

MYM NUTRACEUTICALS INC.

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FORM 51-102F1

MANAGEMENT DISCUSSION AND ANALYSIS (MD&A) AS OF JANUARY 29, 2018 TO ACCOMPANY THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS OF MYM NUTRACEUTICALS INC. (THE “COMPANY”) FOR THE SIX MONTHS ENDED NOVEMBER 30, 2017.

The following Management Discussion and Analysis (“MD&A”) of MYM Nutraceuticals Inc. (the “Company” or “MYM”) has been prepared by management, in accordance with the requirements of National Instrument 51-102 as of January 29, 2018 and should be read in conjunction with the unaudited condensed interim consolidated financial statements (“interim financial statements”) for the six months ended November 30, 2017 and the audited annual consolidated financial statements for the years ended May 31, 2017 and 2016, and the related notes contained therein which have been prepared under International Financial Reporting Standards (“IFRS”). The information provided in this document is not intended to be a comprehensive review of all matters and developments concerning the Company.

All financial information in this MD&A has been prepared in accordance with IFRS and all dollar amounts are quoted in Canadian dollars, the reporting and functional currency of the Company, unless specifically noted.

This MD&A contains certain forward-looking statements based on the best beliefs, and reasonable assumptions of the management of the Company. Given these risks and uncertainties, the reader should not place undue reliance on these forward-looking statements. (See “Risks and Uncertainties” in this MD&A for more information).

Overall Performance and Description of Business

MYM Nutraceuticals Inc. (the “Company” or “MYM”), a publicly traded company listed on the Canadian Securities Exchange under the symbol: MYM, was incorporated pursuant to the Business Corporations Act of British Columbia (“BCABC”) on July 11, 2014, under incorporation number BC1002050. The Company’s head office is located at Suite 1500 - 409 Granville Street, Vancouver, British Columbia, Canada, and the Company’s registered and records office is located at 10th Floor – 595 Howe Street, Vancouver, British Columbia, V6C 2T5.

The Company has five wholly owned subsidiaries, Joshua Tree Brands Inc - previously-Adera Minerals Corp. (“JTree”) incorporated pursuant to the BCABC on February 18, 2011 under incorporation number BC 0903363 and My Marijuana Natural Resources Inc. (“MMNR”), MYM Holdings Inc. (“MYMH”), incorporated on May 14, 2014 and May 16, 2014 (BCABC), 1114865 B.C. Ltd. incorporated on April 11, 2017 (BCABC) and MYM Holdings (WA) Inc. (“MYMWA”) incorporated in the State of Washington on June 1, 2016.)

The Company has a controlling interest in two subsidiaries:
51% of Sublime Culture Inc. incorporated December 30, 2013 (Canada Business Corporations Act)
75% of CannaCanada Inc, incorporated on April 4. 2013 (Registraire des entreprises Quebec.)

The Company is in the business of acquiring and developing natural remedies and currently holds the rights to various intangible assets including intellectual property, domain names and copyrights, customer lists, and has two active applications to become a licensed producer under the Access to Cannabis for Medical Purposes Regulations (“ACMPR”) in Quebec, Canada. During the current period, the Company submitted its second ACMPR application in Quebec.

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In February 2017, the Company announced it had completed the acquisition of a fifty-one percent majority interest in Sublime Culture Inc. (“Sublime”) and its inspection-stage application to become a Licensed Producer of medical cannabis. The Company continues to raise funding for the build out Sublime’s production facility in Laval, Quebec in preparation for inspection by Health Canada. As at November 30, the Company spent \$1.8 million on the buildout in Laval. In December the Company submitted the Confirmation of Readiness for a License under the Access to Cannabis for Medical Purposes Regulations (ACMPR) to Health Canada for the 10,000-sf phase one Sublime production facility in Laval, Quebec.

In April 2017, the Company announced that it has completed the acquisition of 100% of the brand and assets of “HempMed,” a Toronto-based developer and marketer of hemp-based cannabidiol “CBD” extracts and oil infused nutraceutical products. The Company has branded products under its new brand Joshua Tree for the mainstream health market, Dr. Furbaby specifically for Pets, and HempMed targeted at the dispensary market. Revenues for these products are rapidly growing \$175,000 per month as of November 2017.

In June 2017, the Company announced that it had entered an exclusive deal with the Municipality of Weedon, Quebec to build a 1.5 million-square-foot medical cannabis facility consisting of fifteen 100,000-square-foot greenhouses. The agreement was signed by a new subsidiary CannaCanada Inc. that is initially 75% owned by the Company. The Company has submitted an application to Health Canada to become a licensed producer under the “ACMPR”. The Company is continuing the design and architecture stage of the project.

In September 2017, the Company announced that it has entered an Asset Purchase and Consulting Agreement (the “**Agreement**”) with 9609989 Canada Inc. (d.b.a. Mary Jane’s Touch “MJT”), which manufactures and distributes cannabidiol (CBD) and CBD products derived primarily from hemp, and possesses numerous formulations of CBD products and research on CBD and its principals, MJT has been supplying CBD to MYM’s subsidiary, Joshua Tree (“**JT**”), for use in Joshua Tree’s products. MYM has acquired MJT’s intellectual property and other assets to continue to develop its innovative nutraceutical products.

The company plans to invest up to \$500,000 on equipment and technologies to expand the manufacturing capabilities of MJT to meet the forecast needs of its Joshua Tree Brands. The Company has entered into a five-year lease agreement on new facilities to house the manufacturing of its CBD products. The CBD products are initially focused on the markets of AB, BC, and ON.

In October 2017 the Company announced a partnership with PUF Ventures Inc. for the construction of a one million square foot facility called the Northern Rivers Project in New South Wales, Australia. The North Rivers Project is a partnership with the local government in New South Wales, Australia. MYM will own 35% of the Project, which will have the ability to produce at capacity 100,000 kilograms of cannabis per annum. Under the JV Agreement, MYM will be responsible for 50% of the initial obligations to complete certain milestones. The Company’s share of these obligations is \$USD\$500,000. As at November 30, the Company advanced USD\$100,000 to start the project. An additional USD\$125,000 was advanced in January 2018.

In October 2017, the Company closed the first tranche of a \$0.50 per unit financing (5,709,000 shares and 5,709,000 full warrants were issued) for net proceeds after finders’ fees of \$2,751,929.

In December 2017 the Company announced that the applications for a medicinal cannabis license for the Northern Rivers Project in Australia, for both cultivation and production, cannabis research license and manufacturing license have been accepted by the Office of Drug Control (ODC). The applications have now progressed to the assessment phase, all associated fees have been paid. The company will continue to provide updates as appropriate while it progresses through the process. The Company also announce that the Australian entity will begin operating under a new corporate name and will be known as Solaris Nutraceuticals Pty Ltd. (formerly “PUF Ventures Australia”).

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In December 2017, the Company announced a non-brokered private placement of up to 3,571,000 units to be offered at a price of \$2.80 per unit for gross proceeds of \$10,000,000. Each unit consists of one common share and one transferable share purchase warrant. Each warrant entitles the holder to acquire one additional common share exercisable for 24 months at a price of \$4.00 per warrant share. Finders' fees up to 7.5% may be paid on this placement. The issuance of any shares or warrants are subject to approval of the regulatory authorities. As at the date of this report, the placement has been fully subscribed.

In January 2018 the Company announced it has entered into a binding letter of intent with Budly Software Inc. (“**Budly**”), a leading software company that has developed a smartphone-enabled sales and distribution system connecting medicinal cannabis patients with local dispensary drivers for fast delivery and monitoring of orders. Using the system, a customer can select a dispensary, place an order, and then choose a driver to deliver it. The customer can then track the order on his smartphone and knows exactly when it will arrive. Orders can be placed via the Budly app on iOS, Android and Windows phones, and via the website www.budly.com.

In January 2018, the Company announced it has signed a Memorandum of Understanding (MOU) with NEWCANNA S.A.S., a leading Colombian medical cannabis company. MYM and NEWCANNA are proposing a joint venture or partnership agreement in which they would form a new, jointly owned company in Colombia. This partnership would focus on the large-scale commercial cultivation and transformation of cannabis and hemp for medical, scientific and industrial purposes and export to worldwide markets.

Although the Company has started to invest resources for a medical marijuana business, there is no guarantee the Company will be awarded a license to grow medical marijuana nor is there a time frame available as to when the Company will be notified of the success of its application.

The Company is continuing to explore other potential acquisitions and opportunities in the nutraceuticals space.

Results of Operations

Results of Operations – For the three months ended November 30, 2017

For the three months ended November 30, 2017 the Company incurred a loss of \$995,712 as compared to \$40,652 for the same period in 2016. The Company reported revenues for the three months ended November 30, 2017 of \$398,081 (2016: Nil) and gross profit of \$249,889 (2016: \$Nil) from sales of Joshua Tree Brand products generated from the HempMed acquisition. General and administrative expenses increased from \$40,652 in 2016 to \$1,245,601 in 2017.

Advertising, Marketing and Promotions increased from \$1,455 in 2016 to \$315,930 in 2017 as the Company expands its branding and marketing campaigns to bring awareness to the Company. Consulting fees increased from \$10,750 in 2016 to \$151,677 in 2017 as the company brought in additional resources to assist with various aspects for planning and building the business.

Professional fees increased from \$4,055 in 2016 to \$81,804 reflecting additional legal and accounting services required for the acquisitions. Rent incurred for the six months ended November 30, 2017 was \$46,217 (2016: \$nil) for the HempMed office space and the Sublime operating leases in Laval. Salaries and Management fees increased from \$15,000 in 2016 to \$203,729 in 2017 due to the hiring of staff for the new facilities and increased management fees due to the increasing workloads and requirements of the new acquisitions.

The fair value of options and shares granted and vested to certain key directors, management and consultants vested were valued at \$313,041 (2016: \$Nil) using the Black Scholes valuation model for options and fair value of shares issued on grant dates.

Other expenses have increased from the same period in the prior years as the Company is rapidly expanding

Results of Operations – For the six months ended November 30, 2017

For the six months ended November 30, 2017 the Company incurred a loss of \$1,601,058, as compared to \$99,104 for the same period in 2016. The Company reported revenues for the six months ended November 30, 2017 of \$678,529 (2016: Nil) and gross profit of \$436,171 (2016: \$Nil) from sales of Joshua Tree Brand products generated from the HempMed acquisition. General and administrative expenses increased from \$84,104 in 2016 to \$2,037,229 in 2017.

Advertising, Marketing and Promotions increased from \$2,235 in 2016 to \$433,176 in 2017 as the Company expands its branding and marketing campaigns to bring awareness to the Company. Consulting fees increased from \$21,500 in 2016 to \$191,760 in 2017 as the company brought in additional resources to assist with various aspects for planning and building the business.

Professional fees increased from \$5,349 in 2016 to \$102,144 reflecting additional legal and accounting services required for the acquisitions. Rent incurred for the six months ended November 30, 2017 was \$72,688 (2016: \$nil) for the HempMed office space and the Sublime operating leases in Laval. Salaries and Management fees increased from \$30,000 in 2016 to \$429,498 in 2017 due to the hiring of staff for the new facilities and increased management fees due to the increasing workloads and requirements of the new acquisitions.

The fair value of options and shares granted and vested to certain key directors, management and consultants vested were valued at \$573,739 (2016: \$6,183) using the Black Scholes valuation model for options and fair value of shares issued on grant dates.

Other expenses have increased from the same period in the prior years as the Company continues to expand rapidly.

Summary of quarterly results

	Q2	Q1	Q4	Q3	Q2	Q1	Q4	Q3
	November 30	August 31	May 31	February 28	November 30	August 31	May 31	February 28
	2017	2017	2017	2017	2016	2016	2016	2016
Revenues	\$398,081	\$280,488	\$142,565	-	-	-	-	-
Gross Profit	\$249,889	\$94,166	\$63,993	-	-	-	-	-
General and Administrative expenses	\$1,245,601	\$791,628	(\$681,512)	(\$100,174)	(\$40,652)	(\$58,452)	(\$89,867)	(\$85,609)
Net Loss	(\$995,712)	(\$605,346)	(\$695,039)	(\$100,174)	(\$40,652)	(\$58,452)	(\$713,447)	(\$182,117)
Loss per share	(\$0.01)	(\$0.01)	(\$0.01)	\$0.00	\$0.00	\$0.00	(\$0.01)	\$0.00

The main factors causing significant fluctuations in Net Loss from quarter to quarter were as follows:

- *Revenues.* During the quarter ended May 31, 2017, the Company started to receive revenues on the sale of CBD products thru its HempMed acquisition.
- *Finders' fee.* During the quarter ended May 31, 2017, the Company recorded a non-cash finders' fee of \$184,000 for the issuance of stock for the HempMed acquisition.
- *Salaries and Management fees.* During the quarter ended November 30, 2017, management fees were increased by \$1,500 per quarter to reflect the additional efforts of the team. During the quarter ended February 28, 2017, management fees were increased by \$8,500 to provide for the increasing duties various officers and directors of the company. The Company has been expanding quarterly since May 2017, hiring an executive director, a CEO, and adding additional staff to assist in the new acquisitions.
- *Rent.* During the quarters starting May 31, 2017 the Company incurred rent for the new operations of Sublime Phase A and HempMed. The Company added new space in Q2, 2017 for

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the Sublime Facility Phase two.

- *Writedown of Assets.* During the quarter ended February 29, 2016, the company recorded an impairment charge of \$96,508 on the property in Maple Ridge. During the quarter ended May 31, 2016, the company recorded impairment of intangible assets and a writedown on deposits on land for a total of \$623,580. In May 2017, the Company recorded acquisition costs of \$65,000 for the HempMed acquisition.
- *Stock based compensation.* The Company recorded expenses for the granting of stocks and options to certain key directors, officers, and consultants. The amounts recorded were calculated using the graded vesting method.
- *Interest Expenses.* Interest expenses during the quarter ended February 2017 and May 2017, are reduced from prior quarters as various loans were paid back. There are no interest expenses in Q1 or Q2 2017.
- *Writedown of deposits.* During the quarter ended August 31, 2015, the Company expensed \$15,000 on the Oroville property which was subsequently recorded as a writedown of deposits.
- *Corporate filing and listing fees.* During the quarter ended August 2017 and November 2017 the Company incurred additional expenses for corporate filing and listing fees due to additional private placements and an expanding shareholder base.
- *Insurance.* During the quarter ended November 2017 the Company incurred additional expenses for directors and officers, construction, and product insurance premiums.
- *Consulting Fees.* During the quarter ended February 2017 increased consulting fees were incurred with the onboarding of a European Markets advisor. During the quarter ended May 31, 2017, additional costs were incurred obtaining an OTC listing and DTC compliance in the US and additional consulting services related to the HempMed and Sublime operations. Additional consulting fees were incurred in Q2, 2017 for a marketing study.
- *Professional Fees.* During the quarters ended May 31, August 2017 and November 2017, increased legal and accounting fees were incurred due to the Sublime and HempMed acquisitions.
- *Travel Expenses.* Higher travel expenses were incurred in Q1 and Q2, 2017 for due diligence and operational activities associated with new acquisitions. During the quarters ended May 31, August 2017 and November 2017, increased legal and accounting

Selected Annual Information

The following tables show selected summary consolidated financial information which have been derived from the consolidated annual financial statements of the Company at May 31, 2017, 2016 and 2015, which have been prepared in accordance with IFRS.

		Year ended	
	May 31, 2017	May 31, 2016	May 31, 2015
Operating Revenue	\$ 142,565	-	-
Net income (loss)	\$ (894,317)	(1,046,570)	(712,684)
Income (Loss) per share	\$ (0.01)	(0.02)	(0.01)
Share capital	\$ 3,051,623	1,644,748	1,446,600

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Common shares issued	67,981,429	53,300,001	47,370,001
Weighted average shares outstanding	57,296,128	49,777,056	48,524,960
Total Assets	\$ 1,768,366	159,122	1,347,225
Total Equity (Deficit)	\$ 1,511,703	(198,961)	504,390

Project Summaries and Activities

Medical Marijuana Licensing Application - Laval

On February 22, 2017, the Company announced the completion of the acquisition of a fifty-one percent majority interest in Sublime Culture Inc. (“Sublime”) and its inspection-stage 6 of 7 stages application to become a Licensed Producer of medical cannabis in Quebec. The Company issued 1,000,000 shares of common stock at \$0.065 per share for a total value of \$65,000 for the acquisition. The Company is required to raise between \$1,800,000 and \$2,500,000 to fund the completion and operation of the facility.

The Company raised the required capital for the buildout of the Laval Facility and in December submitted the Confirmation of Readiness for a License under the Access to Cannabis for Medical Purposes Regulations (ACMPR) to Health Canada for the Sublime production facility in Laval, Quebec.

Phase one of the Laval facility is 10,000 sf. Phase two, scheduled to be completed in 2018, will see the growing area expanded to 36,000 sf. This license will enable MYM to manufacture its branded medicinal THC and CBD products. The Laval project is estimated to produce gross sales of \$25 million by 2019 with profit estimates of \$15 million, based on current per gram prices of \$8.50. “We are delighted to have met our stated target deadline of December 15 for the submission of the Confirmation of Readiness for a License,” said Rob Gietl, MYM CEO. “This submission is a key milestone for MYM and its partners, one of many more to come. We are looking forward to beginning production at the Laval facility and are committed to continuing to build value for the Province of Quebec and our shareholders.”

The Company is looking to lead the Canadian market by establishing the gold standard in quality assurance testing of its cannabis products. The Company has engaged TheraCann International Benchmark Corp (TheraCann) to implement its full suite of services including ISO 17025(2005) compliance to ensure repeatable and reliable data stands behind each product label. TheraCann will also providing TheraCann SYSTEM software to the Company which directly captures all testing and analysis data to better control regulatory compliance concerns and future audits by Health Canada.

With the recent announcement that the Canadian Provinces to be able to decide how cannabis will be distributed within their borders, the federal government will oversee all medical and recreational marijuana cultivation. The Company is planning to jump ahead of the curve on future legislation to focus on in-house quality assurance testing laboratories and analytics.

Medical Marijuana Licensing Application - Weedon

In June 2017, the Company announced that it had entered into an exclusive deal with the Municipality of Weedon, Quebec to build a 1.5 million-square-foot cannabis facility consisting of fifteen 100,000-square-foot greenhouses. The agreement was signed by a new subsidiary CannaCanada Inc. that is initially 75% owned by the Company. As at the date of this report, the Company has submitted its application to Health Canada for a license under the *Access to Cannabis for Medical Purposes Regulations* (or ACMPR).

The 1.5 million sf greenhouse project has been approved by the City of Weedon and Health Canada. A license application has been submitted. The City of Weedon has purchased 329 acres of land for MYM to build on.

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This project will include a cannabis museum and a cannabis university for industry training. Upon completion, the Weedon project is scheduled to produce annual sales of \$1.275 billion with profit estimates of \$650 million.

Manufacturing and distribution of hemp-based nutraceutical products

On April 11, 2017, the Company announced that it has completed the acquisition of 100% of the brand and assets of "HempMed," a Toronto-based developer and marketer of hemp-based CBD extracts and oil infused nutraceutical products. Pursuant to the Acquisition Agreement between the Company and HempMed, the Company issued 2,500,000 MYM shares to the owner of HempMed, and a further 1,500,000 will be issued upon reaching certain monthly and annual sales targets. The fast growing HempMed brand is forecasting sales in excess of \$2,000,000 over in the next 12 months.

The Company has plans to build a new high-capacity production facility for HempMed that will increase its sales capacity to handle more than \$10,000,000 per year. The 5,000 SF production facility located in Toronto, Ontario will be a GMP certified, state of the art extraction lab and production facility dedicated to industrial hemp processing (CBD). This high capacity production space will be able to produce large volumes with a high level of consistency. The facility will be capable of producing a full range of CBD extracts and isolates. The MJT production facility is focused on product development for MYM owned brands and white label production of a range of brands looking to enter the CBD sphere.

Further, the Company will open new markets and build an effective online retail strategy for the already popular HempMed brand. Joshua Tree is targeted for the mainstream health market. Joshua Tree will be launched in the 4TH quarter this year in Canada and the USA. This line will have 28 products. Joshua Tree is projected to do over \$4 million in sales next year. Products include Concentrates, Oils, Nasal Sprays, Cosmetics, Tinctures, Capsules, Topicals, Edibles, and | E-juices

Dr. Furbaby is our CBD line of products specifically for pets. This is a rapidly growing market that is highly profitable and will be launched this year in Canada and the USA. Dr. Furbaby is projected to do over \$300,000 in sales within the first year. Products include Concentrates, Oils, Tinctures, Capsules, Topicals, and Edibles

HempMed is a brand targeted at the dispensary market and has been growing rapidly at 200% per quarter. Online sales for HempMed have increased by 600% since March. This line has 21 products. HempMed is on track to do \$2 million in sales this year. Products include Oils, Nasal Sprays, Cosmetics, Tinctures, Capsules, Topicals, Edibles, and E-juices

Online sales and marketing will be a major focus to accelerate worldwide expansion of CBD product sales. With the additional support both financially and professionally the Company believes the CBD product line will be one of its top performers.

The Company has retained the senior staff and founder of HempMed on contract for a minimum of 3 years to drive success within the billion-dollar industry. The CBD nutraceutical market is growing rapidly worldwide due to an explosion of consumer interest and impressive medical studies on the benefits of high quality hemp CBD products. A recent Forbes magazine article estimated that the CBD market will grow to \$2.1 billion market by 2020 with \$450 million of those sales coming from hemp-based sources. That's a 700% increase from 2016.

The Company has high expectations for this business division and we will be investing substantial capital in sales and marketing platforms that will engage a wide range of people who are looking for alternative organic plant-based products capable of aiding in the relief multiple ailments with little or no side effects.

Northern Rivers Project – New South Wales, Australia

The Northern Rivers Project is a joint venture between PUF Ventures, PUF Ventures Australia, and MYM Nutraceuticals, to build a 1.2 million square foot greenhouse operation on a 27-hectare parcel of land near the town of Casino in northern New South Wales, Australia. The operation when complete will include large-scale greenhouse, manufacturing, processing and office facilities for the cultivation, production and manufacture of medical cannabis and associated products in Australia. The first phase of the project will cover approximately 300,000 square feet, which will be the largest medical cannabis greenhouse in Australia. Based on current construction timelines, permitting and various Australian approvals, the first crop is expected to be planted in the fourth quarter of 2018.

The Company completed its due diligence on the partnership with PUF Ventures in the first week of November 2017. Under the terms of the agreement MYM will be responsible for 50% of the obligations to complete certain milestones as described below:

USD50,000 – upon the formation and incorporation of the Company, including setup of Australian bank accounts with foreign clients, registration of Australian Business Number (ABN), Business Systems implementation (domain, email/office, finance), the engagement of lawyers and accountants;

USD150,000 – upon agreement with Council/Municipality on land including site identification (Ballina, Byron Bay, Tweed Heads, Casino), submission of RJIP Grant, completion of site negotiations (Ballina, Casino) and engagement of greenhouse expert;

USD250,000 – upon filing of applications to the Office of Drug Control for Cultivation, Production and Manufacturing Licenses;

USD550,000 – upon Awarding of license from ODC, including payment to Richmond Valley Council for services connection;

The applications for a medicinal cannabis license for the Northern Rivers Project in Australia, for both cultivation and production, cannabis research license and manufacturing license have been accepted by the Office of Drug Control (ODC). The applications have now progressed to the assessment phase, all associated fees have been paid. The company will continue to provide updates as appropriate while it progresses through the process.

The Company announced that it will begin operating under a new corporate name and will be known as Solaris Nutraceuticals Pty Ltd. (formerly "PUF Ventures Australia"). Michael Horsfall, President and CEO, said "The new name reflects our focus on distinct innovations to provide medicinal cannabis grown under the Northern Rivers Sun in our proposed 1.2 Million square foot Ultra-Clima glasshouse. In addition to our name change, you will see a fresh new look and feel to the corporate image of the company which reflects the innovation, quality and environmentally sustainable products to be developed in our glasshouse and manufacturing facilities. MYM Nutraceuticals (CSE: MYM) and PUF Ventures Inc. (CSE: PUF) are co-owners in Solaris Nutraceuticals.

Solaris Nutraceuticals is an innovative medical technology company with headquarters in Sydney, Australia. It has proposed plans and applications with Office of Drug Control in Australia to build a 1.2 Million square foot glass house with a medical research center and manufacturing facility in the Northern Rivers Region of New South Wales Australia. Our corporate mission is to deliver an environmentally friendly, sun grown medicinal grade cannabis and on developing medicines and treatments for pain management along with a number of other medical conditions and specific plant-based nutraceuticals. Our focus is on innovations that promote, support and deliver improvements in the quality, consistency and cost of medicines to our clients.

Budly

The Company has entered into a binding letter of intent with Budly Software Inc. (“**Budly**”), a leading software company that has developed a smartphone-enabled sales and distribution system connecting medicinal cannabis patients with local dispensary drivers for fast delivery and monitoring of orders. Using the system, a customer can select a dispensary, place an order, and then choose a driver to deliver it. The customer can then track the order on his smartphone and knows exactly when it will arrive. Orders can be placed via the Budly app on iOS, Android and Windows phones, and via the website www.budly.com.

The Budly software is a game-changer for MYM because it brings us one step closer to becoming a fully integrated global cannabis company,” commented Rob Gietl, CEO of MYM. “Budly’s clean and simple interface allows orders to be easily placed by patients, right on their phone, and provides extensive back end management and logistics control for licensed producers and dispensaries.”

The Budly system consists of two iOS apps, two Android apps, one web app, a dispensary backend admin and a master admin system. The system also has advanced features such as GPS tracking of drivers, flexible geo-fencing adjustments for customers, and real-time order confirmations. MYM intends to add more features and functions to the Budly system in the near future, and to launch Budly globally as more jurisdictions legalize cannabis. The Budly system can easily be customized for the individual requirements and regulations for different countries and regions.

Pursuant to the letter of intent, MYM will issue 800,000 common shares to Budly in exchange for all non-U.S. rights to Budly’s software and intellectual property. Should federal legislation change in the States, MYM will have first right of refusal for the rights in that country. The completion of the transaction is subject to the approval of the Canadian Securities Exchange.

Columbia Project

MYM and NEWCANNA are proposing a joint venture or partnership agreement in which they would form a new, jointly owned company in Colombia. This partnership would focus on the large-scale commercial cultivation and transformation of cannabis and hemp for medical, scientific and industrial purposes and export to worldwide markets.

NEWCANNA has agreements in place with multiple indigenous communities in Colombia totaling over 400 families (approx. 1,400 people) that control 7,400 acres of cultivation property. In 2018 the indigenous growers have the capacity to be producing approximately 217,500 kg of high-grade cannabis for processing and export worldwide. With planned production expansion with the indigenous growers, NEWCANNA’s production is expected to be over 1,000,000 kg of cannabis in year two. The high mountains of Colombia provide a perfect climate to cultivate cannabis and allow production costs to be a fraction of what it costs to produce in Canada.

MYM and NEWCANNA are also proposing that, along with the cultivation and transformation of raw materials into medicinal oils, tinctures and a variety of products, they also construct a research and development laboratory for the design and creation of new products, in-house analysis and testing, and the refinement of new and unique delivery systems.

In the last year, NEWCANNA has consolidated vast properties of land that are ideal for the cultivation of cannabis and hemp throughout different regions of Colombia. NEWCANNA has formed valuable alliances with multiple indigenous communities within Colombia and has a large workforce of eager participants for all planned organic cultivation projects.

“This is a tremendous opportunity and another big step towards MYM’s stated goal of becoming a global cannabis player,” said Rob Gietl, CEO of MYM. “NEWCANNA has the infrastructure in place to dominate the Colombian cannabis markets both domestically and for exportation to the rest of the world. NEWCANNA’s

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commitment to working with the indigenous population of Colombia satisfies MYM's position to work with local communities and provides economic benefits to local inhabitants."

Under the MOU, NEWCANNA will supply the land, the work force, and all the applicable licenses needed for the new company to move forward and operate legally under the newly established laws in Colombia. The new company will have the opportunity to become part of the NEWCANNA HUB, a group of unique companies dedicated to the research, education and sustainability for the commercial future of cannabis in Colombia. The members and alliances of the HUB come from a wide variety of backgrounds surrounding the legalities of cultivation, production, transformation, and the ongoing studies of cannabis, cannabinoids, and the endocannabinoid system in humans and animals.

MYM has retained the Colombian law firm Dentons Cardenas & Cardenas Abogados Ltda. to represent MYM's interests in Colombia moving ahead with the NEWCANNA MOU. There can be no assurance that the transaction contemplated by the MOU will be successfully completed. See the cautionary note regarding forward-looking statements below.

Conclusions

Until the Company successfully obtains a license from Health Canada to produce medical marijuana or the laws in Canada change to permit the use of cannabis for recreational purposes, we will continue to engage in business activities that can generate revenue in related markets. The Company will focus on the development of hemp products to ensure an easy transition into cannabis products. The Company will continue to build on its existing relationships while building new relationships with other small emerging companies. The Company believes there are other companies who share our same vision and are willing to unite to help form a collective that can pool resources and contacts to produce formidable businesses in the cannabis space. MYM is continuing to negotiate acquisitions of complementary businesses and assets in the technology, nutraceuticals and CBD nutraceutical sectors and is currently in talks with other innovative companies.

Outstanding Share Data

The Company has an authorized share capital of an unlimited number of common shares, of which 100,771,752 were issued as at the date of this report. In addition, the company has 10,062,407 share purchase warrants outstanding and 4,912,500 incentive stock options outstanding.

Related Party Transactions

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management personnel include the Company's executive officers and Board of Director members.

The aggregate value of transactions relating to key management personnel were as follows:

	SIX MONTHS ENDED	
	NOVEMBER 30	
	2017	2016
Salaries and benefits and management fees	\$ 267,470	\$ 49,500
Stock-based compensation (vested during the period)	132,656	6,183
Total salaries and other short-term benefits	<u>\$ 400,126</u>	<u>\$ 55,683</u>

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As at November 30, 2017, \$42,571 (May 31, 2017 - \$1,004) were owing to key management personnel or to a company controlled by a director or key management personnel and the amounts were included in due to related parties. The amounts payable are non-interest bearing, are unsecured, and have no specific terms of repayment.

During the six months ended November 30, 2017, the Company advanced \$100,000 to a Company controlled by a director of a subsidiary. The funds advanced were used to pay expenditures incurred on behalf of the Company. As at November 30, 2017, there is no balance remaining in the advance account.

During the six month ended November 30, the Company advanced funds to directors in the amount of \$41,416 (May 31, 2017: Nil) for travel expenses and tax deductions for options exercised. The funds were reimbursed in full subsequent to the quarter end.

Liquidity and Solvency

The following table summarizes the Company's cash on hand, working capital and cash flow:

As at	November 30, 2017	May 31, 2017
Cash	\$ 2,041,701	\$ 548,514
Working capital	2,560,035	370,274

Period Ended	November 30, 2017	August 31, 2016
Cash (used in) operating activities	\$ (1,644,453)	\$ (28,983)
Cash provided by (used in) investing activities	(2,068,356)	-
Cash (used in) provided by financing activities	5,206,996	500
Change in cash	\$ 1,493,187	\$ (28,483)

The Company is dependent on the borrowing of cash and the issuance of shares to finance its activities, property acquisition payments and general and administrative costs. The Company will have to raise additional funds in the future to continue its operations. There can be no assurance, however, that the Company will be successful in its efforts. If such funds are not available or other sources of financing cannot be obtained, then the Company will be forced to curtail its activities.

Capital Resources

The Company has minimal operations to generate cash flow and its long term financial success will be dependent on the Company's ability increase revenues, secure loans and grants and to obtain equity financing.

The Company's next immediate step in development is to raise the capital required to continue its investment in the Sublime and HempMed opportunities. The Company will continue to explore the other initiatives management has or may identify.

The Company has not pledged any of its assets as security for loans, or otherwise is not subject to any debt covenants.

Off-Balance Sheet Arrangements

NA

Proposed Transactions

The Company does not have any proposed transactions

Critical Accounting Judgements and Estimates

During the year the Company generated revenues, some of which may be subject to collectivity. The Company assesses the collectability of receivables on an ongoing basis. A provision for the impairment of receivables involves significant management judgment and includes the review of individual receivables based on individual customer creditworthiness, current economic trends and analysis of historical bad debts. As this is a new process for the Company and given that all sales are currently on a cash basis, the amounts recorded as bad debts for the current year are based on actual collection results.

Changes in Accounting Policies

The Company has not implemented or adopted any new standards during the quarter.

Financial Instruments

The Company is exposed in varying degrees to a number of risks arising from financial instruments. Management's close involvement in the operations allows for the identification of risks and variances from expectations. The Company does not participate in the use of financial instruments to mitigate these risks and has no designated hedging transactions. The Board approves and monitors the risk management processes. The Board's main objectives for managing risks are to ensure liquidity, the fulfillment of obligations, the continuation of the Company's exploration activities, and limited exposure to credit and market risks. There were no changes to the objectives or the process from the prior period.

The types of risk exposure and the way in which such exposures are managed are as follows:

a) Credit Risk

Credit risk primarily arises from the Company's cash and cash equivalents and amounts receivable. The risk exposure is limited to their carrying amounts at the statement of financial position date. Cash and cash equivalents are held as cash deposits or invested in guaranteed investment certificates with various maturity dates. The Company does not invest in asset-backed deposits or investments and does not expect any credit losses. The Company periodically assesses the quality of its investments and is satisfied with the credit rating of the bank and the investment grade of the guaranteed investment certificates.

b) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company ensures there is sufficient capital to meet short term business requirements. One of management's goals is to maintain an optimal level of liquidity through the active management of assets, liabilities and cash flows.

The Company's cash and cash equivalents are deposited in major banks or invested in guaranteed investment certificates, which are available on demand to fund the Company's operating costs and other financial demands.

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c) Market Risk

The significant market risks to which the Company is exposed are currency and interest rate risk.

i) Currency Risk

The operating results and financial position of the Company are reported in Canadian dollars. As the Company is exploring opportunities in an international environment, some of the Company's financial instruments and transactions are denominated in currencies other than the Canadian dollar. The results of the Company's operations are subject to currency risk.

Many of the Company's costs are incurred in Canada and are denominated in Canadian dollars. Foreign currency transactions are booked at historical cost in Canadian dollars.

As at November 30, 2017, the Company is not exposed to any currency risk.

ii) Interest Rate Risk

The Company's policy is to invest excess cash in guaranteed investment certificates at fixed or floating rates of interest and cash equivalents are to be maintained in floating rates of interest in order to maintain liquidity, while achieving a satisfactory return for shareholders. As at November 30, 2017 no cash was held in interest bearing deposits. Fluctuations in interest rates impact the value of cash and cash equivalents. The Company manages risk by monitoring changes in interest rates in comparison to prevailing market rates.

Currently, the Company believes that it is not exposed to significant interest, currency or credit risks arising from its financial instruments.

Risks and Uncertainties

Although the Company believes it is a good candidate for a ACMPR Production License, it is uncertain and not foreseeable whether the Company will be able to meet the new requirements and be granted such a license. Denial of the Company's application for a Production License is reasonably expected to materially affect the Company's business, financial condition and operations.

Subsequent Events

On December 6, 2017, the Company granted 300,000 stock options to a new director. The options are exercisable for a period of 3 years at \$2.67 per share and will vest in equal proportions quarterly over the three years.

On December 7, 2017, the Company announced completion of a financing of 240,000 shares at \$2.50 per share for gross proceeds of \$600,000.

On December 18, 2017, the Company issued 175,000 shares and granted 140,000 options to a consultant for a 3-year consulting term. The consultant shall provide MYM with consulting services focused on helping MYM and its partners obtain a license for and construct a medical marijuana production facility in Richmond Valley, Australia. In lieu of consulting fees, MYM granted 140,000 options to purchase common shares in the capital of MYM, with an exercise price of \$3.37. The options shall vest in accordance with the following schedule, and expire one year after vesting:

- (a) 14,000 on the 3-month anniversary of the Effective Date;
- (b) 14,000 on the 6-month anniversary of the Effective Date;

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- (c) 14,000 on the 9-month anniversary of the Effective Date;
- (d) 14,000 on the 12-month anniversary of the Effective Date;
- (e) 14,000 on the 15-month anniversary of the Effective Date;
- (f) 14,000 on the 18-month anniversary of the Effective Date;
- (g) 14,000 on the 21-month anniversary of the Effective Date;
- (h) 14,000 on the 24-month anniversary of the Effective Date;
- (i) 14,000 on the 27-month anniversary of the Effective Date; and
- (j) 14,000 on the 30-month anniversary of the Effective Date.

On January 18, 2018 the Company entered into a consulting agreement with a Master Breeder at the Sublime facility in Laval, Québec. Pursuant to the five-year consulting agreement, the consultant will receive a signing bonus of \$25,000, paid in 7,062 MYM common shares at a deemed price per share of \$3.54.

On January 19, 2017 the Company issued 50,000 milestone shares to a consultant.

Subsequent to the period end, 1,211,380 warrants were exercised for proceeds of \$341,058.

Subsequent to the period end, 2,340,000 options were exercised for proceeds of \$117,000.

Other

Additional information relating to the Company's operations and activities can be found by visiting: www.sedar.com.

Cautionary Statement

This document contains "forward-looking statements" within the meaning of applicable Canadian securities regulations. All statements other than statements of historical fact herein, including, without limitation, statements regarding exploration plans and our other plans and objectives are forward-looking statements that involve various risks and uncertainties. Such forward-looking statements include, without limitation, statements with respect to expectations, projections, or other characterizations of future events or circumstances, and our objectives, goals, strategies, beliefs, intentions, plans, estimates, projections and outlook, including statements relating to our plans and objectives, or estimates or predictions of actions of customers, suppliers, competitors or regulatory authorities. There can be no assurance that such statements will prove to be accurate, and future events and actual results could differ materially from those anticipated in such statement. Important factors that could cause actual results to differ materially from our expectations are disclosed in the Company's documents filed from time to time via SEDAR with the Canadian regulatory agencies to whose policies we are bound. Forward-looking statements are based on the estimates and opinions of management on the date of statements are made, and the Company endeavours to update corporate information and material facts on a timely basis. Forward-looking statements are subject to risks, uncertainties and other actors, including risks associated with assumptions and certain factors regarding, among other things: future cannabis pricing; cannabis production yields; costs of inputs; its ability to market products successfully to its anticipated clients; reliance on key personnel; the regulatory requirements; the application of federal and provincial environmental laws; the ability to enter and participate in international opportunities, and the impact of increasing competition and operational and political risks. Because of these risks, uncertainties, and assumptions, the reader should not place undue reliance on these forward-looking statements. The Company's forward-looking statements are made only as of the date of this MD&A, and except as required by applicable law, The Company undertakes no obligation to update or revise these forward-looking statements to reflect new information, future events or circumstances.