GREENSPACE BRANDS INC.

Management's Discussion and Analysis

For the three month periods ended June 30, 2015 and 2014

GreenSpace Brands Inc.

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MANAGEMENT'S DISCUSSION AND ANALYSIS
of Financial Condition and Results of Operations
for the three month period ended June 30, 2015 and 2014.

This Management's Discussion and Analysis ("MD&A") is a review of the consolidated financial condition and results of operations of Life Choices Natural Food Corp. ("Life Choices" or the "Company") as at and for the three month period ended June 30, 2015 and is intended to help readers understand the Company's business and the key factors underlying its financial results. It should be read in conjunction with the consolidated annual financial statements and accompanying notes of the Company for the year ended March 31, 2015, which have been filed with applicable regulatory authorities and are available through the SEDAR website at www.sedar.com.

Additional information is available at www.greenspacebrands.ca

The financial information contained herein has been prepared in accordance with International Financial Reporting Standards ("IFRS") and is reported in Canadian dollars; however, reference is made to earnings before interest expense, income taxes, depreciation and amortization ("EBITDA"), Adjusted EBITDA as defined in the "Non-IFRS Measures" section. EBITDA and Adjusted EBITDA are not measures of financial performance recognized under IFRS. The Company has included this information as they are used by management as measures of financial performance and management believes they will be used by certain investors and analysts in assessing the Company's financial performance. These measures are not necessarily comparable to similarly titled measures used by other companies and should not be construed as an alternative to net income or cash flow from operating activities as determined in accordance with IFRS. See the section entitled "Non-IFRS Measures" for further information.

This MD&A has been prepared as of August 27, 2015.

CORPORATE OVERVIEW

Life Choices Natural Food Corp. was originally incorporated under the Business Corporations Act (Ontario) on May 31, 1999.

On April 30, 2015, Life Choices Natural Foods Corp. (“Life Choices”) entered into a definitive agreement with Aumento Capital IV Corporation (“Aumento”) and Aumento Subco (a wholly-owned subsidiary of Aumento) pursuant to which Life Choices amalgamated with Aumento Subco to form an amalgamated company, which was renamed GreenSpace Brands Inc. (“GreenSpace” or “the Company”). After the qualifying transaction, GreenSpace became listed on the Toronto Venture Exchange (“TSX.V”) under the symbol JTR (“Join The Revolution”).

GreenSpace is in the business of developing, marketing and selling premium, convenient natural food products to Canadian consumers, featuring grass fed and/or pasture raised meat and dairy, raised without the use of added hormones and antibiotics, as well as additional product offerings in the natural and whole foods markets under its affiliated brands. GreenSpace sources its natural ingredients largely from local, ethically operated farms and combines those ingredients into tasty and nutritious products.

GreenSpace has developed and manages several brands in the natural food industry, namely, Life Choices Natural Foods, Rolling Meadow (launched in August 2014) and Holistic Choice (launched in August 2014).

All Life Choices beef and pork products feature one common trait: they all contain meat from grass fed and/or pasture raised animals that have not been subject to feedlot conditions. The result is meat that features higher levels of Omega 3 fatty acids and Conjugated Linoleic Acids (CLAs). All of Life Choices’ chickens are raised in low density barns with a premium on the ethical treatment of the birds at all times. The Rolling Meadow brand offers premium quality dairy products, such as milk, yogurt and butter, made with 100% Canadian, grass fed milk. GreenSpace offers premium quality pet foods for cats and dogs through its Holistic Choice brand. Holistic Choice pet foods are made with a high percentage of fresh meat in Safe Quality Food (SQF) Certified plants. None of the meats have been rendered and all are free of any added antibiotics and hormones, acting as an excellent source of protein to help promote bone health, and overall happy, healthy pets.

GreenSpace aims to make continuing investments in its business units, focussing on cost containment, productivity, cash flow and margin enhancement to offer innovative new products with healthy attributes. By integrating various brands, GreenSpace aims to achieve economies of scale and enhanced market penetration. GreenSpace performs ongoing reviews of products and categories and has and may continue to eliminate certain products that do not meet standards for profitability or are not in line with the Company’s overall strategy.

OPERATING STRATEGY

The Company's operating strategies are designed to create value for customers and shareholders through innovative product development, market expansion and diversification.

GreenSpace’s priorities are to:

i) develop new value-added products for consumers;
ii) cross-sell developed brands through its strong third party distribution and retail channels;
iii) make selective acquisitions on an opportunistic basis to diversify its product offerings and advance its standing in the natural food market-place;
iv) maintain high internal operating efficiencies by maintaining a customer-focused, collaborative culture.

FIRST QUARTER CONSOLIDATED RESULTS

The following is a description of the first quarter results of operations on a consolidated basis. A discussion of management's outlook is set forth under the "Outlook" section.

Comparative Statements of Loss[1]

(expressed in Canadian dollars)

	For the 3-month period ended June 30,			
	2015	**2014**	**Inc (Dec)**	**Inc (Dec)**
	$	$	**$**	%
Revenue	**1,446,254**	617,493	828,761	134.2
Cost of goods sold	**1,241,367**	486,697	754,671	155.1
Gross profit	**204,887**	130,797	74,090	56.6
Gross profit percentage	**14.2%**	21.2%		
General and administrative	**106,666**	35,382	71,284	201.5
Storage and Delivery	**77,145**	34,047	43,098	126.6
Salaries and benefits	**322,865**	135,734	187,131	137.9
Advertising and promotion	**121,162**	77,997	43,166	55.3
Professional fees	**121,476**	6,708	114,768	1710.8
Stock-based compensation	**38,463**	-	38,463	-
Reverse take-over listing fee	**991,454**	-	991,454	-
Net loss before interest and accretion expense and change in fair value of derivative liability.	**(1,574,344)**	(159,071)	(1,415,273)	(889.7)
Interest and accretion expense	**28,402**	20,921	7,481	35.8
Change in fair value of derivative liability	**-**	(1,429)	1,429	(100.0)
Net loss from continuing operations before income taxes	**(1,602,746)**	(178,563)	(1,424,183)	(797.6)
Income taxes recovery	**-**	-	-	-
Net loss from continuing operations	**(1,602,746)**	(178,563)	(1,424,183)	(797.6)
Net loss from discontinued operations, net of income taxes	-	2,229	(2,229)	(100.0)
Net loss and comprehensive loss	**(1,602,746)**	(180,792)	(1,421,954)	(786.5)
EBITDA[1]	**(1,574,344)**	(159,871)	(1,414,473)	(884.8)
As a percentage of revenue	**(108.9%)**	(25.9%)		
Adjusted EBITDA[1]	**(498,060)**	(159,871)	(338,189)	(211.5)
As a percentage of revenue	**(34.4%)**	(25.9%)		

[1] See Non-IFRS Measures

Revenue

Revenue increased 134.2% in the first quarter of fiscal 2016 compared to the same period in the prior year primarily as a result of revenue being contributed from the number of new brand launches and new product offerings implemented by the Company in the second half of fiscal 2015. Both Holistic Choice pet food and Rolling Meadow milk, yogurt and butter product lines which were launched in the fall of fiscal 2015 combined to account for 75.0% of the fiscal 2016 first quarter revenue increase. The remainder of the increase was from the sales of Kiwi Pure butter which is a new, grass fed butter product that the Company began importing from New Zealand at the end of fiscal 2015.

All of these new brands and new product offerings have been extremely well received and customer demand has continued to build momentum quarter-over-quarter and increased sales volumes through both large retailers and national distribution channels.

Gross Profit

As anticipated in the brand launch phase, gross profit as a percentage of revenue decreased in the first quarter of 2016 to 14.2% from 21.2% over the same period in the prior year. This percentage decrease was the result of product mix changes, increased trade spending and larger inventory write-offs experienced in the first quarter of fiscal 2016 due to the numerous new product launches discussed above.

Gross profit as a percentage of revenue was lower in the current quarter due to a higher proportion of revenue being earned from the Rolling Meadow fluid milk products. As experienced in previous quarters, the Rolling Meadow fluid milk products have lower margins than some of GreenSpace's other natural food products. Sales volumes through the newly launched Rolling Meadow yogurt and butter products were not significant enough in the current quarter to offset the lower margin fluid milk products. Management expects as the sales volume in the higher margin yogurt and butter products increase, margins will return to more normalized historic levels. In addition, through its various new product launches the Company has had to offer significantly increased discounts and incentives to get the new product onto retailer shelves. The Company expects this unusually high incentive pricing to normalize as the products gain a following in the industry. As a result of continually evolving customer demand and the subsequent refining of order patterns, the Company experienced inventory write offs of $34,000 in the first quarter of fiscal 2016. This was a significant improvement from the $98,000 written off in the fourth quarter and management continues to expect write-offs to decrease in future quarters as customer demand becomes more consistent.

Gross Profit as a percentage of revenue was also reduced in the first quarter of fiscal 2016 due to the discontinuation of the Yamba yogurt product line. As a result of this discontinuation the Company wrote-off $13,000 of inventory.

As well, with the first production of Kiwi Pure, the Company experienced higher than expected production yield variances through the first quarter of fiscal 2016. Smaller production runs were completed through the first quarter as the production process was refined and these smaller production runs caused yield variances to be $10,000 higher than expected. Due to strong demand for this product, the Company has doubled the size of each production run through the second quarter and is experiencing more normalized levels of production yield variances.

Normalizing for the inventory write-offs associated with the discontinuation of Yamba, the reduction in inventory write-offs expected to go away with the refinement of the Rolling Meadow order patterns and the improvement in Kiwi Pure yield variances it is management`s estimate that the Company's first quarter margins would have improved by 3.9% to 18.1% for the quarter.

Selling, General and Administrative ("SG&A") Expenses

As the Company continues to be in its growth phase, developing brands and building its infrastructure, it is was expected that SG&A expenses increased during the first quarter of fiscal 2016.

General and administrative expenses increased from 5.7% of revenue in the first quarter of fiscal 2015 to 7.4% of revenue in the current quarter. The increase was primarily the result of increased insurance and investor relations costs as a result of becoming a public company and increased travel costs as sales staff travelled nationally to promote the new brands through national sales channels.

As expected with the increase in revenue and moving to national distribution on many products, storage and delivery expenses increased in the first quarter of 2016. New brand launches and increased distribution to Western Canada helped to increase first quarter revenue 134.2% but only increased storage and delivery expenses by 126.6%. The incremental savings is due to storage and delivery fixed costs being spread over a larger revenue base.

Salaries and benefit expenses continued to be higher in comparing the current quarter to prior year due to the addition of a number of key staffing resources. Late in fiscal 2015, key positions of Chief Financial Officer, Director of Sales and Marketing and Events Manager were filled. These key positions helped the Company fill the product pipeline with a number of new, internally developed, brands, helped rebrand a number of existing products and the new positions provided the resources for the Company to complete its going-public transaction. The Company's current organizational structure will allow the Company to expand and integrate a number of strategic acquisitions without significant headcount additions.

The advertising and promotional expenses in the first quarter were higher due to the Company's continued brand development and marketing to support the recent brand launches. These expense increases were on plan and the Company expects through fiscal 2016 advertising and promotion as a percentage of revenue will reduce as the Company gains some economies of scale in marketing multiple brands within the GreenSpace structure, reaping the benefits of cross brand marketing and strengthening brand recognition.

Professional fees were higher during the fourth quarter of 2015 due to the incremental legal and auditing fees incurred as a result of the Company's going-public transaction. Audit work related to Aumento and legal work related to the prospectus contributed entirely to the increase. It is expected that all of these incremental costs will be non-recurring on a quarter-over-quarter basis through the remainder of fiscal 2016.

During the first quarter of fiscal 2016, the Company's Board of Directors granted its initial stock option offerings around the Company's going-public transaction. Stock-based compensation expense recognized in the quarter was the result of this initial offering.

The Reverse take-over listing fee expensed in the first quarter of fiscal 2016 were entirely related to the Company's Qualifying Transaction and these listing fees represent the difference between the accounting fair value of consideration paid and Aumento net assets assumed. This is a non-cash expense that would not be considered part of normal operations of the business and this expense will not reoccur in future periods.

Interest and Accretion Expense

The Company incurred higher interest expense of $28,402 in the first quarter of 2016 compared to $20,921 in the first quarter of the prior year due to the higher average bank overdraft and debt balance held in the current quarter prior to the going public transaction.

Net loss and comprehensive loss

Net loss and comprehensive loss increased to ($1,602,746) (loss of $0.11 per share) in the first quarter of 2016 compared to ($180,792) (loss of $0.07 per share) over the same period in the prior year. The increased loss was primarily due to one-time, non-recurring expenses in the current quarter related to the Company's going-public transaction. As well, the Company made a number of planned brand investments in the first quarter of the current year which are expected to help the Company continue to grow and gain market share through future periods.

EBITDA and Adjusted EBITDA (see Non-IFRS Measures)

The decrease in EBITDA and Adjusted EBITDA seen in the first quarter of fiscal 2016 was not unexpected as the company incurred non-recurring costs associated with its going-public transaction. As well, continuing through its growth phase, the Company incurred higher incentive and advertising costs in the current quarter to support its new brand launches and higher salary and benefit expenses due to the assembly of a highly talented management team which will allow the Company to grow without the need to add additional resources.

SELECTED QUARTERLY INFORMATION

(expressed in Canadian dollars)

Unaudited quarterly financial data for fiscal 2015 and 2014 is summarized as follows. The sum of the net income per share from continuing and discontinued operations for each of the four quarters may not equal the net income per share for the full year, as presented, due to rounding.

Three months ended	June 30, 2015	Mar 31, 2015	Dec 31, 2014	Sept 30, 2014	Jun 30, 2014	Mar 31, 2014
	$	$	$	$	$	$
Revenue	1,446,254	1,433,105	826,713	756,910	617,493	502,517
Gross profit	204,887	283,298	20,616	168,527	130,797	164,016
Gross profit %	14.2%	19.8%	2.5%	22.3%	21.2%	32.6%
Net loss from continuing operations	(1,602,746)	(797,665)	(467,878)	(207,032)	(178,563)	(135,824)
Net income (loss) from discontinued operations	-	-	-	-	(2,229)	(12,135)
Net loss	(1,602,746)	(797,665)	(467,878)	(207,032)	(180,792)	(147,959)
Net loss per share from continuing operations – basic and diluted	(0.11)	(0.24)	(0.16)	(0.10)	(0.07)	(0.05)
EBITDA[1]	(1,574,344)	(737,501)	(444,553)	(183,926)	(159,871)	(133,282)
EBITDA %	(108.9%)	(51.5%)	(53.8%)	(24.3%)	(25.9%)	(26.5%)
Adjusted EBITDA[1]	(498,060)	(540,609)	(444,553)	(183,926)	(159,871)	(133,282)
Adjusted EBITDA %	(34.4%)	(37.7%)	(53.8%)	(24.3%)	(25.9%)	(26.5%)

[1]See Non-IFRS Measures

Certain of the Company`s product lines have seasonal fluctuations. Sales of the Life Choices BBQ product lines are stronger during the warmer summer months while sales of the Life Choices breaded and convenient snack food lines tend to be stronger during the colder months. Sales of Holistic Choice Pet Food and Rolling Meadow milk, yogurt and butter product lines have not shown any significant seasonal fluctuations.

Historically, net sales in the 4th quarter are traditionally highest and sales in the 1st quarter are lowest. Similar to sales the Company's earnings have traditionally been lowest in the first quarter and relatively consistent in the second, third and fourth fiscal quarters. Thus, the results of operations and cash-flows for any particular quarter are not indicative of the results expected for the full fiscal year.

SELECTED ANNUAL FINANCIAL INFORMATION

(expressed in Canadian dollars)

The financial data presented below for the past three annual periods have been prepared in accordance with IFRS.

	For the year ended March 31		
	2015	2014	2013 (Unaudited)
Summary Consolidated Statements of Operations	$	$	$
Revenue	3,634,221	1,693,884	1,560,457
Net loss from continuing operations attributed to common shareholders	(1,652,907)	(593,432)	(357,765)
Net loss per share, basic and diluted	(0.57)	(0.25)	(0.24)
EBITDA[1]	(1,523,321)	(569,707)	(350,698)
Adjusted EBITDA[1]	(1,326,429)	(569,707)	(350,698)
Summary Consolidated Statements of Financial Position			
Total assets	1,547,064	607,968	409,305
Non-current financial liabilities	106,628	-	-
Cash dividends declared per share	-	-	-

[1]See Non-IFRS Measures

Revenue for the year ended March 31, 2015 was $3.6 million or $1.9 million higher than the year ended March 31, 2014. The noted revenue was the result of two significant brand launches both in August 2014 (Holistic Choice pet food and Rolling Meadow dairy product lines), increased sales volumes across the Life Choices and Yamba product lines due to directed sales efforts, focused marketing campaigns and increased retailer distribution into Western Canada. Revenue for the year ended March 31, 2014 was $1.7 million or $0.1 million higher than the year ended March 31, 2013. The increase in revenue is attributable to the introduction of new products under the Life Choices brand, mainly the BBQ line of sausages and beef and chicken burgers. Additionally, Life Choices introduced the Yamba Yogurt brand in January 2014 and sales of Yamba Yogurt were strong in the fourth quarter of fiscal 2014.

Adjusted EBITDA for the year ended March 31, 2015 was ($1.3) million compared to ($0.6) million in 2014. The reduced Adjusted EBITDA was the result of lower gross profit being earned through fiscal 2015 due to the Company having to write-off a significant amount of inventory as it built the foundation for the Company to roll-up and integrate strategic acquisitions, internally develop and market new brands and provided the staffing resources necessary for the Company to complete its qualifying transaction and initial public offering subsequent to year-end. Adjusted EBITDA for the year ended March 31, 2014 was ($0.6) million compared to ($0.4) million in 2013 as a result of additional discounts and allowances needing to be provided to customers to launch the new BBQ line of beef and chicken burger products generating a lower gross margin percentage and the Company incurring incremental general and administrative costs in the year to update its website, along with brand development costs incurred to develop the brands of Holistic Choice and Rolling Meadow which were subsequently launched in fiscal 2015.

As at March 31, 2015, total assets increased to $1.5 million. Again this increase is directly attributed to an increase in accounts receivable and inventory as the Company built working capital to support its sales growth. As at March 31, 2014, total assets of the Company were $0.6 million compared to $0.4 million at March 31, 2013. The increase in total assets directly attributed to an increase in accounts receivable and inventory which is the result of an associated increase in sales year-over-year.

CASH FLOWS

Summary Statement of Cash Flows

(thousands of Canadian dollars)

	For the three month period ended June 30,	
	2015	**2014**
Cash provided by (used for)	**$**	$
Operating activities	**(1,504,867)**	(288,623)
Financing activities	**4,131,848**	259,644
Net increase (decrease) in cash	**2,626,981**	(28,979)
Cash - beginning of period	**-**	28,979
Cash – end of period	**2,626,981**	-

Cash flow from continuing operations consumed $1.5 million for the three month period ended June 30, 2015 (2014 - $0.3 million). At June 31, 2015, the negative operating cash-flow resulted primarily from the operating loss incurred in the quarter and cash used to fund working capital requirements. The Company financed those working capital requirements by completing a private placement of shares and finalizing its Qualifying Transaction. Proceeds from that private placement were also used to repay most of the Company's outstanding loan balances during the quarter.

LIQUIDITY AND CAPITAL RESOURCES

During the year ended March 31, 2014, the Company issued convertible promissory notes for total proceeds of $314,371 bearing interest at 12% per annum. In April 2014, the Company issued an additional convertible promissory note for total proceeds of $100,000 bearing interest at 10% per annum on the same terms and conditions. In December 2014, all convertible promissory notes totaling an aggregate of $414,371 were converted, with the consent of the holders, into common shares resulting in the issuance of 285,772 common shares at a conversion price of $1.45 per share.

During the year ended March 31, 2015, the Company entered into two term credit facilities with the Business Development Bank of Canada ("BDC"). The first was a five year term credit facility for $100,000 bearing interest at 8.25% per annum. The second, was a four year term loan arrangement for $50,000 bearing interest at 6.0% per annum. These two term loan facilities had collateral security but contained no other financial covenants.

On March 2, 2015, the Company issued a promissory note to a current shareholder for proceeds of $500,000. The promissory note bore interest at 12.0% per annum and matured the earlier of May 30, 2015 or 5 business days subsequent to the completion of the Company`s qualifying transaction and private placement.

On April 30, 2015, proceeds from the Company`s private placement, which net totalled $4.8 million, completed in the conjunction with its Qualifying Transaction, where used to repay the full $500,000 shareholder promissory note plus accrued interest as well as the second BDC term credit facility.

Presently, the Company continues to carry the second BDC term loan on its balance sheet. The Company has available a $500,000 overdraft facility with TD Canada Trust. The overdraft facility does not have any financial covenants and nothing is drawn on this facility at June 30, 2015.

The Company`s future operating cash flows are largely dependent upon profitability and its ability to manage its working capital requirements, primarily inventory, accounts receivable, and accounts payable.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has an off balance sheet vehicle lease agreement whereby it pays $1,012 per month for a delivery van expiring in December 2015. The total remaining obligation on this vehicle lease at June 30, 2015 was $5,974.

On June 23, 2015, the Company also issued a stand-by letter for $161,122 U.S. dollars from a Canadian financial institution to one of its U.S. suppliers as security. The stand-by letter of credit is non-interest bearing and expires on March 31, 2016.

Other than these two off-balance sheet arrangements, the Company has nothing else of significance.

TRANSACTIONS BETWEEN RELATED PARTIES

The Company has a verbal informal short term lease arrangement for office space with a shareholder of the Company. For the 3-month period ended June 30, 2015 and 2014 the Company paid rent expense of $4,639 and $nil, respectively. The Company is in the process of finalizing a formal lease arrangement with that shareholder.

The Company has an outstanding balance of $227,946 at June 30, 2015 (March 31, 2015 - $301,918) due to the CEO included in accounts payable and accrued liabilities. These amounts relate to unpaid compensation, accordingly, there are no specified repayment terms and this amount does not bear interest.

The Company purchases raw materials for the production of its finished products through a meat broker whose principal is also a shareholder of the Company. At June 30, 2015, $122,355 (March 31, 2015 - $415,230) was due to that meat broker and this balance was included in accounts payable and accrued liabilities. For the three month period ended June 30, 2015 total purchases from that meat broker amounted to $nil (2014 - $40,964). These purchases of raw materials are on arm's length commercial terms and do not bear interest.

The Company collects funds on behalf of an unrelated company controlled by a common shareholder. This arrangement was made to assist the shareholder in the administration of the unrelated company. The Company collects and remits these funds periodically. At June 30, 2015, $13,199 (March 31, 2015 - $19,101) was due to the unrelated company controlled by a common shareholder. The amount is non-interest bearing with no specified terms of repayment.

On March 2, 2015, the Company issued a promissory note to a current shareholder for proceeds of $500,000. The promissory note bears interest at 12.0% per annum and matures the earlier of May 30, 2015 or 5 business days subsequent to the completion of the private placement. The principle promissory note and any accrued interest was repaid on May 5, 2015 subsequent to the completion of the private placement.

Key management includes the Company's directors and officers. Compensation awarded to key management includes a salary and director fees. The following table presents key management compensation:

	Three month period ended June 30, 2015	Three month period ended June 30, 2014
Salary and director fees	186,097	68,750

CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Management's discussion and analysis of its financial condition and results of operations, including the discussion on liquidity and capital resources, is based upon the Company's unaudited condensed consolidated interim financial statements, which have been prepared in accordance with IFRS unless otherwise noted.

The preparation of these unaudited condensed consolidated interim financial statements requires management to make estimates and judgements that affect the reported amounts of assets, liabilities, revenue, expenses and related disclosure of contingent assets and liabilities. On an ongoing basis, management evaluates its estimates and judgements, particularly those related to the determination of the estimated recoverable amount of accounts receivable, inventory, provisions, financial instruments and share based compensation. Management bases its estimates on historical experience and on various other assumptions, which are believed to be reasonable under the circumstances, the results of which form the basis for making judgements about the carrying value of assets and liabilities that are not readily apparent from other sources.

No known trends, commitments, events or other uncertainties are currently believed to materially affect the assumptions used. Critical accounting estimates and judgements are described in greater detail in the Company's annual MD&A for the year ended March 31, 2015 and the audited annual consolidated financial statements for the year ended March 31, 2015.

DISCLOSURE CONTROLS AND PROCEDURES

The Company is committed to providing timely and accurate disclosure of material transactions and events to its shareholders and the capital markets in general.

The CEO and CFO, with the participation of management, designed disclosure controls and procedures as at June 30, 2015 to provide reasonable assurance that material information relating to the Company is made known to them and the information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time specified under applicable securities legislation.

The Company has implemented a program to ensure all operating and functional managers are aware of the Company's obligations as a reporting issuer. Senior managers are required to certify, on a quarterly basis, that they are aware of all of the Company's disclosure policies and procedures, that they are in compliance with such policies and that any information that could have a material effect on the results of the Company's operations have been communicated to the CEO and CFO on a timely basis. The Company has implemented a process whereby management will meet and otherwise communicate on a regular basis to ensure that continuous disclosure obligations are fulfilled on an ongoing basis.

INTERNAL CONTROLS OVER FINANCIAL REPORTING (``ICFR``)

The CEO and CFO, with the participation of management, have designed internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and preparation of financial statements for external purposes in accordance with IFRS as at June 30, 2015. Management has reviewed the Company's ICFR and tested for effectiveness of internal controls as at March 31, 2015. Management has concluded that there are no material weaknesses relating to the design or effectiveness of ICFR, limitations on scope of design or changes in the Company's ICFR that have materially affected, or are reasonably likely to materially affect, the Company's design or effectiveness of ICFR during the period which began on April 1, 2015 and ended on June 30, 2015.

The control framework used to design the Company's ICFR is the Internal Control- Integrated Framework (COSO framework) published by the Committee of Sponsoring Organizations of the Treadway Commission.

Because of its inherent limitations, the Company's ICFR may not prevent or detect all possible misstatements or frauds. In addition, projections of any evaluation of effectiveness to future years are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with policies or procedures may deteriorate.

CHANGES IN ACCOUNTING POLICIES / FUTURE ACCOUNTING POLICY CHANGES

The accounting policies followed in these condensed consolidated interim financial statements are consistent with those of the previous fiscal year.

Future Changes in Accounting Policies

The Company is currently evaluating the adoption of the following new and revised standards. Any changes will be made in accordance with the applicable transitional provisions.

IFRS 9 – Financial Instruments

On July 24, 2014, the IASB issued the final version of IFRS 9 Financial Instruments (IFRS 9), which replaces IAS 39 Financial Instruments: Recognition and Measurement. This final version of IFRS 9 represents the completion of the IASB's project on financial instruments and it includes the requirements for recognition and measurement, impairment, derecognition and general hedge accounting. This final version of IFRS 9 supersedes all prior versions of IFRS 9 and is effective for annual periods beginning on or after January 1, 2018, with earlier application permitted. The Company currently intends to adopt the standard on its effective date and is evaluating the impact on its consolidated financial statements.

IFRS 15 - Revenue from Contracts with Customers

On May 28, 2014, the IASB published IFRS 15 Revenue from Contracts with Customers, which replaces IAS 18, Revenues. The principle of this new standard is to recognize revenue to depict the transfer of goods or services to a client, for an amount which reflects the payment that the entity expects to receive in exchange for those goods and services. Revenue is recognized and measured using a five-step model. The new standard also introduces additional disclosures. This new standard is effective for annual periods beginning on or after January 1, 2018, with earlier application permitted. The Company currently intends to adopt the standard on its effective date and is evaluating the impact on its consolidated financial statements.

RISKS AND UNCERTAINTIES

The Company is subject to certain risks and uncertainties that could have a material adverse effect on the Company's results of operations, business prospects, financial condition and the trading price of the common shares. These risks and uncertainties include: cyclicality, reduction in demand, seasonality, competition, information management, foreign exchange, labour, income tax matters, customer concentration, relationships with suppliers, product liability, capital and liquidity risk, collections from customers, interest rates, distribution agreements, lack of long term customer sales agreements, dependence on key personnel, and growth challenges. All of these factors remain substantially unchanged from those described in the Company's March 31, 2015 year-end MD&A.

NON-IFRS MEASURES

Definitions and Reconciliations

"EBITDA" is earnings before interest expense, income taxes, depreciation and amortization. The Company's management believes that in addition to net income or loss, EBITDA is a useful supplemental measure of cash available for distribution prior to debt service, changes in working capital, capital expenditures and income taxes. However EBITDA is not a recognized measure under IFRS. Investors are cautioned that EBITDA should not be construed as an alternative to net income or loss determined in accordance with IFRS, or as an indicator of the Company's performance, or as an alternative to cash flows from operating, investing and financing activities which measure the Company's liquidity and cash flows. The Company's method of calculating EBITDA may differ from the method used by other issuers and, accordingly, the Company's EBITDA calculation may not be comparable to similarly titled measures used by other issuers.

"Adjusted EBITDA" represents EBITDA adjusted to exclude non-recurring income and expenses. The Company's management believes that in addition to net income or loss, Adjusted EBITDA is a useful supplemental measure of cash available for distribution prior to debt service, changes in working capital, capital expenditures and income taxes. However, Adjusted EBITDA is not a recognized measure under IFRS. Investors are cautioned that Adjusted EBITDA should not be construed as an alternative to net income or loss determined in accordance with IFRS, or as an indicator of the Company's performance, or as an alternative to cash flows from operating, investing and financing activities which measure the Company's liquidity and cash flows. The Company's method of calculating Adjusted EBITDA may differ from the method used by other issuers and, accordingly, the Company's Adjusted EBITDA calculation may not be comparable to similarly titled measures used by other issuers.

Reconciliation of Net loss from continuing operations to EBITDA and Adjusted EBITDA from continuing operations

(expressed in Canadian dollars)

3-months ended June 30, 2015	Total
	$
Net loss and comprehensive loss	**(1,602,746)**
Interest and accretion expense	**28,402**
EBITDA	**(1,574,344)**
Add back non-recurring expenses	
Reverse take-over listing fee	**991,454**
Legal expenses associated with the Qualifying Transaction	**74,630**
Auditing expenses associated with the Qualifying Transaction	**10,200**
Adjusted EBITDA	**(498,060)**

3-months ended June 30, 2014	Total
	$
Net loss and comprehensive loss	(180,792)
Interest and accretion expense	20,921
EBITDA and Adjusted EBITDA	(159,871)

OUTLOOK

This section contains certain forward-looking statements. Please refer to the disclosure under the heading "Forward-Looking Statements" for a discussion of risks and uncertainties related to such statements.

Management continues to believe that there are a number of fundamental trends which will drive demand for the Company's products in future periods. As reported by the 2014 NPN Journal Industry Report the U.S. organic food and beverage market grew at a rate of 11.8% through fiscal 2014 and the global organic food and beverage market is expected to grow at a cumulative average growth rate of 15.7% over the next 6 years.

Management continues to be optimistic that this anticipated growth in the organic food and beverage market will continue to drive demand for the Company's developed products and provides a lot of opportunity for further expansion of the existing product segments in the future. This fundamental market growth is further supported by the Company's strong customer relationships, existing extensive distribution networks, well recognized and respected brands and efficient operations. The combination of the Company's inherent strengths and exposure to these growing markets provides good fundamentals to support long-term growth. In particular, management believes it is one of very few companies positioned to capitalize on the emerging grass-fed trend. Through its dairy brand, Rolling Meadow, and the Life Choices brand, the Company has carved out a niche in the Canadian grass-fed market which it hopes to exploit with continued product and brand launches. Through fiscal 2016, Management will engage in marketing efforts with a view to achieving revenue and gross margin growth. In doing so, management believes that the Company will be well positioned for profitability and positive operating cash flows in the future.

In addition to internal brand/product launches, a number of strategic acquisitions are currently being explored and Management is confident that all of these targets would be accretive and have synergies with the Company's existing business, should the proposed transactions move forward. Management feels it is in a strong position to be one of the principle industry consolidators, due to the collective industry contacts and accumulated goodwill of Management in the North American Natural Food Industry.

FORWARD-LOOKING STATEMENTS

Certain statements in this MD&A constitute forward-looking statements within the meaning of applicable securities laws. Forward-looking statements include, but are not limited to, statements made under the heading “Outlook” and other statements concerning the Company’s 2016 objectives, strategies to achieve those objectives, as well as statements with respect to management’s beliefs, plans, estimates, and intentions, and similar statements concerning anticipated future events, results, circumstances, performance or expectations that are not historical facts. Forward-looking statements generally can be identified by the use of forward-looking terminology such as “outlook”, “objective”, “may”, “will”, “expect”, “intend”, “estimate”, “anticipate”, “believe”, “should”, “plans” or “continue”, or similar expressions suggesting future outcomes or events. Such forward-looking statements reflect management’s current beliefs and are based on information currently available to management. Forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from those contemplated by such statements. Factors that could cause such differences include the cyclical nature of the construction and agriculture industries, changes in general economic conditions and interest rates, adverse weather, cost and availability of materials used to manufacture the Company’s products, competitive developments, as well as other risk factors included in this MD&A under the heading “Risks and Uncertainties” and as described from time to time in the reports and disclosure documents filed by the Company with Canadian securities regulatory agencies and commissions. This list is not exhaustive of the factors that may impact the Company’s forward-looking statements. These and other factors should be considered carefully and readers should not place undue reliance on the Company’s forward-looking statements. As a result of the foregoing and other factors, no assurance can be given as to any such future results, levels of activity or achievements or levels of dividends and neither the Company nor any other person assumes responsibility for the accuracy and completeness of these forward looking statements. The factors underlying current expectations are dynamic and subject to change. Although the forward-looking information contained in this MD&A is based upon what management believes are reasonable assumptions, there can be no assurance that actual results will be consistent with these forward-looking statements. Certain statements included in this MD&A may be considered “financial outlook” for purposes of applicable securities laws, and such financial outlook may not be appropriate for purposes other than this MD&A. All forward-looking statements in this MD&A are qualified by these cautionary statements. The forward-looking statements contained herein are made as of the date of this MD&A and except as required by applicable law, the Company undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.