MANAGEMENT DISCUSSION AND ANALYSIS FOR GLOBAL REMOTE TECHNOLOGIES LTD.

FOR THE THREE AND SIX MONTHS ENDED JULY 31, 2015

PREPARED AS OF SEPTEMBER 18, 2015

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BACKGROUND

This discussion and analysis of financial position and results of operations is prepared as at September 18, 2015 should be read in conjunction with the unaudited interim consolidated financial statements for the three months and six months ended July 31, 2015 of Global Remote Technologies Ltd. (the "Company"). The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). Except as otherwise disclosed, all dollar figures included therein and the following management discussion and analysis ("MD&A") are quoted in Canadian dollars. Additional information relevant to the Company's activities can be found on SEDAR at [*www.sedar.com*](http://www.sedar.com)*.*

CAUTIONARY STATEMENT ON FORWARD LOOKING INFORMATION

This Management's Discussion and Analysis may include forward-looking statements with respect to business plans, activities, prospects, opportunities and events anticipated or being pursued by the Company and the Company's future results. Although the Company believes the assumptions underlying such statements to be reasonable, any of the assumptions may prove to be incorrect. The anticipated results or events upon which current expectations are based may differ materially from actual results or events. Therefore, undue reliance should not be placed on such forward-looking information. A number of risks and uncertainties could cause our actual results to differ materially from those expressed or implied by the forward-looking statements, including: (1) a downturn in general economic conditions in North America and internationally, (2) the inherent uncertainties and speculative nature associated with mineral exploration and production, (3) a decreased demand for minerals, (4) the risk that the Company does not execute its business plan, (5) inability to retain key employees, (6) inability to finance operations and growth, and (7) other factors beyond the Company's control.

Forward looking statements speak only as of the date of this MD&A and actual results could differ materially from those anticipated in the forward-looking statements as a result of a number of factors. Investors should not place undue reliance on forward-looking statements as the plans, intentions or expectations upon which they are based may not occur. The forward-looking statements contained herein are expressly qualified by this cautionary statement.

OVERALL PERFORMANCE

The Company was incorporated pursuant to the BCA as "Global Remote Technologies Ltd." on January 16, 2015. Its head office is located at 355 Burrard Street Suite 1000, Vancouver, British Columbia V6C 2G8, and its registered and records office is located at Suite 1820 - 925 West Georgia Street, Vancouver, British Columbia V6C 3L2. The Company also has offices in Denver, Colorado and Spring, Texas. The Company has one wholly-owned subsidiary, GRT Technologies Inc. ("GRT"), which it acquired through a reverse merger pursuant to a plan of arrangement which closed on March 13, 2015

The Company provides products and services for use in the oil and gas industry. Its systems are designed to provide customers' key personnel with an early warning system to avoid equipment failures or costly compliance fines. The company collects vital information on the status of equipment, tanks, and pipelines for exploration, production, and transmission of oil, gas and water, compiles the information, and then export it off-site to a centralized operations center where it is processed and viewed by the Company using data analysis software developed by Prospector Technologies. The Monitoring Software is a web based data monitoring and alert system, which communicates essential data to customers' key personnel once collected and analyzed

On February 12, 2015, a special meeting of the shareholders of GRT was held and the shareholders approved the Arrangement Agreement. On February 16, 2015, a final order was granted by the Supreme Court of British Columbia granting final approval of the Arrangement.

On February 18, 2015, GRT issued 200,000 shares to a consultant for a debt settlement at a price of $0.10 per share.

On February 24, 2015, GRT completed a private placement for 1,381,150 units at a price of $0.10 per unit for gross proceeds of $138,115. Each unit consisted of one common share of GRT and one common share purchase warrant with an exercise price of $0.20 for a period of one year from the date of issuance.

On March 6, 2015, GRT completed a private placement for 374,830 units at a price of $0.10 per unit for gross proceeds of $37,483. Each unit consisted of one common share of GRT and one common share purchase warrant with an exercise price of $0.20 for a period of one year from the date of issuance.

On March 13, 2015, the Company, GRT, and Planco completed the Arrangement whereby GRT and the Company exchanged securities on 1:1 basis, such that 30,474,658 common shares of GRT were exchanged by their holders for 30,474,658 Shares of the Company; Planco and the Company exchanged Company exchanged securities such that Planco issued 1,000 of its common shares to the Company and received in exchange a net of 300,000 Distribution Shares distributed to the Planco shareholders on a pro rata basis.

The Company received approval to list its common shares for trading on the Canadian Securities Exchange (CSE) and its common shares commenced trading on May 14, 2015 under the trading symbol "RGT".

On June 2, 2015, the Company entered into a non-binding Memorandum of Understanding with North American Energy Holdings, LLC, an LLC operating out of the State of Nevada, to develop and support oilfield and energy services to Mexican refineries and to pursue joint ventures within the Mexican oil and gas industry.

As at July 31, 2015, the Company held assets totaling $1,189,402, consisting of $64,525 in cash, $181,322 in accounts receivable, $1 in short-term investments, $264,464 in property and equipment and $678,554 in intangible assets. During the six months ended July 31, 2015, the Company incurred a net loss of $715,966.

SUMMARY OF QUARTERLY RESULTS

The following is selected financial information as prepared in Canadian dollars under International Financial Reporting Standards derived from the Company's most recently completed fiscal quarters since inception:

	July 31, 2015 $	April 30, 2015 $	January 31, 2015 $	October 31, 2014 $
Total Assets	1,189,402	1,150,098	1,133,643	1,267,642
Working Capital (Deficiency)	24,114	(54,968)	(297,577)	(387,917)
Revenue	171,966	–	–	–
Net Loss	(390,317)	(325,649)	(326,432)	(100,241)
Loss per Share	(0.01)	(0.01)	(0.02)	(0.00)

Factors causing significant variations in quarterly results are as follows:

The net loss for the quarter ended October 31, 2014, was a result of expenses incurred in relation to the acquisition of licenses and other operating expenses. The Company incurred $22,932 for amortization of the licenses and $37,285 in consulting fees and professional fees of $12,786 for services provided in connection with obtaining the licenses.

During the three months ended January 31, 2015, the Company did not earn any revenues, and incurred operating expenses of $326,432, comprised mainly of $58,079 of professional fees and $46,720 of consulting fees relating to license agreements and the arrangement agreement for the listing of the Company, $72,014 of foreign exchange loss for the change in exchange rates, and $71,248 for the amortization of licenses.

During the three months ended April 30, 2015, the Company did not earn any revenues, and incurred operating expenses of $325,649, comprised mainly of $61,204 of professional fees, $30,500 of consulting fees, $45,000 of license fees for the change in exchange rates, $44,418 for the amortization of property and equipment, and $75,183 for the amortization of licenses.

During the three months ended July 31, 2015, the Company earned $171,966 of revenues, and incurred operating expenses of $542,854, comprised mainly of $118,261 of professional fees, $172,315 of subcontract services, $44,472 for the amortization of property and equipment, and $77,083 for the amortization of licenses.

LIQUIDITY

As the market for our product is relatively new, a need exists to expedite market penetration which we intend to accomplish by leveraging our existing relationships. Our marketing strategy for each business sector will vary slightly; however, our focus for 2015 is the energy opportunities. With our existing contacts in the oil patch, the company is using the exploration and production configuration of Prospector Guardian and Ditch Demon to introduce prospective clients to our products and services. Our combination of sensors and multiple configurations allow us to promote our services in many different ways. The Company is a development company with no no current operating income or cash flow. The Company realized its first revenues of $171,966 during the three months ended July 31, 2015.

As at July 31, 2015, the Company had total assets of $1,189,402, consisting of $64,525 in cash, $181,322 in accounts receivable, $1 in available-for-sale investments, $264,464 in property and equipment and $678,554 in intangible assets. As at July 31, 2015, the Company had total liabilities of $859,384, comprised of $146,524 of accounts payable and accrued liabilities and $712,860 due to related parties, of which $637,650 is payable on May 1, 2017.

As at July 31, 2015, the Company had working capital of $24,114as compared to a working capital deficit of $614,401 at January 31, 2015. During the period ended July 31, 2015, the Company was able to raise proceeds of $293,756 through unit subscriptions, $65,554 through the exercise of warrants and $80,000 by way of proceeds from the issuance of a note payable.

Readers are cautioned that a number of factors beyond the control of the Company could result in the Company not being able to sustain its current position. Such factors could include adverse economic conditions, political and regulatory concerns and key individual staffing problems amongst others.

CAPITAL RESOURCES

The Company remains dependent upon equity markets for financing. The Company has negative cash flow from operations and is dependent upon raising equity financing to sustain its operations.

The Company has not issued dividends to date and has no plans to pay dividends in the foreseeable future.

TRANSACTIONS WITH RELATED PARTIES

a) As at July 31, 2015, the Company owed $555,900 (US$425,000) to Prospector Technologies Inc. ("Prospector"), a company controlled by the President of the Company for the remaining consideration required under the agreement. The amounts owing are unsecured, non-interest bearing, and due on demand. On March 18, 2015, the Company and Prospector entered into a Postponement Agreement, pursuant to which Prospector agreed to defer repayment of the remaining consideration of $555,900 (US$425,000) to May 1, 2016.

b) On October 1, 2014, the Company entered into an employment agreement with the President of the Company for a base salary of US$150,000 per annum, with a 5% increase per annum over a period of five years. As at July 31, 2015, the Company owed $156,960 (US$120,000) and the amounts owing are unsecured, non-interest bearing, and due on demand. On March 18, 2015, the Company and the President of the Company entered into a Postponement Agreement, pursuant to which the President agreed to defer repayment of the remaining consideration of $81,750 (US$62,500) to May 1, 2016.

SHARE DATA

Capitalization as of July 31, 2015 and September 18, 2015:

The Company is authorized to issue an unlimited number of common shares.

As at July 31, 2015, there are 37,061,338 common shares issued and outstanding. As at September 18, 2015, there are 42,061,338 common shares issued and outstanding.

Share Purchase Warrants

As at July 31, 2015, there are 8,063,137 warrants outstanding. As at September 18, 2015, there are 8,063,137 warrants outstanding.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements that would require disclosure.

COMPLETED TRANSACTIONS

On December 8, 2014, the Company entered into an Arrangement Agreement (the "Arrangement") with Voltaire Services Corp. ("Voltaire") and Global Remote Technologies Ltd. ("Global Remote"). On February 9, 2015, the court granted the final order approving the arrangement and the terms of the Arrangement were fulfilled. On March 13, 2015, the Arrangement was completed whereby the Company acquired 100% of the issued and outstanding common shares of Global Remote for $10,000. The Company and Global Remote then exchanged securities on a 1-for-1 basis, Voltaire then issued 1,000 common shares to Global Remote, and Global Remote issued 300,000 common shares to the shareholders of Voltaire on a pro-rata basis provided that the controlling shareholder forwent the number of shares to which he would otherwise be entitled so as to effect a 1-for-1 distribution amongst the remaining shareholders of Voltaire. The original 10,000 common shares of Global Remote sold to the Company were cancelled, resulting in Global Remote becoming a reporting issuer in British Columbia and Alberta and the Company becoming its wholly-owned subsidiary. The completion of the Arrangement was subject to regulatory and shareholder approval.

CRITICAL ACCOUNTING ESTIMATES

The Company's critical accounting estimates include the valuation of intangible assets, and valuation of deferred income tax assets and valuation allowances. Estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

CHANGES IN ACCOUNTING POLICIES

The Company has not made any changes to its accounting policies. Management has considered that the following amendments, revisions and new IFRSs that are mandatory for annual periods beginning after January 1, 2016 or later periods might not have a material effect on our future disclosure, results and financial position:

- IFRS 9, *Financial Instruments*
- IFRS 15, *Revenue from Contracts with Customers*

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on our financial statements.

FINANCIAL AND OTHER INSTRUMENTS

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management activities include the preservation of its capital by minimizing risk related to its cash. The Company does not trade financial instruments for speculative purposes. The Company does not have a risk management committee nor written risk management policies. The Company is exposed in varying degrees to a variety of financial instrument and related risks. Those risks and management's approach to mitigating those risks are as follows:

(a) Fair Values

The Company is exposed to various financial instrument risks and assesses the impact and likelihood of this exposure. These risks include credit risk, liquidity risk, and foreign exchange rate risk. Where material, these risks are reviewed and monitored by the Board of Directors.

	Fair Value Measurements Using		
	Quoted prices in	Significant other	Significant

	active markets for identical instruments (Level 1) $	observable inputs (Level 2) $	unobservable inputs (Level 3) $	Balance, July 31, 2015 $
Cash	64,525	–	–	64,525

The fair values of other financial instruments, which include accounts payable and accrued liabilities, note payable, and amounts due to related parties, approximate their carrying values due to the relatively short-term maturity of these instruments.

(b) Credit Risk

Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash. The Company limits its exposure to credit loss by placing its cash with high credit quality financial institutions. The carrying amount of financial assets represents the maximum credit exposure.

(c) Foreign Exchange Rate Risk

Foreign exchange rate risk is the risk that future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company has exposure to currency risk from its maintenance of a US dollar bank account and liabilities denominated in US dollars. As at July 31, 2015, the Company had $105,605 (US$80,738) of accounts payable and accrued liabilities and $712,860 (US$545,000) of amounts due to related parties that were denominated in United States dollars. The impact of a 10% increase in the United States foreign exchange rate would result in an increase in US-denominated liabilities of $62,574. The Company does not use derivative instruments to hedge exposure to foreign exchange rate risk.

(e) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company currently settles its financial obligations out of cash. The ability to do this relies on the Company raising debt or equity financing in a timely manner and by maintaining sufficient cash in excess of anticipated needs.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

The Company has generated $171,966 of revenue from operations. During the period ended July 31, 2015, the Company incurred consulting fees of $33,182, salaries and wages of $92,884, amortization of intangible assets of $152,266, amortization of property and equipment of $88,690, professional fees of $179,465, foreign exchange loss of $35,733, license fees of $45,000, and subcontract services of $211,410.

DISCLOSURE OF INTERNAL CONTROLS

In connection with National Instrument ("NI") 52-109 (Certification of Disclosure in Issuer's Annual and Interim Filings) 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 the financial information contained in the unaudited interim financial statements and the audited annual financial statements and respective accompanying Management's Discussion and Analysis. The Venture Issuer 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.