TRAKOPOLIS IOT CORP.
(formerly Lateral Gold Corp.)

Management's Discussion and Analysis

For the Three Months Ended September 30, 2016

The following management's discussion and analysis of financial results ("MD&A"), provides analysis of the Company's financial results for the three months ended September 30, 2016 for Trakopolis IoT Corp. (formerly Lateral Gold Corp.) ("Trakopolis" or "the Company") and should be read in conjunction with the accompanying unaudited condensed consolidated interim financial statements and notes thereto for the three months ended September 30, 2016 and with the Company's audited consolidated financial statements and notes thereto for the year ended June 30, 2016, all of which are available on SEDAR at www.sedar.com This MD&A is current as at November 23, 2016, being the date of preparation.

Management is responsible for the preparation and integrity of the Company's financial statements, including the maintenance of appropriate information systems, procedures and internal controls. Management is also responsible for ensuring that information disclosed externally, including that within the Company's consolidated financial statements and MD&A, are complete and reliable.

The accompanying unaudited condensed consolidated interim financial statements for the three months ended September 30, 2016 have been prepared in accordance with International Accounting Standard 34 "Interim Financial Reporting" ("IAS 34") using accounting policies consistent with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and Interpretations of the IFRS Interpretations Committee. All amounts are expressed in Canadian dollars, unless otherwise stated.

Additional information about Trakopolis is available on SEDAR at www.sedar.com.

Description of Business

The Company is a public company engaged in the acquisition of new business ventures. The Company trades on the TSX Venture Exchange (the "TSX-V") under the symbol TRAK and is a tier one technology Company. On April 29, 2015, the Company dissolved its U.S. subsidiary, Lateral Gold Inc. During June 2016, the Company incorporated a wholly-owned Canadian subsidiary, 1973460 Alberta Ltd.

Subsequent to September 30, 2016, the Company's domicile was officially changed from British Columbia to Alberta, Canada. This Continuation was approved by the Company's shareholders.

The Company's head office and principal address is located at 421 – 7th Avenue SW, Suite 1700, Calgary, Alberta, T2P 4K9. The Company's registered and records office is located at 900 – 885 W. Georgia Street, Vancouver, BC, V6C 3H1.

The Company's shares were halted from trading at the Company's request, effective May 2, 2016, in conjunction with the Significant Transaction discussed below.

Significant Transaction

The Company entered into an amalgamation agreement dated June 13, 2016 with its wholly-owned subsidiary, 1973460 Alberta Ltd. ("AcquisitionCo") and CANHaul International Corp. ("CANHaul"), pursuant to which AcquisitionCo and CANHaul have agreed to amalgamate and the Company has agreed to acquire all of the issued and outstanding securities of CANHaul in exchange for the issuance of common shares of the Company. The transaction will result in a reverse takeover ("RTO") of the Company. In connection with the execution of the amalgamation agreement, each of the directors, officers and 10% shareholders of each of the Company and of CANHaul entered into a voting support agreement, pursuant to which each agreed to vote in favor of the RTO and related transactions, including the continuance of the Company from the Province of British Columbia to the Province of Alberta and the consolidation of the Company's outstanding common shares on a four-old for one-new basis.

CANHaul is a private company existing under the laws of Alberta, and operates in the location-based connectivity and visibility space.

Completion of the RTO was subject to a number of conditions, including acceptance by the TSX Venture Exchange ("TSX-V"), approval by the shareholders of the Company and CANHaul of the resolutions to be voted on at their respective shareholder meetings, and completion of a $5,000,000 financing (or such other amount as may be agreed to among the Company, CANHaul and the agents for the financing).

Subsequent to September 30, 2016, the Company completed a public offering pursuant to which it has sold an aggregate of 5,750,000 subscription receipts at a price of $1.00 per subscription receipt for gross proceeds of $5,750,000. The subscription receipts issued in connection with the offering included 750,000 subscription receipts issued pursuant to the full exercise of the agents' overallotment option.

In connection with the offering, the Company agreed to: (i) pay the agents a cash commission equal to 7% of the gross proceeds of the offering; (ii) issue to the agents an aggregate of 402,500 share purchase warrants, being equal to 7% of the number of subscription receipts sold under the offering, with each agent warrant entitling the holder to acquire one common share in the capital of the Company; (iii) pay the agents a corporate finance fee in the amount of $100,000 (which has been paid in full by CANHaul); (iv) reimburse the agents for their reasonable expenses in connection with the offering; and (v) as the overallotment option was exercised in full, pay an agent an additional corporate finance fee comprising a cash payment of $50,000 and the issuance of 75,000 common shares.

Certain common shares of the Company issued in connection with the RTO will be subject to the escrow requirements of the TSX-V, mutually agreed-upon performance escrow conditions and hold periods as required by applicable securities laws.

As at September 30, 2016, the Company incurred expenditures totaling $144,932 in conjunction with the RTO transaction.

Subsequent to September 30, 2016, the Company closed the RTO with CANHaul. Pursuant to the RTO, the Company consolidated its outstanding common shares on a four-old for one-new basis, continued into Alberta pursuant to the Business Corporations Act (Alberta), changed its name to Trakopolis IoT Corp., and CANHaul has become a wholly-owned subsidiary of the Company. The common shares of Trakopolis commenced trading on the TSX-V as a Tier 1 technology issuer under the symbol TRAK on November 1, 2016.

In conjunction with this RTO transaction, the Company issued:

1) 14,285,183 common shares at a deemed price of $0.54 per share as consideration for the amalgamation;

2) 949.993 bonus common shares to certain shareholders of CANHaul;

3) 611,749 common shares as finders' and success fees; and

4) 2,229,970 escrow shares which will be subject to TSX-V Tier 1 value escrow.

The Company, through its wholly-owned subsidiary, CAN Telematics Inc., has entered into a credit agreement among CAN Telematics, BEST Active 365 Fund LP, Tier One Capital LP, BEST Total Return Fund Inc. and BEST Special Purpose Fund 1 LP, dated Sept. 9, 2016, whereby the lenders agreed to make available to CAN Telematics credit facilities in the aggregate principal amount of up to $2,800,000. The BEST funds facilities are available in a maximum of two advances, of which an initial draw of an aggregate principal amount of $2,300,000 has been made available upon closing of the RTO, with an additional advance of up to $500,000 being made available subject to the terms and conditions set out in the credit agreement. The BEST funds facilities, regardless of their advance date, have a maturity of May 26, 2019. Interest accrues on the outstanding principal amount of the BEST funds facilities at the rate of 11% per annum.

Pursuant to the Company's obligations under the credit agreement, the BEST funds facilities have been used, among other things, to pay out in full the amended and restated credit facility agreement dated October 6, 2015, among CAN Telematics, Espresso Capital Tax Credit Fund III LP and Investment Fund IV LP.

Management Changes

Trakopolis welcomes a new board of directors and management team. The Company will be led by Brent Moore, who has been appointed president and chief executive officer. In addition, Mr. Moore, Paul Cataford, Cameron Olson, Frank Turner, Gilbert Sonnenberg, Tracy Graf, Chris Burchell and Anthony Dutton have been appointed as new directors of Trakopolis. Richard Clarke has been appointed chief financial officer and corporate secretary for the Company, and Laine Hotte and Edward (Ted) Duffield have been appointed as chief technology officer and chief revenue officer, respectively. Alexander Helmel, Patrick Abraham and John Veltheer have resigned as directors of the Company. Additionally, John Veltheer, Mark Gelmon and Marion McGrath have resigned as officers of the Company.

Acquisition

On November 14, 2016, the Company announced that it has acquired all rights to the Electronic Logbook (ELOG) software assets from privately held Verigo Inc. ("Verigo") based in Alberta.

The purchase price of the Verigo software assets is $1,500,000 and will be paid through a per-user royalty not to exceed 10 years. Existing Verigo subscribers will be transferred over to the Company; however, royalties from such subscribers will not be applied to the purchase price.

Results of Operations

During the three months ended September 30, 2016 (the "current period"), the Company incurred a loss of $207,927 compared to a loss of $27,567 incurred during the three months ended September 30, 2015 (the "comparative period"). The significant variances between the current period and the comparative period are as follows:

RTO transaction costs totaling $144,932 (2015 - $Nil) were incurred during the current period in conjunction with the RTO transaction that closed subsequent to September 30, 2016 (see Significant Transaction section above).

Consulting fees increased to $22,500 during the current period from $Nil incurred during the comparative period and relate to corporate development services.

Transfer agent and filing fees of $15,444 were incurred during the current period compared to $2,818 incurred during the comparative period. This change was primarily a result of the Company incurring PIF submission fees as well as costs associated with the Company's Annual General and Special meeting held on October 11, 2016.

Summary of Quarterly Results

	Q1-17	Q4-16	Q3-16	Q2-16	Q1-16	Q4-15	Q3-15	Q2-15
Loss for the period ($)	207,927	66,240	33,997	20,333	24,749	65,927	102,407	47,976
Loss per share ($)	(0.08)	(0.03)	(0.01)	(0.01)	(0.01)	(0.02)	(0.11)	(0.16)

Fiscal 2017

The loss for the first quarter of fiscal 2017 increased to $207,927 from a loss of $66,240 incurred during the prior quarter. The Company continued its efforts towards completing the proposed amalgamation (see Significant Transaction above).

Fiscal 2016

The loss for the fourth quarter of fiscal 2016 increased to $66,240 from a loss of $33,997 incurred during the third quarter of fiscal 2016. The change was primarily a result of the increase in professional fees during the fourth quarter of fiscal 2016 relating to the year-end audit fee accrual of $7,500 as well as increased legal fees relating to the proposed amalgamation (see Significant Transaction section above).

The loss for the third quarter of fiscal 2016 increased to $33,997 from a loss of $27,567. The change was primarily a result of the increase in professional fees during the third quarter of fiscal 2016 relating to the filing of the final tax returns of the Company's U.S. subsidiary.

The loss for the second quarter of fiscal 2016 decreased to $20,333 from a loss of $24,748 incurred during the previous quarter.

The loss for the first quarter of fiscal 2016 decreased to $24,748 from a loss of $65,927 incurred during the previous quarter. The change was primarily related to the fact that no consulting fees were paid or accrued during this quarter while consulting fees totalling $34,206 were incurred during the previous quarter.

Fiscal 2015

The loss for the fourth quarter of fiscal 2015 decreased to $65,927 from a loss of $102,407 incurred during the previous quarter. The change was primarily related to $75,000 of consulting fees paid during the prior quarter, offset by $34,206 of consulting fees and the year-end audit accrual of $7,000 being recorded during the current quarter. On April 29, 2015, the Company dissolved its U.S. subsidiary, Lateral Gold Inc.

The loss for the third quarter of fiscal 2015 increased to $102,407 from a loss of $47,796 incurred during the previous quarter. The change was primarily related to $75,000 of consulting fees paid during the third quarter.

The loss for the second quarter of fiscal 2015 increased to $47,796 from a loss of $23,533 incurred during the previous quarter. The change was primarily related to directors fees incurred during the quarter, and one-time fee payment provided to the Company's CFO and Corporate Secretary.

Liquidity and Solvency

As at September 30, 2016, the Company had a working capital position of $121,304 and cash and cash equivalents on hand of $155,873. This compares to a working capital position of $329,231 and cash and cash equivalents on hand of $354,302 as at June 30, 2016.

Cash and cash equivalents decreased by $198,429 during the three months ended September 30, 2016 compared to an increase in cash and cash equivalents of $31,515 during the three months ended September 30, 2015. The decrease in cash during the three months ended September 30, 2016 was due to the $198,429 used in operating activities.

Subsequent to September 30, 2016, the Company completed a public offering pursuant to which it sold an aggregate of 5,750,000 subscription receipts at a price of $1.00 per subscription receipt for gross proceeds of $5,750,000. The subscription receipts issued in connection with the offering included 750,000 subscription receipts issued pursuant to the full exercise of the agents' overallotment option.

Related Party Transactions

During the three months ended September 30, 2016, the Company paid or accrued $9,000 (2015 - $9,000) for professional fees to a company controlled by Marion McGrath, an officer of the Company.

As at September 30, 2016 and June 30, 2016, there were no amounts owing to related parties.

Financial Instruments

Fair value

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

The Company's financial instruments include cash and cash equivalents and trade payables. The carrying value of these financial instruments approximates their fair value. Cash and cash equivalents is measured based on Level 1 input of the fair value hierarchy.

The following is an analysis of the Company's financial assets measured at fair value as at September 30, 2016 and June 30, 2016:

	As at September 30, 2016		
	Level 1	**Level 2**	**Level 3**
Cash and cash equivalents	$ 155,873	$ -	$ -

	As at June 30, 2016		
	Level 1	**Level 2**	**Level 3**
Cash and cash equivalents	$ 354,302	$ -	$ -

Risk factors

The Company is exposed to varying degrees to a variety of financial instrument related risks:

Credit risk

Credit risk is the risk of a financial loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligation. The Company's exposure to credit risk includes cash and cash equivalents and receivables. The Company reduces its credit risk by maintaining its bank accounts at large international financial institutions. The Company's receivables consist primarily of tax receivables due from federal government agencies and interest earned on guaranteed investment certificates. The maximum exposure to credit risk is equal to the fair value or carrying value of the financial assets.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they become due. The Company's ability to continue as a going concern is dependent on management's ability to raise required funding through future equity issuances. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments. As at September 30, 2016, the Company had cash and cash equivalents of $155,873 to settle current liabilities of $49,986.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. Such fluctuations may be significant.

(a) Interest rate risk

The Company has cash balances. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks.

(b) Foreign currency risk

The Company is not currently exposed to significant foreign currency risk on fluctuations in exchange rates as most transactions are denominated in Canadian dollars.

(c) Price risk

The Company is exposed to price risk with respect to equity price. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Another price risk is the risk that changes in prices, including commodity prices or equity prices, will have an effect on future cash flows associated with financial instruments. The cash flows associated with financial instruments of the Company are not exposed to other price risk. The Company does not hedge its currency risk.

Capital management

The capital structure of the Company consists of equity attributable to common shareholders, comprising of issued capital, reserves and deficit.

The Company's objectives when managing capital are to: (i) preserve capital, (ii) obtain the best available net return, and (iii) maintain liquidity.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash and investments.

The Company is not subject to externally imposed capital restrictions.

New and Future Accounting Standards

The Company has not early adopted these standards and is assessing the impact that these standards will have on its financial statements:

i) IFRS 9 Financial Instruments (new; to replace IAS 39 and IFRIC 9);
ii) IFRS 15 Revenue from Contracts from Customers (new, to replace IAS 11, IAS 18, IFRIC 13 and IFRIC 15); and
iii) IFRS 16 Leases (new).

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

Risks and Uncertainties

The business of mineral exploration and extraction involves a high degree of risk. Few properties that are explored ultimately become producing mines. At present, the Company has no mineral property and is actively seeking a property of merit. Other risks facing the Company include competition for exploration and evaluation assets, environmental risks, fluctuations in metal prices, fluctuations in exchange rates, share price volatility and uncertainty of obtaining additional financing. The Company will require additional capital to pursue its exploration projects. Given the nature of capital market demand for speculative investment opportunities, there is no assurance that additional financing will be available for the appropriate amounts and at the times required. The impact of fluctuations in the price of gold and other minerals is a risk to the Company's ability to advance its properties as well as future profitability and cash flow. As the price for gold and other minerals is denominated in U.S. dollars, the Company is also at financial risk as the currency exchange rate between Canadian and U.S. dollars fluctuates. If the Canadian dollar strengthens against to the U.S. dollar, revenue from future gold and other mineral sales, which is generated in U.S. dollars, would convert to fewer Canadian dollars available to pay for operating costs that are almost entirely incurred in Canadian dollars. The ability of the Company's exploration projects to be successfully permitted to be developed as mining projects requires the approval of regulatory agencies which are beyond the Company's control.

Contingencies

The Company is not aware of any contingencies or pending legal proceedings as at the date of this MD&A.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements as at the date of this MD&A.

Investor Relations

On November 7, 2016, the Company announced that it has retained LodeRock Advisors Inc. ("LodeRock") for strategic investor relations and capital markets communications services.

Under the terms of the agreement, the Company will pay LodeRock a monthly fee of CAD $10,000 for ongoing strategic communication services. The engagement of LodeRock is subject to Exchange approval.

Proposed Transactions

The Company has not entered into any undisclosed proposed transactions as at the date of this MD&A.

Outstanding Share Data

As at November 23, 2016, the Company has 26,374,592 common shares issued and outstanding and the following outstanding options and warrants (see Significant Transaction above).

Outstanding Options:

Number of Options	Exercise Price	Expiry Date
15,692	$10.00	June 17, 2017

Outstanding Warrants:

Number of Warrants:	Exercise Price	Expiry Date
76,527	$10.00	June 15, 2017
402,500 agents' warrants	$ 1.00	October 25, 2018

Disclaimer

The information provided in this document is not intended to be a comprehensive review of all matters concerning the Company. It should be read in conjunction with all other disclosure documents provided by the Company, which can be accessed at www.sedar.com. No securities commission or regulatory authority has reviewed the accuracy or adequacy of the information presented herein.

Cautionary Statement on Forward Looking Information

Certain statements in this MD&A constitute forward-looking information. All statements within this MD&A, other than statements of historical facts, that address future exploration drilling, exploration activities and events or developments that the Company expects, are forward-looking statements. In some cases you can identify forward-looking statements by terminology such as "may", "should", "expects", "plans", "anticipates", "believes", "estimates", "predicts", "potential" or "continue" or the negative of those terms or other comparable terminology. Forward-looking statements are based upon the opinions and expectations of the Company as at the effective date of such statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance, and actual results will almost always vary, sometimes materially, from any estimates, predictions, projections, assumptions or other future performance suggested in this MD&A. Forward-looking statements are subject to certain risks and uncertainties (known and unknown) that could cause actual outcomes to differ materially from those anticipated or implied. Risks and uncertainties for the Company include, but are not limited to: the risks associated with mineral exploration; the need for additional financing; fluctuations in commodity prices; title matters; uncertainties and risks related to the Canadian federal and provincial regulatory approval process; environmental liability claims and insurance; reliance on key personnel; the potential for conflicts of interest among certain officers, directors or promoters of the Company with certain other projects; the absence of dividends; competition; dilution; and the volatility of the Company's common share price and volume. Accordingly, readers should not place undue reliance upon the forward-looking statements contained in this MD&A and such forward-looking statements should not be interpreted or regarded as guarantees of future outcomes. The Company expressly disclaims any obligation to up-date any forward-looking statements as a result of new information, future events or otherwise.