

MOLYSTAR RESOURCES INC.

AMENDED MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE YEAR ENDED DECEMBER 31, 2017

In Canadian Dollars

As at November 28, 2018

Molystar Resources Ltd.

Management Discussion & Analysis

For the Fiscal Year Ended December 31, 2017

INTRODUCTION

This Management's Discussion and Analysis ("MD&A") of MOLYSTAR RESOURCES INC.'s ("Molystar", or the "Company") performance, financial condition, and future prospects has been prepared as of November 28, 2018. This MD&A should be read in conjunction with the Company's audited financial statements and the notes thereto for the years ended December 31, 2017 and 2016 which have been prepared using International Financial Reporting Standards ("IFRS").

DESCRIPTION AND OVERVIEW OF BUSINESS

The Company was incorporated as AMH Mining Corp. by a Certificate of Incorporation issued pursuant to the provisions of the *Business Corporations Act* (British Columbia) on November 17, 2005. On February 13, 2007, the Company changed its name to Molystar Resources Inc. The Company's principal business activities have historically been the exploration of mineral resource properties. All of the Company's properties were sold or abandoned during 2010. Cease trade orders ("CTOs") were issued against the Company as a result of its failure to file its financial statements for the year ended December 31, 2008 (BC Securities Commission - May 11, 2009; Ontario Securities Commission – May 25, 2009; and Alberta Securities Commission – August 11, 2009). As of the date of this MD&A, the CTOs remain outstanding.

The Company is presently focused on seeking a revocation of these CTOs, and should that effort be successful, the Company will be seeking new business opportunities.

Molystar has no business operations and as a consequence, the Company does not generate any operating income or positive cash flow. The Company will need to raise further capital for general and administrative purposes. However, with the CTOs in place, there has been no opportunity to raise any capital.

Selected Annual Information

		Years ended December 31,		
		2017 audited	2016 audited	2015 unaudited
		\$	\$	\$
Total revenues		-	-	-
Income (loss) for the year		(9,072)	(72)	5,487
Basic and diluted income (loss) per share		(0.00)	(0.00)	0.00
Total assets		7,909	7,981	8,053
Total long term liabilities		-	-	-
Cash dividends declared per share		0	0	0

The Company posted a \$9,072 loss for fiscal 2017 as compared to a loss of \$72 in fiscal 2016 and income of \$5,487 for 2015. The main component of the change in 2017 was fees paid to the Company's auditor of \$9,000 (2016-\$nil) for the audit of the December 31, 2017 financial statements. The income recorded in 2015 was for the return of legal trust funds paid as a retainer in 2013.

SUMMARY OF FINANCIAL RESULTS OF OPERATIONS – YEAR ENDED DECEMBER 31, 2017

Since September 2013, the Company has been inactive with no operations of any nature; and except for bank service charges no other expenditures were incurred until the audit of 2017. Presently the Company is subject to the CTO's which essentially preclude the Company from raising funds. The Company's immediate objective is to obtain revocation orders to the CTOs so as to then allow the Company to raise funds to then seek business opportunities.

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SUMMARY OF QUARTERLY RESULTS

The following is a summary of the Company's results for the eight most recently completed quarters:

	December 30	September 30	June 30	March 31
	2017	2017	2017	2017
	\$	\$	\$	\$
Financial Results				
Net income / (loss) for period	(9,018)	(18)	(18)	(18)
Per share	0	0	0	0
Statement of Financial Position				
Total assets	7,909	7,927	7,945	7,963
Shareholder's equity	(79,903)	(70,885)	(70,867)	(70,849)
	December 30	September 30	June 30	March 31
	2016	2016	2016	2016
	\$	\$	\$	\$
Financial Results				
Net income / (loss) for period	(18)	(18)	(18)	(18)
Per share	0	0	0	0
Statement of Financial Position				
Total assets	7,981	7,999	8,017	8,034
Shareholder's equity	(70,831)	(70,813)	(70,795)	(70,777)

As noted above, the Company was inactive during the past eight quarters, other than to initiate steps to remove the CTO's in the last quarter of 2017. The Company posted a \$9,018 loss for the three months ended December 31, 2017. The main component of this was professional fees of \$9,000 (2016-\$nil) for the audit. For the previous seven quarters the only expenditures were bank service charges. No other activities were initiated that would incur costs.

LIQUIDITY AND CAPITAL RESOURCES

Molystar has no operations that generate cash flows and the Company is restricted in its activities due to the CTO's.

Provided the Company is successful in having the CTOs rescinded, the Company will seek to raise financing through the sale of equity, in order to settle debts, provide working capital, and to locate business opportunities. This will be dependent on positive investor sentiment, which in turn will be influenced by a positive climate for investing in junior companies, as well as global economic outlook.

There is no assurance that the Company will be able to access equity funding at the times and in the amounts required to meet the Company's obligations and fund activities. The outlook for the world economy remains uncertain and vulnerable to various shocks that could adversely affect the Company's ability to raise additional funding going forward.

At December 31, 2017 the Company had a working capital deficit of \$79,903 (2016-deficit of \$70,831).

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The Company has no bank debt, however there are promissory notes totaling \$31,000 although those notes do not contain restrictions on the use of the Company's cash resources. The Company has not paid any dividends and management does not expect this will change in the foreseeable future.

OUTSTANDING SHARE DATA

Authorized Share capital: unlimited common shares without par value

SHARE DATA AT THE REPORT DATE

Issued and outstanding shares: 11,506,415

RELATED PARTY TRANSACTIONS

At December 31, 2017, the Company owed \$20,250 (2016 - \$20,250) to former directors and officers in respect of services provided to and payments made on behalf of the Company.

	2017	2016
	\$	\$
Amounts owed to a company controlled by R. Simpson, CEO & Director	5,250	5,250
Amounts owed to a company controlled by B. Peterson, Director	3,500	3,500
Amounts owed to a company controlled by L. Schmidt, CFO & Director	11,500	11,500
	20,250	20,250
Note: All of the above directors and officers resigned on October 25, 2018		

These amounts are unsecured, non-interest-bearing and have no specific terms of repayment.

These transactions occurred in the normal course of business and were measured at the exchange amount, which was the amount of consideration agreed upon between the related parties.

COMMITMENTS

The Company entered into loan agreements for funding of administrative costs in 2013. Kevin Hanson and Pete Myers (both arm's length parties to the Company) each loaned the Company \$10,000 evidenced by unsecured promissory notes, without interest or fixed term of repayment. In 2014, Kevin Hanson loaned a further \$7,000 for funding of administrative costs that was subject to 20% interest (to a maximum of \$4,000 of interest). These loans were unsecured, and are outstanding as at the Report Date.

RECENT EVENTS AND OUTLOOK

The Company is proceeding to become current with its financial reporting and intends to make application to the applicable Securities Commissions for revocation of the CTOs in December of 2018. With respect to forward-looking statements contained or incorporated by reference in this MD&A, the Company has made assumptions regarding obtaining such revocation orders and the Company's ability to obtain financing on acceptable terms.

FINANCIAL AND OTHER INSTRUMENTS

As at December 31, 2017, the Company's financial instruments consisted of cash and cash equivalents, accounts payable, accrued liabilities and due to related parties. The fair values of accounts payable, accrued liabilities and due to related parties approximate their carrying values because of the short-term

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nature of these instruments. It is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from the financial instruments.

RISKS AND UNCERTAINTIES

The Company was in the mineral exploration and development business and as such was exposed to a number of risks and uncertainties that are not uncommon to other companies in the same business. Going forward the Company is looking into a number of business opportunities which will have risks associated with them.

Some of the possible risks include the following:

- a) The Company is subject to the CTOs, and there is no assurance the same will be rescinded.
- b) The only source of future funds for future operations is the sale of equity capital. There is no assurance the Company will be able to raise any financing on terms acceptable to it, or at all.
- c) The Company is very reliant upon its existing management and if the services of such personnel were withdrawn for any reason, this could have a material adverse impact on the Company's operating activities.
- d) Any future equity financings by the Company for the purpose of raising additional capital may result in substantial dilution to the holdings of existing shareholders.

Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, then actual results may vary materially from those described in forward-looking statements.

CAUTION REGARDING FORWARD LOOKING STATEMENTS

Some of the statements contained in this MD&A are forward-looking statements, such as estimates and statements that describe the Company's future plans, objectives or goals, including words to the effect that the Company or management expects a stated condition or result to occur. These include statements concerning (i) obtain revocations of the CTO's, and thereafter (ii) raising equity financing and seeking new business opportunities.

Since forward-looking statements are based on assumptions and address future events and conditions, by their very nature they involve inherent risks and uncertainties. The assumptions used in making the forward looking statements include:

- (i) the Company has completed and filed financial statements for the fiscal years ended December 31, 2017 and 2016, and interim financials to September 30, 2018;
- (ii) the Company has made application to the BCSC, ASC and OSC for revocation orders to the CTO's;
- (iii) the Company has arranged sufficient financial resources to pay the costs of applying for and receiving the revocation orders, including the payment of any applicable late filing fees; and
- (iv) should the revocation orders be obtained, there will be sufficient appetite or demand for equities of the Company that it will be able to raise the necessary funds to move forward.

Although the Company believes that the assumptions underlying its forward-looking information or statements are reasonable, there is significant risk that the forward-looking information or statements may not be achieved, and the underlying assumptions thereto will not prove to be accurate. As such, actual results or events could differ materially from the plans, intentions and expectations expressed or implied in any forward-looking information or statements, including the underlying assumptions thereto, as a result of

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numerous risks, uncertainties and other factors including: changes in general economic conditions and conditions in the financial markets.

Due to such risks, readers should not place undue reliance on the Company's forward-looking statements. The Company does not undertake to update any forward-looking statement that may be made from time to time by the Company or on its behalf, except in accordance with applicable securities law.