FORM 5

QUARTERLY LISTING STATEMENT

Name of Listed Issuer: BYND Cannasoft Enterprises Inc.
______________________ (the "Issuer").

Trading Symbol: BYND

This Quarterly Listing Statement must be posted on or before the day on which the Issuer's unaudited interim financial statements are to be filed under the *Securities* Act, or, if no interim statements are required to be filed for the quarter, within 60 days of the end of the Issuer's first, second and third fiscal quarters. This statement is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by the Exchange Policies. If material information became known and was reported during the preceding quarter to which this statement relates, management is encouraged to also make reference in this statement to the material information, the news release date and the posting date on the Exchange website.

General Instructions

(a) Prepare this Quarterly Listing Statement using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the following items must be in narrative form. When the answer to any item is negative or not applicable to the Issuer, state it in a sentence. The title to each item must precede the answer.

(b) The term "Issuer" includes the Listed Issuer and any of its subsidiaries.

(c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

There are three schedules which must be attached to this report as follows:

SCHEDULE A: FINANCIAL STATEMENTS

Financial statements are required as follows:

For the first, second and third financial quarters interim financial statements prepared in accordance with the requirements under Ontario securities law must be attached.

If the Issuer is exempt from filing certain interim financial statements, give the date of the exempting order.

Refer to the attached Condensed Interim Consolidated

Financial Statements for the period ended September 30, 2021.

SCHEDULE B: SUPPLEMENTARY INFORMATION

The supplementary information set out below must be provided when not included in Schedule A.

1. Related party transactions

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

(a) A description of the relationship between the transacting parties. Be as precise as possible in this description of the relationship. Terms such as affiliate, associate or related company without further clarifying details are not sufficient.
(b) A description of the transaction(s), including those for which no amount has been recorded.
(c) The recorded amount of the transactions classified by financial statement category.
(d) The amounts due to or from Related Persons and the terms and conditions relating thereto.
(e) Contractual obligations with Related Persons, separate from other contractual obligations.
(f) Contingencies involving Related Persons, separate from other contingencies.

Refer to the attached Condensed Interim Consolidated Financial Statements for

the period ended September 30, 2021 – Notes 4, 8 and 9

2. Summary of securities issued and options granted during the period.

Provide the following information for the period beginning on the date of the last Listing Statement (Form 2A):

(a) summary of securities issued during the period,

Date of Issue	Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid
July 5, 2021	Common shares	Private placement	2,000,000	$0.92	$1,840,000	Cash	Not related person	None
August 16, 2021	Common shares	Exercise of options	5,000	$0.82	$4,100	Cash	Former Director	None
September 21, 2021	Common shares	Exercise of options	55,000	$0.82	$45,100	Cash	Former Director	None

(b) summary of options granted during the period,

Date	Number	Name of Optionee if Related Person and relationship	Generic description of other Optionees	Exercise Price	Expiry Date	Market Price on date of Grant

3. Summary of securities as at the end of the reporting period.

Provide the following information in tabular format as at the end of the reporting period:

(a) description of authorized share capital including number of shares for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,

Unlimited number of common shares without par value.

(b) number and recorded value for shares issued and outstanding,

Refer to the attached Condensed Interim Consolidated Financial Statements for the period ended September 30, 2021. – Note 13

(c) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and

Refer to the attached Condensed Interim Consolidated Financial Statements for the period ended September 30, 2021. – Note 13

(d) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

20,419,729 common shares subject to escrow

4. List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.

Yftah Ben Yaackov, Chief Executive Officer
Marcel (Moti) Maram, President
Avner Tal, Chief Technology Officer
Gabi Kabazo, Chief Financial Officer
Harold Wolkin, Director
Stefania Szabo, Director

SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS

Provide Interim MD&A if required by applicable securities legislation.

Refer to the attached MD&A for the period ended September 30, 2021.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Quarterly Listing Statement.

2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.

3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).

4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated *November 25, 2021*.

Gabi Kabazo

Name of Director or Senior Officer

Signed (Gabi Kabazo)

Signature

Chief Financial Officer

Official Capacity

Issuer Details Name of Issuer BYND Cannasoft Enterprises Inc.	For Quarter Ended September 30, 2021	Date of Report YY/MM/D 21/11/25
Issuer Address 2264 E11th Avenue		
City/Province/Postal Code Vancouver, BC, V5N 1Z6	Issuer Fax No. ( )	Issuer Telephone No. (604) 833 6820
Contact Name Gabi Kabazo	Contact Position CFO	Contact Telephone No. (604) 833 6820
Contact Email Address gabi@cannasoft-crm.com	Web Site Address www.cannasoft-crm.com	

BYND CANNASOFT ENTERPRISES INC.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR NINE MONTHS ENDED SEPTEMBER 30, 2021

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED)

NOTICE TO READER

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the condensed consolidated interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditors have not audited, reviewed or otherwise attempted to verify the accuracy or completeness of these condensed consolidated interim financial statements. Readers are cautioned that these statements may not be appropriate for their intended purposes.

November 25, 2021

BYND CANNASOFT ENTERPRISES INC.
Consolidated Interim Statements of the Financial Position
(Expressed in Canadian dollars)
(Unaudited)

As at	Notes		September 30, 2021		December 31, 2020
Assets					
Cash		$	5,040,105	$	563,015
Amounts receivables	4		518,248		238,557
Prepaid expenses			71,490		2,349
Total Current Assets			5,629,843		803,921
Right-of-use assets	5		1,663		16,728
Intangible assets	3,6		1,103,983		-
Property and equipment	7		305,277		90,236
Total Assets		$	7,040,766	$	910,885
Liabilities and Shareholders' Equity (Deficiency)					
Liabilities					
Trade payables and accrued liabilities	8	$	176,734	$	605,139
Promissory note			-		155,548
Deferred revenue			38,808		107,865
Lease liabilities – current portion	10		3,307		18,195
Long term loan – current portion	11		46,715		11,721
Total Current Liabilities			265,564		898,468
Long term loan	11		150,516		186,684
Liabilities for employee benefits	12		83,285		82,867
Total Liabilities		$	499,365	$	1,168,019
Shareholders' equity (deficiency)					
Share capital	13	$	8,393,481	$	289
Shares to be issued			2,637,725		-
Share-based payment reserve			347,179		-
Translation differences reserve			9,581		(1,303)
Capital reserve for re-measurement of defined benefit plan	12		9,795		3,221
Deficit			(4,856,360)		(259,341)
Total equity (deficiency)		$	6,541,401	$	(257,134)
Total Liabilities and Shareholders' Equity (Deficiency)		$	7,040,766	$	910,885

Nature of operations and going concern (Note 1)
Subsequent events (Notes 15)
These condensed consolidated interim financial statements were approved for issue by the Board of Directors on November 25, 2021 and signed on its behalf by:

"Yftah Ben Yaackov"	*"Gabi Kabazo"*
Chief Executive Officer & Director	Chief Financial Officer & Director

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

BYND CANNASOFT ENTERPRISES INC.
Consolidated Interim Statements of Income (Loss) and Comprehensive Income (Loss)
(Expressed in Canadian dollars)

For the	Notes	Three months ended September 30 2021	Three months ended September 30 2020	Nine months ended September 30 2021	Nine months ended September 30 2020
Revenue from sales and services	14	$ 296,428	$ 271,566	$ 959,156	$ 1,048,136
Cost of sales		(138,989)	(263,628)	(462,609)	(673,704)
Gross profit		157,439	7,938	496,547	374,432
Consulting and marketing		1,626	2,314	10,385	7,535
Depreciation	5, 6, 7	36,657	12,074	75,966	37,099
General and admin expenses		102,456	24,462	264,972	67,559
Share-based compensation		148,651	-	347,179	-
Professional fees		45,057	138,016	152,122	197,957
		334,447	176,866	850,624	310,150
Income (loss) before other income (loss)		$ (177,008)	$ (168,928)	$ (354,077)	$ 64,282
Other income (loss)					
Change in fair value of marketable securities		-	-	-	(1,911)
Finance income (expenses), net		86,668	(7,072)	100,769	(17,842)
Accretion of convertible debt		-	(13,534)	-	(36,106)
Covid-19 grant		33,131	-	52,749	-
Listing expense		-	-	(4,394,390)	-
Change in derivative financial liability		-	6,987	-	14,873
		119,799	(13,619)	(4,240,872)	(40,986)
Income (loss) before tax		$ (57,209)	$ (182,547)	$ (4,594,949)	$ 23,296
Tax recovery (expense)		(2,070)	47,284	(2,070)	1,981
Income (loss) for the period		$ (59,279)	$ (135,263)	$ (4,597,019)	$ 25,277
Other comprehensive income (loss)					
Items that may be reclassified to profit or loss					
Remeasurement of a defined benefit plan, net		2,217		6,574	-
Exchange differences on translation of foreign operations		$ 838	$ 320	$ 10,884	$ (6,011)
Other comprehensive income (loss) for the period		$ 3,055	$ 320	$ 17,458	$ (6,011)
Total comprehensive income (loss)		$ (56,224)	$ (134,943)	$ (4,579,561)	$ 19,266

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

BYND CANNASOFT ENTERPRISES INC.
Consolidated Interim Statements of Changes in Shareholders' Equity
(Expressed in Canadian dollars)
(Unaudited)

	Number of shares*	Share capital	Shares to be issued	Translation differences reserve	Share-based payment reserve	Capital reserve for re-measurement of defined benefit plan	Retained earnings	Total
		$	$	$	$	$	$	$
Balance at January 1, 2020	8,184,388	289	-	3,592	-	(5,675)	(182,384)	(184,178)
Income for the period	-	-	-	-	-	-	25,277	25,277
Dividend (Note 9)	-	-	-	-	-	-	(233,490)	(233,490)
Other comprehensive loss for the period	-	-	-	(6,011)	-	-	-	(6,011)
Balance at September 30, 2020	8,184,388	289	-	(2,419)	-	(5,675)	(390,597)	(398,402)
Balance, January 1, 2021	8,184,388	289	-	(1,303)	-	3,221	(259,341)	(257,134)
Shares issued for acquisition of B.Y.B.Y. Investment and Promotions Ltd. ("B.Y.B.Y.") (note 3)	9,831,495	840,941	-	-	-	-	-	840,941
Shares issued upon reverse takeover (note 3)	6,269,117	5,140,676	-	-	-	-	-	5,140,676
Proceeds for shares issued	2,495,337	2,411,575	-	-	-	-	-	2,411,575
Proceeds for shares to be issued	-		2,637,725	-	-	-	-	2,637,725
Share-based payments	-	-	-	-	347,179	-	-	347,179
Loss for the period	-	-	-	-	-	-	(4,597,019)	(4,597,019)
Other comprehensive loss for the period	-	-	-	10,884	-	6,574	-	17,458
Balance at September 30, 2021	26,780,337	8,393,481	2,637,725	9,581	347,179	9,795	(4,856,360)	6,541,401

*The number of shares outstanding before the RTO have been restated to reflect the effect of issuing 10,230.48 RTO shares for each share outstanding.

The accompanying notes are an integral part of these condensed consolidated financial statements.

BYND CANNASOFT ENTERPRISES INC.
Consolidated Interim Statements of Cash Flows
For the nine months ended September 30, 2021 and 2020
(Expressed in Canadian dollars)
(Unaudited)

As at		September 30, 2021		September 30, 2020
Operating activities:				
Income (Loss) for the period	$	(4,597,019)	$	25,277
Non-working capital adjustments:				
Finance expense		127		890
Accretion on convertible debt		-		36,106
Change in fair value of derivative liability		-		(4,587)
Depreciation		75,966		37.099
Gain from Promissory note		(155,548)		
Listing expense		4,394,390		-
Share-based compensation		347,179		-
Loss from marketable securities		-		1,911
Unrealized foreign exchange (gain) loss		(76,330)		-
Working capital adjustments:				
Change in amount receivables		(275,931)		(39,086)
Change in trade payables and accrued liabilities		(189,082)		161,623
Change in prepaid expenses		(69,141)		22,913
Change in deferred income		(69,057)		38,438
Change in benefits to employees		6,992		8,938
Net cash provided by (used in) operating activities		(607,454)		289,522
Investing activities:				
Purchase of property and equipment		(229,500)		(2,549)
Intangible assets		(296,483)		-
Proceeds from sale of marketable securities		-		6,727
Net cash provided by (used in) investing activities		(525,983)		4,178
Financing activities:				
Dividends paid		-		(233,490)
Proceeds from private placement		2,411,575		-
Proceeds from shares to be issued		2,637,725		-
Cash acquired from acquisition of BYND		494,144		-
Repayment of lease obligation		(14,391)		(28,074)
Net cash provided by (used in) financing activities		5,529,053		(261,564)
Net Increase in cash	$	4,395,616	$	32,136
Effect of foreign exchange rate changes		81,474		(11,998)
Cash at beginning of period		563,015		300,897
Cash at end of period	$	5,040,105	$	321,035
Supplemental non-cash information				
Shares issued for intangible asset in B.Y.B.Y acquisition	$	850,000	$	-

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

NOTE 1 – NATURE OF OPERATIONS AND GOING CONCERN

BYND Cannasoft Enterprises Inc. (the "Company" or “BYND Cannasoft”) is a Canadian company which was amalgamated under the Business Corporations Act (British Columbia) on March 29, 2021. The Company's registered address is 2264 East 11th Avenue, Vancouver, BC, V5N 1Z6, Canada.

The Company is a software house which develops enterprise software tools that enable manufacturing and service companies to optimize their workforce management, customer service, and asset management.

On March 29, 2021, the Company completed the business combination transactions with BYND – Beyond Solutions Ltd. (“BYND”) (note 3). As a result of the business combination transactions, BYND became a wholly owned subsidiary of the Company. This transaction is accounted for as a reverse asset acquisition of the Company by BYND (“RTO”) (note 3).

The outbreak of the coronavirus, also known as "COVID-19", has spread across the globe and is impacting worldwide economic activity. Conditions surrounding the coronavirus continue to rapidly evolve and government authorities have implemented emergency measures to mitigate the spread of the virus. The outbreak and the related mitigation measures may have an adverse impact on global economic conditions as well as on the Company’s business activities. The extent to which the coronavirus may impact the Company’s business activities will depend on future developments, such as the ultimate geographic spread of the disease, the duration of the outbreak, travel restrictions, business disruptions, and the effectiveness of actions taken in Israel and other countries to contain and treat the disease. These events are highly uncertain and as such, the Company cannot determine their financial impact at this time. While certain restrictions are presently in the process of being relaxed, it is unclear when the world will return to the previous normal, if ever. This may adversely impact the expected implementation of the Company’s Business Plans. The Company has been impacted as it temporarily had to send its employees on leave of absence.

These condensed interim consolidated financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the settlement of liabilities in the normal course of business. These financial statements do not reflect the adjustments to the carrying values of assets and liabilities, the reported revenues and expenses, and the statement of financial position classifications used, that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operations. Such adjustments could be material.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND USE OF ESTIMATES AND JUDGMENTS

a. Basis of presentation and statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Issues Committee ("IFRIC") applicable to the preparation of interim financial statements, including International Accounting Standard ("IAS") 34 Interim Financial Reporting.

The notes presented in these condensed consolidated interim financial statements include only significant events and transactions occurring since the Company's last fiscal year end and they do not include all of the information required in the Company's most recent annual consolidated financial statements. Except as noted below, these condensed consolidated interim financial statements follow the same accounting policies and methods of application as the Company's annual financial statements and should be read in conjunction with the Company's annual financial statements for the year ended December 31, 2020, which were prepared in accordance with IFRS as issued by IASB. There have been no significant changes in judgement or estimates from those disclosed in the consolidated financial statements for the year ended December 31, 2020.

b. Basis of Consolidation

The condensed consolidated interim financial statements incorporate the financial statements of the Company and of its wholly owned subsidiaries, BYND and B.Y.B.Y.. B.Y.B.Y is owned directly through BYND and 24% of the shares of B.Y.B.Y. is held by a related party in trust for the Company.

A subsidiary is an entity over which the Company has control, directly or indirectly, where control is defined as the power to govern the financial and operating policies of an enterprise so as to obtain benefits from its activities. A subsidiary is consolidated from the date upon which control is acquired by the Company and all intercompany transactions and balances have been eliminated on consolidation.

c. Basis of Measurement

The condensed consolidated interim financial statements were prepared based on the historical cost basis other than the following assets and liabilities: financial instruments measured at fair value through profit and loss; deferred taxes; assets and liabilities for employee benefits.

d. Currency of Operation and Currency of Presentation

The condensed consolidated interim financial statements are presented in Canadian dollars. The functional currency of the Company is Canadian dollars, and the functional currency of its subsidiaries is the New Israeli Shekel ("NIS"). NIS represents the main economic environment in which the subsidiaries operate.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND USE OF ESTIMATES AND JUDGMENTS (continued)

e. Significant estimates and assumptions

The preparation of these condensed consolidated interim financial statements in accordance with IFRS requires the Company to use judgment in applying its accounting policies and make estimates and assumptions about reported amounts at the date of the financial statements and in the future. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Income taxes
Provisions for income taxes are made using the best estimate of the amount expected to be paid based on a qualitative assessment of all relevant factors. The Company reviews the adequacy of these income tax provisions at the end of each reporting period. However, it is possible that at some future date an additional liability could result from audits by tax authorities. Where the final outcome of these tax-related matters is different from the amounts that were initially recorded, such differences will affect the tax provisions in the period in which such determination is made. Deferred tax assets are recognized when it is determined that the company is likely to recognize their recovery from the generation of taxable income.

Useful lives of property and equipment
Estimates of the useful lives of property and equipment are based on the period over which the assets are expected to be available for use. The estimated useful lives are reviewed annually and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence, and legal or other limits on the use of the relevant assets. In addition, the estimation of the useful lives of the relevant assets may be based on internal technical evaluation and experience with similar assets. It is possible, however, that future results of operations could be materially affected by changes in the estimates brought about by changes in the factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. A reduction in the estimated useful lives of the equipment would increase the recorded expenses and decrease the non-current assets.

Convertible debentures
The identification of convertible note components is based on interpretations of the substance of the contractual arrangement and therefore requires judgement from management. The separation of the components affects the initial recognition of the convertible debenture at issuance and the subsequent recognition of interest on the liability component. The determination of the fair value of the liability is also based on a number of assumptions, including contractual future cash flows, discount rates and the presence of any derivative financial instruments.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND USE OF ESTIMATES AND JUDGMENT (continued)

e. Significant estimates and assumptions (continued)

Other Significant Judgments

The preparation of financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments in applying the Company's financial statements include:

- the assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty;
- the assessment of revenue recognition using the five-step approach under IFRS 15 and the collectability of amounts receivable;
- the determination of whether a set of assets acquired and liabilities assumed in an acquisition constitute a business may require the Company to make certain judgments, taking into account all facts and circumstances.
- the evaluation of cash-generating units ("CGU") at each reporting date to determine whether there are any indications of impairment. The Company considers both internal and external sources of information when making the assessment of whether there are indications of impairment for the Company's intangible assets.
- the classification of financial instruments; and
- the determination of the functional currency of the company.

NOTE 3 – ACQUISITIONS

Acquisition of B.Y.B.Y.

On October 1, 2020, BYND and the former shareholders of B.Y.B.Y. entered into a share exchange agreement, whereby Beyond would acquire 74% ownership interest in B.Y.B.Y from the former shareholders in exchange for 54.58% ownership interest in BYND. One of the former shareholders would hold the remaining 26% ownership interest in B.Y.B.Y. in trust for BYND, for the purpose to comply with Israeli Cannabis Laws regarding the ownership of medical cannabis license rights. The share exchange agreement was executed and held in escrow, and the share exchange was fully completed on March 29, 2021.

The acquisition of B.Y.B.Y. has been accounted for as asset acquisition as the acquired assets do not constitute a business according to IFRS 3 *Business Combinations*. The acquisition was recorded with the consideration as detailed in the table below:

Consideration transferred:	$
Fair value of shares issued (9,831,495 shares at $0.0855 per share)	840,941
Fair value of net assets acquired:	
Amount receivable	3,759
Intangible asset	850,000
Trade payable and other current liabilities	(12,818)
Total net assets acquired	840,941

NOTE 3 – ACQUISITIONS (continued)

Acquisition of B.Y.B.Y. (continued)

The intangible assets acquired in the acquisition of B.Y.B.Y. attribute to the primary growing license for medical cannabis in Israel held by B.Y.B.Y.. The amortization of the intangible assets for the period since the completion date of acquisition is $42,500.

Reverse Takeover of BYND Cannasoft

On December 16, 2019, BYND entered into a Business Combination Agreement ("BCA") with 1232986 B.C. Ltd. ("NumberCo"), Lincoln Acquisitions Corp. ("Lincoln") and the shareholders of BYND. Pursuant to the terms of the BCA: (i) Lincoln and NumberCo would amalgamate to form a new company to be named "BYND Cannasoft Enterprises Inc." (the "Company" or "BYND Cannasoft"), and (ii) the Company would acquire all of the issued and outstanding shares of BYND from its shareholders in exchange for a pro rated number of shares of BYND Cannasoft (the "Share Exchange Transaction" and together with the Amalgamation Transaction, the "Business Combination Transactions").

On March 29, 2021, the Company issued an aggregate of 18,015,883 common shares to BYND shareholders in consideration for all the 1,761 shares issued and outstanding of BYND. Upon completion of the Share Exchange, BYND became a wholly-owned subsidiary of the Company, and the Company continued to carry out the business operations of BYND.

As a result of the Share Exchange, BYND is deemed to be the acquirer for accounting purposes ("Reverse Takeover") and therefore its assets, liabilities and operations are included in the condensed consolidated interim financial statements at their historical carrying value, with the operations of the Company being included from March 29, 2021, the closing date of the Reverse Takeover, and onwards.

At the time of the reverse takeover, the Company did not constitute a business as defined under IFRS 3 *Business Combination*; therefore, the Reverse Takeover of the Company by BYND is accounted for under IFRS 2 *Share-based Payments*, where the difference between the consideration given to acquire the Company and the net asset value of the Company is recorded as a listing expense to profit and loss. The fair value of the consideration issued for the net assets of the Company is as follows:

Consideration transferred:	$
Fair value of shares retained by former BYND Cannasoft shareholders (6,269,117 shares at $0.82 per share)	5,140,676
Forgiveness of BYND debt	(276,210)
Total consideration transferred	4,864,466
Fair value of net assets acquired:	
Cash	494,144
Amount receivable	1
Trade payable and other liabilities	(24,069)
Total net assets acquired	470,076
Listing expense	4,394,390

NOTE 4 – AMOUNTS RECEIVABLES

		September 31, 2021		December 31, 2020
Trades receivable	$	393,379	$	136,430
Income tax advances		120,923		102,127

Due from shareholders		3,946		-
	$	518,248	$	238,557

NOTE 5 – RIGHT-OF-USE ASSETS

The Company's right-of-use asset relates to the lease of office space and vehicles. The Company recognized lease liabilities which were measured at the present value of the remaining lease payments and discounted using the lessee's incremental borrowing rate as of 1.51%.

		Offices		Vehicles		Total
Cost						
Balance as of January 1, 2020	$	63,548	$	77,004	$	140,552
Transfer to property and equipment				(81,080)		(81,080)
Translation differences		3,364		4,076		7,440
Balance, December 31, 2020		66,912		-		66,912
Translation differences		(396)		-		(396)
Balance, September 30, 2021	$	66,516	$	-	$	66,516
Accumulated depreciation						
Balance as of January 1, 2020	$	28,598	$	24,063	$	52,661
Transfer to property and equipment		-		(37,499)		(37,499)
Depreciation		19,720		11,947		31,667
Translation differences		1,866		1,489		3,355
Balance, December 31, 2020		50,184		-		50,184
Depreciation		14,572		-		14,572
Translation differences		97		-		97
Balance, September 30, 2021	$	64,853	$	-	$	64,853
Net book value						
At December 31, 2020	**$**	**16,728**	**$**	**-**	**$**	**16,728**
At September 30, 2021	**$**	**1,663**	**$**	**-**	**$**	**1,663**

NOTE 6 – INTANGIBLE ASSETS

The Company' intangible assets relates to the proprietary software the company is developing as well as the primary growing license for medical cannabis in Israel held by B.Y.B.Y..

		Software		License		Total
Cost						
Balance, December 31, 2020		-		-		-
Additions		296,483		850,000		1,146,483
Translation differences		-		-		-
Balance, September 30, 2021	$	296,483	$	850,000	$	1,146,483
Accumulated depreciation						
Balance, December 31, 2020		-		-		-
Depreciation		-		42,500		42,500
Translation differences		-		-		-
Balance, September 30, 2021	$	-	$	42,500	$	42,500
Net book value						
At December 31, 2020	**$**	**-**	**$**	**-**	**$**	**-**
At September 30, 2021	**$**	**296,483**	**$**	**807,500**	**$**	**1,103,983**

NOTE 7 – PROPERTY AND EQUIPMENT

		Computers & Equipment		Vehicles		Furniture & Equipment		Property Under Construction		Total
Cost										
Balance, January 1, 2020	$	23,989	$	66,305	$	30,670	$	-	$	120,964
Additions		2,919		-		1,895				4,814
Transfer from ROU assets		-		81,080		-		-		81,080
Translation differences		1,400		3,071		1,757		-		6,228
Balance, December 31, 2020		28,308		150,456		34,322		-		213,086
Additions		1,080		-		-		228,420		229,500
Translation differences		(138)		(890)		(203)		-		(1,231)
Balance, September 30, 2021	$	29,250	$	149,566	$	34,119	$	228,420	$	441,355
Accumulated depreciation										
Balance as of January 1, 2020	$	17,290	$	25,371	$	24,550	$	-	$	67,211
Depreciation		3,620		10,306		1,479		-		15,405
Transfer from ROU assets		-		37,499		-		-		37,499
Translation differences		1,037		1,349		349		-		2,735
Balance, December 31, 2020		21,947		74,525		26,378		-		122,850
Depreciation		2,638		13,751		2,504		-		18,893
Translation differences		(1,012)		(3,437)		(1,216)		-		(5,665)
Balance, September 30, 2021	$	23,573	$	84,839	$	27,666	$	-	$	136,078
Net book value										
At December 31, 2020	**$**	**6,361**	**$**	**75,931**	**$**	**7,944**	$	-	**$**	**90,236**
At September 30, 2021	**$**	**5,677**	**$**	**64,727**	**$**	**6,453**	$	**228,420**	**$**	**305,277**

NOTE 8 – TRADE PAYABLES AND ACCRUED LIABILITIES

		September 30, 2021		December 31, 2020
Trades payable	$	30,543	$	346,457
VAT, Income and Dividend taxes payable		59,523		89,527
Due to NumberCo		-		94,392
Due to shareholders		13,971		624
Salaries payable		72,697		74,139
	$	176,734	$	605,139

NOTE 9– RELATED PARTY TRANSACTIONS BALANCES

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of members of the Company's Board of Directors and corporate officers. The remuneration of directors and key management personnel, not including normal employee compensation, made during the nine months ended September 30, 2021 and the nine months ended September 30, 2020 is set out below:

	September 30, 2021	September 30, 2020
Salary	$ 348,579	$ 172,354
	$ 348,579	$ 172,354

During the nine months ended, the Company has paid $nil in dividends (nine months ended September 30, 2020 - $233,490)

As at September 30, 2021, $13,971 (December 31, 2020 – $624) was owed to directors of the Company. Amounts owed to directors were recorded in trade payables are non-interest bearing and unsecured.

NOTE 10 – LEASE LIABILITIES

The Company has leases including leases of offices for 1-2 years and vehicles for 3 years. Some of the leases entered into by the Company include extension and/or cancelation options and adjustments due to linkage to the index on different dates.

	September 30, 2021	December 31, 2020
Balance, opening	$ 18,195	$ 78,434
Lease payments	(14,391)	(65,337)
Interest	127	929
Translation difference	(624)	4,169
Balance, ending	$ 3,307	$ 18,195

NOTE 11 – LONG TERM LOAN

During the year ended December 31, 2020, the Company secured a term loan with a principal amount of $195,305 (NIS 500,000) from an Israeli bank. The loan bears interest at the rate of 3.14% per annum and matures on September 18, 2025. The loan is subject to 48 monthly payments of $4,364 (NIS 11,063) commencing October 18, 2021. $9,880 (NIS 25,000) was deposited in the bank as security for the loan.

NOTE 11 – LONG TERM LOAN (continued)

The activities of the long term loan during the nine month ended September 30, 2021 are as follows:

		September 30, 2021		December 31, 2020
Balance, opening	$	198,405	$	-
Addition		-		195,305
Interest expense, accrued		1,800		969
Translation difference		(2,974)		2,131
Balance, ending		197,231		198,405
Less:				
Long term loan – current portion		46,715		11,721
Long term loan	$	150,516	$	186,684

The undiscounted repayments for each of the next five years and in the aggregate are:

Year ended		Amount
December 31, 2021	$	12,886
December 31, 2022		49,607
December 31, 2023		49,607
December 31, 2024		49,607
December 31, 2025		37,206
	$	198,913

NOTE 12 – EMPLOYEE BENEFITS

The severance pay liability constitutes a defined benefit plan and was calculated using actuarial assumptions. In measuring the present value of the defined benefit obligation and the current service costs the projected unit credit method was used.

a. Plan assets (liability)

Information on the Company's defined benefit pension plans and other defined benefit plans, in aggregate, is summarized as follows:

		September 30, 2021		December 31, 2020
Defined benefit plan liabilities	$	(83,285)	$	(82,867)
Less: fair value of plan assets or asset ceiling		-		-
	$	(83,285)	$	(82,867)

NOTE 12 – EMPLOYEE BENEFITS (continued)

b. Changes in the present value of the defined benefit plan liability
The following are the continuities of the fair value of plan assets and the present value of the defined benefit plan obligations:

	September 30, 2021	December 31, 2020
Balance, opening	$ (82,867)	$ (77,543)
Recognized in profit this year:		
Interest costs	(969)	(1,311)
Current service cost	(6,490)	(8,782)
Recognized in other comprehensive profit:		
Actuary loss for change of assumptions	6,574	8,896
Translation differences	467	(4,127)
Balance, ending	$ (83,285)	$ (82,867)

The actual amount paid may vary from the estimate based on actuarial valuations being completed, investment performance, volatility in discount rates, regulatory requirements and other factors.

c. Major assumptions in determining the defined benefit plan liability
The principal actuarial assumptions used in calculating the Company's defined benefit plan obligations and net defined benefit plan cost for the year were as follows (expressed as weighted averages):

	September 30, 2021	December 31, 2020
Capitalization rate	1.5%	1.55%
Salary growth rate	0%	0%
Retirement rate	5%	5%

NOTE 13 – SHARE CAPITAL

Authorized

Unlimited number of common shares without par value.

Issued

As at September 30, 2021, 26,780,337 common shares were issued and outstanding.

During the nine months ended September 30, 2021

On March 29, 2021, as part of the reverse takeover as described in note 3, the Company issued 18,015,883 of its common shares to the former shareholders of BYND in exchange for all of the issued and outstanding shares of BYND. Total 6,269,117 shares were retained by the former shareholders of the Company.

NOTE 13 – SHARE CAPITAL (continued)

On May 5, 2021, the Company announced that it completed a non-brokered private placement financing wherein it raised $522,410 through the issuance of 435,337 common shares at a price of $1.20 per share.

On July 5, 2021, the Company announced that it completed a non-brokered private placement financing wherein it raised $1,840,000 through the issuance of 2,000,000 common shares at a price of $0.92 per share.

On August 16, 2021, 5,000 stock options were exercised to common shares and on September 21, 2021, 55,000 stock options were exercised to common shares.

During the nine months ended September 30, 2020

There was nil share issued during the nine months ended September 30, 2020.

Stock options

The Company has a stock option plan to grant incentive stock options to directors, officers, employees and consultants. Under the plan, the aggregate number of common shares that may be subject to option at any one time may not exceed 10% of the issued common shares of the Company as of that date, including options granted prior to the adoption of the plan. The exercise price of these options is not less than the Company's closing market price on the day prior to the grant of the options less the applicable discount permitted by the CSE. Options granted may not exceed a term of five years.

A summary of the stock options outstanding for the nine months ended September 30, 2021 are summarized as follows:

	Number of Options	Weighted Average Exercise Price	
Outstanding at January 1, 2021	-		-
Granted during the period	1,020,000	$	0.91
Exercised during the period	(60,000)	$	0.82
Cancelled during the period	(180,000)	$	0.82
Outstanding at September 30, 2021	780,000	$	0.94
Exercisable at September 30, 2021	390,000	$	0.94

During the nine months ended September 30, 2021, there were 780,000 the stock options granted to the directors and officers of the Company with an exercise price of $0.82 per share. The options are exercisable for a period five years from the grant date and are subject to the following vesting schedule: 25% upon listing of the Company's shares on the Canadian Stock Exchange, 25% on 90 days thereafter, 25% on 180 days thereafter and the remainder on 270 days thereafter. In addition, 240,000 stock options were granted to a director of the Company with an exercise price of $1.22 per share. As at September 30, 2021, 390,000 of these stock options were vested.

NOTE 14 – REVENUE

		September 30, 2021		September 30, 2020
Services rendered	$	755,026	$	963,449

Product Sales		204,130		84,687
	$	959,156	$	1,048,136

The Company derives significant revenues from one customer, which exceeds 10% of total revenues. Revenues earned from that customer were 75% of total revenues for the period ended September 30, 2021 (Nine months ended September 30, 2020 – 75%)

NOTE 15 – SUBSEQUENT EVENT

On October 4, 2021, the Company announced that it completed two non-brokered private placements financing wherein it raised $2,500,000 through the issuance of 2,403,846 common shares at a price of $1,04 per share as well as 400,000 non-transferable share purchase warrants at an exercise price of $1.30 per common share. In connection with the second financing, the Company raised $189,834 through the issuance of 94,917 common shares at a price of $2.00 per share.

On October 14, 2021, the Company announced that it completed a non-brokered private placement financing wherein it raised $400,000 through the issuance of 200,000 common shares at a price of $2.00 per share.

BACKGROUND

This Management's Discussion and Analysis ("**MD&A**") should be read in conjunction with the unaudited, consolidated financial statements and notes thereto of BYND Cannasoft Enterprises Inc. ("**BYND Cannasoft**" or the "**Company**") for the nine month period ended September 30, 2021 and 2020. The information contained in this MD&A is current to November 25, 2021.

The preparation of the Company's financial statements are in conformity with International Financial Reporting Standards ("**IFRS**") and requires management to make assumptions that affect the reported amounts of assets, liabilities and expenses in addition to the disclosure of contingent liabilities at the date of the financial statements and reporting amounts. The Company bases its estimates on historical experience, current trends and various other assumptions that are believed to be reasonable under the circumstances. Actual results could differ from those estimates.

COVID-19

Since March 2020, several governmental measures have been implemented in both Israel and Canada and throughout the rest of the world in response to the coronavirus (COVID-19) pandemic. While the impact of COVID-19 and these measures are expected to be temporary, the current circumstances are dynamic and the impacts of COVID19 on the Company's business operations cannot be reasonably estimated at this time. The Company anticipates this could have an adverse impact on its business, results of operations, financial position and cash flows in the future. The Company continues to operate its business and adheres to applicable emergency measures as those are developed.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS AND RISK FACTORS

This MD&A contains forward-looking statements that include risks and uncertainties that are disclosed under the section "*Risk Management*". Other factors that could affect actual results are uncertainties pertaining to government regulations, both domestic as well as foreign, and the changes within the capital markets.

This MD&A contains certain statements that may constitute "forward-looking statements". Forward-looking statements include but are not limited to, statements regarding future anticipated business developments and the timing thereof, regulatory compliance, sufficiency of working capital, and business and financing plans. Although the Company believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Forward-looking statements are typically identified by words such as: believe, expect, anticipate, intend, estimate, postulate and similar expressions, or which by their nature refer to future events. The Company cautions investors that any forward-looking statements by the Company are not guarantees of future performance, and that actual results may differ materially from those in forward looking statements as a result of various factors, including, but not limited to, the Company's ability to continue its projected growth, to raise the necessary capital or to be fully able to implement its business strategies.

GOING CONCERN

The Company's financial statements have been prepared on a going concern basis, which implies the Company will continue to realize its assets and discharge its liabilities in the normal course of business. The Company's ability to continue as a going concern is dependent upon the continued financial support from its shareholders, the ability of the Company to generate revenue to establish profitable operations and to obtain the necessary equity or debt financing to fund operations as required.

OUTLOOK

The Company's primary focus for the foreseeable future will be: (i) the continuation of its current CRM software business, (ii) development of its New Cannabis CRM Platform (defined below) for the medical cannabis industry, (iii) raising sufficient capital to enable the Company to construct its proposed Cannabis Farm (defined below), (iv) the construction and operation of its proposed Cannabis Farm, and (v) making an application to list the Company's common shares on the Nasdaq Capital Market.

DESCRIPTION OF BUSINESS

BYND Cannasoft Enterprises Inc. was amalgamated under the Business Corporations Act (British Columbia) on March 29, 2021. The Company's registered address is 2264 East 11th Avenue, Vancouver, BC, V5N 1Z6, Canada.

CRM Business

The Company's fully owned subsidiary BYND - Beyond Solutions Ltd. ("**BYND Israel**"), a corporation incorporated under the laws of the State of Israel, develops and markets customer relationship management (CRM) software products that enable small and medium sized enterprises (SMEs) to optimize day to day functions such as sales management, workforce management, contact center operations and asset management. BYND Israel currently offers a proprietary CRM software product known as "*Benefit CRM*" (our "**Benefit CRM Software**") to its customers. Over the last 3 years, BYND Israel has been developing the next generation of its Benefit CRM Software (our "**New CRM Platform**"), which will be cloud based and will include many new features and enhancements.

BYND Israel has also begun development of a new, revolutionary CRM software platform, designed specifically to serve the unique needs of the medical cannabis sector (our "**New Cannabis CRM Platform**"). BYND Israel's goal is that its New Cannabis CRM Platform will ultimately become the "virtual marketplace" for all stakeholders in medical cannabis.

Medical Cannabis

On October 1, 2020, BYND Israel executed a share purchase agreement with the shareholders of B.Y.B.Y. Investments and Promotions Ltd. ("**Cannasoft**"), a corporation incorporated under the laws of the State of Israel. Pursuant to the agreement, BYND Israel would acquire 74% ownership interest in Cannasoft from its shareholders, in exchange for 54.58% ownership interest in BYND Israel ("**Cannasoft Acquisition**"). Cannasoft owns a primary license for growing medical cannabis granted by the Israeli Ministry of Health and has begun the process of obtaining the necessary permits and approvals to construct a 3.7 acre cannabis farm in southern Israel, to grow and harvest medical cannabis (the "**Cannabis Farm**"). The Cannasoft Acquisition transaction was completed on March 29, 2021.

BYND Israel's long term goal is to leverage its Cannabis Farm business to assist in the development of its New Cannabis CRM Platform. By using data generated by the operation of the Cannabis Farm, including data relating to the growing, harvesting and selling of medical cannabis, BYND Israel will be able to better optimize its New Cannabis CRM Platform to offer stakeholders in the Cannabis industry, a state of the art resource which will enhance their businesses.

The Cannasoft Acquisition and the Lincoln Business Combination Transaction

In early 2019, BYND Israel entered into discussions with the owners of Cannasoft, with a view to: (i) combining their respective businesses, (ii) raising the capital necessary to construct the Cannabis Farm, and (iii) listing BYND Israel's shares for trading on a Canadian stock exchange (the "**Listing**"). In pursuit of these goals:

- On April 22, 2019, BYND Israel signed a convertible loan agreement with an investor, who agreed to loan BYND Israel USD$100,000, to be used to pursue the Cannasoft Acquisition and the Listing;

- On August 18, 2019, BYND Israel entered into a "document of understanding" with the owners of Cannasoft, which outlined the basic terms of the Cannasoft Acquisition;

- On November 28, 2019, BYND Israel entered into a non-binding letter of intent with Lincoln Acquisitions Corp. ("**Lincoln**"), setting out the general terms and conditions relating to a proposed transaction wherein Lincoln would:

    - acquire BYND Israel and Cannasoft from their respective shareholders (the "**Business Combination Transactions**"); and

    - complete the Listing, by applying to list its shares for trading on the Canadian Securities Exchange ("**CSE**");

- On December 9, 2019, BYND Israel assisted in the formation of a new British Columbia corporation ("**Fundingco**"), to be used as a vehicle for raising capital in connection with the Cannasoft Acquisition and the Listing;

- On December 16, 2019, BYND Israel entered into a definitive Business Combination Agreement with Lincoln, Fundingco and the shareholders of BYND Israel in connection with the Business Combination Transactions wherein the parties agreed *inter alia* that:

    - Lincoln and Fundingco would amalgamate to form BYND Cannasoft, and

    - BYND Cannasoft would acquire all of the issued and outstanding shares of BYND Israel (and its 74% owned subsidiary, Cannasoft);

The Business Combination Transactions were completed on March 29, 2021. Following completion of the Business Combination Transactions, BYND Cannasoft's primary businesses are now the businesses of BYND Israel and of Cannasoft.

SELECTED FINANCIAL INFORMATION

The following table sets forth selected financial information of the Company for the fiscal period ended September 30, 2021 and the year ended December 31, 2020. The selected financial information set out below has been derived from the Company's consolidated unaudited quarterly financial statements and accompanying notes and its consolidated audited financial statements and accompanying notes, for the corresponding periods. The selected financial information set out below may not be indicative of the Company's future performance.

Item	Period Ended September 30, 2021 (CAD$)	Year Ended December 31, 2020 (CAD$)
Revenues	959,156	1,610,212
Income (Loss)	(4,597,019)*	(291,458)
Total Assets	7,040,766	505,694
Total Liabilities	499,365	689,872

Item	Period Ended September 30, 2021 (CAD$)	Year Ended December 31, 2020 (CAD$)
Working Capital (Deficiency)	5,364,279	(197,693)
Shareholders' Equity	6,541,401	(184,178)
Number of Common Shares Outstanding at period end	26,780,337	800

*Includes a one-time non-recurring non-cash $4,394,390 listing expense incurred due to the Business Combination Transactions and the company's listing of its shares on the CSE.

RESULTS OF OPERATIONS AND OVERALL PERFORMANCE

For the nine month period ended September 30, 2021, the Company recorded net loss of $4,597,019 compared to a net income of $25,277 in 2020 and had a cash balance as at September 30, 2021 of $5,040,105 (December 31, 2020 - $563,015). The net loss during the interim period was mainly due to a one-time, non-recurring non-cash $4,394,390 listing expense incurred in connection with the Business Combination Transactions and the Company's listing of its shares on the CSE.

The following provides an overview of the Company's financial results for the nine month period ending September 30, 2021:

Revenues from Sales and Services

- Revenues during the period were $959,156 as compared to $1,048,136 for the same period in 2020. This decrease is mainly a result of decreased revenues from development hours in the amount of $277,611 due to a decrease in volume from BYND Israel's largest customer. This decrease was offset by increased revenues from sales of Benefit CRM Software licenses in the amount of $181,042.

- Approximately 75% of sales during the period and 79% of our sales in the year ended December 31, 2020, were derived from BYND Israel's largest customer.

- Development of the Company's New CRM Platform is approximately 90% complete. We estimate that by the end of this year a BETA version of the New CRM Platform will be available, and that we will begin to generate revenues shortly thereafter.

- Development of the Company' New Cannabis CRM Platform is at a very early stage and we do not expect to generate revenues from the platform for the next 9-12 months.

- Cannasoft's proposed Cannabis Farm is at a very early stage of development and we do not expect to generate revenues from the sale of cannabis or cannabis infused products until Q3 2022.

Cost of Sales and Services

- For the nine month period ended September 30, 2021 the Company's gross margin was 52% as compared to 36% for the same period in 2020. The increase was the result of a $46,496 decrease in subcontractors expenses and a $164,599 decrease in payroll expenses.

General and Administrative Expenses and Professional Fees

- For the nine month period ended September 30, 2021, general and administrative expenses increased to $264,972 from $67,559 for the same period in 2020. The overall increase was due to increases D&O insurance expenses, Investor relations expenses and other expenses incurred as a result of the Company being a listed issuer. Professional fees during the period decreased from $197,967 to $152,122 mainly due to the timing of legal, accounting and consulting fees related to the Cannasoft Acquisition, the Business Combination Transactions and the Listing incurred in both 2020 and 2021.

LIQUIDITY AND CAPITAL RESOURCES

As at September 30, 2021, the Company had a cash balance of $5,040,105 (December 31, 2020: $563,015).

Item	Nine Months Period Ended September 30, 2021 (CAD$)	Year Ended December 31, 2020 (CAD$)
Cash provided by (used in) operating activities	(607,454)	388,318
Cash used in investing activities	(525,983)	(31,866)
Cash provided by (used in) financing activities	5,529,053	(108,118)
Net increase in cash	**4,395,616**	**248,334**

- The Company’s cash flows provided from operating activities in its most recently completed fiscal year was $388,318. However, the Company experienced negative cash flows from operating activities during the nine month period ended September 30, 2021 in the amount of $607,454, primarily due to an increase in amounts receivable and prepaid expenses as well as a decrease in trade payables and accrued liabilities. Cash outlays included general business and administrative expenses, consulting fees, business and product development, and professional fees.

- According to Company’s management, the Company continues to be able to generate sufficient cash flows to maintain its current capacity. Nevertheless, it will require additional funds in order to complete the Company's expansion goals which include, construction of the Cannabis Farm.

- On April 22, 2019, BYND Israel entered into a convertible loan agreement with an investor (the “**Convertible Loan Agreement**”) to borrow USD$100,000 to facilitate the completion of the Business Combination Transaction and the listing of the shares of the Company on the CSE.

- On June 30, 2020, Fundingco completed a private placement financing wherein it issued 3,885,600 Fundingco special warrants to investors, at an issue price of $0.04 per special warrant, for gross proceeds of $155,424.

- On October 1, 2020

  - BYND Israel assigned its obligations under the Convertible Loan Agreement to Fundingco and recorded a gain of $116,473 related to the debt assignment. As the consideration for the debt assignment, BYND Israel issued a demand promissory note to Fundingco with the principal amount of $155,548 equal to the principal amount of the convertible debenture together with all unpaid interest owing to the creditor. The demand promissory note is unsecured and bears no interest.

  - Fundingco settled the amount owing to the investor under the Convertible Loan Agreement, by issuing 607,125 Fundingco special warrants, to the investor.

- On October 22, 2020, BYND Israel secured a term loan with a principal amount of $195,305 (NIS 500,000) from an Israeli bank. The loan bears interest at the rate of 3.14% per annum and matures on September 18, 2025. The loan is subject to 48 monthly payments of $4,364 (NIS 11,063) commencing October 18, 2021. $9,880 (NIS 25,000) was deposited in the bank as security for the loan.

- On March 29, 2021, Fundingco, the Company's predecessor, completed a non-brokered private placement financing wherein it issued 562,142 Fundingco special warrants to investors, at an issue price of $0.82 per special warrant, for gross proceeds of $460,956.

- On May 5, 2021, the Company completed a private placement financing wherein it issued 435,337 common shares to investors, at an issue price of $1.20 per share, raising $522,410 of gross proceeds.

- On July 5, 2021, the Company completed a non-brokered private placement financing wherein it raised $1,840,000 through the issuance of 2,000,000 common shares at a price of $0.92 per share.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no undisclosed off-balance sheet arrangements that have or are reasonably likely to have, a current or future effect on its results of operations, financial condition, revenues or expenses, liquidity, capital expenditures or capital resources that is material to investors.

OUTSTANDING SHARE CAPITAL

Common Shares

Issued & Outstanding as at September 30, 2021	26,780,337
Issued on October 4, 2021 (Private Placement @ $1.04 per share)	2,403,846
Issued on October 4, 2021 (Private Placement @ $2.00 per share)	94,917
Issued on October 14, 2021 (Private Placement @ $2.00 per share)	200,000
Total Issued & Outstanding as at November 25, 2021	29,479,100

Convertible Securities	Exercise Price	Expiry Date	
Stock Options	$0.82	March 29, 2026	540,000
Stock Options	$1.22	June 29, 2026	240,000
Share Purchase Warrants	$1.30	October 4, 2023	400,000
Fully Diluted Share Capital			30,659,100

TRANSACTIONS WITH RELATED PARTIES

During the nine month period ended September 30, 2021, the Company paid management fees in the amount of $348,579 to its President & CTO. During the year ended December 31, 2020 the Company paid $252,686 to its President and CTO.

As at September 30, 2021, there were $13,971 included in trade payables and accrued liabilities owed to the Company's Directors.

During the year ended December 31, 2020, BYND Israel paid $238,086 in total dividends to its shareholders.
On March 29, 2021, the Company granted 780,000 stock options to its independent directors and to its CFO and Corporate Secretary, which options are exercisable for 5 years, at an exercise price of $0.82 per share. 180,000 of these stock options have been cancelled.
On June 29, 2021, the Company granted 240,000 stock options to an independent director, which options are exercisable for 5 years, at an exercise price of $1.22 per share,

SUBSEQUENT EVENTS

On October 4, 2021, the Company completed two non-brokered private placements financings wherein it raised $2,500,000 through the issuance of 2,403,846 common shares at a price of $1,04 per share as well as 400,000 non-transferable share purchase warrants at an exercise price of $1.30 per common share. In connection with the second financing, the Company raised $189,834 through the issuance of 94,917 common shares at a price of $2.00 per share.

On October 14, 2021, the Company completed a non-brokered private placement financing wherein it raised $400,000 through the issuance of 200,000 common shares at a price of $2.00 per share.

PROPOSED TRANSACTIONS

As of the date of this MD&A, there are no proposed significant transactions involving the Company.

CHANGES IN OR ADOPTION OF ACCOUNTING POLICIES

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

FINANCIAL INSTRUMENTS

Financial instruments include cash, amounts receivable and accounts payable and accrued liabilities. The estimated fair value of these financial instruments approximates their carrying values because of the short term to maturity of these instruments.

As at September 30, 2021 the Company had $5,629,843 in current assets and $265,564 in current liabilities resulting in a working capital of $5,364,279.

RISK MANAGEMENT

The Company is exposed in varying degrees to a variety of risks. The Company's Directors approve and monitor the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's exposure to credit risk is the carrying value of cash and amounts receivable.

For amounts due from customers, the Company performs ongoing credit evaluations of its customers, and monitors the receivable balance and the payments made in order to determine if an allowance for estimated credit losses is required. When determining the allowance for estimated credit losses the Company will consider historical experience with the customer, current market and industry conditions and any specific collection issues.

Interest Rate Risk

Interest Rate risk is the risk that the fair value of a financial instrument will fluctuate because of changes in market interest rates. Loans payable include variable interest rates; however, the Company does not believe it is exposed to material interest rate risk.

Foreign Exchange Rate Risk

The Company is exposed to foreign exchange risk as the Company has a surplus of financial assets over financial liabilities denominated in USD as of September 30, 2021, consisting of cash in the sum of $4,320,579. As of September 30, 2021 a 5% depreciation or appreciation of the U.S. dollar against the New Israeli Shekel would have resulted in an approximate $216,029 decrease or increase, respectively, in total pre-tax profit.

Liquidity Risk

Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments. Total amount of the Company's financial liabilities according to the contractual conditions in non-capitalized amounts (including interest payments) as at September 30, 2021 for the next 5 years and over is $377,272. To secure the additional capital necessary to pursue its plans, the Company may have to raise additional funds through equity or debt financing.

Limited Financial Resources Risk

The Company has limited financial resources and operating revenues and its ability to move forward with its plans to develop its Cannabis Farm are dependent upon management's success in raising additional capital. Failure to obtain additional financing could result in the delay or indefinite postponement of the development of its Cannabis Farm and the Company may become unable to carry out its stated business objectives.

While the Company has been successful until now, in obtaining financing from the capital markets there can be no assurance that the capital markets will remain favorable in the future, and/or that the Company will be able to raise the financing needed to pursue its business objectives on favorable terms, or at all. Restrictions on the Company's ability to finance could have a materially adverse outcome on the Company and its securities, and its ability to continue as a going concern.

Market Risk

The Company's common shares trade on the Canadian Securities Exchange and the trading value thereof is determined by the evaluations, perceptions and sentiments of both individual investors and the investment community taken as a whole. Such evaluations, perceptions and sentiments are subject to change, both in short term time horizons and longer-term time horizons. An adverse change in investor evaluations, perceptions and sentiments could have a material adverse outcome on the Company and its securities.

Coronavirus (COVID-19) Risk

Since March 2020, several governmental measures have been implemented in both Israel and Canada and throughout the rest of the world in response to the coronavirus COVID-19 pandemic. While the impact of COVID-19 and these measures are expected to be temporary, the current circumstances are dynamic and the impacts of COVID19 on the Company's business operations cannot be reasonably estimated at this time. The Company anticipates this could have an adverse impact on its business, results of operations, financial position and cash flows during 2021. The Company continues to operate its business, and in response to Government emergency measures, has from time to time requested its employees and consultants work remotely wherever possible. These government measures, which could include government mandated closures of the Company or its contractors or restrictions on travel of various personnel, could impact the Company's ability to conduct its business in the normal course.

Business Risks relating to our CRM Business

- Defects or disruptions in our planned cloud-based New CRM Platform and New Cannabis CRM Platform services could diminish demand for our services and subject us to substantial liability.

- Interruptions or delays in service from our third-party data center hosting facilities could impair the delivery of our service and harm our business.

- If we experience significant fluctuations in our rate of anticipated growth and fail to balance our expenses with our revenue forecasts, our results could be harmed.

- We may in the future be sued by third parties for alleged infringement of their proprietary rights.

- We will rely on third-party computer hardware and software that may be difficult to replace or which could cause errors or failures of our service.

- The market for our technology delivery model and enterprise cloud computing application services is immature and volatile, and if it develops more slowly than we expect, our business could be harmed.

- We are currently dependent on one of our clients for the majority of current revenues and any changes to that relationship could have a significant impact on future revenues.

Business Risks relating to our proposed Cannabis Business

- The Company does not yet have sufficient financial resources to complete construction of the Cannabis Farm and there is no guarantee that we will be able to raise the necessary capital, either through debt or equity financing, or in either case, on favorable terms.

- Our Cannabis Farm business will be dependent on our obtaining certain licences and certain GSP and GAP good practice certifications, which if not maintained in good standing, may prevent us from being able to carry on or expand our operations.

- We will face risks inherent in an agricultural business, and an inability to grow crops successfully will interrupt our business activities.

- We will be relying on one key production facility, and disruption of operations at this facility could significantly interfere with our ability to continue our product testing, development and production activities.

- We will rely on key components of our production and distribution process, such as energy and third-party producers and distributors, and a disruption in the availability of those key components, or in increase in their cost, could adversely impact our business.

- Manufacturing difficulties, disruptions or delays could limit supply of our products and limit our product sales. Producing cannabis products is difficult, complex and highly regulated.

- We are subject to environmental, health and safety regulations and risks, which may subject us to liability under environmental laws.

- We are dependent on the success of our quality control systems, which may fail, and cause a disruption of our business and operations.

- The success of our branded cannabis products business will depend on the success of the cannabis product candidates we develop. To date, we have not developed any cannabis products, and we do not expect to generate revenue from any cannabis products that we develop until at least Q3 2022.

- Unfavorable publicity or unfavorable consumer perception of us or cannabis generally may constrain our sales and revenue.

General Business Risks

- We face the risk of exposure to product liability claims, regulatory action and litigation if our products cause loss or injury.

- We may not be able to obtain insurance coverage for all of the risks we face, exposing us to potential uninsured liabilities.

- If any of the products that we produce or intend to produce are recalled due to an alleged product defect or for any other reason, we could be required to incur the unexpected expense of the recall and any legal proceedings that might arise in connection with the recall.

OTHER MATTERS

Legal Proceedings

There are no ongoing legal proceedings of any kind initiated by the Company or by third parties against the Company.

Contingent Liabilities

At the date of MD&A, management was unaware of any outstanding contingent liability relating to the Company's activities.

Disclosure Controls and Procedures

The Company's directors and officers are responsible for designing internal controls over financial reporting in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Company's financial statements for external purposes in accordance with IFRS. The design of the Company's internal control over financial reporting was assessed as of the date of this MD&A.

Based on this assessment, it was determined that certain weaknesses existed in internal controls over financial reporting. As indicative of many small companies, the lack of segregation of duties and effective risk assessment were identified as areas where weaknesses existed. The existence of these weaknesses is to be compensated for by senior management monitoring, which exists. The officers will continue to monitor very closely all financial activities of the Company and increase the level of supervision in key areas. It is important to note that this issue would also require the Company to hire additional staff in order to provide greater segregation of duties. Since the increased costs of such hiring could threaten the Company's financial viability, management has chosen to disclose the potential risk in its filings and proceed with increased staffing only when the budgets and work load will enable the action.

The Company has attempted to mitigate these weaknesses, through a combination of extensive and detailed review by the Company's directors and officers, of the financial reports, the integrity and reputation of accounting personnel, and candid discussion of those risks.

DISCLAIMER

The information provided in this document is not intended to be a comprehensive review of all matters concerning the Company. The users of this information, including but not limited to investors and prospective investors, should read it in conjunction with all other disclosure documents provided by the Company from time to time.

No securities commission or regulatory authority has reviewed the accuracy or adequacy of the information presented herein.

APPROVAL

The Company's Board of Directors oversees management's responsibility for financial reporting and internal control systems through an Audit Committee. This Committee meets periodically with management and annually with the independent auditors to review the scope and results of the annual audit and to review the financial statements and related financial reporting and internal control matters before the financial statements are approved by the Board of Directors and submitted to the shareholders of the Company. The Board of Directors of the Company has approved the Financial Statements and the disclosure contained in this MD&A.