

# **STRYKER VENTURES CORP.**

Management's Discussion and Analysis of Results of  
Operations and Financial Condition  
For the period ended July 31, 2021  
(Expressed in Canadian Dollars)

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## **Introduction**

This Management Discussion and Analysis (this "MD&A") of Stryker Ventures Corp. (the "Company") has been prepared by management in accordance with the requirements of National Instrument 51-102 ("NI 51-102") as of September 28, 2021 and should be read in conjunction with the condensed interim financial statements for the period ended July 31, 2021, the audited financial statements for the years ended January 31, 2021 and 2020 and the related notes contained therein which have been prepared under International Financial Reporting Standards ("IFRS"). The information contained herein is not a substitute for detailed investigation or analysis on any particular issue. 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.

## **Overview**

Stryker Ventures Corp. was incorporated on April 7, 1952 under the laws of British Columbia. The Company's head office and registered office is 510 – 580 Hornby Street, Vancouver, BC, V6C 3B6. The Company was formerly listed on the TSX Venture Exchange under the symbol "SRY".

On July 10, 2002, trading in the shares of the Company was suspended by the TSX-V for having failed to file annual audited financial statements for the year ended January 31, 2002. The annual audited financial statements for the fiscal years ended January 31, 2021, 2020 and 2019, along with the interim financial statements for the three-month period ended April 30, 2021, were filed by the Company effective August 10, 2021 and the British Columbia Securities Commission revoked their cease trade order issued against the Company effective August 11, 2021.

## **Significant Events/Overall Performance**

In June 2021, the Company appointed Gary Monaghan, Gordon Villeneuve and Scott Davis to the Board of Directors following the resignations of Brenda Clark and Doug Perkins.

Subsequent to July 31, 2021, the Company issued 361,000,000 units at \$0.0025 per unit for proceeds of \$902,500. Each unit consists of one common share and one-half share purchase warrant. Each full warrant is exercisable into one common share at an exercise price of \$0.005 for a period of 3 years.

## Results of Operations

### Quarterly Results

The following table summarizes the results of operations for the most recent quarters since incorporation:

	July 31, 2021	April 30, 2021	January 31, 2021	October 31, 2020
Revenue	\$ Nil	\$ Nil	\$ Nil	\$ Nil
Loss and comprehensive loss for the period	(39,412)	(22,500)	(12,000)	Nil
Loss per share	(0.05)	(0.03)	(0.02)	Nil

	July 31, 2020	April 30, 2020	January 31, 2020	October 31, 2019
Revenue	\$ Nil	\$ Nil	\$ Nil	\$ Nil
Loss and comprehensive loss for the period	Nil	Nil	Nil	Nil
Loss per share	Nil	Nil	Nil	Nil

### Results for the six months ended July 31, 2021

The Company had a net loss of \$61,912 for the six months ended July 31, 2021, compared to a net loss of \$Nil for the six months ended July 31, 2020.

Expenses are made up of accounting and audit fees of \$15,000 (2020 - \$Nil), consulting fees of \$40,000 (2020 - Nil), legal fees of \$3,491 (2020 - \$Nil), and transfer agent and filing fees of \$3,421 (2020 - \$Nil).

### Results for the three months ended July 31, 2021

The Company had a net loss of \$39,412 for the three months ended July 31, 2021, compared to a net loss of \$Nil for the three months ended July 31, 2020.

Expenses are made up of accounting and audit fees of \$7,500 (2020 - \$Nil), consulting fees of \$25,000 (2020 - Nil), legal fees of \$3,491 (2020 - \$Nil), and transfer agent and filing fees of \$3,421 (2020 - \$Nil).

### Liquidity and Capital Resources

The Company will require funds to meet its ongoing day-to-day operating expenses and will continue to rely on equity financing during such period. There can be no assurance that financing will be available on terms satisfactory to the Company. The Company does not have any other commitments for material capital expenditures over the near and long term plus normal operating expenses.

The Company had a working capital deficiency of \$174,059 as at July 31, 2021. The Company's management is considering raising capital in the near future to meet working capital requirements, as further financing is required to meet obligations as they become due. Management is constantly actively seeking additional financing, and while it has successfully done this in the past, there is no assurance that it will continue to be able to do so in the future. The Company's ability to continue as a going concern depends on management's continual success in raising funds.

Subsequent to July 31, 2021, the Company issued 361,000,000 units at \$0.0025 per unit for proceeds of \$902,500.

Since incorporation, the Company's capital resources have been limited. The Company has relied principally upon the issue of equity securities.

### Share Capital

As at the date of this report, the Company had the following:

- 361,725,123 shares outstanding
- No stock options outstanding
- Warrants

Number of warrants outstanding	Exercise price \$	Expiry date
180,500,000	0.005	September 13, 2024
180,500,000		

### Off Balance Sheet Arrangements

There are no off-balance sheet arrangements to which the Company is committed.

### Transactions with Related Parties

Key management personnel are the persons responsible for the planning, directing and controlling the activities of the Company and include both executive and non-executive directors, and entities controlled by such persons. The Company considers all Directors and Officers of the Company to be key management personnel.

As at July 31, 2021 there is \$100,147 (January 31, 2021 - \$100,147) owing to Freeport Resources Inc., a company with a common director of the Company. This amount is non-interest bearing with no stated terms of payment.

During the period ended July 31, 2021, the Company incurred \$15,000 in accounting fees (2020 - \$nil) to an accounting firm of which Scott Davis, a director of the Company is a partner. As at July 31, 2021, there was \$15,750 (January 31, 2021 - \$nil) due to this firm, included in accounts payable and accrued liabilities. This amount is non-interest bearing with no stated terms of payment.

As at July 31, 2021, there was \$525 (January 31, 2021 - \$nil) due to a partner, who is a director of the Company, of the above-noted accounting firm, included in accounts payable and accrued liabilities. This amount is non-interest bearing with no stated terms of payment.

During the period ended July 31, 2021, the Company incurred \$10,000 in consulting fees (2020 - \$nil) paid to Doug Perkins, a former director of the Company.

### Critical Accounting Estimates

The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of

contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual reports could differ from management's estimates.

### **Adoption of new and amended accounting standards**

Please refer to the January 31, 2021 audited financial statements.

### **Financial Instruments**

Please refer to the July 31, 2021 condensed interim financial statements.

### **Proposed Transactions**

There are no proposed transactions.

### **Contingencies**

There are no contingent liabilities.

### **Internal Controls over Financial Reporting**

#### *Changes in Internal Control over Financial Reporting ("ICFR")*

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

### **Forward-looking information**

Certain information in this MD&A, including all statements that are not historical facts, constitutes forward-looking information within the meaning of applicable Canadian securities laws. Such forward-looking information may include, but is not limited to, information which reflect management's expectations regarding the Company's future growth, results of operations, performance (both operational and financial) and business prospects and opportunities. Often, this information includes words such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate" or "believes" or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved.

This MD&A contains information on risks, uncertainties and other factors relating to the forward-looking information (see "Risks and Uncertainties"). Although the Company has attempted to identify factors that would cause actual actions, events or results to differ materially from those disclosed in the forward-looking information, there may be other factors that cause actual results, performances, achievements or events not to be anticipated, estimated or intended. Also, many of the factors are beyond the Company's control. Accordingly, readers should not place undue reliance on forward-looking information. The Company undertakes no obligation to reissue or update forward looking information as a result of new information or events after the date of this MD&A except as may be required by law. All forward-looking information disclosed in this document is qualified by this cautionary statement.

## **Risks and Uncertainties**

On March 11, 2020, the World Health Organization categorized COVID-19 as a pandemic. The potential economic effects within the Company's environment and in the global markets, possible disruption in supply chains, and measures being introduced at various levels of government to curtail the spread of the virus (such as travel restrictions, closures of non-essential municipal and private operations, imposition of quarantines and social distancing) could have a material impact on the Company's operations. The extent of the impact of this outbreak and related containment measures on the Company's operations cannot be reliably estimated at the date of this MD&A.

### *Early stage – Need for additional funds*

The Company has no history of profitable operations and its present business is at an early stage. As such, the Company is subject to many risks common to such enterprises, including undercapitalization, cash shortages and limitations with respect to personnel, financial and other resources and the lack of revenues. There is no assurance that the Company will be successful in achieving a return on shareholders' investments and the likelihood of success must be considered in light of its early stage of operations.

The Company has no source of operating cash flow and no assurance that additional funding will be available. The Company has not been successful in the past in obtaining financing through equity, therefore there can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favorable.

### *Price Volatility*

In recent years securities markets have experienced extremes in price and volume volatility. The market price of securities of many early-stage companies, among others, have experienced fluctuations in price which may not necessarily be related to the operating performance, underlying asset values or prospects of such companies. It may be anticipated that any market for the Company's securities will be subject to market trends generally and the value of the Company's securities may be affected by such volatility. In addition, as the Company's securities are not currently listed on a stock exchange, this may further impact the market for, and value of, the Company's securities.

### *Economic Conditions*

Unfavorable economic conditions may negatively impact the Company's financial viability as a result of increased financing costs and limited access to capital markets.

### *Dependence on Management*

The Company is very dependent upon the personal efforts and commitment of its existing management. To the extent that management's services would be unavailable for any reason, a disruption to the operations of the Company could result, and other persons would be required to manage and operate the Company.

### *Conflicts of interest*

The Company's directors and officers may serve as directors and officers or may be associated with other reporting companies or have significant shareholdings in other public companies. To the extent that such other companies may participate in business or asset acquisitions, dispositions or ventures in which the Company may participate, the directors and officers of the Company may have a conflict of interest in negotiating and concluding terms respecting the transaction. If a conflict of interest arises, the Company will follow the provisions of the BCBCA in dealing with conflicts of interest. These provisions state that where a director/officer has such a conflict, the director must arrange a meeting of the board to disclose

his interest and must refrain from voting on the matter unless otherwise permitted by the BCBCA. In accordance with the laws of the Province of British Columbia, the directors and officers of the Company are required to act honestly, in good faith and in the best interests of the Company.