FANLOGIC INTERACTIVE INC. (FORMERLY SPRIZA MEDIA INC.)

MANAGEMENT DISCUSSION AND ANALYSIS

For the year ended December 31, 2017

This MD&A for the year ended December 31, 2017 is prepared by management on April 30, 2018 for Fanlogic Interactive Inc. (the "Corporation" or "Fanlogic") (Formerly Spriza Media Inc.) in accordance with International Financial Reporting Standards ("IFRS"). This MD&A should be read in conjunction with the Corporation's audited consolidated financial statements and related notes for the year ended December 31, 2017 and 2016, which were prepared in accordance with IFRS.

All dollar amounts referred to in this MD&A are expressed in Canadian dollars except where indicated otherwise. Additional information relating to the Corporation is available on the Canadian System for Electronic Document Analysis and Retrieval (SEDAR) at **www.sedar.com.**

OVERVIEW

2017 Corporate Transactions

On January 6, 2017, the Corporation completed a private placement, issuing 1,480,000 units ("Units") for aggregate proceeds of $222,000. Each Unit consisted of one common share of the Corporation and one common share purchase warrant, with each whole warrant entitling the holder thereof to purchase one common share of the Corporation for $0.50 per common share for a period of 24 months from issuance.

In February of 2017 the Corporation implemented the consolidation of the corporation's issued and outstanding common shares on the basis of one (new) post-consolidation common share for each five (old) pre-consolidation common shares, effective February 22, 2017. All stock related disclosures have been retroactively adjusted to reflect the share consolidation for all years presented.

On February 19, 2017 the Corporation announced a merger with Fanlogic, LLC a Virginia based company. This merger was an arm's length agreement with Fanlogic LLC ("**Fanlogic**"), for the acquisition of all of the outstanding equity interests of Fanlogic (the "**Transaction**"). Pursuant to the Transaction, the Corporation issued 19,000,000 (post-consolidation) common shares, at a deemed price of $0.15 for a deemed value of $2,850,000 to the Fanlogic, LLC securityholders.

All Common Shares issued pursuant to the Transaction were freely tradable under applicable Canadian securities legislation. The Corporation agreed to waive the voluntary hold period in connection with the Common Shares issued pursuant to the Transaction. In addition, certain Common Shares issued in the United States or to or for the benefit of U.S. Persons (as such term is defined under Regulation S of the United States Securities Act of 1933, as amended (the "**U.S. Securities Act**")) were "restricted securities" within the meaning of Rule 144(a)(3) of the U.S. Securities Act.

On March 17, 2017, the Corporation completed the arm's length merger agreement with Fanlogic LLC ("Fanlogic"), (a Virginia company) for the acquisition of all of the outstanding equity interests of Fanlogic (the "Transaction"). Pursuant to the Transaction, the Corporation issued 19,000,000 common shares, at a deemed price of $0.15 for a deemed value of $2,850,000 to the Fanlogic security holders.

On March 28, 2017, the Corporation changed its name from Spriza Media Inc. to Fanlogic Interactive Inc. The Corporation had previously changed its name from Iron Tank Resources Corp. to Spriza Media Inc. on February 19, 2016. Fanlogic Interactive Inc. is a publicly traded company listed on the TSX Venture Exchange ("TSX-V") under the symbol "FLGC" since March 29, 2017.

On March 31, 2017, the Corporation completed a private placement at $0.15, issuing 4,233,334 units ("Units") for aggregate proceeds of $635,000. Each Unit consisted of one common share of the Corporation and one common share purchase warrant, with each whole warrant entitling the holder thereof to purchase one common share of the Corporation for $0.50 per common share for a period of 24 months from issuance.

On May 17, 2017 the Corporation closed a non-brokered private placement offering of units of Corporation issued 2,473,334 units at a price of 15 cents per unit for gross proceeds of $371,000. Each unit consists of one common share and one common share purchase warrant. Each warrant will entitle the holder thereof to acquire one additional common share of the corporation at a price of 50 cents per common share for a period of two years from the issuance of the warrant.

Annual General Meeting

Fanlogic Interactive Inc.'s shareholders approved all the resolutions put before them at the Corporation's annual general and special meeting held on July 7, 2017, in Calgary, Alta.

At the annual general and special meeting, shareholders voted in favor of resolutions to:

- Set the number of directors at five (100 percent);
- Elect Randy Brownell, Graham Webster, Tara Kabatoff, Stephen Kaye and Stephen Shaw (100 percent);
- Appoint MNP LLP as the auditor for the ensuing year and authorize the directors to fix the auditor's remuneration (100 percent);
- Reapprove the company's stock option 10-percent plan (100 percent).

Following the annual general and special meeting, the board of directors appointed Mr. Brownell as chief executive officer and Chris Robbins as chief financial officer of the company. The board of directors would like to thank the shareholders for their continuing support.

In August of 2017 Fanlogic Interactive Inc. closed a non-brokered private placement offering of units. The corporation issued 2,226,963 units at a price of 15 cents per unit for gross proceeds of $334,004. Each unit consists of one common share and one common share purchase warrant. Each warrant will entitle the holder thereof to acquire one additional common share of the corporation at a price of 25 cents per common share for a period of six months after the issuance of the warrant and then an additional 18 months at 50 cents per common share.

In addition to trading shares on the TSX Venture Exchange, Fanlogic Interactive Inc. effective August 10, 2017 the Corporation's common shares were approved for trading on the OTCQB Venture Market under the symbol FNNGF.

This venture market is designed for early-stage and developing U.S. and international companies. Companies trading on this venture market are current in their reporting and undergo an annual verification and management certification process to maintain their listing on the OTCQB. Investors can find real-time quotes and market information for the company on the OTC Markets website.

In November of 2017 the Corporation completed an arm's-length bridge loan transaction for $150,000 (U.S.) (approximately $190,000 (Canadian)). The loan is unsecured and not convertible and has an interest rate of 1.33 per cent per month and is due on May 10, 2018.

As consideration for the loan, the lender received 1,151,515 common share purchase warrants expiring on the maturity date of the loan. The warrants are exercisable into common shares at a price of 20 U.S. cents per common share.

Continuing in November of 2017 Fanlogic Interactive Inc. approved the settlement of outstanding consulting fees payable to an outside vendor of the corporation in the amount of $25,000 (U.S.), through the issuance of an aggregate of 281,045 common shares in the capital of the corporation, at a price of 8.9 U.S. cents per common share. The amount of $25,000 (U.S.) was payable pursuant to a settlement agreement. The common shares were subject to a four-month hold period from the date of issuance in accordance with applicable securities laws.

Also in November of 2017 Fanlogic Interactive Inc. completed two non-brokered private placements:

a) 5,000,000 common shares at five cents per unit for total gross proceeds of $250,000. This private placement was done for strategic reasons to bring in pro-active investors that understand our business model and the opportunity to build shareholder value going forward.

b) 1,816,666 common units at 30 cents per unit for total gross proceeds of $545,000. Each unit consists of one common share and one-half of one common share purchase warrant. Each whole warrant will entitle the holder thereof to acquire one additional common share of the corporation at a price of 50 cents per common share for a period of 24 months after the issuance of the warrant.

Fanlogic currently has three individuals on its Advisory Board in 2017.

Luis A. Urrea. Mr. Urrea is chairman of the board and founder of United Global Group -- UGG, a consulting firm that represents high-net-worth individuals, leading companies, governments and non-profits.

Mark Siciliano. Mr. Siciliano is a recognized expert in the design and implementation for software-as-a-service (SaaS) sales programs. Mr. Siciliano is a strategic sales leader with a proven record of building effective SaaS selling organizations through world-class, global productivity strategies. At Demandbase, Mr. Siciliano focuses on establishing deep relationships across each selling role and leads to provide differentiated and high-value development plans to the sales organization.

Rishan Bhagowat. Mr. Bhagowat is the founder and managing director of the leading blockchain-focused incubator, Sublime Group, which has earned a stellar record financing and incubating some of the most successful blockchain start-ups to date. Through his company, Sublime Group, Mr. Bhagowat has established himself as a pioneer in the emerging digital capital market space, specializing in raising capital through digital token sales.

Results of Operations

The Corporation has recently made significant steps forward in its ability to improve its branding, expand its marketing into the US and UK markets and, through the merger in 2017, expanded its development and management teams as well. The merged Fanlogic offers a proven software platform for customer acquisition utilizing viral sharing of contests, competitions and lotteries. With the integration of a robust social fantasy sports and gaming software, Fanlogic now offers its brands and agencies an even more immersive and interactive platform.

The acquisition of Fanlogic’s gamification software and expertise enhances the platform, providing agencies and brands a deeper offering and increases Fanlogic’s market relevance in social gaming for advertising and licensed revenue opportunities. Gamification is an effective way to attract an audience, drive brand engagement and deepen lead generation. The gamification market is expected to reach $10.02-billion by 2020.

The system unifies all aspects of a digital campaign in a single management tool; providing creative opportunities, distribution, tracking/reporting, compliance, and fulfilment that results in lead generation, data insights and direct sales. All of these activities are supported by an active subscriber network which allows for deeper engagement.

The combination of these two businesses broadens FanLogic’s executive leadership team and opens up a physical and personal presence not only in Canada but now both the United States and the United Kingdom. Fanlogic Interactive Inc. retained Dream Factory Agency and Cratos Global to work on all aspects of brand development including advertising, marketing and supporting business development strategic objectives.

Client companies need strategies that not only deliver results, but also deliver high-quality data to improve results over time. The work completed with Cratos and Dream Factory Agency enables Fanlogic to launch products, service offerings and new brand messaging quicker and more effectively. Fanlogic's offerings include contests, coupons, direct-buy offers, data gathering and insights, influencer marketing lead generation and tracking, 50/50 charity draws and social fantasy games.

SaaS

In July of 2017 Fanlogic Interactive Inc. launched its new product, FanLogic Connect. Building on a successful history of developing custom contests for clients in a myriad of industries, Fanlogic has made extensive modifications to its proprietary peer-to-peer referral-based contesting software platform. FanLogic Connect is now available as a fully featured SaaS (software as a service) solution. Management is committed to opening the platform to self-use by customers as one of its strategic objectives.

The new FanLogic Connect platform allows companies of any size to utilize this powerful software platform to create, launch and manage their own digital social promotional campaigns. The company believes it has created the most comprehensive digital and social engagement platform to provide brands with deep user data, positive social media engagement and advanced analytics.

FanLogic Connect is currently offering a free trial of its SaaS solution and initial marketing of this product is focused on select agencies. FanLogic will conduct a full launch of this product on a large scale when it has the proper capitalization for marketing and customer support.

Sales

In June of 2017 Fanlogic Interactive Inc. signed an agreement with Calgary Exhibition and Stampede Ltd. The first project in this agreement relates to the Calgary Stampede utilizing Fanlogic's proprietary platform to build and promote a contest campaign to increase awareness and drive users to sign up for the Stampede Insider.

Initial work centered on increasing awareness to the Calgary Stampede and its affiliates and to drive sign-ups to the Stampede Insider. Fanlogic's proprietary platform is able to monitor the campaign in real time and provide valuable analytics that focuses on increasing results through better return-on-investment transparency to the client.

In August of 2017 Fanlogic Interactive Inc. joined forces with the Lone Survivor Foundation to utilize the Fanlogic Connect platform to promote the Red River Celebrity Softball Game on Oct. 12 at Dr. Pepper Ballpark in Frisco, Tex.

In September of 2017 Fanlogic Interactive Inc. signed a contract to digitally promote the Remembering Bally benefit football match and gala dinners, with the match to be held at Goodison Park, home to one of the English Premier League's leading clubs, Everton FC. The benefit match is in remembrance of one of Everton and England's greatest ever players, Alan Ball, which took place on Saturday, Oct. 7, 2017.

The match followed the gala dinner held at Liverpool's Crowne Plaza on Friday, Oct. 6, 2017, where guests were treated to entertainment from former players and celebrities and offered auction prizes that money cannot buy, including a chance to win a mascot place to lead England out at Wembley, VIP hospitality at an England fixture and memorabilia from some of the world's greatest players. Gala dinners also held and promoted by Fanlogic Connect at Alan Ball's old clubs: Portsmouth FC (Oct. 13, 2017), Arsenal FC (Nov. 11, 2017) and finally Southampton FC (Nov. 17, 2017).

Fanlogic has signed an agreement with the organizing committee of these prestigious events to provide the Fanlogic Connect software platform and expertise to create unforgettable social campaigns through its unique gamification techniques and to maximize exposure for the benefit match and associated dinners. Fanlogic will also be assisting in managing the media distribution and merchandise sales.

February 2018 - Fanlogic Interactive Inc. signed an agreement with a returning client, the Chrysler Alberta Dealers Advertising Association, and Calgary Sports and Entertainment Corp.'s NHL Calgary Flames for a Fanlogic digital contest campaign. Our proprietary platform was used to build and promote a contest campaign to increase brand awareness, drive engagement, and capture targeted leads and specific data.

Also in February of 2018 Fanlogic Interactive Inc. signed a one-year agreement with Renfrew Chrysler Inc. to use the Fanlogic SaaS platform. Renfrew plans on launching a campaign each quarter with grand prizes showcasing chances to win luxury holidays to new vehicles. The first campaign was scheduled to be launched live the week of Feb. 12, 2018.

FanLogic is in negotiations with 9 potential clients as of April 30, 2018, ranging from a US national sports league to US national retail chains.

SELECTED ANNUAL INFORMATION

	December 31, 2017 (audited)	December 31, 2016 (audited)	December 31, 2015 (audited)
Revenue, net of royalties	$ 34,140	$ 277,976	$ 17,128
Loss from operation	5,436,017	1,678,168	1,002,773
Net comprehensive loss for the year	5,424,130	2,748,828	1,002,773
Loss per share	(0.11)	(0.15)	(0.00)
Total assets	826,265	435,763	546,071
Working capital (deficit)	73,119	(185,346)	(32,921)

SELECTED QUARTERLY INFORMATION

SELECTED QUARTERLY INFORMATION

		December 31, 2017	September 30, 2017	June 30, 2017	March 31, 2017
Revenue	$	31,190	1,905	-	1,045
Net loss for the period	$	(3,673,876)	(503,050)	(790,212)	(456,992)
Loss per share	$	(0.06)	(0.01)	(0.02)	(0.02)

		December 31, 2016	September 30, 2016	June 30, 2016	March 31, 2016
Revenue	$	18,022	92,221	158,733	9,000
Net loss for the period	$	(318,773)	(348,120)	(431,496)	(580,779)
Loss per share	$	(0.10)	(0.00)	(0.01)	(0.04)

RESULTS OF OPERATIONS – YEAR ENDED DECEMBER 31, 2017

For the year ended December 31, 2017, total expenses amounted to $5,475,936 compared to $1,956,144 incurred in 2016. The majority of the increase is due to the Impairment Decision (Note 8) of the goodwill of $2,901,790 related to the Fanlogic Inc. amalgamation in January of 2017.

The Corporation incurred $1,473,214 in general and administration expenses compared to $1,077,663 incurred in 2016. During 2017 $Nil and in 2016 $79,250 was recorded as a bad debt expense. Branding and marketing expensed in 2017 was $148,023 compared to $92,977, the increase for 2017 is attributed to the result of the amalgamation defining the business model moving forward. Finance costs in 2017 were $14,749 and $9,622 in 2016 consisting of interest, bank charges and dues/filing fees over the year. The Corporation also expensed $436,105 in share-based payments to officers, directors and consultants during 2017 compared to $568,941 in 2016.

The Corporation incurred professional fees of $400,941 for the year, (2016 - $104,960). The increase in professional fees is related to the hiring of third party consultants retained to advise management on the rebuild and remarketing of our sales materials and operational systems. Legal fees as well played a role as the Corporation was quite active in the acquisition and corporate restructuring during 2017. Depreciation in 2017 was $101,114 consistent with $101,981expensed in 2016.

RESULTS OF OPERATIONS – THREE MONTH PERIOD ENDED DECEMBER 31, 2017

For the three month period ended December 31, 2017 Professional Fees were $121,367 compared to $41,165 for Q4 – 2016. General and Administrative costs for the period were $368,182 for the three months, while in 2016 the fees were $311,331, a slight increase during this current period. Depreciation for the three months ended December 31, 2017 and 2016 were $42,277 and $30,832 respectively.

The Corporation incurred professional fees of $41,165 for the three month period ending December 31, 2016, (2015 - $110,893). The decrease in professional fees related mostly to the legal expenditures incurred in 2015 closing the FanLogic, Inc. asset acquisition.

LIQUIDITY AND CAPITAL RESOURCES

As at December 31, 2017, the Corporation had a working capital of $73,119 compared to a deficit of ($185,346) as at December 31, 2016. The increase in working capital is a result of the Corporation's equity financings completed in 2017. Also at year end 2017 FanLogic had paid up capital of $9,455,723 ($4,303,114 – 2016) representing 56,842,336 common shares without par value, and an accumulated deficit of $10,074,238 ($4,650,108 - 2016), resulting in shareholders' equity (or net assets) of $400,386 ($235,802 – 2016).

The Corporation's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. At December 31, 2017 the Corporation had current assets of $498,998, (2016 - $14,615) to settle current liabilities of $425,879 (2016 - $199,961). The Corporation will rely on operating cash flows and equity issuances to provide liquidity.

SUBSEQUENT EVENTS

In March of 2018 Fanlogic Interactive Inc. completed a non-brokered private placement of 916,666 units at 15.5 cents per unit (12 U.S. cents) for total gross proceeds of $142,083 ($110,000 (U.S.)). Each unit consisted of one Fanlogic share and one Fanlogic share purchase warrant. Each warrant entitles the holder thereof to purchase one Fanlogic share at a price of 23.5 cents (18 U.S. cents) per share at any time prior to 4:30 p.m. Calgary time on the date that is 24 months from the closing date. The proceeds are for transaction costs, marketing of the Fanlogic brand, new sales staff and working capital.

OUTSTANDING SHARE DATA

On February 22, 2017, the Corporation received approval to consolidate the common shares outstanding on a basis of one new share for five old shares.

Authorized and Issued Share Capital

On February 22, 2017 the Corporation received approval to consolidate the common shares outstanding on a basis of one new share for five old shares.

a.) Authorized:

Unlimited number of common voting shares and preferred shares.

b.) Issued:

	Number of Shares	Amount
Balance, January 1, 2016	–	–
Fanlogic Interactive Inc. shares outstanding prior to RTO (note 7)	5,047,308	–
Shares issued on completion of RTO (note 7(a))	11,000,000	883,279
Transfer of invested equity to share capital	–	2,408,389
Private placement, net issue costs	4,565,000	1,011,446
Balance, December 31, 2016	20,612,308	$4,303,114
Private placement, net issue costs (a)(c)(d)(e)(f)	**17,230,028**	**2,302,609**

Shares issued upon amalgamation (note 7(b))	**19,000,000**	**2,850,000**
Balance December 31, 2017	**56,842,336**	**9,455,723**

Description of Options, Warrants and Convertible securities outstanding.

On February 22, 2017, the Corporation received approval to consolidate the common shares outstanding on a basis of one new share for five old shares. All competitive references to the number of options, exercise price and weighted average exercise price have been restated for the consolidation.

The following table summarizes information about stock options outstanding and exercisable at December 31, 2017:

		As at December 31, 2017		As at December 31, 2016
	Number	**Weighted Average Exercise Price**	Number	Weighted Average Exercise Price
Balance, beginning of period	**1,480,000**	**$0.50**	-	-
Options transferred from RTO	**-**	**-**	180,000	$0.50
Granted	**4,050,000**	**$0.16**	1,650,000	$0.50
Cancelled	**(660,000)**	**$0.50**	(350,000)	$0.50
Options outstanding, end of period	**4,870,000**	**$0.22**	1,480,000	$0.50
Options exercisable, end of period	**2,170,000**	**$0.29**	1,013,333	$0.50

RELATED PARTY TRANSACTIONS

Key management personnel are comprised of the Corporation's Directors and Officers.

During the year ended December 31, 2017, consulting fees in the amount of $309,288 (2016 - $305,456) were paid to directors and officers of the Corporation. Included in this amount is $45,000 relating to the fair value of shares issued in lieu of consulting fees, included in the April 25, 2017 private placement. There is $45,000 in prepaid consulting fees relating to the same officer in prepaid as at December 31, 2017 (note 9(b)(d). As at December 31, 2017 $12,654 (2016 - $2,029) was payable to these directors and officers.

During the year ended December 31, 2017, the Corporation recorded share-based payments of $178,056 (2016 - $396,413) related to stock options granted to directors and officers of the Corporation.

During the year, an officer lent the Corporation funds of $10,204 (2016 - 10,204). The loan in non-interest bearing, unsecured, with no terms of repayment. All related party transactions are in the normal course of business.

OFF- BALANCE SHEET TRANSACTIONS

The Corporation has not entered into any off-balance sheet arrangements.

ACCOUNTING POLICIES

The MD&A and the audited consolidated financial statements have been prepared on a historical cost basis with some exceptions in accordance with IFRS, as detailed in the accounting policies set out in note 3 of the consolidated financial statements for year ended December 31, 2017. These policies have been applied consistently for all years presented in the consolidated financial statements.

Items included in the consolidated financial statements of the Corporation and its subsidiaries are measured using the currency of the primary economic environment in which the Corporation operates (the "functional currency"). The consolidated financial statements are presented in Canadian dollars, which is the Corporation's functional and presentation currency.

FUTURE ACCOUNTING POLICES

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or International Financial Reporting Interpretations Committee ("IFRIC") that are mandatory for accounting periods beginning after January 1, 2016 or later periods. The standards issued that are not yet effective that may be applicable to the Corporation are as follows:

IFRS 9, "Financial Instruments" was issued in November 2009 as the first step in its project to replace IAS 39 'Financial Instruments: Recognition and Measurement'. IFRS 9 introduces new requirements for classifying and measuring financial assets. The IASB intends to expand IFRS 9 during the intervening period to add new requirements for impairment and hedge accounting. IFRS 9 is effective for reporting periods beginning on or after January 1, 2018. The Corporation is currently assessing the impact of this standard.

IFRS 15, "Revenue from Contracts with Customers" was issued in May 2014 to replace IAS 18 "Revenue" and IAS 11 "Construction Contracts", and several revenue related interpretations. The new standard establishes a control-based revenue recognition model and provides additional guidance in many areas not covered in detail under existing IFRSs, including how to account for arrangements with multiple performance obligations, variable pricing, customer refund rights, supplier repurchase options and other common complexities. IFRS 15 is effective for reporting periods beginning on or after January 1, 2018. The Corporation is currently assessing the impact of this standard.

IFRS 16, "Leases" was issued in January 2016 to replace IAS 17 "Leases" and related interpretations. IFRS 16 eliminates the distinction between operating leases and financing leases for lessees. The new standard is effective January 1, 2019 with earlier adoption permitted providing that IFRS 15 has been adopted. The new standard is required to be applied retrospectively, with a policy alternative of restating comparative prior periods or recognizing the cumulative adjustment in opening retained earnings at the date of adoption. The Corporation is currently assessing the impact of this standard on its consolidated financial statements.

IAS 7 – "Statement of Cash Flows" was amended in April 2016. The IASB issued amendments for the annual period beginning on or after January 1, 2017, with earlier application permitted. The amendments require entities to provide disclosure that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes. The Corporation has evaluated the impact of the standard on its consolidated financial statements and determined the impact will not be significant.

IAS 12 – "Income Taxes" was amended for the annual period beginning on January 1, 2017. The amendments clarify that the existence of a deductible temporary difference depends solely on a comparison of the carrying amount of an asset and its tax base at the end of a reporting period, and is not affected by possible future changes in the carrying amount or expected recovery of the asset. The Corporation has evaluated the impact of the standard on its consolidated financial statements and determined the impact will not be significant.

CRITICAL ACCOUNTING ESTIMATES

The Corporation has made estimates and assumptions regarding certain assets, liabilities, revenues and expenses in the preparation of the consolidated financial statements. Such estimates primarily relate to unsettled transactions and events as of the date of the consolidated financial statements. Accordingly, actual results may differ from estimated amounts. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

Accounting estimates

a) Share-based payments

The Corporation has made various assumptions in estimating the fair values of the common stock options granted including expected volatility, expected exercise behavior, expected risk free rate and future forfeiture rates.

b) Deferred taxes

Tax interpretations, regulations and legislation are subject to change and as such income taxes are subject to measurement uncertainty. Deferred income tax assets are assessed by management at the end of the reporting period to determine the likelihood that they will be realized from future taxable earnings.

c) Revenue Recognition

In the determination of the amount and timing of the revenue to be recognized, the Corporation relies on assumptions and estimates supporting its revenue recognition policy. Revenue from fixed fee arrangements are recognized using the percentage of completion method. Estimates of the percentage of completion for customer projects are based upon current actual and forecasted information and contractual terms.

d) Business combination

Management uses judgement to assess whether an acquisition meets the definition of a business under IFRS.

Accounting judgments

Functional currency

The Corporations expenses, debt and equity financings are in Canadian dollars. Based on these indicators, management has accessed the functional currency to be Canadian dollars. Iron Tank Resources USA Inc.'s revenue and expenses are in US dollars and based on these indicators, management has determined the functional currency to be US dollars.

Going Concern

The consolidated financial statements have been prepared on a going concern basis, which assumes the realization of assets and discharge of liabilities in the normal course of business within the foreseeable future. Management uses judgment to assess the Corporation's ability to continue as a going concern and the existence of conditions that cast doubt upon the going concern assumption.

FINANCIAL INSTRUMENTS

The Corporation's financial instruments as at December 31, 2017 include cash, restricted cash, trade and other receivables, trade and other payables, short term loan, due to a shareholder , and bank indebtness. The Corporation records its financial instruments at their carrying amounts which approximates fair value, unless otherwise disclosed in the consolidated financial statements. The carrying amounts approximate fair values due to the short term maturities of these financial instruments.

FORWARD LOOKING STATEMENTS

This MD&A, which contains certain forward-looking statements, are intended to provide readers with a reasonable basis for assessing the financial performance of the Corporation. All statements, other than statements of historical fact, are forward-looking statements. The words "believe", "expect", "anticipate", "contemplate", "target", "plan", "intends", "continue", "budget", "estimate", "may", "will", "schedule" and similar expressions identify forward looking statements. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Corporation, are inherently subject to significant business, economic and competitive uncertainties and contingencies.

Known and unknown factors could cause actual results to differ materially from those projected in the forward-looking statements. Such factors include, but are not limited to, fluctuations in the currency markets such as Canadian dollar and U.S. dollar, fluctuations in the prices of gold and other commodities, changes in government legislation, taxation, controls, regulations and political or economic developments in Canada, the United States or other countries in which the Corporation carries or may carry on business in the future, risks associated with mining or development activities, the speculative nature of exploration and development, including the risk of obtaining necessary licenses and permits, and quantities or grades of reserves. Many of these uncertainties and contingencies can affect the Corporation's actual results and could cause actual results to differ materially from those expressed or implied in any forward-looking statements made by, or on behalf of, the Corporation. Readers are cautioned that forward-looking statements are not guarantees of future performance. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those acknowledged in such statements. Specific reference is made to the "Risk and Uncertainties" section of these MD&A for a discussion of some of the factors underlying forward-looking statements. The Corporation disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except to the extent required by applicable laws.

RISK FACTORS

In the normal course of business, the Corporation is exposed to various business risks and uncertainties that can have an effect on the Corporation's results of operations, financial position, or liquidity. While some exposures may be reduced by the Corporation's risk management strategies, many risks are driven by external factors beyond the Corporation's control or are of a nature which cannot be eliminated. The following is a discussion of key areas of business risks and uncertainties.

The Corporation

The Corporation has a history of operations since 2014, as such, the Corporation remains in the early stage of development and must be considered a start-up, even though the Corporation has a successful record of revenues and repeat clients. As such, the Corporation is subject to many risks common to such enterprises, including under-capitalization, cash shortages, limitations with respect to personnel, financial and other resources and the lack of revenues. There is no assurance that the Corporation will be successful in achieving a return on shareholders' investment and the likelihood of success must be considered in light of its early stage of operations. The Corporation has no intention of paying any dividends in the near future.

The Corporation will have limited financial resources and there is no assurance that additional funding will be available to it for further development of its business or to fulfil its obligations under any applicable agreements.

As certain of the officers and directors of the Corporation are directors, officers or shareholders of other companies, there are potential conflicts of interest to which the officers and directors of the Corporation may be subject to from time to time, in connection with the operations of the Corporation. Conflicts, if any, will be subject to the procedures and remedies under the *Business Corporation Act* (British Columbia).

The Corporation may need additional financing to continue in business and there can be no assurance that such financing will be available or, if available, will be on reasonable terms. If financing is obtained by issuing common shares from treasury, control of the Corporation may change and investors may suffer additional dilution. To the extent financing is not available, business opportunities and potential acquisitions could be lost for the Corporation.

Liquidity

Disruptions in the financial markets or deterioration of the Corporation's credit ratings could hinder the Corporation's access to external sources of funding to meet its liquidity needs. There can be no assurance that changes in the financial markets will not have a negative effect on the Corporation's liquidity and its access to capital at acceptable rates.

Risks from Acquisitions, Strategic Alliances and Joint Ventures

The Corporation may pursue acquisitions, strategic alliances and joint ventures. The ability of the

Corporation to complete acquisitions, strategic alliances and joint ventures is dependent upon, and may be limited by, the availability of suitable candidates and capital. In addition, acquisitions, strategic alliances and joint ventures involve risks that could adversely affect the Corporation's results of operations, including the management time that may be diverted from operations in order to pursue and complete such transactions and, difficulties in the case of acquisitions, integrating and managing the additional operations and personnel of acquired businesses. There can be no assurance that the Corporation will be able to obtain the capital necessary to consummate acquisitions, strategic alliances or joint ventures on satisfactory terms, if at all. Future acquisitions, strategic alliances or joint ventures could result in the incurrence of additional debt, costs and contingent liabilities, all of which could materially adversely affect the Corporation.

Dependence on Key Personnel

The success of the Corporation will depend, to a significant extent, upon the efforts and abilities of its senior management team. The loss of any management, or the inability to attract and retain additional skilled management, could have a material adverse effect on the business, operating results and financial condition of the Corporation.

Global Financial Conditions

Global financial conditions may be subject to high volatility which could result, as they have in the past, in numerous commercial and financial enterprises either going into bankruptcy or creditor protection or having had to be rescued by governmental authorities. More recently, the European debt crisis has affected equity investor sentiment and, if it worsens, could also affect worldwide credit markets, which might impact the Corporation.

Notwithstanding various actions by governments, concerns about the general condition of the capital markets, financial instruments, banks, investment banks, insurers and other financial institutions can cause the broader credit markets to further deteriorate and stock markets to decline substantially. Banks have been adversely affected by the worldwide economic crisis in the past and have somewhat curtailed existing liquidity lines, increased pricing and introduced new and tighter borrowing restrictions to corporate borrowers, with limited access to new facilities or for new borrowers. These factors, if they were to reoccur, could negatively impact the Corporation's ability to access liquidity needed for the Corporation's business in the longer term. These factors may impact the Corporation's future ability to obtain equity, debt or bank financing on terms favourable to the Corporation, or at all. Additionally, these factors, as well as other related factors, may cause decreases in asset values that are deemed to be other than temporary, which may result in impairment losses.

Potential Volatility of Share Price

The market price of the common shares of the Corporation may be volatile and could be subject to wide fluctuations due to a number of factors, including but not limited to: actual or anticipated fluctuations in the Corporation's results of operations; changes in estimates of the Corporation's future results of operations by management or securities analysts; introduction of new products or services by the Corporation or its competitors; and general industry changes. In addition, the financial markets have in the past experienced significant price and value fluctuations that have particularly affected the market prices of equity securities of many venture issuers and that sometimes have been unrelated to the operating performance of these companies. Broad market fluctuations, as well as economic conditions generally, may adversely affect the market price of the shares.

Tax Considerations

The return on an investment in common shares of the Corporation will be subject to changes in federal and provincial tax laws. There can be no assurance that the income tax legislation in Canada will not be amended so as to fundamentally alter the tax consequences of holding or disposing of the common shares.

Legal or Regulatory Proceedings

Although the Corporation is not currently a party to any material legal or regulatory proceedings, legal or regulatory proceedings could be filed against the Corporation in the future. No assurance can be given as to the final outcome of any legal or regulatory proceedings or that the ultimate resolution of any legal or regulatory proceedings will not have a material adverse effect on the Corporation.

ADDITIONAL INFORMATION

Additional information relating to the Corporation can be found on SEDAR at www.sedar.com.