PETROLYMPIC

PETROLYMPIC LTD.

INTERIM MANAGEMENT'S DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS

THREE AND SIX MONTHS ENDED JUNE 30, 2016

EXPRESSED IN CANADIAN DOLLARS

Prepared by:

PETROLYMPIC LTD.

36 Toronto Street, Suite 1000
Toronto, Ontario
M5C 2C5

Introduction

The following interim Management Discussion & Analysis ("Interim MD&A") of Petrolympic Ltd. ("Petrolympic" or the "Company") for the three and six months ended June 30, 2016 has been prepared to provide material updates to the business operations, liquidity and capital resources of the Company since its last annual management discussion & analysis, being the Management Discussion & Analysis ("Annual MD&A") for the fiscal year ended December 31, 2015. This Interim MD&A does not provide a general update to the Annual MD&A, or reflect any non-material events since date of the Annual MD&A.

This Interim MD&A has been prepared in compliance with section 2.2.1 of Form 51-102F1, in accordance with National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the Company's Annual MD&A, audited annual consolidated financial statements for the years ended December 31, 2015, and December 31, 2014, together with the notes thereto, and unaudited condensed interim consolidated financial statements for the three and six months ended June 30, 2016, together with the notes thereto. Results are reported in Canadian dollars, unless otherwise noted. The Company's unaudited condensed interim consolidated financial statements and the financial information contained in this Interim MD&A are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board and interpretations of the IFRS Interpretations Committee. The unaudited condensed interim consolidated financial statements have been prepared in accordance with International Standard 34, Interim Financial Reporting. Accordingly, information contained herein is presented as of August 24, 2016, unless otherwise indicated.

For the purposes of preparing this Interim MD&A, management, in conjunction with the Board of Directors, (the "Board") considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of Petrolympic common shares; (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

Further information about the Company and its operations is available on Petrolympic's website at **www.petrolympic.com** or on the System for Electronic Documents Analysis and Retrieval (SEDAR) at **www.sedar.com**.

Caution Regarding Forward-looking Statements

This Interim MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. 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. The forward-looking statements in this Interim MD&A speak only as of the date of this Interim MD&A or as of the date specified in such statement. The following table outlines certain significant forward-looking statements contained in this Interim MD&A and provides the material assumptions used to develop such forward-looking statements and material risk factors that could cause actual results to differ materially from the forward-looking statements.

Forward-looking statements	Assumptions	Risk factors
Potential of Petrolympic's interests to contain economic deposits of oil or gas	Financing will be available for future exploration and development of Petrolympic's properties; the actual results of Petrolympic's exploration and development activities will be favourable; operating, exploration and development costs will not exceed Petrolympic's expectations; the Company will be able to retain and attract skilled staff; all requisite regulatory and governmental approvals for exploration projects and other operations will be received on a timely basis upon terms acceptable to Petrolympic, and applicable political and economic conditions will be favourable to Petrolympic; the price of oil or gas and applicable interest and exchange rates will be favourable to Petrolympic; no title disputes exist with respect to the Company's properties	Oil or gas price volatility; uncertainties involved in interpreting geological data and confirming title to acquired properties; the possibility that future exploration results will not be consistent with Petrolympic's expectations; availability of financing for and actual results of Petrolympic's exploration and development activities; increases in costs; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic and political conditions; the Company's ability to retain and attract skilled staff
The Company will be able to carry out anticipated business plans as currently contemplated in relation to the costs and timing for future exploration on its properties, and the Company has sufficient cash resources to meet administrative overhead and maintain its property interests for the next twelve months ending June 30, 2017 (see "Exploration update" under the subheading "Operational Highlights", "Trends", and "Liquidity and Capital Resources" under the subheading	The operating and exploration activities of the Company for the twelve month period ending June 30, 2017, and the costs associated therewith, will be consistent with Petrolympic's current expectations; debt and equity markets, exchange and interest rates and other applicable economic conditions will be favourable to Petrolympic	Changes in debt and equity markets; timing and availability of external financing on acceptable terms; increases in costs; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic conditions; changes in the operations currently planned for 2016 and 2017

"Financial Highlights"); The Company expects to incur further losses in the development of its business		
Management's outlook regarding future trends (see "Trends")	Financing will be available for the Company's exploration and operating activities; the price of oil and/or gas will be favourable to the Company	The volatility of the price of oil and/or gas; changes in debt and equity markets; interest rate and exchange rate fluctuations; changes in economic and political conditions

Inherent in forward-looking statements are risks, uncertainties and other factors beyond Petrolympic's ability to predict or control. Please refer to those risk factors included in the "Risk Factors" section below. Readers are cautioned that the above chart does not contain an exhaustive list of the factors or assumptions that may affect the forward-looking statements, and that the assumptions underlying such statements may prove to be incorrect. 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 Interim MD&A.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause Petrolympic's actual results, performance or achievements to be materially different from any of its future results, performance or achievements expressed or implied by forward-looking statements. All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. 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

Petrolympic is incorporated under the Business Corporations Act (Ontario). The Company is primarily engaged in petroleum and natural gas exploration and development activities. It has not yet determined whether its properties contain reserves that are economically recoverable.

The Company's common shares are listed on the TSX Venture Exchange (the "Exchange") under the symbol PCQ and on the OTCQX International under the symbol PCQRF.

Operational Highlights

Corporate

On February 22, 2016, the Company repaid Mendel Ekstein fully for his advance to the Company during the year ended December 31, 2015, for $4,844. Mendel Ekstein is a major shareholder of the Company.

On March 11, 2016, the Company received the consent of the Exchange to extend the term of certain warrants. Those warrants were issued as part of a private placement of its securities. The terms of the warrants were previously extended by 8 months on July 9, 2015. The expiry dates of the warrants are now extended as follows:

February 13, 2014

Number of Warrants: 6,300,000
Original Expiry Date of Warrants: July 13, 2015
July 9, 2015 Revised Expiry Date of Warrants: March 13, 2016
New Expiry Date of Warrants: March 13, 2017
Exercise Price of Warrants: $0.25

March 6, 2014

Number of Warrants: 2,470,666
Original Expiry Date of Warrants: August 7, 2015
July 9, 2015 Revised Expiry Date of Warrants: April 7, 2016
New Expiry Date of Warrants: April 7, 2017
Exercise Price of Warrants: $0.25

All other terms of the warrants remain unchanged.

On June 7, 2016, the Company received $3,229 (2,500USD) from Mendel Ekstein who is a major shareholder of the Company. The advances do not bear any interest and are due on demand.

Exploration update

Current and Future Plans Related to Exploration Activities in Quebec

Petrolympic holds an interest in a total of 752,933 hectares (1,860,530 acres) of oil and gas exploration permits in the Province of Quebec, Canada, that include holdings in the St. Lawrence Lowlands and Gaspe Peninsula. The Company's holdings in the St. Lawrence Lowlands consist of a 30% interest in 216,933 hectares (536,051 acres) through a joint venture with Ressources et Energie Squatex ("Squatex"), a 12% interest in 8,000 hectares (19,768 acres) through the Farmout Agreement with Canbriam Energy Inc., and a 100% interest in 56,152 hectares (138,754 acres). Petrolympic also maintains holdings in the Gaspe and Lower St. Lawrence regions, including a 30% interest in 431,160 hectares (1,065,415 acres) through a joint venture with Squatex and a 100% interest in a block of exploration permits referred to as the Mitis and the Matapedia properties and totaling 40,688 hectares (100,542 acres).

The operational activities in Petrolympic's properties in Quebec during the six months ended June 30, 2016 consisted mostly of on-going planning of a well meant to validate an exploration target identified in the 100% owned Mitis Property. This drilling target corresponds to a seismic anomaly indicating the probable presence of oil and/or gas, as announced in a press release dated August 31, 2015 (the full version of which can be found on **www.sedar.com** under Petrolympic's profile). Preparation of the drilling program and permitting are underway and operations on the ground would be announced as soon as all permitting, equipment and preparations are available. In anticipation of the future Hydrocarbons Law and the new regulation (expected to be in force in the fall of 2016), Petrolympic has undertaken a round of meetings and consultations with the local and regional stakeholders.

In the joint venture property of the Lower St. Lawrence, Squatex also announced, in a press release dated August 25, 2015 (which can be found on **www.sedar.com** under Squatex's profile), "the conclusion of an academic partnership with the Institut national de la recherche scientifique ("INRS") to conduct important geosciences studies in the Lower St. Lawrence area. These studies will provide a 3D modeling and a determination of the reservoir potential of the Sayabec Formation." These studies continued throughout the six months ended June 30, 2016.

The Company anticipates spending $1.3 million on the joint venture property and $5.5 million in the Mitis and Matapedia properties as a Phase I exploration program in the Lower St. Lawrence properties, subject to positive results.

In the joint venture property of the Lower St. Lawrence, a re-evaluation of the resource assessment for the Masse Structure has been performed by Sproule Associates Limited ("Sproule"). The report has been received by the partners on May 6, 2016, and the results have been announced in a press release dated May 17, 2016 (the full version of which can be found on **www.sedar.com** under Petrolympic's profile). The partners provided as follows: "The potential resources evaluated by Sproule are related to porous levels in the St. Leon and Sayabec Formations encountered in the wells drilled in the eastern part of the Massé structure. The results of the study point out to a potential of 53.6 BCF of gas and 52.2 million barrels of oil over a probable average area of 5.2 km2, an oil equivalent total of 61.1 million barrels (MMBOE). Resource volumes for Massé have been increased significantly compared to the previous estimate done in 2014 with the addition of a very important oil volume. Gas resources are also improved considerably following the analysis based on the logs recorded in the Massé No.2 well."

The above technical disclosure under the subheading "Current and Future Plans Related to Exploration Activities in Quebec" under the subheading "Exploration update" under the heading "Operational Highlights" has been prepared under the supervision of Stephan Sejourne, Ph.D., P. Geo., and a "qualified person" within the meaning of National Instrument 51-101.

Current and Future Plans Related to Exploration Activities in Chittim Ranch, Texas, USA

The Company anticipates spending $100,000 on well activities at the Chittim Ranch property, subject to positive results.

Western Canada acquisition

In June 2016, Petrolympic acquired an interest in a property north of Edmonton, Alberta, for future exploration. During the three and six months ended June 30, 2016, the Company's acquisition expenditures on its Western Canada property amounted to $41,100 (three and six months ended June 30, 2015 - $nil). Total cumulative acquisition expenditures incurred on its Western Canada property to June 30, 2016 amounted to $41,100 (December 31, 2015 - $nil).

Based on direct evidence and close production analogues, the oil sands present within this property have future development potential, which Petrolympic intends to evaluate in the future.

Financial Highlights

Financial Performance

Three months ended June 30, 2016, compared with the three months ended June 30, 2015

Petrolympic's net loss totaled $258,558 for the three months ended June 30, 2016, with basic and diluted loss per share of $0.00. This compares with a net loss of $147,775 with basic and diluted loss per share of $0.00 for the three months ended June 30, 2015. The increase in the net loss of $110,783 was principally because:

- Exploration and evaluation expenditures for the three months ended June 30, 2016 were $187,847 (three months ended June 30, 2015 - $39,446). See subheading "Exploration update" under the heading "Operational Highlights" above for details.

- Operating expenses such as management fees, administrative and general, professional fees, investor relations and promotion and reporting issuer costs totaled $100,759 for the three months ended June 30, 2016 (three months ended June 30, 2015 - $115,957). The decrease is primarily due to a decrease of $12,678 in professional fees and $10,673 in management fees offset by an increase in administrative and general of $7,652.

At June 30, 2016, the Company had assets of $746,167 (December 31, 2015 - $1,156,944) and equity of $491,729 (December 31, 2015 – $887,885). At June 30, 2016, the Company had current liabilities of $254,438 (December 31, 2015 - $269,059).

Cash Flow

The Company had cash and cash equivalents of $669,733 at June 30, 2016 (December 31, 2015 - $1,076,553). The decrease in cash and cash equivalents during the six months ended June 30, 2016 was primarily due to the cash used in operating activities.

Cash and cash equivalents used in operating activities was $391,636 for the six months ended June 30, 2016. Operating activities were affected by the net increase in non-cash working capital balances of $23,115 because of an increase in amounts receivable and other assets of $518, an increase in accounts payable and accrued liabilities of $22,898 and a decrease of $735 in reclamation bond. The Company also recorded depreciation of equipment of $3,740, income from premium of flow-through shares of $35,904 and a change in unrealized foreign exchange loss of $13,424.

Cash and cash equivalents used in financing activities was a negative $1,615 for the six months ended June 30, 2016 because the Company repaid the advance provided by the Chief Executive Officer ("CEO") in 2015.

Additional measures have been undertaken or are under consideration to further reduce cash expenditures.

Liquidity and Capital Resources

The activities of the Company, principally the acquisition and exploration of properties prospective for petroleum and natural gas, are financed through the completion of equity transactions such as equity offerings and the exercise of stock options and warrants.

The Company has no operating revenues, and therefore must utilize its current cash reserves, funds obtained from the exercise of warrants and stock options and other financing transactions to maintain its capacity to meet ongoing operating activities. As of June 30, 2016, the Company had 105,505,199 common shares issued and outstanding, 9,730,002 options that would raise $1,645,800 and 9,108,271 warrants outstanding that would raise $2,332,099, if exercised in full. This is not anticipated until the market price of the Company's traded common shares increases.

At June 30, 2016, the Company had working capital of $460,250 (December 31, 2015 – working capital of $851,931). The Company's working capital is sufficient to maintain its general and administrative costs for at least the next 12 months ending June 30, 2017. However, further financings will be required for exploration and evaluation expenditures as discussed above under "Exploration update" as well as for general and administrative costs. Materially all of the Company's exploration activities and a portion of the general and administrative costs are discretionary. Therefore, there is considerable flexibility in terms of the pace and timing of exploration and how expenditures have been, or may be, adjusted, limited or deferred subject to current capital resources and potential to raise further funds.

There is no assurance that future equity capital or debt will be available to the Company in the amounts or at the times desired or on terms that are acceptable, if at all. See "Risk Factors" below.

Pursuant to the terms of the flow-through share agreements, the Company is in the process of complying with its flow-through contractual obligations with subscribers with respect to the Income Tax Act (Canada) requirements for flow-through shares.

As at June 30, 2016, the Company was committed to incurring approximately $932,955 in Canadian Exploration Expenditures by December 31, 2016, arising from the flow-through offerings. Of this amount, approximately $364,550 has been spent as of June 30, 2016.

Trends

The general concern over the exploitation of shale gas by the Province of Québec could delay some of the expected or proposed exploration work. Management, in conjunction with the Board, will continue to monitor these developments and their effect on the Company's business.

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 six months ended June 30, 2016, equity markets in Canada showed signs of improvement, with equities increasing significantly during this period. Strong equity markets are favourable conditions for completing a public merger, financing or acquisition transaction.

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.

Disclosure of Internal Controls

Management has established processes to provide them with sufficient knowledge to support representations that they have exercised reasonable diligence to ensure that (i) the unaudited condensed interim consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the unaudited condensed interim consolidated financial statements; and (ii) the unaudited condensed interim consolidated financial statements fairly present in all material respects the financial condition, financial performance and cash flows of the Company, as of the date of and for the periods presented.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the Venture Issuer Basic Certificate filed by the Company does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109. In particular, the certifying officers filing such certificate are not making any representations relating to the establishment and maintenance of:

i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and

ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the unaudited condensed interim consolidated financial statements for external purposes in accordance with the issuer's generally accepted accounting principles (IFRS).

The Company's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in such certificate. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Related Party Balances and Transactions

Related parties include the Board, officers, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

As at June 30, 2016, Mendel Ekstein, an officer and director of the Company, controls or indirectly controls 26,528,736 common shares of the Company, or approximately 25% of the total common shares outstanding. As at June 30, 2016, Andreas Jacob, a director of the Company, controls or indirectly controls 11,967,625 common shares of the Company, or approximately 11% of the total common shares outstanding. As at June 30, 2016, the remaining directors and/or officers of the Company collectively control 276,874 common shares of the Company or less than 1% of the total common shares outstanding. To the knowledge of directors and officers of Petrolympic, the remainder of the Company's outstanding common shares are widely held. These holdings can change at any time at the discretion of the owner.

(a) Petrolympic entered into the following transactions with related parties:

Names	Six Months Ended June 30, 2016 $	Six Months Ended June 30, 2015 $
Marrelli Support Services Inc. ("Marrelli Support") (i)	13,562	14,109
DSA Corporate Services Inc. ("DSA") (ii)	4,045	5,662
Fogler Rubinoff LLP ("Fogler") (iii)	4,303	16,742
Total	**21,910**	**36,513**

Names	Three Months Ended June 30, 2016 $	Three Months Ended June 30, 2015 $
Marrelli Support (i)	6,140	6,461
DSA (ii)	1,977	3,312
Fogler (iii)	(928)	16,742
Total	**7,189**	**26,515**

(i) For the three and six months ended June 30, 2016, the Company expensed $6,140 and $13,562, respectively (three and six months ended June 30, 2015 - $6,461 and $14,109, respectively) to Marrelli Support for the services of Carmelo Marrelli to act as Chief Financial Officer of the Company. In addition, Marrelli Support also provides bookkeeping services to the Company. Carmelo Marrelli is the president of Marrelli Support. As at June 30, 2016, Marrelli Support was owed $4,703 (December 31, 2015 - $2,472) and this amount was included in accounts payable and accrued liabilities.

(ii) For the three and six months ended June 30, 2016, the Company expensed $1,977 and $4,045, respectively (three and six months ended June 30, 2015 - $3,312 and $5,662, respectively) to DSA for corporate secretarial services. DSA is affiliated with Marrelli Support through common ownership. As at June 30, 2016, DSA was owed $1,576 (December 31, 2015 - $4,547) and this amount was included in accounts payable and accrued liabilities.

(iii) For the three and six months ended June 30, 2016, the Company expensed $(928) and $4,303, respectively (three and six months ended June 30, 2015 - $16,742) to Fogler for legal services. Adam Szweras, the Corporate Secretary of Petrolympic, is a partner at Fogler. As at June 30, 2016, Fogler was owed $nil (December 31, 2015 - $1,235) and this amount was included in accounts payable and accrued liabilities. The above noted transactions are in the normal course of business and are measured at the exchange amount, as agreed to by the parties, and approved by the Board in strict adherence to conflict of interest laws and regulations.

(b) Remuneration of directors and key management personnel of the Company was as follows:

Salaries and Benefits	**Six Months Ended June 30, 2016 $**	**Six Months Ended June 30, 2015 $**
Mendel Ekstein (CEO)	53,537	39,020
Andreas Jacob (Vice-President and Director)	40,278	40,350
Total	**93,815**	**79,370**

Salaries and Benefits	**Three Months Ended June 30, 2016 $**	**Three Months Ended June 30, 2015 $**
Mendel Ekstein (CEO)	19,227	20,599
Andreas Jacob (Vice-President and Director)	19,692	25,350
Total	**38,919**	**45,949**

Payments to directors and key management personnel of the Company include certain transactions with related parties in (a) above, and (b) remuneration to directors and key management personnel of the Company. As at June 30, 2016, directors and key management personnel of the Company were owed $12,917 (December 31, 2015 - $6,920) for remuneration and reimbursable expenses, excluding amounts disclosed in (a) above.

Risk Factors

An investment in the securities of the Company is highly speculative and involves numerous and significant risks. Such investment should be undertaken only by investors whose financial resources are sufficient to enable them to assume such risks and who have no need for immediate liquidity in their investment. Prospective investors should carefully consider the risk factors that have affected, and which in the future are reasonably expected to affect, the Company and its financial position. Please refer to the section entitled "Risk Factors" in the Company's Annual MD&A for the fiscal year ended December 31, 2015, available on SEDAR at **www.sedar.com**.