Management Discussion and Analysis
For the Year Ended December 31, 2019

This Management Discussion and Analysis ("MD&A") for the year ended December 31, 2019 and for the year ended December 31, 2018 is derived from, and should be read in conjunction with the audited consolidated financial statements of Sunora Foods Inc. ("Sunora" or the "Company" or the “Company”) for the year ended December 31, 2019 with comparative figures for the year ended December 31, 2018. This MD&A is effective April 14, 2020 and provides some information on the operating activities, performance and financial position of the Company and is intended to assist in understanding the dynamics of the Company’s business and key factors underlying its financial results.

FORWARD-LOOKING STATEMENTS

This MD&A contains "forward-looking statements" which may include, but are not limited to, statements with respect to the future financial or operating performance of the Company. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "believes" or variations (including negative variations) of such words and phrases, or statements that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or to be achieved. Forward-looking statements are based on the reasonable assumptions, estimates, analysis and opinions of management made in light of its experience and perception of trends, current conditions, expected developments and other factors that management believes to be relevant and reasonable at the date that such statements are made. Forward-looking statements involve known and unknown risks, uncertainties, assumptions and other factors that may cause actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Although the Company has attempted to identify important factors that could cause actions, events or results to differ materiality from those described in the forward-looking statements, there may be other factors that cause actions, events or results to differ from those anticipated, estimated or intended. Forward-looking statements contained herein are made as at the date of the MD&A. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on the forward-looking statements. The Company does not undertake to update any forward-looking statements except as required by applicable securities laws.

DESCRIPTION OF BUSINESS

Sunora Foods Inc. (“Sunora”) is a Calgary-based trader and supplier of canola oil and other food oils. Currently, the Company is a relatively modestly-sized player participating in an international business populated by some of the largest companies in the world. It has successfully maintained a niche position that has been achieved by building strong relationships with its suppliers and customers through a history of reliable and responsive service. While the Company regularly cooperates with many of these companies, it also occasionally competes with companies that have far greater resources. Sunora has achieved a measure of success for over twenty years and has weathered both economic upturns and downturns by remaining true to its commitment to its industry, its customers and suppliers, with a coherent long-term business vision. Sunora receives its orders from its customers in the food oil processing, retail and food services markets. The Company contracts with food oil processing facilities ("Seed Crushers") where food oil seeds are crushed to produce food oils including canola and other oils. Sunora sales are conducted through its experienced sales agents located across North America, South

America, Africa, Asia, the Middle East, Eastern Russia, Australia and New Zealand. Sunora prides itself on its quality food oil products and intends to continue its global expansion as well as enhance its position as a supplier of food oil to the natural foods industry.

HIGHLIGHTS

The following highlights are from the consolidated balance sheets as at December 31, 2019 and as at December 31, 2018, and the statements of operations for the year ended December 31, 2019 and the year ended December 31, 2018, respectively:

		Year ended December 31, 2019	Year ended December 31, 2018
Sales	$	11,264,457	14,515,352
Net income and comprehensive income	$	259,173	258,256
Earnings per share - basic and diluted	$	0.006	0.006
		December 31, 2019	**December 31, 2018**
Cash	$	3,281,809	3,535,161
Other assets	$	1,794,631	1,706,051
Total liabilities	$	996,000	1,004,176
Shareholders' equity	$	4,080,440	3,983,684

Sunora's sales for the year ended December 31, 2019 decreased by 22.4% over the previous year due to a significant decline in North American bulk oil sales and far weaker Chinese sales, as a result of the current difficulties in Canada-China relations.

The net income and comprehensive income for the year ended December 31, 2019 of $259,173, compared to $258,256 for the previous year was not impacted by the decline in sales. A foreign exchange loss of $26,412 recorded in 2019 compared to a foreign exchange gain of $16,180 in 2018. Although the gross margin improved from 6.3% to 7.6%, it did not compensate for the decreased sales in 2019.

Total assets of Sunora as at December 31, 2019 comprised of cash, accounts receivable, inventory, prepaid expenses and accrued interest, GST recoverable, right-of-use asset and a deferred tax asset. The increase in assets from December 31, 2018 to December 31, 2019 is primarily due to an increase in accounts receivable and with the adoption of IFRS 16, the recognition of the right-of-use asset in respect of the lease of the Company's office premises.

Sunora's liabilities consist of accounts payable and accrued liabilities, customer deposits, income taxes payable and a lease liability, relating to its office premises recognized with the adoption of IFRS 16. Net current liabilities decreased by $60,632 from December 31, 2018 due to the absence of customer deposits and increases in income taxes payable and lease liability.

FINANCIAL POSITION

Sunora Foods Inc.
Consolidated Balance Sheets
As at December 31, 2019 and 2018
(amounts in Canadian dollars)

Assets	**December 31, 2019**	**December 31, 2018**
Current assets		
Cash	$ 3,281,809	$ 3,535,161
Accounts receivable	1,434,853	1,070,121
Inventory	207,630	243,374
Prepaid expenses and accrued interest	29,898	57,935
GST recoverable	4,507	13,535
	4,958,697	4,920,126
Right-of-use asset	67,122	-
Deferred tax asset	50,620	67,734
	$ 5,076,439	$ 4,987,860
Current Liabilities		
Accounts payable and accrued liabilities	$ 919,555	$ 946,137
Customer deposits	-	58,039
Income taxes payable	6,749	-
Lease liability	17,240	-
	943,544	1,004,176
Lease liability	52,456	-
Shareholders' Equity		
Share capital	1,170,251	1,190,751
Contributed surplus	771,858	771,858
Retained earnings	2,138,331	2,021,075
	4,080,440	3,983,684
	$ 5,076,440	$ 4,987,860

Current assets

Sunora's current assets consist of cash, accounts receivable, inventory, prepaid expenses and accrued interest and GST recoverable. Cash is held for working capital requirements and to fund expansion costs for potential new opportunities, markets and customers. A policy of conserving cash is rigorously followed by management in order to sustain operations and to foster its marketing strategies. Accounts receivable increased and inventories decreased due to the timing of sales and customer orders.

Current liabilities

Sunora's current liabilities consist of accounts payable and accrued liabilities, customer deposits, income taxes payable and lease liability. Accounts payable decreased due to the timing of payments for purchases in the fourth quarter. Sunora is committed to its policy of managing its trade payables on a timely basis and maintaining its excellent credit standing. Lease liability represents office lease payments due in the ensuing 12 months.

Working capital

The Company's target Working Capital Ratio (Current Assets divided by Current Liabilities, which is an indicator of its ability to finance its on-going operations) is 2:1. Current Assets comprise cash, accounts receivable, inventory, prepaid expenses and accrued interest and GST recoverable. Current Liabilities include accounts payable and accrued liabilities, customer deposits, income taxes payable and lease liability. The amounts of accounts receivable, inventory and accounts payable and accrued liabilities at a point in time are the direct result of sales and purchases and how the Company manages collections, supplier credit and inventory levels, which in turn are manifested in the available cash. At December 31, 2019, the Company has exceeded its target Working Capital Ratio with a ratio of 5.3:1 as compared to 4.9 at December 31, 2018. The Company's business has been managed with a strong working capital position which has enabled the Company to operate without debt. Additionally, given the current nature of Sunora's operations, it has been able to maintain it business without making major capital investments. Therefore, the Company believes it is in a very favourable position to expand in the future.

OPERATIONS

Sunora Foods Inc.
Consolidated Statements of Income and Comprehensive Income
For the Years Ended December 31, 2019 and 2018
(amounts in Canadian dollars)

	Year Ended December 31 2019	Year Ended December 31 2018
Sales	$ 11,264,457	$ 14,515,352
Cost of sales	10,409,325	13,597,626
Gross margin	855,132	917,726
Expenses		
General and administrative	478,196	537,139
Marketing and promotion	50,336	42,679
Bad debts	25,840	-
Bank charges and interest	16,461	10,210
Stock-based compensation	-	1,383
Amortization	17,899	-
Foreign exchange	26,412	(16,180)
Interest income	(43,047)	(37,233)
	572,097	537,998
Income from operations before income taxes	283,035	379,728
Income tax expense - current	6,748	29,661
Deferred income tax expense	17,114	91,811
	23,862	121,472
Net income and comprehensive income	$ 259,173	$ 258,256
Earnings per share		
Basic and diluted	$ 0.006	$ 0.006

DISCUSSION OF OPERATIONS

Sales

The Company operates in the single segment of food oil. Competition is always a significant factor in the food oil industry. The Company determines the geographic location of revenues based on the location of its customers. The geographic categories presented are the United States, Canada and International; International comprises various regions in South America, Africa, Asia, the Middle East, Eastern Russia, Australia and New Zealand.

The Company's revenues were earned as follows:

	3 months ended December 31, 2019	3 months ended December 31, 2018	Year ended December 31, 2019	Year ended December 31, 2018
USA	$ 2,165,116	$ 2,093,765	$ 8,056,088	$ 10,100,624
Canada	48,810	23,532	185,760	432,218
International	812,331	850,730	3,022,609	3,982,510
	$ 3,026,257	$ 2,968,027	$ 11,264,457	$ 14,515,352

The Company also had an economic dependence on two customers in 2019 and two customers in 2018. Sales to these two customers were 47% of total sales in the year ended December 31, 2019 (43% in year ended December 31, 2018).

Sunora's sales to the United States have recently been relatively stronger in comparison to sales in Canada. Overseas markets, except for China, are continuing to show good growth. The growth of sales in emerging markets, with growing awareness of healthy food choices by the expanding middle classes, is a positive long-term trend for Sunora. Overseas sales in the fourth quarter continue to be impacted by relations between Canada and China.

Cost of sales

Cost of sales consists of purchases of food oil, packaging, freight and custom duties. Sunora achieved a gross margin of 7.6% in the year ended December 31, 2019 compared to 6.3% in the previous year. Margins in 2019 were stronger than the prior year because of a higher percentage of packaged oil sales.

General and administration

General and administrative expenses for the year ended December 31, 2019 were lower compared to the previous year partly due to the reclassification of rent, upon the adoption of IFRS 16, to amortization and interest. These expenses consist of salaries, rent, travel, and various other miscellaneous office overhead expenses.

Marketing and promotion

Sunora's sales over the years reflect to its effective marketing efforts. Sunora has established strong relationships with sales staff and given them more flexibility and support as mutual trust has developed in these relationships. In North America, Sunora has outstanding commissioned brokers who have introduced new customers to the Company. Sales to independent distributors have also grown for Sunora, mostly in countries overseas, which has given Sunora entry into many foreign markets.

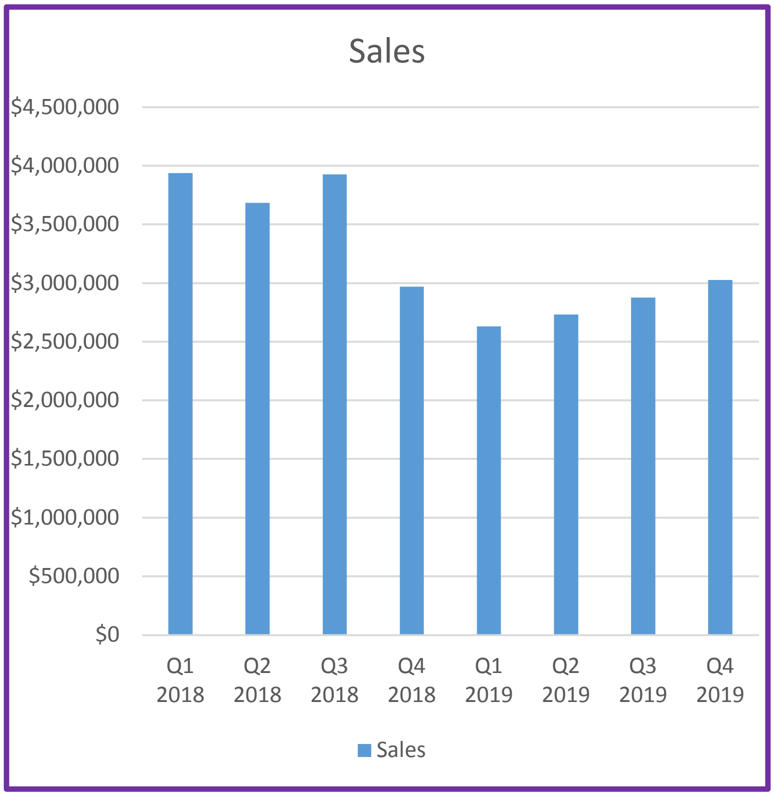
Foreign exchange

The foreign exchange gain or loss is primarily a result of the inventory purchases and sales that are denominated in US currency. It includes quarterly changes in unrealized foreign exchange on cash, accounts receivable, inventory and customer deposits denominated in US currency.

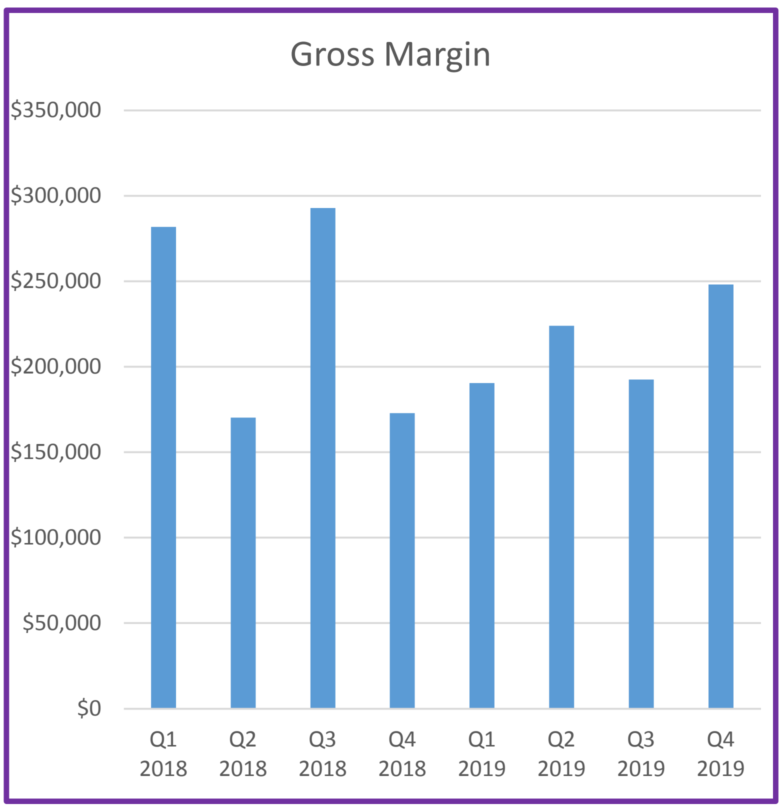
QUARTERLY RESULTS

	Three months ended December 31, 2019	Three months ended September 30, 2019	Three months ended June 30, 2019	Three months ended March 31, 2019
	Q4	*Q3*	*Q2*	*Q1*
Sales	$ 3,026,257	$ 2,875,992	$ 2,730,626	$ 2,631,582
Cost of sales	2,778,160	2,683,395	2,506,613	2,441,158
Gross margin	248,097	192,597	224,014	190,424
Other				
General and administrative expenses	143,606	103,593	110,416	120,580
Marketing and promotion	13,713	18,221	6,681	11,721
Bad debts	25,840	-	-	-
Bank charges and interest	4,017	3,719	4,461	4,264
Amortization	4,475	4,475	4,475	4,475
Foreign exchange loss (gain)	22,025	(4,013)	(41,838)	50,238
Interest income	(8,680)	(12,880)	(9,255)	(12,233)
	204,996	113,115	74,941	179,045
Income from operations	43,101	79,482	149,073	11,379
Income tax expense				
Current income tax (recovery)	(10,254)	5,459	11,544	-
Deferred income tax	(1,248)	721	21,550	(3,909)
	(11,502)	6,180	33,094	(3,909)
Net income and comprehensive income	$ 54,603	$ 73,302	$ 115,979	$ 15,288
Earnings per share - basic and diluted	$ 0.001	$ 0.002	$ 0.003	$ 0.000

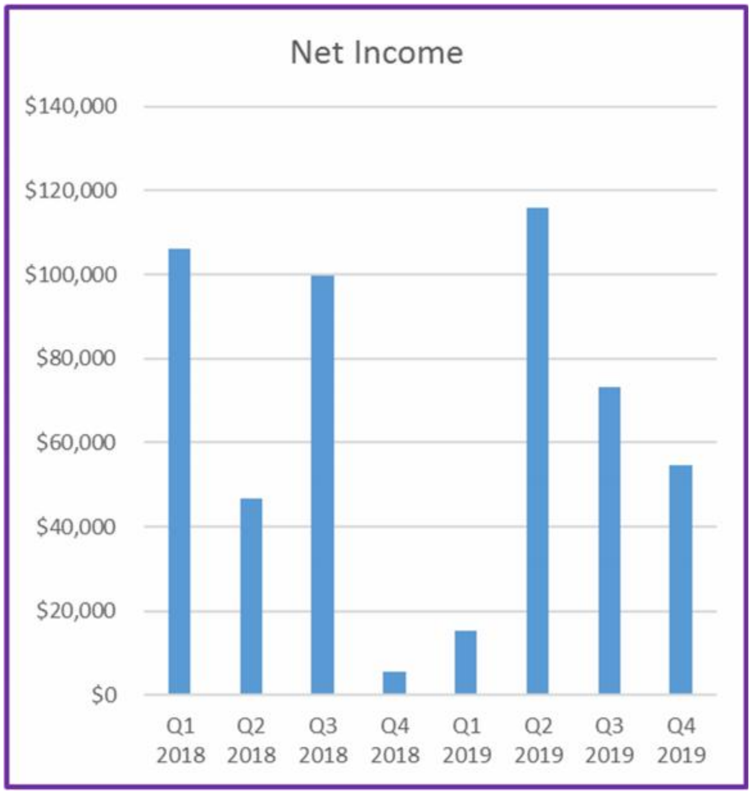
		Three months ended December 31, 2018		Three months ended September 30, 2018		Three months ended June 30, 2018		Three months ended March 31, 2018
		Q4		*Q3*		*Q2*		*Q1*
Sales	$	2,968,027	$	3,926,619	$	3,684,694	$	3,936,012
Cost of sales		2,795,093		3,633,756		3,514,527		3,654,250
Gross margin		172,934		292,863		170,167		281,762
Other								
General and administrative expenses		152,816		118,156		131,882		134,285
Marketing and promotion		16,350		10,396		7,719		8,214
Bank charges and interest		1,948		1,941		3,698		2,623
Stock-based compensation		-		-		-		1,383
Foreign exchange loss (gain)		(21,115)		19,594		(2,852)		(11,807)
Interest income		(10,378)		(9,586)		(8,999)		(8,270)
		139,621		140,501		131,448		126,428
Income from operations		33,313		152,362		38,719		155,334
Claim settlement		-		-		-		-
Income before income taxes		33,313		152,362		38,719		155,334
Income tax expense								
Current income tax (recovery)		-		-		(13,832)		43,493
Deferred income tax		27,681		52,708		5,711		5,711
		27,681		52,708		(8,121)		49,204
Net income and comprehensive income	$	5,632	$	99,654	$	46,840	$	106,130
Earnings per share - basic and diluted	$	0.000	$	0.002	$	0.001	$	0.003



Sales for the fourth quarter of 2019 were 5.2% higher than the third quarter of 2019 due to the earlier Asian New Year celebrations. Third quarter sales were 5.3% higher than the second quarter. Second quarter sales were 3.8% higher lower than the first quarter.



Gross margin in the fourth quarter of 2019 was 1.5% higher than third quarter due to increased packaged sales. Third quarter gross margin was 1.5% lower than the second quarter due a decrease in the percentage of packaged sales. Second quarter gross margin was 1.0% higher than the first quarter.



Net income for the fourth quarter declined to $54,603 from $73,302 for the third quarter. This decline was due largely to year end administrative expenses and an unusual bad debt of $25,940. The second quarter net income was $115,979 compared to the first quarter one at $15,288. Quarterly net income tends to fluctuate due to variation in sales, expenses and foreign exchange.

General and administration expenses for Q4 of 2019 were higher due to various charges recorded at year end, including audit and accounting fees and profit-sharing bonus.

EQUITY

The Company's Equity and changes for the year ended December 31, 2019 were as follows:

	Number of Common Shares	Share Capital	Contributed Surplus	Retained Earnings	Total
Balance at December 31, 2017	42,254,332	1,400,816	770,475	1,762,819	$ 3,934,110
Stock-based compensation	-	-	1,383	-	1,383
Share buy back	(1,584,500)	(210,065)	-	-	(210,065)
Net income and comprehensive income	-	-	-	258,256	258,256
Balance at December 31, 2018	40,669,832	1,190,751	771,858	2,021,075	$ 3,983,684
Dividend paid	-	-	-	(141,917)	(141,917)
Share buy back	(154,500)	(20,500)	-	-	(20,500)
Net income and comprehensive income	-	-	-	259,173	259,173
Balance at December 31, 2019	40,515,332	$ 1,170,251	$ 771,858	$ 2,138,331	$ 4,080,440

CASH FLOWS

The Company's cash flows are in line with expectations given the operations for the period. The following is the Company's Statement of Cash Flows for the year ended December 31, 2019 and 2018:

Sunora Foods Inc.
Consolidated Statements of Cash Flows
For the Years Ended December 31, 2019 and 2018
(amounts in Canadian dollars)

	Year ended December 31, 2019	Year ended December 31, 2018
Net cash inflow (outflow) related to:		
Operating activities		
Net income and comprehensive income	$ 259,173	$ 258,256
Items not affecting cash		
Stock-based compensation	-	1,383
Amortization	17,899	-
Deferred income tax expense	17,114	91,811
Change in unrealized foreign exchange on US dollar cash	(10,340)	15,818
	283,846	367,268
Changes in non-cash working capital		
Accounts receivable	(364,732)	234,159
Inventory	35,744	183,257
Prepaid expenses and accrued interest	28,037	(26,650)
GST recoverable	9,027	(2,915)
Accounts payable and accrued liabilities	(26,583)	(311,188)
Customer deposits	(58,039)	(13,993)
Income tax payable	6,749	116,407
	(369,797)	179,077
Cash flow from (used in) operations	(85,951)	546,345
Financing activities		
Re-purchase of Company's shares	(20,500)	(210,065)
Dividend paid	(141,917)	-
Lease payments	(15,325)	-
Cash flow used for financing	(177,742)	(210,065)
Increase (decrease) in cash flow	(263,693)	336,280
Cash, beginning of period	3,535,161	3,214,699
Effect of exchange fluctuations on US dollar cash	10,340	(15,818)
Cash, end of period	$ 3,281,808	$ 3,535,161
Cash, in Canadian dollars, is comprised of:		
Cash held in Canadian dollars	2,984,102	3,317,438
Cash held in US dollars	297,707	217,723
	$ 3,281,809	$ 3,535,161

Sunora's cash balances decreased by $263,693 during the year ended December 31, 2019. This decrease in cash balances was primarily due to an increase in accounts receivable of $364,732. The payment of the dividend of $147,917 and the re-purchase of shares were planned in 2018 and were anticipated to be offset by funds from operations.

OUTLOOK

Sunora maintains strong relationships with strategically located trading partners in North America and overseas. These relationships continue to drive demand for food oil products from Canada, with Sunora well positioned to meet existing and additional demand. Management has focused on increasing visibility in emerging markets, with a specific focus on the economies in Asia, with a view to meet this increased demand for Canadian manufactured food oil products. Sunora's operations, however, may be impacted by geo-political situations that can hold up sales as was experienced in the fourth quarter of 2019. As the middle class in these emerging economies demands higher quality and healthier foods, Sunora is well positioned to meet additional demand.

Management is actively identifying and analyzing operations that might increase sales and profitability for the Company. Sunora in the fourth quarter began to market MCT oil, which is an ideal carrier oil for hemp and medical cannabis products. Management is also actively considering other new products that may benefit from new domestic and international markets.

Prospective investment opportunities include packagers and suppliers in the food oil industry. With each operation identified, a detailed review and analysis is undertaken by management.

With continuing strength in the United States economy and new customers being added in Asia, along with its participation in the emerging hemp and medical cannabis market, Sunora is well positioned to grow and increase its sales.

OFF-BALANCE SHEET TRANSACTIONS

The Company is not a party to any off balance sheet arrangements or transactions.

LIQUIDITY, FINANCING ACTIVITY AND CAPITAL RESOURCES

The financial position of the Company is strong relative to its financial requirements and commitments. Management maintains a conservative approach to day-to-day operations, monitoring the timing of its inventory turnover and meeting its obligations to suppliers within their credit facilities. Collections from customers were stringently managed as all receivables at December 31, 2019 were less than 60 days old. Sunora's target Current Ratio (Current Assets divided by Current Liabilities) as set by management is 2.0:1. Including its cash balance of $3,281,809 at December 31, 2019, Sunora's Current Ratio at December 31, 2019 was strong at 5.3, up from 4.9 at December 31, 2018. The Company has continued to have a strong working capital position. Additionally, the Company has neither debt nor any financial obligations other than to fund its operations.

Sunora has only one long term contractual obligation of a lease on its office facilities in the Provident Professional Building in Calgary, Alberta. This lease for 1,038 square feet of office space terminates on August 31, 2020 with a three-year renewal option on the same terms which Sunora is likely to exercise. The rates in the lease are deemed to be fair market rates. Sunora has independent agents working in many parts of the world including the United States. In Canada, the United States and overseas, Sunora has trading partners who purchase canola oil from Sunora for redistribution; these sales are final and not returnable.

The Company's only property, plant and equipment (other than office furniture and equipment carried at no book value) is the right-of-use assets which comprises the capitalized value of its office lease. The corresponding lease liability constitutes the present value of lease payments due. Aside from funding its operations, turning over and maintaining adequate inventory levels, the Company has no minimum working capital requirements that are externally imposed.

The Company engages in trading with the matching of its sales contracts with the relating purchase of products, as opposed to speculation. Price changes had limited impact on its operations for the year ended December 31, 2019. As previously noted, a major world economic downturn could adversely impact Sunora due to its reliance on upscale markets outside of Canada.

The total number of common shares outstanding as at December 31, 2019 was 40,515,332. This change in outstanding shares reflects the re-purchase of 154,500 during 2019 (1,584,500,500 shares repurchased in 2018) under the Normal Course Issuer bidding protocol. The total number of shares re-purchased up to December 31, 2019 amounted to 1,793,000 which have been withdrawn from listing and are in the process of being cancelled.

FINANCIAL INSTRUMENTS

Risk management

The Company's activities expose it to a variety of financial risks including credit risk, liquidity risk and market risk. This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. The Company employs risk management strategies and polices to ensure that any exposures to risk are in compliance with the Company's business objectives and risk tolerance levels. While the Board of Directors has the overall responsibility for the Company's risk management framework, Sunora's management has the responsibility to administer and monitor these risks. There have been no changes from the prior year in the Company's exposure or responses to financial risks.

Fair value of financial instruments

The fair values of cash, accounts receivable and accounts payable and accrued liabilities approximate their carrying values due to the short-term maturity of those instruments.

The significance of inputs used in making fair value measurements are examined and classified according to a fair value hierarchy. Fair values of assets and liabilities included in Level 1 are determined by reference to quoted prices in active markets for identical assets and liabilities. Assets and liabilities in Level 2 include valuations using inputs other than quoted prices for which all significant outputs are observable, either directly or indirectly, and are based on valuation models and techniques where the inputs are derived from quoted indices. Level 3 valuations are based on inputs that are unobservable and significant to the overall fair value measurement.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Company performs ongoing credit evaluations of its customers and establishes an allowance for doubtful accounts based on credit risk applicable. Management believes the risk is often mitigated by the size and reputation of the companies to which they extend credit.

Preventing credit losses associated with accounts receivable requires management to assess certain forward looking and macroeconomic factors to determine whether there is a significant increase in credit risk as well as expected provisions on the balance outstanding at year-end as further described in Note 2 (c).

As at December 31, 2019, the Company's maximum exposure to credit risk for accounts receivable is $1,434,853 (December 31, 2018 - $1,070,121). Accounts receivable include amounts that are past due at the end of the year as follows:

	December 31 2019		December 31 2018	
Accounts receivable				
Current	$	527,020	$	1,070,121
Overdue less than 90 days	$	907,833	$	-
	$	1,434,853	$	1,070,121

During the year ended December 31, 2019, sales to two customers (2018 – two) represented 46.7% of the Company's total sales (2018 –42.2%).

The accounts receivable balance has one customer (2018 – four) which represent 57% of the accounts receivable balance at December 31, 2019 (December 31, 2018 - 28%, 20%, 19% and 10%). Bad debt expense for the year ended December 31, 2019 was $25,839 (2018 - $ nil). At December 31, 2019, the Company had no allowance for doubtful accounts (2018 - $ nil).

The Company manages the credit exposure of $3,288,511 (December 31, 2018- $3,535,1619) in cash and cash equivalents by selecting financial institutions with high credit ratings and monitors all short-term deposits to ensure an adequate rate of return. Given these credit ratings, management does not expect any counterparty to fail to meet its obligations.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they are due. The Company's approach to managing liquidity is to ensure it will have sufficient liquidity to meet its liabilities when due. The Company's ongoing liquidity is impacted by various external events and conditions, including global economic conditions.

At December 31, 2019, the Company had cash of $3,281,809 (December 31, 2018- $3,535,161) available to settle accounts payable and accrued liabilities of $919,555 (2018 - $946,137) and other liabilities as they arise. The majority of the Company's financial liabilities mature in within 60 days and all are subject to normal trade terms.

The financial liabilities on the balance sheet consist of accounts payable and accrued liabilities. The Company manages this risk through detailed monitoring of budgeted and projected operating results and cash requirements.

Market risk

Market risk is the risk that changes in market prices, foreign exchange rates and interest rates will affect the Company's net earnings or the value of financial instruments and are largely outside the control of the Company. The objective of the Company is to manage and mitigate market risk exposures within acceptable limits, while maximizing returns. Primary market risks are as follows:

(i) *Foreign currency risk*

The Company is exposed to currency price risk on sales denominated in U.S. dollars ("USD") and Singapore dollars ("SGD") to the extent that the receipt of payment of the U.S. and Singapore denominated accounts receivable are subject to fluctuations in the related foreign exchange rate. This risk is partly off-set by accounts payable denominated in USD.

The carrying amounts of the Company's monetary assets and liabilities denominated in foreign currency are as follows:

	Foreign Currency	**December 31, 2019**	**December 31, 2018**
Cash at bank	USD	$ 229,252	$ 159,568
Accounts receivable	USD	$ 1,039,783	$ 625,371
Accounts receivable	SGD	$ 87,513	$ -
Accounts payable	USD	$ (504,756)	$ (487,475)

(ii) *Interest rate risk*

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The Company is not exposed to significant interest rate risk due to the short-term maturity of its monetary assets and liabilities.

(iii) *Commodity price risk*

The nature of the Company's operations results in exposure to fluctuations in commodity prices. Commodity prices for canola and other food oils are impacted by global economic and political events that dictate the levels of supply and demand. Management continuously monitors commodity prices and may consider instruments to manage exposure to these risks when it deems appropriate. The Company did not enter into any derivative financial contracts related to commodity prices during the years ended December 31, 2019 and 2018 nor does it currently have any derivative financial contracts.

Capital Management

The Company's minimum desired working capital ratio (current assets divided by current liabilities, which is an indicator of its ability to finance its on-going operations) is 2:1. The working capital ratio for

December 31, 2019 was 5.1:1 (2018 – 4.9:1). The Company's business has been managed with a strong working capital position which has enabled the Company to operate without debt. Additionally, the current nature of Sunora's operations has enabled it to expand without making capital investments.

The Company optimizes its capital structure with a view to ensure a strong financial position to take advantage of new opportunities. Sunora considers its capital structure to include shareholders' equity and the Company strives to maximize the value associated of its share capital.

Sunora's share capital could be used as a basis to raise additional capital to pursue acquisitions. The Company's ability to raise additional equity financing is impacted by external factors, including global economic conditions. The Company is not subject to externally imposed capital requirements and the capital management policy has not changed during the year ended December 31, 2019 or the year ended December 31, 2018.

ADOPTION OF NEW ACCOUNTING STANDARDS

The adoption of the following new standards, interpretations and amendments were included in the financial statements for the year beginning January 1, 2019.

On January 1, 2019 the Company adopted IFRIC 23 Uncertainty over income tax treatments ("IFRIC 23"). IFRIC 23 requires an entity to consider whether it is probable that a taxation authority will accept an uncertain tax treatment. If an entity concludes that it is not probably that a taxation authority will accept an uncertain tax treatment, the entity shall reflect the uncertainty in determining the effect on taxable income, tax bases, unused tax losses, unused tax credits or tax rates based on either the most likely amount, or expected value. The adoption of IFRC 23 did not have any impact on the financial statements.

By the adoption of IFRS 16, the Company recognized a right-of-use asset and corresponding lease liabilities related to their office lease of $85,021 and $85,201 respectively as of January 1, 2019. This recognition did not have a material impact on the Company's financial position, its net income and comprehensive income, its earnings per share, its equity or its cash flows.

On January 1, 2019 the Company adopted IFRS 16 Leases ("IFRS 16"). IFRS 16 provides a single lessee accounting model, requiring the recognition of assets and liabilities for all leases, unless the lease term is 12 months or less, or the underlying asset is of low value.

IFRS 16 provides for certain optional practical expedients, including those related to the initial adoption of the standards. The Company adopted IFRS 16 using the modified retrospective approach without restatement of comparative figures. The Company elected to apply the practical expedient not to reassess whether a contract is or contains a lease at the date of initial application. Contracts entered into before the transition date that were not identified as leases under IAS 17 were not reassessed. The definition of a lease under IFRS 16 was applied only to contracts entered into or changed on or after January1, 2019.

The Company applied the following practical expedients when applying IFRS 16 to leases previously classified as operating leases under IAS 17:

- Applied a single discount rate to a portfolio of leases with reasonably similar characteristics;
- Reliance on previous assessments on whether leases are onerous as opposed to preparing an

impairment review under IAS 36 as at the date of initial application; and

- Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term remaining as of the date of initial application.

As a lessee, the Company previously classified leases as operating or finance leases based on its assessment of whether the lease transferred substantially all of the risks and rewards of ownership. Under IFRS 16, the Company recognizes right-of-use assets and lease liabilities for most leases. However, the Company has elected not to recognize right-of-use assets and lease liabilities for some leases of low value assets based on the value of the underlying asset when new or for short-term leases with a lease term of 12 months or less.

CRITICAL ACCOUNTING ESTIMATES

Note 2 to Sunora's December 31, 2019 financial statements describes Sunora's basis of presentation of financial statement and note 3 describes the significant accounting policies. The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Accounting estimates will, by definition, seldom equal the actual results. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future years affected.

The following discussion sets forth management’s most critical estimates, judgements and assumptions in preparation of the consolidated financial statements.

Valuation of accounts receivable

The valuation of accounts receivable is based on management's best estimate of the provision for doubtful accounts based on late payments, client relationships and default history.

Valuation of inventory

The Company evaluates its inventory to ensure it is carried at the lower of average cost and net realizable value. Costs include all expenses to bring the goods to sale. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

Share-based compensation

The amounts recorded relating to the fair value of stock options and warrants issued are based on estimates using a Black- Scholes option pricing model which considers the future volatility of the Company’s share price, market price of the Company's shares at grant date, expected lives of the options and warrants, expected forfeiture rates, expected dividends and other relevant assumptions. These estimates affect the amount recognized as stock-based compensation expense in the consolidated statement of income and comprehensive income.

Current and deferred taxes

Provisions for current and deferred taxes are made using the best estimate of the amounts expected to be paid based on a review of all relevant factors. The Company reviews the adequacy of these provisions at the end of the reporting period. However, it is possible that at some future date an additional liability could result from audits by taxation authorities.

Tax interpretations, regulations and legislation in the various jurisdictions in which the Company operates are subject to change. As such, income taxes are subject to estimation uncertainty. Deferred tax assets are assessed by management at the end of the reporting period to determine the likelihood that they will be realized from future taxable earnings.

Foreign currency translation and operations

The functional currency of the Company is determined based on management's assessment of the currency of the primary economic environment in which the entity operates. As functional currency determines how income and expense items and liabilities denominated in foreign currencies are translated and where exchange differences are recognized, a change in the functional currency could have a significant effect on the amounts recorded in the financial statements.

Contingencies

Contingencies will only be resolved when one or more future events occur or fail to occur. The assessment of contingencies inherently involves the exercise of significant judgment and estimates of the outcome of future events. Management has not identified any specific contingencies at this time.

Recognition of lease liabilities

In the adoption of IFRS 16 – Leases, management has used the lease term including the renewal option to expire on August 31, 2023. The incremental borrowing rate applied to set up the right-of-use asset and lease liability was 8%.

Subsequent event

Subsequent to the year end, the impact of COVID-19 in Canada and on the global economy increased significantly. Certain risks which may affect the Company include:

- changes in foreign currency exchange risks,
- supply chain disruptions,
- dealing with the suspension or termination of contracts,
- the introduction of government incentives and aid.

In addition, if the impacts of COVID-19 continue there could be further impact on the entity and its major customers, suppliers and other third-party business associates that could impact the timing and amounts realized on the Company's assets and future profitability. At this time, the full potential impact of COVID-19 on the entity is not known.