subsidiary of the Company. The material corporate structure of the Issuer following completion of the Transaction is set out below:



Komo Foods

Komo Foods is an emerging plant-based food company that specializes in the development, production, marketing, and distribution of a variety of plant-based frozen meals. Komo Foods' mission is to share the love of plant-based food through classic comfort recipes that are always hearty, wholesome, and delicious. Komo Foods products are plant-based versions of classic recipes that are traditionally meat and dairy-centric. By incorporating only wholesome, plant-based ingredients, Komo Foods aims to create the same satisfying experience without compromising the sensory appeal of these comfort food favorites. Komo Foods launched an e-commerce direct-to-consumer platform and flagship product line in March 2021.

Komo Foods currently has three plant based products being produced and distributed through its ecommerce website and retails channels in BC, a plant-based Lasagne, a plant-based Chick'n Pot Pie and a plant-based Shepherd's Pie. More details on the products are below.

Lasagna: The lasagna is made with rich tomato lentil soy ragu and creamy tofu 'ricotta' smothered between layers of semolina pasta and topped with a 'cheezy' cashew bechamel sauce.

Chick'n Pot Pie: This savoury Chick'n Pot Pie is made with creamy cashew cream sauce, soy curls, and a medley of hearty vegetables, then topped with a hand-rolled, plant-based pastry crust.

Shepherd's Pie: This is made with hearty lentil soy crumble and a medley of vegetables cooked in a rich mushroom onion gravy and topped with a creamy Yukon gold potato mash.

Komo Foods is continuously refining its recipes to improve flavour, nutrient profile, and texture. In addition, Komo Foods plans to further expand its plant-based comfort foods platform with familiar favourites, including desserts and meal components. Komo Foods research and development will also include exploring options for different dietary preferences, including gluten-free and keto-friendly products. Utilizing natural, wholesome and recognizable ingredients will continue to be a guiding principle for all future plant-based products. Komo Foods is committed to developing new plant-based food alternatives using progressive food technology and wholesome, natural ingredients. Komo Foods believes that these innovation efforts are a key component for our future growth. With its local research and development kitchen and direct-to-consumer channel, Komo Foods is positioned to bring concepts quickly to market for validation and feedback before scaling.

<u>The Proposed Transaction</u>

On February 2, 2021, the Company entered into a merger agreement with Komo Foods in respect of the proposed completion of a reverse-takeover transaction of the Company by Komo Foods shareholders. The Proposed Transaction constitutes a fundamental change under Exchange policy.

The Proposed Transaction will result in the Company acquiring all of the issued and outstanding securities of Komo Foods in exchange for the issuance of securities of the Company, which will result in Komo Foods becoming a wholly owned subsidiary of the Company. Upon completion of the Proposed Transaction, the Company will carry on the business off Komo Foods, and the existing shareholders of Komo Foods will own a majority of the outstanding common shares of the resulting Issuer.

The Proposed Transaction is expected to be completed pursuant to an amalgamation under the British Columbia Business Corporations Act (the “BCBCA”) between the Company’s subsidiary that is currently inactive and Komo Foods. Although the Company and Komo Foods have certain directors, officers and shareholders in common, the Proposed Transaction is not expected to be subject to the conditions of Multilateral Instrument 61-101 Protection of Minority Security Holders is Special Transactions.

As consideration for the acquisition of all of the outstanding securities of Komo Foods, holders of the issued and outstanding Komo Foods shares will receive one common share for each one Komo Foods share held. The outstanding warrants and options of Komo Foods will be exchanged into warrants and options of the resulting Issuer on an identical basis, except that the exercise price of certain of the outstanding warrants of Komo Foods will be adjusted from $1.00 per Komo Foods share to $0.20 per Company share upon the closing of the Proposed Transaction.

The outstanding capital of Komo Foods to be acquired by the Company on a one for one basis is comprised of approximately 46,981,171 Komo Foods shares, warrants to purchase 20,669,200 Komo Foods shares at exercise prices ranging from $0.20 to $1.00 per Komo Foods share, and options to purchase 4,142,500 Komo Foods shares at prices ranging from $0.10 to $0.80 per Komo Foods share. In addition, Komo Foods has 1,015,000 broker warrants outstanding, each of which is exercisable into one unit of Komo Foods at a price of $0.10 per unit, with each unit consisting of one Komo Foods share and one warrant to purchase a Komo Foods share at a price of $0.40 per Komo Foods share until January 2023.

The Proposed Transaction is expected to complete after the shareholders of Komo Foods have approved of the transaction at a special meeting of the shareholders and after conditional approval for the Proposed Transaction has been granted by the Exchange. There can be no assurance that the Komo Foods shareholders will approve the transaction or that the Exchange will provide conditional approval or that the Proposed Transaction will close within a reasonable time or at all.

OVERALL PERFORMANCE

The Company realized revenue of $18,679 for the year ended December 30, 2021 from the Fast App as compared to $17,748 for the prior year. The Company plans to continue the Fast App after the Proposed Transaction until it can find a buyer for the Fast App.

The net loss was $6,515,598 for the year ended December 31, 2021 as compared to $4,662,929 for the prior year. The loss was primarily driven by the impairment of intangible assets and other non-operating expenses of $3,700,000 and operating expenses of $2,800,000. On November 24, 2020, the Company entered into a settlement agreement with Baeumler Productions Inc. and Bryan Baeumler to terminate the endorsement and license agreement dated June 1, 2018. As a result, the Company recognized impairment of the related intangible assets of $3,347,113 during the year ended December 31, 2020.

DISCUSSION OF OPERATIONS

Revenue

The Company realized revenue of $18,679 for the year ended December 30, 2020 from the Fast App, as compared to $17,748 for the prior year. The Company plans to continue to operate the Fast App after the Proposed Transaction.

Komo Foods currently has three plant-based comfort foods being sold on its dedicated eCommerce website and through retail customers in British Columbia. Komo Foods is developing additional products scheduled to launch in the coming months and is planning to expand distribution of its products to the entire Canadian market.

Expenses

Advertising and promotion:

Advertising and promotion expenses relating to the App and corporate promotions. The Company incurred advertising and promotion expenses of $309,305 for the year ended December 31, 2020 as compared to $379,740 in the prior year.

Amortization of intangible assets:

Amortization of intangible assets are related to Fast App. For the year ended December 31, 2020, the Company recorded an amortization expense of $425,950 as compared to $420,563 for the prior year.

Consulting fees:

Consulting fees were paid to part-time consultants. As an early stage business, the Company relies on part- time consultants to carry out certain functions, allowing the Company to avoid committing to full-time employment contracts. Other functions that the Company incurred consulting fees on during the period are as follows:
- Certain technological maintenance and improvements relating to the Fast App and website;
- Accounting and financial reporting; and
- Certain creative and graphic development.

For the year ended December 31, 2020, the Company incurred consulting fees of $1,035,816 as compared to $1,177,801 during the prior year.

General and administrative:

For the year ended December 31, 2020, the Company incurred general and administrative expenses of $240,104, as compared to $177,882 in the prior year. The increase in general and administrative expenses was primarily due to corporate restructuring.

Depreciation:

Depreciation was related to the Company's right of use asset, office furniture and equipment and telephone equipment. During the year ended December 31, 2020, the Company incurred depreciation expense of $64,215 as compared to $28,444 in the prior year. The lease was surrendered on January 31, 2021 due to corporate restructuring.

Professional fees:

Professional fees primarily related to legal expenses and financial expertise the Company retained to support its Fast App launch and financial reporting obligations as a public company. For the year ended December 31, 2020, the Company incurred professional fees of $126,496 as compared to $342,078 in the prior year, which included its IPO expenses.

Rent:

The Company incurred office rent of $31,429 for the year ended December 31, 2020, as compared to $16,343 in the prior year. The lease was surrendered on January 31, 2021 due to corporate restructuring.

Royalties:

The Company incurred royalties expense of $227,216 for the year ended December 31, 2020, as compared to $104,033 during the prior year. The royalties relate to an Endorsement and License Agreement (the "Agreement"), whereby the Company receives endorsement benefits and intellectual property rights from Baeumler Productions Inc. and Bryan Baeumler. The agreement was cancelled and terminated as of November 24, 2020 in the process of the Company's corporate restructuring.

Salaries and Wages:

During the year ended December 31, 2020, the Company recorded salaries and wages expenses of $366,432 as compared to $639,581 during the prior year. Salaries and wages are related to the Company's management personnel and support staff.

Share-based compensation:

Share-based compensation related to stock options granted to directors, officers, employees and consultants. For the year ended December 31, 2020, the Company incurred share-based compensation expense of $16,791, as compared to $557,847 during the prior year. The decrease in share based compensation expenses was due to termination of employment and consulting contracts as a result of corporate restructuring.

Impairment of intangible assets:

On November 24, 2020, the Company entered into a settlement agreement with Baeumler Productions Inc. and Bryan Baeumler to terminate the endorsement and license agreement dated June 1, 2018. As a result, the Company recognized impairment of the related intangible assets of $3,347,113 during the year ended December 31, 2020. During the year ended December 31, 2019, the Company recognized impairment of its intellectual property of $800,000 due to a change in its estimated value in use.

Impairment of property and equipment:

During the year ended December 30, 2020, the Company recorded impairment of property and equipment of $101,958 as compared to $nil for the prior year. The impairment was related to the termination of the Company's office lease due to corporate restructuring.

Gain on settlement of royalties payable

On November 24, 2020, the Company entered into a settlement agreement with Baeumler Productions Inc. and Bryan Baeumler to terminate the endorsement and license agreement dated June 1, 2018. As part of the settlement, the Company reduced its liabilities in royalty payable and realized a gain of $187,778.

Loss on settlement of debt:

During the year ended December 31, 2020, the Company settled some debt with shares resulting in a loss in settlement of $171,739. The Company did not incur such loss in the prior year.

Transaction costs:

During the year ended December 31, 2020, the Company issued 800,000 units to satisfy the $200,000 obligation and issued 320,000 consideration units pursuant to the Conditional Purchase Price Agreement. During the nine months ended December 31, 2020, the Company recognized the $280,000 fair value of the units issued as transaction costs.

SUMMARY OF QUARTERLY RESULTS

The following is selected financial information as prepared in Canadian dollars under International Financial Reporting Standards derived from the Company's eight most recently completed fiscal quarters:

	December 31, 2020 $	September 30, 2020 $	June 30, 2020 $	March 31, 2020 $
Total Assets	133,174	3,683,835	3,904,261	4,057,192
Revenue	3,311	4,855	4,058	6,455
Net Loss	(3,985,197)	(528,390)	(360,027)	(1,641,984)
Loss per Share	(0.18)	(0.05)	(0.04)	(0.10)

	December 31, 2019 $	September 30, 2019 $	June 30, 2019 $	March 31, 2019 $
Total Assets	4,339,642	4,934,234	4,976,702	5,161,740
Revenue	6,132	6,984	4,086	546
Net Loss	(2,189,925)	(829,843)	(781,263)	(861,898)
Loss per Share	(0.15)	(0.04)	(0.03)	(0.04)

The Company's business is not seasonal. Decrease in total assets and increase in net loss was caused by impairment of intangible assets as a result of termination of licensing agreement and corporate restructuring.

LIQUIDITY

As at December 31, 2020, the Company had cash of $33,497. Subsequent to the year end and concurring to the Merge Transaction, the Company completed a private placement raising gross proceeds of $1.5 million.

As at December 31, 2020, the Company had a working capital deficiency of $1,283,529 mostly consisting of accounts payable and accrued liabilities which the Company has settled prior to the Proposed Transaction.

For the year ended December 31, 2020, the Company used $662,265 of cash in operating activities as compared to $2,811,050 during the prior year. Cash used in operating activities primarily consisted of operating expenses. The Company used $24,109 in investing activities to further develop the Fast App as compared to $352,042 in the prior year. The Company generated $518,288 from financing activities with issuance of share units as compared to $3,258,969 in the prior year.

CAPITAL RESOURCES

The Company remains dependent upon equity markets for financing. The Company has negative cash flow from operations and is dependent upon raising equity financing to sustain its operations.

The Company has not issued dividends to date and has no plans to pay dividends in the foreseeable future.

RISK FACTORS

There are a number of risks associated with the business of the Company, some of which are included in the Company's prospectus filed August 15, 2019 on SEDAR. An adverse development in any one risk factor or any combination of risk factors could result in material adverse outcomes to the Company's undertakings and to the interests of stakeholders in the Company including its investors.

The recent outbreak of the novel coronavirus COVID-19, which was declared a pandemic by the World Health Organization on March 11, 2020, has led to adverse impacts on the Canadian and global economies, disruptions of financial markets, and created uncertainty regarding potential impacts to the Company's supply chain, operations, and customer demand. The COVID-19 pandemic has impacted and could further impact the Company's operations and the operations of the Company's suppliers and vendors as a result of quarantines, facility closures, and travel and logistics restrictions. The extent to which the COVID-19 pandemic impacts the Company's business, results of operations and financial condition will depend on future developments, which are highly uncertain and cannot be predicted, including, but not limited to the duration, spread, severity, and impact of the COVID-19 pandemic, the effects of the COVID-19 pandemic on the Company's customers, suppliers, and vendors and the remedial actions and stimulus measures adopted by local and federal governments, and to what extent normal economic and operating conditions can resume. The management team is closely following the progression of COVID-19 and its potential impact on the Company. Even after the COVID-19 pandemic has subsided, the Company may experience adverse impacts to its business as a result of any economic recession or depression that has occurred or may occur in the future. Therefore, the Company cannot reasonably estimate the impact at this time on its business, liquidity, capital resources and financial results.

Readers are cautioned to take into account the risk factors to which the Company and its operations are exposed.

TRANSACTIONS WITH RELATED PARTIES

For the years ended December 31,

	2020 $	2019 $
Consulting fees paid to directors, officers and an affiliated company	132,000	318,789
Wages paid to directors and officers	261,700	167,000
Development costs incurred to an affiliated company	–	311,281
Share-based compensation for directors and officers	50,568	178,537

a) As at December 31, 2020, the Company owed $5,036 (2019 - $2,310) to the former CEO of the Company, Lance Montgomery, for loans provided to the Company and for expenses paid on behalf of the Company. The balance is unsecured, non-interest bearing and due on demand.

b) As at December 31, 2020, the Company owed $36,107 (2019 - $nil) to the former CFO of the Company, Blair Jordan. The balance is unsecured, non-interest bearing and due on demand.

c) As at December 31, 2020, the Company has prepaid director's fees of $nil (2019 - $4,800) for a Director of the Company, Spiros Margaris. As at December 31, 2020, the Company owed $4,800 (2019 - $nil) to a Director of the Company. The balance is unsecured, non-interest bearing and due on demand.

d) As at December 31, 2020, the Company owed $nil (December 31, 2019 - $29,777) to an affiliated company, Jusu Bars Corp. (previously Thrive Activations Inc.) which is included in accounts payable and accrued liabilities. In addition, as at December 31, 2020, the Company has paid a deposit of $10,000 (2019 - $10,000) to the affiliated company, which is included in prepaid expenses.

e) As at December 31, 2020, the Company owed a total of $26,342 (2019 - $nil) to former Directors of the Company. The balance is unsecured, non-interest bearing and due on demand.

f) As at December 31, 2020, the Company owed $10,000 (2019 - $nil) to the CEO of the Company, William White. The balance is unsecured, non-interest bearing and due on demand.

g) As at December 31, 2020, the Company owed $10,000 (2019 - $nil) to a company controlled by a Director of the Company, Penny White. The balance is unsecured, non-interest bearing and due on demand.

SHARE DATA

The Company is authorized to issue an unlimited number of common shares.

Effective December 10, 2020, the Company completed a consolidation of its common shares on the basis of 5 pre-consolidation shares for 1 post-consolidation share. All share and per share amounts included in these consolidated financial statements have been adjusted retroactively to account for the share consolidation.

As at December 31, 2020, there were 18,887,490 common shares issued and outstanding. There were 1,182,000 stock options and 8,430,083 stock purchase warrants outstanding

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements that would require disclosure.

CRITICAL ACCOUNTING ESTIMATES

The Company's critical accounting estimates include the collectability of accounts receivable, the useful lives and carrying values of intangible assets, the measurement of share-based compensation, the fair value of warrants issued as compensation, and the measurement of unrecognized deferred income tax assets. Estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

CHANGES IN ACCOUNTING POLICIES

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

FINANCIAL INSTRUMENTS AND RISKS

a) Fair Value

The fair value of the Company's cash, amounts receivable, accounts payable and accrued liabilities, and due to related parties approximate their carrying values due to the relatively short-term maturity of these instruments.
The Company does not carry any financial instruments at FVTPL.

b) Credit Risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligation. The Company minimizes its credit risk associated with its cash balance by dealing with major financial institutions in Canada and has no other significant concentration of credit risk arising from operations. Amounts receivable consists primarily of trade accounts receivable and harmonized sales tax due from the Canadian government. For accounts receivable, the Company limits its exposure to credit risk by dealing with what management believes to be financially sound counter parties. The carrying amount of financial assets represents the maximum credit exposure.

c) Foreign Exchange Rate and Interest Rate Risk

The Company is not exposed to any significant foreign exchange rate or interest rate risk.

d) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Company manages liquidity risk by maintaining sufficient cash balances and adjusting its operating budget and expenditure. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short-term and other specific obligations.

DISCLOSURE OF INTERNAL CONTROLS

In connection with National Instrument ("NI") 52-109 (Certification of Disclosure in Issuer's Annual and Interim Filings) adopted in December 2008 by each of the securities commissions across Canada, the Chief Executive Officer and Chief Financial Officer of the Company will file a Venture Issuer Basic Certificate with respect to the financial information contained in the unaudited condensed interim consolidated financial statements and respective accompanying Management's Discussion and Analysis. The Venture Issuer Basic Certification does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109.

SUBSEQUENT EVENTS

a) On January 16, 2021, the Company entered into a Surrender of Lease related to its lease office space. In connection with the surrender, the Company and the landlord agreed that the lease will be surrendered as of January 31, 2021, and the Company has paid a surrender fee of $35,000.

b) On February 1, 2021, the Company entered into the Merger Agreement with Komo Foods, and 1285877 B.C. Ltd., a wholly owned subsidiary of the Company incorporated in British Columbia for the purposes of the Proposed Transaction, and whereby the Company agreed to acquire 100% of the issued and outstanding shares of Komo Foods. In consideration, the Company will issue the shareholders of Komo Foods 1 common share for each 1 share of Komo Foods owned, which will result in a reverse-takeover transaction. The outstanding warrants and options of Komo Foods will be exchanged into warrants and options of the resulting issuer on an identical basis, except that the exercise price of certain of the outstanding warrants of Komo Foods is expected to be adjusted from $1.00 per share of Komo Foods to $0.20 per share of the resulting issuer upon closing of the Proposed Transaction. The completion of the Proposed Transaction is subject to the satisfaction of various conditions, including but not limited to the completion of a concurrent financing for minimum gross proceeds of $1,000,000 and maximum gross proceeds of $1,500,000 through the issuance of units of the Company at a price of $0.10 per unit, and all requisite regulatory authorization and approvals. There can be no assurance that the Proposed Transaction will be completed on the terms described in the Merger Agreement or at all.

c) On March 1, 2021, the Company issued 620,000 units at a price of $0.10 per unit for gross proceeds of $62,000, each unit consisting of one common share and one warrant exercisable at $0.40 per common share for a period of two years from the date of issuance.

d) On March 15, 2021, the Company issued 13,650,000 units at a price of $0.10 per unit for gross proceeds of $1,365,000, each unit consisting of one common share and one warrant exercisable at $0.40 per common share for a period of two years from the date of issuance.

e) On March 15, 2021, the Company issued 3,000,000 units at a deemed price of $0.10 per unit to settle debts in the aggregated amount of $300,000, each unit consisting of one common share and one warrant exercisable at $0.40 per common share for a period of two years from the date of issuance.

f) On March 15, 2021, the Company issued 385,000 broker's unit warrants exercisable at a price of $0.10 per unit for a period of two years from the date of issuance for a common share and a warrant, the second warrant is exercisable for $0.40 per common share for a period of two years from the date of the broker's unit warrant issuance.

g) On March 23, 2021, the Company issued 800,000 units at a price of $0.10 per unit for gross proceeds of $80,000, each unit consisting of one common share and one warrant exercisable at $0.40 per common share for a period of two years from the date of issuance.

h) On March 23, 2021, the Company issued 1,500,000 units at a deemed price of $0.10 per unit to settle debts in the aggregated amount of $150,000, each unit consisting of one common share and one warrant exercisable at $0.40 per common share for a period of two years from the date of issuance.

i) On March 23, 2021, the Company issued 30,000 broker's unit warrants exercisable at a price of $0.10 per unit for a period of two years from the date of issuance for a common share and a warrant, the second warrant is exercisable for $0.40 per common share for a period of two years from the date of the broker's unit warrant issuance.

j) On February 12, 2021, the Company granted 1,000,000 options to the President and the CEO of the company at an exercise price of $0.12 per share, vesting every three months over a period of three years in twelve equal tranches beginning four months after grant and expiring in five years.

k) On February 12, 2021, the Company granted 600,000 options to a director and an officer at an exercise price of $0.12 per share, vesting every three months over a period of one year in four equal tranches and expiring in five years after grant.

l) On February 19, 2021, the Company granted 1,000,000 options to its directors at an exercise price of $0.12 per share, vesting every six months over a period of two years in four equal tranches and expiring in five years after grant.

m) On March 24, 2021, the Company granted 5,000,000 options to the President and the CEO of the Company at an exercise price of $0.12 per share, vesting in four months, six months, and every three months thereafter over a period of one year in four equal tranches and expiring in five years.

n) On April 14, 2021 parties entered into an Amended and Restated Merger Agreement to reflect the final amounts of financing that were completed in contemplation of closing of the Transaction.