Introduction

This management's discussion and analysis ("MD&A"), which is current to June 29, 2023, is management's assessment of the operations and the financial results of Tripsitter Clinic Ltd. (the "Company"). This MD&A should be read in conjunction with the Company's interim condensed consolidated financial statements and related notes for the three months ended April 30, 2023 and 2022, prepared in accordance with International Financial Reporting Standards ("IFRS"). All figures are in Canadian dollars unless stated otherwise.

This discussion contains forward-looking statements that are historical in nature and involves risks and uncertainties. Forward-looking statements are not a guarantee as to the Company's future results as there are inherent difficulties in predicting future results. This MD&A includes, but is not limited to, forward looking statements. Management considers the assumptions on which these forward-looking statements are based to be reasonable at the time the statements were prepared. Accordingly, actual results could differ materially from those expressed or implied in the forward-looking statements.

Caution Note Regarding Forward-Looking Statements

Certain statements contained in this MD&A and in certain documents incorporated by reference in this MD&A, contain "forward-looking information" for the purposes of applicable Canadian securities laws (the "forward-looking statements"). All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or statements that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements, including those risk factors identified below in the section "Risk Factors. The forward-looking statements in this MD&A speak only as of the date of this MD&A unless an alternative date is specified in such statement. Certain forward-looking statements contained in this MD&A relate to the Company's ability to continue its business activities and to execute on its business plan as currently anticipated. These forward look-statements as well as the other forward-looking statements contained herein, are based upon certain material assumptions, including the Company's expectation that its costs will remain consistent with the costs currently anticipated and that financing through equity raises, debt financing or a combination thereof will continue to be available to the Company and on terms anticipated and reasonably acceptable to the Company. The risk factors identified in the "Risk Factors" section below may cause such assumptions and/or the forward-looking statements to be untrue.

Inherent in forward-looking statements are risks, uncertainties, and other factors beyond the Company's ability to predict or control. Please see the "Risk Factors" section included in this MD&A. Readers are cautioned that actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A.

The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

Description of Business

Tripsitter Clinic Ltd. (the "Company"), formerly 1284684 B.C. LTD ("BCCO"), was incorporated under the Business Corporations Act (British Columbia) ("BCBCA") on January 19, 2021, its head and registered office is located at Suite 1500 – 1055 West Georgia Street, Vancouver, British Columbia, Canada V6E 4N7.

Since incorporation until the closing of the Amalgamation (defined below) the Company did not carry on any active business. The principal business of the Company was to identify and evaluate businesses and assets with a view to completing a going public transaction and having identified and evaluated such opportunities, to negotiate an acquisition or participation subject to acceptance by the Canadian Securities Exchange (the "CSE").

The Company completed a three cornered amalgamation pursuant to the provisions of the Ontario Business Corporations Act ("OBCA"), whereby 2821573 Ontario Inc. ("2821573"), a wholly-owned subsidiary of the Company, and Tripsitter Clinic Corp. ("Tripsitter") on November 4, 2021 (the "Closing"), with Tripsitter ("Amalco") surviving as a wholly-owned subsidiary of the Company (the "Amalgamation").

Prior to the Closing, the Company did not have any business operations or assets other than cash and other receivables and did not have written or oral agreements in principle for the acquisition of an asset or business other than the Amalgamation agreement.

Tripsitter was incorporated on October 14, 2020 pursuant to the OBCA. Tripsitter provides on-line medical services through its mobile-first webapp that acts as a virtual clinic, helping people seeking mental health treatment that includes legal psychedelic medicine connect with licensed medical practitioners, to help guide them safely through their healing process. Substantially all of the Tripsitter's efforts are devoted to building its webapp, attracting licensed medical practitioners to its platform, and creating awareness about the Company's services to potential patients. The majority of Tripsitter's mental health treatment services are currently operated out of its subsidiary, Tripsitter Corp. The Tripsitter's head office is located at 77 King Street West, Suite 700, Toronto, ON, Canada, M5K 1G8

Tripsitter has one wholly-owned subsidiary, Tripsitter Corp, a corporation formed under Chapter 78 of Nevada Revised Statutes on February 24, 2021 in the State of Nevada under the name "Tripsitter Corp.". Tripsitter Corp.'s head office and registered office are located at 321 W. Winnie Lane #104, Carson City, Nevada 89703, USA.

Operations

On July 14, 2021 Tripsitter initiated a soft launch of its Services in the State of California and is currently providing services in 23 states which is almost half of the United States. These states include Arizona, California, Colorado, Florida, Georgia, Illinois, Iowa, Kentucky, Maine, Michigan, Minnesota, Mississippi, Montana, Nebraska, New Hampshire, North Dakota, Oklahoma, Tennessee, Vermont, Washington, West Virginia, Wisconsin, and Wyoming.

Key Developments during the Period

On April 18, 2023, the Company issued promissory note to Cabazon Capital Ltd., a Company that is controlled by an individual who own greater than 10% of the Company's Shares in the amounts of $50,000. This note is repayable within 30 days of the lender providing the Company with written notice of demand with interest payable on the unpaid principal at the rate of 12 percent per annum.

Trends

Management regularly monitors economic conditions and estimates their impact on the Company's operations and incorporates these estimates in both short-term operating and longer-term strategic decisions. During the Period equity markets in Canada have been good overall in general and for online medical service providers. Apart from these and the risk factors noted under the heading "Risk Factors", management is not aware of any other trends, commitments, events, or uncertainties that would have a material effect on the Company's business, financial condition, or results of operations. See "Risk Factors" below.

Financial summary for the year ended January 31, 2022 and the period from October 13, 2020 (the date of incorporation) to January 31, 2021

Selected audited annual information for the year ended January 31, 2023, and for the year ended January 31, 2022, all reported under IFRS, are as follows:

		Year ended January 31, 2023		Year ended January 31, 2022
Revenue	$	488,301	$	87,221
Expenses		2,357,271		10,307,214
Net loss and comprehensive loss for the year		(1,856,359)		(10,247,736)
Basic and diluted loss per share		(0.06)		(0.41)
Total assets		99,269		1,457,306
Shareholders' (Deficit) Equity	$	(449,554)	$	1,259,712

Discussion of operations for the three months ended April 30, 2022 and 2021

The following table provides selected financial information that should be read in conjunction with the interim condensed consolidated financial statements of the Company for the three months ended April 30, 2023 and 2022.

Three months ended	Note		April 30, 2023		April 30, 2022
REVENUE					
Revenue	11	**$**	**21,498**	$	166,360
EXPENSES					
Consultants	10	**$**	**7,965**	$	328,322
Marketing & advertising			**4,067**		208,088
Heath care providers			**9,916**		89,160
Software development			**2,350**		176,121
Professional fees			**2,475**		32,186
Salaries & wages			**188**		41,484
Office & general			**10,426**		25,756
Share based compensation	9		**10,000**		22,427
Shareholder communications			**527**		67,750
Travel			**-**		3,177
Foreign exchange loss			**-**		1,007
Total expenses			**47,914**		**995,478**
Net loss			**(26,416)**		**(829,118)**
Foreign currency translation adjustment			**32,344**		(9,866)
Net loss and comprehensive Loss		**$**	**(58,760)**	**$**	**(819,252)**
Net loss per share - basic and diluted	**7**	**$**	**(0.00)**	$	(0.03)
Weighted average shares outstanding	**7**		**33,290,868**		30,290,868

Comparison of the three-month period ended April 30, 2023 to the three month period ended April 30, 2022.

During the three-month period ended April 30, 2023 (the "Quarter"), the Company incurred a loss of $26,416 compared to a loss of $829,118 for the three month period ended April 30, 2022 (the "Prior Period"), a reduction of $802,702. The major variances are summarized as follows:

- Revenue of $21,498 in the Quarter (2022 - $166,360) reduction due to higher marketing costs to acquire new patients. The Company is actively looking for alternative cost effective ways to acquire patients to boost revenue.

- Consultants expense of $ $7,965 in the Quarter (2022 - $328,322), a reduction of $ 320,357 because in the Quarter ended April 31, 2022, the Company had on-boarded additional temporary consultants to stabilize the business.
- Marketing & advertising expenses of $4,067 in the Quarter (2022 - $208,088), a reduction of $204,021 as the Company has slowed down its spending on traditional marketing campaigns which were not cost-effective. The Company is actively purposing cost-effective way to marketing its services to target the right patients.
- Software development expense of $ 2,350 in the Quarter (2022 - $176,121) a reduction of $173,771. In the period ended April 30, 2022, the Company was investing in the development of its new website and mobile app platforms.
- Healthcare providers expense of $89,160 in the Quarter (2021 - $nil) due to the launch of the Company's online mental health services subsequent to the quarter ended April 30, 2021
- Share based compensation of $10,000 in the quarter (2022 – 22,427) reduction of $12,427. The high expense in the quarter ended April 30, 2022 was due to the recognition of the value of the options that vested during the respective periods. One-third of the options granted in the quarter ended April 30, 2021 vested on the grant date (February 28, 2021), the remaining options vest on the first and second anniversary of the grant date.

Cash Flow

As at April 30, 2023, the Company had cash of $15,936 compared to $54,848 at the beginning of the Quarter. The decrease in cash was due to increased operating expenses as the Company invests in growing its business.

Liquidity & Capital Resources

Since its inception, the Company has financed its operations primarily through the issuance of securities. To date, the Company has raised $895,546 through non-brokered private placement of common shares and $2,296,522 pursuant to the Amalgamation. The Company's primary capital needs are for marketing, staffing, professional fees, and other operating costs.

The Company has incurred operating losses and cash outflows since incorporation and will require ongoing financing to continue operating activities until sales have scaled to the point that operations are cash flow positive. As the Company has not yet achieved profitability, there are uncertainties regarding its ability to continue as a going concern as it has not generated significant revenues or achieved commercial acceptance of services. There is no assurance that additional capital or other types of financing will be available if needed or that these financings will be on terms at least as favourable to the Company as those previously obtained or at all.

The Company's total assets as at April 30, 2023 were $57,160 against total liabilities of $555,474. As at April 30, 2023 the Company has sufficient cash to pay its existing liabilities when they come due.

The table below sets out the Company's cash, restricted cash and working capital as at April 30, 2023 and January 31, 2022:

	April 30, 2023	**January 31, 2023**
Cash	15,935.86	54,848.00
Restricted Cash	0.00	0.00
Current assets	41,223.76	99,269.00
Current liabilities	555,473.98	548,823.00
Working capital	**(514,250)**	**(449,554)**

The Company had $nil of restricted cash as at April 30, 2023 and January 31, 2023. The Company's cash consists of amounts held in trust and at Schedule I banks in Canada and a Tier I bank in the United States.

As at April 30, 2023, the Company had a working capital deficit of $514,250 compared to a working capital Deficit of $449,554 as at January 31, 2023. Working capital includes current assets less current liabilities on the Company's consolidated statements of financial position. During the period ended April 30, 2023, the decline in working capital was due to the cash used in operating activities of $56,568.

The table below sets forth the cash flows for the period ended April 31, 2023 and April 30, 2022:

	Note	April 30, 2023	April 30, 2022
OPERATING ACTIVITIES			
Net loss		$ **(26,416)**	$ (829,118)
Adjustments to non-cash items:			
Share based compensation	9	**10,000**	22,427
Changes in non-cash working capital:			
Other receivables		-	(70,304)
Prepaid expenses		**3,197**	83,348
Accounts payable and accrued liabilities		**(43,349)**	108,694
Deferred revenue		-	8,809
		(56,568)	**(676,144)**
FINANCING ACTIVITIES			
Issuance of promissory notes payable	10	**50,000**	-
		50,000	-
EFFECT OF FOREIGN CURRENCY TRANSLATION		**(32,344)**	**9,866**
NET CASH FLOWS		**(38,912)**	(666,278)
CASH AT BEGINNING OF YEAR		**54,848**	1,298,067
CASH AT END OF PERIOD		$ **15,936**	$ 631,789

The Company has no commitments for capital expenditures as at the date hereof and has no liquidity risks associated with financial instruments. The Company is not in default or in arrears on any financial instruments and there is no significant risk of default or arrears on any financial instruments.

The Company may be adversely impacted by uncertain market conditions and adverse results from operations. The Company may face challenges due to such factors as the entry of new competitors or significant changes in healthcare regulations. Should expected revenue growth not materialize, the Company may be required to seek additional financing through the sale of equity securities and/or through debt.

See "Risk Factors" below and "Caution Note Regarding Forward-Looking Statements" above.

Disclosure of Outstanding Share Data

As at April 30, 2023 the Company had 33,290,868 common shares issued and outstanding (unlimited authorized), 2,634,667 options granted to acquire Shares, and 3,064,435 warrants or other dilutive instruments outstanding.

Off-Balance Sheet Arrangements

The Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on the results of operations or financial condition of Tripsitter.

Proposed Transactions

There were no proposed transactions as of the date of this MD&A.

Transactions with Related Parties

For details with respect to the Company's transactions with related parties please refer to note 10 of the interim condensed consolidated financial statements for the three months ended April 30, 2023 and 2022.

Risk Factors

An investment in the securities of the Company is highly speculative and involves numerous and significant risks. In addition to the risks identified therein, additional risks not presently known to the Company may arise from to time and may cause a material adverse effect on the Company and any investment in the Company. Investors are cautioned not to rely upon any forward-looking statements in this MD&A as such statements are subject to known and unknown risks.

Demand

The ultimate profitability of any service depends upon its audience appeal in relation to the cost of providing the service. The audience appeal of a given product depends, among other things, on unpredictable critical reviews and changing public tastes and such appeal cannot be anticipated with certainty. If certain segments of the potential customer base do not like, are not willing to pay for, or otherwise disapprove of its Services, Tripsitter's business may fail.

The market for Tripsitter's Services is limited in scope and there is no assurance that its business will generate market acceptance and result in sales. Tripsitter has developed its Services with limited market research and there is no assurance that Tripsitter will be able to respond to the rapidly evolving markets in the online medical services industry. The inability to sell its Services would result in a material adverse effect on Tripsitter.

Sales Risk

Tripsitter's business success is completely dependent on its ability to develop products and secure direct and indirect distribution channels. Revenues derived therefrom represent vital funds for its continued operations. The loss or damage of any of its business relationships and or associated revenues would have a material adverse effect on Tripsitter.

U.S. Related Risk Factors

Tripsitter is involved in the online mental health sector that includes the provision of on-line medical services through its mobile-first webapp that acts as a virtual clinic, helping people seeking mental health treatment that includes legal psychedelic medicine connect with licensed medical practitioners. Management believes that, at present, there are no laws, federal or state, preventing the provision of its Services. However, federal and/or state laws could change at any time and such change(s) could render Tripsitter's Services unsaleable in the U.S. Tripsitter expects the majority of its near-term sales revenue to be derived from the U.S. market.

Limited Operating History and Uncertainty of Future Revenues

Tripsitter has a limited operating history and, accordingly, potential investors will have a limited basis on which to evaluate its ability to achieve its business objectives. The future success of Tripsitter is dependent on management's ability to implement its strategy. Whilst management is optimistic about Tripsitter's prospects, there is no certainty that anticipated outcomes and sustainable revenue streams will be achieved and there is no certainty that Tripsitter will successfully market its Services. Tripsitter faces risks frequently encountered by early-stage companies. In particular, its future growth and prospects will depend on its ability to expand its operation and gain additional revenue streams while at the same time maintaining effective cost controls. Any failure to expand is likely to have a material adverse effect on Tripsitter's business, financial condition, and results.

Competition

Tripsitter will be competing with the with other service providers and other services and competition in the mental health sector. Tripsitter may not be able to compete successfully against its existing and future competitors and competition could have a material adverse effect on its business, results of operations and financial condition. Potential competitors may develop superior services that achieve greater market acceptance than that of Tripsitter. Accordingly, failure of Tripsitter's marketing efforts may have a material adverse effect on Tripsitter.

Dependence on Key Executives

The performance of Tripsitter will depend heavily on its ability to retain the services of management and to recruit, motivate and retain further suitably skilled personnel. The loss of the services of key individuals may have an adverse effect on the business, operations, customer relationships and results of Tripsitter.

History of Net Losses

Tripsitter is a newly incorporated company and has incurred losses since incorporation. Tripsitter may not be able to achieve or maintain profitability and may continue to incur significant losses in the future. In addition, Tripsitter expects to continue to increase operating expenses as it implements initiatives to continue to grow its business. If Tripsitter's revenues do not increase to offset these expected increases in costs and operating expenses, Tripsitter will not be profitable.

Further Funding Requirements

In order to execute the anticipated growth strategy, Tripsitter may require some additional equity and/or debt financing to support ongoing operations, to undertake capital expenditures or to undertake acquisitions or other business combination transactions. There can be no assurance that additional financing will be available to Tripsitter when needed or on terms which are acceptable. Tripsitter's inability to raise financing to support ongoing operations or to fund capital expenditures or acquisitions could limit Tripsitter's growth and may have a material adverse effect upon future profitability. Tripsitter may require additional financing to fund its operations to the point where it is generating positive cash flows.

If additional funds are raised through further issuances of equity or convertible debt securities, existing shareholders could suffer significant dilution, and any new equity securities issued could have rights, preferences, and privileges superior to those of holders of Tripsitter Shares. Any debt financing secured in the future could involve restrictive covenants relating to capital raising activities and other financial and operational matters, which may make it more difficult for Tripsitter to obtain additional capital and to pursue business opportunities, including potential acquisitions.

Liability Insurance
Tripsitter faces the risk of claims, regulatory action, and litigation if its Services are alleged to have caused loss or injury. A claim or regulatory action against Tripsitter could result in increased costs, could adversely affect Tripsitter's reputation with its clients and consumers generally, and could have a material adverse effect on the results of operations and financial condition of Tripsitter. There can be no assurances that Tripsitter will be able to obtain or maintain liability insurance on acceptable terms or with adequate coverage against potential liabilities. Such insurance is expensive and may not be available in the future on acceptable terms, or at all. The inability to obtain sufficient insurance coverage on reasonable terms or to otherwise protect against potential liability claims could result in a material adverse effect to Tripsitter.

Other Insurance and Uninsured Risks
Although Tripsitter intends to maintain insurance to protect against certain risks in such amounts as it considers to be reasonable, its insurance may not cover all the potential risks associated with its operations. Tripsitter may also be unable to maintain insurance to cover these risks at economically feasible premiums. Insurance coverage may not continue to be available or may not be adequate to cover any resulting liability. Moreover, insurance against risks such as environmental pollution or other hazards encountered in the operations of Tripsitter is not generally available on acceptable terms. Tripsitter might also become subject to liability for pollution or other hazards which may not be insured against or which Tripsitter may elect not to insure against because of premium costs or other reasons. Losses from these events may cause Tripsitter to incur significant costs that could have a material adverse effect upon its financial performance and results of operations.

Management of Growth
Tripsitter may be subject to growth-related risks including capacity constraints and pressure on its internal systems and controls. The ability of Tripsitter to manage growth effectively will require it to continue to implement and improve its operational and financial systems and to expand, train and manage its employee base. The inability of Tripsitter to deal with this growth may have a material adverse effect on Tripsitter's business, financial condition, results of operations and prospects.

Conflicts of Interest
Certain of the directors and officers of Tripsitter are also directors and officers of other companies or are engaged and will continue to be engaged in activities that may put them in conflict with the business strategy of Tripsitter. Consequently, there exists the possibility for such directors and officers to be in a position of conflict. All decisions to be made by such directors and officers involving Tripsitter are required to be made in accordance with their duties and obligations to act honestly and in good faith with a view to the best interests of Tripsitter. In addition, such directors and officers are required to declare their interests in, and such directors are required to refrain from voting on, any matter in which they may have a material conflict of interest.

Unfavourable Publicity or Consumer Perception
Tripsitter believes the online mental health services industry, that includes the prescription legal psychedelic medicine by licensed medical practitioners (the "Industry"), is highly dependent upon consumer perception regarding the safety, efficacy and quality of legal psychedelic medicine prescribed to such consumers. Consumer perception of Tripsitter's Services can be significantly influenced by scientific research or findings, regulatory investigations, litigation, media attention and other publicity regarding the Services. There can be no assurance that future scientific research, findings, regulatory proceedings, litigation, media attention or other research findings or publicity will be favourable to the industry or any particular service, or consistent with earlier publicity. Future research reports, findings, regulatory proceedings, litigation, media attention or other publicity that are perceived as less favourable than, or that question, earlier research reports, findings or publicity could have a material adverse effect on the demand for Tripsitter's Services and the business, results of operations,

financial condition, and cash flows of Tripsitter. Tripsitter's dependence upon consumer perceptions means that adverse scientific research reports, findings, regulatory proceedings, litigation, media attention or other publicity, whether or not accurate or with merit, could have a material adverse effect on Tripsitter, the demand for Tripsitter's Services, and the business, results of operations, financial condition, and cash flows of Tripsitter. Further, adverse publicity reports or other media attention regarding the safety, efficacy, and quality of legal psychedelic medicine prescribed to treat mental health issues in general, or Tripsitter's Services specifically, or associating the use of legally prescribed psychedelic medicine to treat mental health issues with illness or other negative effects or events, could have a material adverse effect on the Company. Such adverse publicity reports or other media attention could arise even if the adverse effects associated with such services resulted from consumers' failure to utilize such products or services appropriately or as directed.

Difficulty to Forecast
Tripsitter must rely largely on its own market research to forecast sales as detailed forecasts are not generally obtainable from other sources at this early stage of the industry. A failure in the demand for its Services to materialize as a result of competition, technological change or other factors could have a material adverse effect on the business, results of operations and financial condition of Tripsitter.

Need to Attract and Retain Qualified Personnel
Tripsitter's success depends to a significant extent on its ability to identify, attract, hire, train and retain qualified personnel including licensed medical practitioners and tripsitters. Competition for such personnel may be intense and there can be no assurance that Tripsitter will be successful in identifying, attracting, hiring, and retaining such personnel in the future. If Tripsitter is unable to identify, attract, hire, and retain qualified personnel in the future, such inability could have a material adverse effect on its business, operating results, and financial condition.

Litigation
Tripsitter may become party to litigation from time to time in the ordinary course of business which could adversely affect its business. Should any litigation in which Tripsitter becomes involved be determined against Tripsitter such a decision could adversely affect Tripsitter's ability to continue operating and could use significant resources. Even if Tripsitter is involved in litigation and wins, litigation can redirect significant resources that could have a material adverse impact on day-to-day operations of the business.

Currency Risk
Currency fluctuations may affect the cash flow which Tripsitter may realize from its operations, since the majority of its early sales are expected to occur in foreign currencies whereas Tripsitter's costs are in both United States and Canadian dollars.

Dividends
Tripsitter has no profit or dividend record and does not anticipate paying any dividends on Tripsitter Shares in the foreseeable future. Dividends paid by Tripsitter would be subject to tax and, potentially, withholdings.

Limited Market for Securities
As at the date hereof Tripsitter is not listed on a recognized exchange and there is no market for the Company's securities. If Tripsitter is listed on a recognized exchange in the future, there can be no assurance that an active and liquid market for Tripsitter Shares will develop or be maintained, and an investor may find it difficult to resell any securities of Tripsitter.

Subsequent event

Lawsuit of $38,280 After Termination of a Contractor's Contract

After the period ended April 30, 2023, the company became subject to a lawsuit filed by a contractor, claiming damages of $38,280. The claim is for the alleged services provided by the contractor after the contract with the contractor was terminated. The company firmly believes that the lawsuit is frivolous and without merit, and therefore, no provision has been recorded in the financial statements. Management, after consultation with legal counsel, is confident in the company's position and expects the lawsuit to be dismissed. The company will continue to monitor the progress of the legal proceedings and will update the financial statements and related disclosures as necessary in future reporting periods.