SURREY CAPITAL CORP.

CANADIAN SECURITIES EXCHANGE FORM 2A

DATED: FEBRUARY 25, 2015

1.0 Table of Contents

2.0 Corporate Structure

2.1 Issuer's Corporate Name

The Issuer's full corporate name is Surrey Capital Corp. ("**Surrey**" or the "**Issuer**"), having its registered office and principal place of business at 466A Ellerslie Ave., Toronto, Ontario, M2R 1C4.

2.2 Incorporation

The Issuer was incorporated pursuant to articles of incorporation dated September 13, 2010 under the *Business Corporations Act* (Ontario). On December 10, 2010, the Corporation filed a Certificate of Amendment to its Articles to remove the private issuer provisions and restrictions on share transfers.

2.3 Inter-Corporate Relationships

The Issuer currently does not have any subsidiaries.

2.4 Proposed Transaction

The Issuer entered into a Letter of Intent ("**LOI**") on December 15, 2014 with Mobilman Management Inc. ("**MM**") and has been superseded by a Share Exchange Agreement ("**SEA**") with the shareholders of MM on January 23, 2015 to acquire all of the issued and outstanding common shares of MM, in exchange for 15,000,000 common shares of the Issuer (a ratio of 178.636227 Surrey Common Shares to each MM Common Share) subject to shareholder and regulatory approval. Concurrently, with the completion of the share exchange, the Issuer expects to issue 1,765,194 common shares at $0.10 per common share to settle outstanding indebtedness of $176,519.46 due by MM and the LOI provided for two separate financings; (i) the first one up to $200,000 within MM and (ii) the second up to $250,000 as a concurrent financing within Surrey. The terms of the first is at a price of $4.9125 per MM common share and the second is at $0.10 per common share of Surrey. For each common share issued in MM, Surrey will issue to the investors 178.635227 common share, and the financing within MM cannot be more than 50% of the concurrent financing in Surrey. The SEA and the concurrent issuance of the common shares, assuming $200,000 is raised in MM and $100,000 in Surrey as well as the debt settlement (collectively the "**Proposed Transaction**"), will result in the creation of a control group holding 51.87% of the Resulting Issuer's issued and outstanding shares representing 16,942,459 common shares. Of these 16,942,459 common shares, 12,000,000 common shares representing 36.74% of the Resulting Issuer's issued and outstanding common shares will be held in escrow until the later of (i) the date the Canadian Securities Exchange's ("**CSE**") escrow requirements are met or (ii) the date the Resulting Issuer reports positive quarterly net income and comprehensive income on SEDAR. As a condition of the LOI, upon closing of the Proposed Transaction, Mr. Robert Young and Mr. Mathieu Dupont will be joining Mr. Elliott Jacobson, Mr. Joseph Rauhala and Mr. James Turner on the board of directors of Surrey and Mr. Claude Ayache and Mr. Dan Hussey will be resigning as directors of Surrey. In addition, Mr. Joseph Rauhala, Mr. Elliott Jacobson and Mr. Turner will replace Mr. Pierre Morel as directors of Mobilman and join Mr. Robert Young and Mr. Mathieu Dupont.

Within the LOI, there is a provision for two financing; (i) the first one up to $200,000 within MM and (ii) the second up to $250,000 as a concurrent financing. The terms of the first is at a price of $4.9125 per MM common share and the second is at $0.10 per common share of the Corporation. For each common share issued in MM, Surrey will issue to the investors 178.635227 common share, and the financing within MM cannot be more than 50% of the concurrent financing.

Subsequent to the Proposed Transaction, Surrey the issuer will be referred to as the "**Resulting Issuer**" and shall change its name to Mobilman Corporation ("**MMC**").

3.0 General Development of Surrey

Surrey had its common shares listed on the TSX Venture Exchange ("**TXSV**") for trading under the symbol SYC.P upon the completion of its initial public offering ("**IPO**") as disclosed in a prospectus filed with the regulators and dated December 10, 2010.

Currently with its IPO, Surrey issued 4,928,000 common shares at $0.10 per common shares, and prior to its IPO had issued 2,500,000 common shares at a price of $0.05 per common shares.

Surrey, at the time of its initial listing on the TSXV, was classified as a Capital Pool Company as described in the policies of the TSXV. As a result, Surrey's business was to identify and evaluate businesses and assets with a view to completing a Qualifying Transaction ("**QT**"), as described in the policies of the TSXV. Any proposed QT required to be accepted by the TSXV and in the case of a non-arm's length QT must also receive majority of the minority approval in accordance with policies of the TSXV. Under the policies of the TSXV, Surrey was not authorized to conduct commercial operations until the completion of its QT.

On October 18, 2012, Surrey ("Optionee") signed a Letter of Understanding ("**LoU**") with Richmond Minerals Inc. ("**Richmond**") and Mag Copper Ltd. ("**Mag**") (jointly the "**Optionors**") whereby the Optionee and the Optionors would enter into a definitive option agreement (the "**Option Agreement**") allowing the Optionee to acquire up to a 50% interest in 34 unpatented mining claims (the "**Property**") located in the Halle Township of the Province of Quebec (NTS Map Sheet Numbers 31M08). This transaction, upon completion, would become Surrey's Qualifying Transaction as per Policy 2.4 of the TSXV.

The Option Agreement, which superseded the LoU, was signed on December 31, 2012 and provided Surrey the option to acquire 50% of the Property upon incurring an aggregate of $200,000 in exploration and development expenditures on the Property within 12 months of the release of the Final Exchange Bulletin ("**FEB**") by the TSXV, in addition to 1) paying the Optionors $20,000 and 2) the issuance of 200,000 common shares of Surrey upon the release of the FEB and 3) the issuance of 400,000 common shares of Surrey on the anniversary of the FEB.

The Surrey's QT closed on March 13, 2013 when the FEB was released by the TSXV, with trading in Surrey's shares resuming March 15th, 2013 on the TSXV. Concurrently, with the closing of the QT, the Surrey raised $74,800 by way of a 12% Convertible Debenture maturing August 31, 2014. The holders of these debentures had the right to convert into common shares of Surrey at a price of $0.10 per common share (Conversion ratio of 1,000 common share per $100 of Face Value). In addition, subscribers received 1,000 Share Purchase Warrants for each $100 of Face Value, wherein each Share Purchase Warrant provided the holder with the right to purchase one additional common share prior to August 31, 2014 at a price of $0.10 per common share.

As of August 31, 2014, the Convertible Debentures were repaid in full and no debentures or share purchase warrants were either converted or exercised into Surrey's common shares.

Surrey did not invest the $200,000 in exploration and development on the Property due to the then current and still ongoing negative environment for junior mining companies and environment, which made it very difficult for resource companies to raise additional funds. Surrey thus let its option on the Property lapse and the carrying value of the Property, being $37,567, was expensed accordingly.

Surrey's board of directors had been actively seeking opportunities and after having established an independent sub-committee of the board of directors began discussions with MM in September 2014. In December 2014, Surrey entered into a LOI on December 15, 2014 with MM and has been superseded by a SEA with the shareholders of MM on January 23, 2015 to acquire all of the issued and outstanding common shares of MM, in exchange for 15,000,000 common shares of the Issuer (a ratio of 178.636227 Surrey Common Shares to each MM Common Share) subject to shareholder and regulatory approval. Concurrently, with the completion of the share exchange, the Issuer expects to issue 1,765,194 common shares at $0.10 per common share to settle outstanding indebtedness of $176,519.46 due by MM and the LOI provides for two separate financings; (i) the first one up to $200,000 within MM and (ii) the second up to $250,000 as a concurrent financing within Surrey. The terms of the first is at a price of $4.9125 per MM common share and the second is at $0.10 per common share of Surrey. For each common share issued in MM, Surrey will issue to the investors 178.635227 common shares, and the financing within MM cannot be more than 50% of the concurrent financing in Surrey. Upon completion of the Proposed Transaction a control group will be created holding 51.87% of the Resulting Issuer's issued and outstanding shares representing 16,942,459 common shares. Of these 16,942,459 common shares, 12,000,000 common shares representing 36.74% of the Resulting Issuer's issued and outstanding common shares will be held in escrow until the later of meeting the Canadian Securities Exchange's ("**CSE**") escrow requirements or the Resulting Issuer reporting positive quarterly net income and comprehensive income on SEDAR

General Discussion of MM

MM, whose operations and assets are in Quebec, was incorporated on May 30, 2013, pursuant to the laws of the Canada Business Corporations Act, as a developer of Software as a Service ("**SaaS**") for use by businesses with mobile work forces. MM was initially started as a joint venture between Miralupa Inc. and Les Bocages Pierre-Bertrand Enr. to Pierre Morel in June 2012. The initial objectives of MM was to develop a software using cloud base applications that would permit construction companies to manage their mobile work force as well as improve their ability to report to their clients as to the progress made on assigned tasks on one or more projects simultaneously. The application, "**Mobilman**", permits users to access the service while in the field via their Internet connected Smartphone, tablet or laptop computers.

By providing the application by way of SaaS, Mobilman eliminates the need for companies to purchase additional hardware or software in order to use the Mobilman software, nor do they need to invest in IT support staff. MM clients need only make use of their current hardware, being a Smartphone, tablet or browser enabled computers in order to access Mobilman via the Internet.

Specifically, by using Mobilman, a company has the ability to manage human and material resources by using Smartphones and tablets geolocation capabilities. Coupled with real-time internet connectivity, Mobilman provides two way communications about relevant projects and tasks including assignment of tasks, status updates, navigation data for getting to the next location. In addition, Mobilman enables the recording of such information and documentation that may be required to ensure quality control, safety enhancement, work audits, reporting on completion level, time tracking, billing and invoicing and other administrative tasks that are now typically performed manually or by systems not directly connected with the actual field worker, or worse, unrecorded and potentially risky

The application Mobilman will offer both "pay as you go" and annual subscription models. The target market being the small and medium enterprises with mobile workers who provide project and/or task based services at diverse offsite locations.

The pro-forma consolidated financial statements of the Issuer after giving effect to the share exchange as of December 31, 2014, and the two companies' audited year ends, are attached as part of Section 5, "Selected Consolidated Financial Statements" in this Listing Statement and is incorporated by reference herein.

MM has not undertaken any disposition, significant or otherwise and has no probable acquisition proposed by the Issuer, for which financial statements would be required under National Instrument 41-101 General Prospectus Requirements if this Listing Statement were a prospectus.

MM has received no valuation opinion within the last 12 months required under Canadian securities legislation, a directive of a Canadian securities regulatory authority, or a requirement of a Canadian stock exchange or other Canadian market.

The Proposed Transaction is with a related party of the issuer as Mr. Ayache and Mr. Turner currently have a financial interest prior to the completion of the Proposed Transaction either directly or indirectly in MM and are also Directors of Surrey in addition to being the Chief Executive Officer and Chief Financial Officer, respectively, of Surrey. Furthermore, Mr. Ayache's spouse, Ms. Fabienne Azoulay, while making her own investment decisions has an indirect interest in MM, independent of Mr. Ayache's. In order to minimize the impact of the proposed related party transaction when making any decision to acquire MM by Surrey, Surrey's board of directors created an independent committee of the board of directors comprised of Mr. Joseph Rauhala, Mr. Elliott Jacobson and Mr. Dan Hussey. The objective of the independent committee was to evaluate the opportunity on behalf of Surrey and to, if deemed appropriate, submit the acquisition to a vote of Surrey shareholders.

Other than as disclosed in this Listing Statement, MM is not aware of any trends, uncertainties, demands, commitments or other events that are reasonably likely to have a material effect on MM's business, financial condition or results of operations.

4.0 Narrative Description of MM

MM, who operations and assets are in Quebec, was incorporated on May 30, 2013, pursuant to the laws of the Canada Business Corporations Act, as a developer of SaaS for use by businesses with mobile work forces. MM was initially started as a joint venture between Miralupa and Les Bocages in June 2012. The initial objectives of MM was to develop a software using cloud base applications that would permit construction companies to manage their mobile work force as well as improve their ability to report to their clients as to the progress made on assigned tasks on one or more projects simultaneously. The application, Mobilman, permits users to access the service while in the field via their internet connected Smartphone, tablet or laptop computers.

MM's application enables companies to both follow in real time the movement of their workforce while in the field and the progress on tasks they have been assigned.

Specifically, by using Mobilman, a client company has the ability to manage human and material resources by using Smartphones and tablets geolocation capabilities coupled with real-time internet connectivity so as to provide two way communications about relevant projects and tasks including assignment of tasks, status updates, navigation data for getting to the next location as well as the recording of such information and documentation that may be required to ensure quality control, safety enhancement, work audits, reporting on completion level, time tracking, billing and invoicing and other administrative tasks that are now typically performed manually or by systems not directly connected with the actual field worker, or worse, un-recorded and potentially risky.

During the development process, MM conducted numerous interviews with potential customers and future users at customers. Such interviews permitted MM to understand that worker autonomy was a significant issue of concern both for employers and workers. Increased autonomy for construction trades people without sacrificing quality and lessening the need to directly manage staff, was viewed as a “win-win” situation by both management and their employees. Mobilman accomplishes this by providing the location of mobile workers and task completion status, in real time, thereby removing the necessity of repetitive and distracting phone calls or text messages. By spending less time chasing data and status updates supervisors are able to spend more time overseeing a project and providing value added input. Effectively the managers are now able to manage larger more diverse teams in the same or less time, but are also empowered by having more accurate data in one centralized location with less interruption of mobile workers.

The business objectives that MM expects to accomplish in the forthcoming 12-month period are:

- Hire the key technical assets required to complete the development of a first commercial version of the SaaS Mobilman application;
- Complete version 1.0 of the Mobilman application product offering, the first fully ready for commercial usage;
- Start direct sales of the Mobilman application to target customers in Quebec via a targeted telesales campaign. A marketing campaign conducted in fall of 2013 demonstrated that it was possible to cost effectively reach, engage with and get the requested sign up on our website via the use of professional telesales resources. Our sales projections are based on the actual numbers achieved in a 200 hour 2500+ call test market campaign;
- Achieve profitability by fiscal 2016Q2, being the quarter ending December 2015, as the fiscal year end is June 30.

Development Milestones:

- Release of the Mobilman application in an alpha version to a limited group of potential clients for testing of the software, functionality, user experience. Target date: February 2015.
- Release of a beta version of the Mobilman Application to a pre-selected list of potential clients who have previously expressed an interest in testing Mobilman. These beta testers are prepared for the trials of testing pre-release software and are willing to work with Mobilman in order to identify and resolve any issues that significantly hinder the proper functioning of the Mobilman application in a real world environment. Target date: April 2015
- Initial commercial release of Version 1.0 of the Mobilman application to this same pre-selected list of potential clients in order to generate revenue for the company. Once the commercial release is available, the company will start collecting revenues and begin formal sales activities. Target date: May 2015
- Release of version 1.1 with enhancements for interaction with accounting and basic payroll systems along with added core functionality. Target date: August 2015
- Release of version 1.2 with integration with 3rd party accounting applications and enhanced integration with payroll systems and the added capability to remotely add geo-located pictures/video/voice to projects and tasks directly. Target date: November 2015

Commercial Milestones:

- Follow up with preliminary beta site campaign customers from our previous calling campaign to reestablish contact with the over 50 companies that had expressed high interest in participating, with the specific goal of getting 10 companies to sign up for our beta testing group. Target date: March 2015

- Initiate our 2nd beta site campaign to target a group of potential clients in order to secure their participation in our beta trial. This group would be in addition to the customers selected from the previous beta campaign as mentioned above: Target start date: April 2015
- Build full commercial website with e-commerce and customer support portal such that interested parties can register themselves, download the appropriate product and review billing information etc. Target date: April 2015
- Initiate online activities such as Search Engine Optimization, Pay Per Click Advertising, direct marketing and marketing automation support and services.
- Initiate a telesales campaign designed to sign up commercial accounts. Initial target market focus will be in the Quebec contractor and general trades marketplace targeting firms with 5-50 employees, as there is currently no software offered in French that provides similar capabilities. Target date: May 2015.
- Hire customer support personnel who will also offer enhanced service and support to customers. Service and support is driven by customer need. Some customers want a full turnkey implementation of their solution and are willing to pay extra for certain integration services.
- Explore additional commercial opportunities by establishing a distribution network into specific verticals, examples of which could be oil and gas and telecommunications.

Funds Available to the Resulting Issuer

The Resulting Issuer's sources of cash for use between January 1, 2015 to December 31, 2015, without taking into account any sales that may occur, shall be from Surrey's cash balance of $257,653 as of November 30, 2014 in addition to the $46,645 cash on hand with MM and the concurrent financing raised in conjunction with the Proposed Transaction. The Resulting Issuer's pro-forma working capital as of January 1, 2015 is approximately $550,000, as per the Pro-Forma Consolidated Statement of Financial Position.

Principal Uses of Funds

Use of Funds	Amount ($)
Expenses relating to the Transaction after November 30, 2014	55,000
Research and Development	120,000
Sales & Marketing	100,000
General Administration Expenditures & Working Capital	125,000
Unallocated cash	150,000
Total	550,000

The Resulting Issuer intends on spending the funds available to it up on the completion of the Proposed Transaction for the purposes as indicated above. Notwithstanding the foregoing, there may also be circumstances where, for sound business reasons, a reallocation of the funds may be necessary for the Resulting Issuer to achieve its objectives. The Resulting Issuer may require additional funds in order to meet its objectives, in which case the Resulting Issuer expects to either issue additional shares or incur indebtedness. There is no assurance that additional funding required by the Resulting Issuer would be available at reasonable commercial terms, or at all.

The Mobilman Application

The Mobilman application has the ability to not only manage human and material resources, but also via geolocation, assist users in trip planning from location to location. Mobilman enables contractors to follow in real time the movement of their workers that are in the field, as well as the progress on the tasks they have been assigned.

The Mobilman application seeks to assist companies that want to have a best practice approach when it comes to documentation and transparency. It does this by assigning tasks and instructions online at the time of planning and updating a project with the client. This means workers in the field require less time in the office to receive clear instructions. Then as tasks are completed and checked off on Mobilman, this becomes the official record for inclusion for project reporting as well as support for invoices. Mobilman gives improved documentation as start times and end time, also have geolocation support to justify invoicing and therefore avoids the impression of questionable billing, a stigma with construction trades have been labeled with. Furthermore, by having pictures and videos of completed tasks, there is increases quality control and thus customer communication is also improved.

A further benefit is increased autonomy for employees of companies that employ the Mobilman system without sacrificing quality and control. As the Mobilman application provides supervisors with real time knowledge of the status of the work-flow, and it minimizes follow-up calls for status updates. Supervisors only need to deal with the issues where complications have arisen or if projects are not being completed as anticipated. As a result, less supervisor time is required to oversee a project, which directly reduces costs and inversely increases profits. This also permits supervisors to oversee personnel on numerous projects at various sites without constantly being on site themselves.

Questionable billing not only causes conflict between the vendor and the client, but also delays cash flow and increased administrative burden for the vendor, our client, as they try to resolve the issues. Using the Mobilman application, our clients will be able to immediately invoice for completed work without the need for manual intervention. Doing so accelerates their cash flow and reduces administrative labour costs as compared to current manual paper intensive methods that remain the industry norm with small and medium size companies. In addition, having the supporting documentation to deal with questionable invoices regarding time, work performed, etc., is a major benefit when disputes arise concerning milestones, payments and/or invoices.

The construction industry wide business conditions lead to shared and documented issues that are best summed up by the following questions which are frequently posed by contractors:

- Where are my / our associates currently?
- What tasks are being worked on, or have been completed?
- Who of my team actually works efficiently?
- Are we keeping accurate track of real hours worked on the task and on the project?
- Is there a record of the client being charged accurately for the task?

In addition to the ability to track various assets and resources, the Mobilman application allows companies to adopt a more organized and professional approach to proper documentation and transparency for both their clients and internal divisions.

In Mobilman, tasks are created and defined in the office or at a job site via a tablet or laptop used by a supervisor. Projects with tasks and sub-tasks can be created and documented in as much or as little detail as required. If desired, a “standard” time to complete the task can be allocated.

Access to the Mobilman application is via the Internet using cloud based servers connected via cell phone provider infrastructure (cell phone data plan) and Wi-Fi connectivity. The product is provided as a SaaS to clients, which sign up each of their mobile employees as “Users”. MM offers “Mobilman SaaS” under both a “pay as you go” and subscription models. MM’s target market is the small and medium enterprises with mobile workers who provide project and/or task based services at diverse and remote locations, and initially within the Quebec market as this will give MM a clear distinction offering its product in French.

Initially our sales and marketing focus is on construction contractors and more specifically the 126,000 trades people employed in construction in Quebec (which include General Contractors, Electrical Contractors, Plumbing Contractors, HVAC Contractors, and the like). Once established in the Quebec market, MM sees significant opportunities to expand to the rest of Canada, the United States and Europe as well as to broaden the scope of its markets to include additional mobile workforces such as home health care workers, trucking, energy production and others.

While the construction industry in Quebec is somewhat seasonal, our marketing plan is to diversify into other markets such as Florida and other US states, as well other areas of Canada. Such diversification will mitigate the seasonal impact of our initial target market. Furthermore, while commercial construction is impacted by both seasonal and long term economic trends, an important part of our marketing strategy is to also target businesses such as plumbers and electricians whose focus is consumer service and for whom the busy season is often the opposite of the commercial construction market. Pipe freeze ups in Canadian winters are an urgent and lucrative source of business for Canadian plumbers even as new construction installation is slow during the winter season.

As we add additional markets, such as home healthcare management, entertainment and event management (setting up concerts and so forth is a major area of unexploited opportunity), any seasonal effects or other cyclical effects are expected to be smoothed out over time.

The application currently being developed by MM is currently not being sold and therefore has not generated any revenue at this point in time. Initial revenue from sales of this application is expected to start in late spring of 2015, being fiscal 2015Q4.

The product is in an advanced stage of development and is expected to be ready for live field trails (Alpha testing) in late February 2015. Development is currently proceeding and includes UI enhancements, usability improvements and infrastructure integration to allow scalability and deployment on commercial grade cloud service platforms. Relative to version 1.0 specifications, work is about 90% complete on the iOS app, 60% done on the Android App, 75% done on the web based client management portal and 75% done on the Platform as a Service ("**PaaS**") integration to allow the deployment of our SaaS across multiple commercial Cloud Hosting services such as Amazon, Google, Rack Space and others.

Commercial viable applications are expected to be available in fiscal 2015Q4 (being spring of 2015) following further expenditure of between $90,000 and $110,000 on development.

MM's product development follows industry standard practice for mobile device applications and cloud based software. Standard practices such as analysis and product definition, creation and validation of system requirements, development of system design and architecture, coding, testing and quality assurance are utilized. Techniques such as the agile methodology are employed for managing the pace of releases, and industry best practices are adhered to for reliability, deployment of the software and customer support.

To get our offering to market we will use a three pronged sales approach. Direct sales to our core customer base using telesales professionals calling business owners and decision makers by phone will be the main focus initially. We will also have a full e-commerce enabled website that will be marketed online via SEO and Pay Per Click marketing. Visitors to this site, or those recommended by existing clients, will be able to sign up and begin using the system with little or no assistance from MM's sales team. Lastly, sales to larger companies, custom solutions and to channel partners wishing to deploy Mobilman in other markets will be handled by MM's VP of Sales and Marketing, CEO and in-house team that will be hired as we grow and develop into new markets.

Initially, our payment model is based on a monthly payment of $30 per “User”. Each mobile employee for whom the client is tracking and providing tasks and project information would be considered a User. A fully prepaid and discounted annual plan will also be available. Monthly plans will be pay as you go and annual plans will be prepaid in full for $299 annually per user.

MM expects that for larger clients, those over 100 mobile workers, and over time as competition enters the market or is encountered in other markets, we will see a lowering of the monthly pricing.

This expected price erosion will be offset by the providing of add-on options such as integration with specific 3rd party apps, customization charges for a segment of the client base, development of specialty products for other sectors such as the energy sector and developing consumer portals for lead generation. Such leads would then be provided on a fee basis to appropriate contractors. For example, numerous current websites and apps offer the ability to look up specific trades such as plumbers. However, no current system integrates the consumer’s service need with any available and appropriate service provider. Mobilman provides this real time matching. One might think of the Mobilman application as the “Uber” taxi service but for plumbers and electricians where the customer knows their availability and location relative to where the problem is. When you need someone to fix your problem immediately there is a high value in the sales prospect and with Mobilman’s SaaS integration with a customer portal, considerable additional revenue opportunities exist.

The development of sophisticated and complex software such as Mobilman and the marketing thereof requires extensive specialized skills and knowledge. We believe our core management team has excellent pedigrees in the required areas of expertise and we are confident that we can hire excellent candidates as our needs grow. Montreal, in particular, and Quebec, generally, are recognized as having top notch universities and world class software industries with particular focus and expertise in mobile apps and gaming technologies that are pertinent to our product development needs. We do not anticipate having problems finding the required human resources and technical expertise for our current or proposed development plans.

As we expand into different regions we will adapt our hiring practices to bring in the talent needed to continue strong growth in established markets as well as new sectors.

As a knowledge-based business developing software services, Mobilman does not use raw materials in the common sense. Mobilman does however make extensive use of existing telecom carrier infrastructure and what are called cloud services and is thus reliant on these services to be able to deliver its product at effective rates. Currently these products are all delivered in highly competitive environments in all our proposed target markets. Due to the competitive nature of the telecom market the historical trend is for pricing to continually decrease per given level of performance or capability. MM does not anticipate this trend changing in the foreseeable future.

The software that MM produces is covered under copyright laws. While there are currently no patents for the product, MM has identified several pieces of intellectual property for which MM will consider filing patents. Furthermore, MM has being approached by companies from other industrial sectors who are interested in looking at “white label” versions of the Mobilman SaaS under an industry specific licensing deal. To date no deal has been reached, and there is no certainty that one shall be reached.

Mobilman has no contract and it is substantially dependent on selling and producing its products. Currently, contract developers are used to assist in coding the software but we have multiple sources for these contracts and we will be converting the on-going development resources to largely employee based relationships following the closing of the Proposed Transaction. There are no licenses, franchise agreements, patents or formula, trade secrets or other matters that MM management are aware of that constitute a substantial dependence or upon which the business depends.

We are not aware of any aspect of the business that may be affected in the 12 months following the date of the listing statement by renegotiation or termination of contracts or sub-contracts.

The nature of our business is such that there are no known financial or operational effects of environmental protection on our capital expenditures, earnings or competitive position of the issuer in the current financial year or in the expected future. Furthermore, MM is not aware of any aspect of the business that may be expected to affect the financial year by renegotiation or termination of contracts or sub-contracts.

Including management, directors and consultants MM had 5 employees at the end of its most recent financial years. This level will grow as the firm enters into a commercial distribution and support of its software based service.

MM currently has no foreign operations or dependence on foreign operations for revenue as all activities are in Quebec. MM seeks to enter into foreign markets during the 2016 calendar year but do not anticipate having assets or fixed operations outside of Canada in the near future. Other than product liability insurance appropriate to the markets MM does not anticipate any need to adjust its operations in-order to be able to sell to foreign markets.

Competitive conditions
The use of SaaS and Cloud based services to provide management solutions for mobile workers is a relatively new capability and has only become highly reliable very recently.

There are a few established competitor companies that have targeted segments of our market such as commercial construction. These solutions are usually based on traditional, client-server type software solutions, which have a significant implantation and support infrastructure requirement and limited interfaces with smart phones etc.

During MM's market research, MM's management became aware of numerous companies that have built apps targeting certain aspects of the Mobilman solution set for smart devices (smart phone and tablets) but they have not put together a comprehensive end to end management solution that provides a true solution for running and managing a company with a partially or fully mobile work force.

In North America and Europe there are known to be over 21 million people involved in construction, plumbing, carpentry, painting and related construction jobs. Worldwide there are estimated to be over 60 million people working in similar careers. This does not include mobile workers in healthcare, entertainment, transportation and other sectors.

The market for mobile work management apps is largely unexploited with no company of which we are aware, operating as the clear leader or even with obvious regional or market sector dominance. The more established competitors that MM was able to find claim to have tens of thousands of users in Australia. As such the market is very fragmented, very under served and is awaiting not only successful technological solutions, but a successful market penetration strategy.

Initially our sales and marketing efforts will be focused within Quebec which is a largely underserved market with unique language requirements that Mobilman can fulfill. In Quebec, there are over 126,000 people employed in the construction industry. For MM to be a profitable going concern it needs to acquire less than 4,000 monthly users - about 3% of the Quebec market or less than 1% of the Canadian market. MM's management believes this is achievable within a 12 month period with the significant majority of our early adopters coming from Quebec.

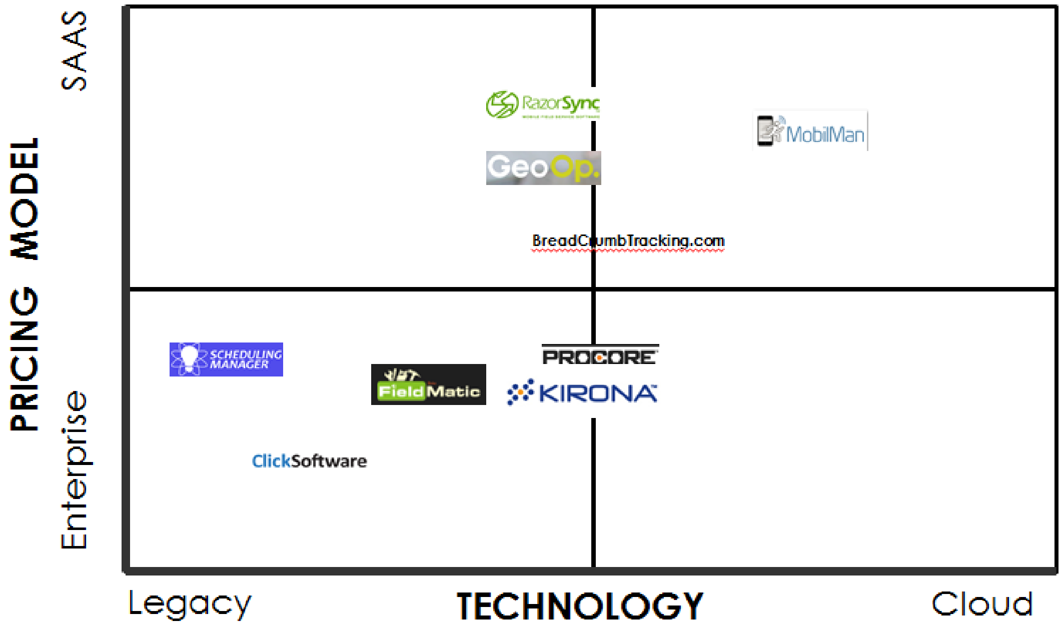
From a limited telemarketing survey and beta sign up campaign conducted in the spring of 2013, around 20% of the decision makers at the more than 500 Quebec based companies reached expressed strong interest. It should be noted that this number would have been higher but for the fact that many were automatically disqualified if they did not solely use iOS (Apples mobile OS) devices. MM's management anticipates that inclusion of Android devices would be expected to nearly double this number of interested parties.

Focusing on the firms with more than 5 and less than 200 workers, we found over 4,000 potential clients in Quebec alone. With an assumed average of 15 workers per firm, MM would needs to sign up about 250 or 5.5% of Quebec firms to achieve its target. While focusing on telesales initially in Quebec, MM will also win some customers from other markets via its website and sales efforts of its key executives into their networks of contacts.

Number of trade / Company	Number of Businesses in Quebec		%	Potential Users	Sum
1	9,027			9,027	
2	5,536			11,072	
3	2,862	20,420	82%	8,586	41,820
4	1,840			7,360	
5	1,155			5,775	
6 to 10	2,369			18,952	
11 to 25	1,489			25,313	
26 to 50	465	4,524	18%	14,880	77,520
51 to 100	157			11,775	
101 to 200	44			6,600	
201 to 500	23	24	0%	6,900	7,401
501 +	1			501	
Grand Total	24,968			126,741	126,741

Quebec Industry

The following graph illustrates the more established competitors of Mobilman based on their technology and deployment methods and also their pricing models as determined by MM's management. As can be seen there are relatively few companies that are using the latest cloud based technologies and of these the majority are traditional platforms adapted to the cloud rather than developed from the start as cloud based SaaS service platforms.



GeoOp is well established and operates out of Australia. It was founded in 2009 and claims to have over 11,000 users operating in 2,000+ cites and 25 countries worldwide. In terms of "Feature set" and capability, MM see them as being the closest to Mobilman amongst the competitors at which MM has analyzed. The app portion of their software is available on iOS, Android and Windows smart phones. They do not have a version of their software that works in French and are thus not present in the Quebec or French markets in any significant numbers. Nor are they very present in the North American market overall. Their marketing appears to be mainly via web based sales and their market penetration is relatively low thus leaving them vulnerable to a more focused and telesales centric approach such as the one that MM is proposing.

RazorSync was started in 2010, is head quartered in Minneapolis, MN and is another significant potential competitor. Their pricing is in line with what MM proposes, as is their overall feature set. As with MM and GeoOp, their pricing model is based on a no contract required monthly payment. Their mobile App is available on iOS and Android platforms. As with GeoOp they do not appear to support French or languages other than English. They are very focused on the United States market place and have recently joined Intuit's Apps.com, the online market place for QuickBooks and QuickBooks users. We do not have sales numbers for them but would expect them to be similar to those claimed by GeoOp.

Breadcrumb Tracking is a recent start-up based in Ottawa. It is not clear if they are actually commercially in operation at this point in time. Their website suggests a feature set that is similar to Mobilman and suggests that they are focusing mainly on foreign markets such as Brazil and China. They do not claim to have a French language version and are thus not likely to have significant presence, if any, in Quebec or other French speaking markets.

ProCore is an established vendor based in Southern California and is focused mainly on the general contractor market. Founded in 2003 they have a more traditional software architecture but have migrated their capabilities to the cloud. They have made Inc. Magazine's Top 5000 Fastest Growing companies in the US for the last three years. They have a very comprehensive, though somewhat "heavy" to use and implement solution for larger construction sites. Their suite of products is sold on an annual license model as opposed to pay as you go and is based on the feature set and number of users chosen. They offer extensive integration for things like document management, and plan management of construction sites.

ProCore does not market to or offer more basic solutions to general trades and trades people with a consumer focus. As such while they are a market leader they are focused on a different niche (large and site based projects) as opposed to the small to medium businesses providing more ad-hoc services at a variety of sites. proCore emphasis is more on detailed information management and less on mobile aspects of the business.

There are also dozens of apps which do address some of the problem set that Mobilman targets but which are provided as standalone apps rather than integrated services. They are generally sold as onetime purchases from either the Apple App Store or Google Play Store and are not intended or targeted as comprehensive business management solutions. As such we do not so much view them as competitors as much as “seed” units where people who download them can be viewed as potential customers doing market research and learning about what features they need and like.

MM does not have any lending operations nor has there ever been any bankruptcies proceedings against it or has it restructured itself during the past three years.

5.0 Selective Financial Information

5.1 The following is selected annual information for the preceding three fiscal years for Surrey:

August 31	2014	2013	2012
Net revenues	$ Nil	$ Nil	$ Nil
Net loss	99,162	76,796	30,789
Total assets	284,710	455,085	448,768
Long term liabilities	Nil	Nil	Nil
Loss per share	0.01	0.01	0.00
Cash dividends per share	0.00	0.00	0.00

All of Surrey’s activities are in Canada, and therefore there is no requirement to convert the financial reporting or accounting records from a foreign Generally Accepted Accounting Principal to International Financial Reporting Standards, which is currently applied in Canada, as of January 1, 2011.

5.2 The following is selected quarterly information for the preceding eight quarters for Surrey:

	Revenues	Net loss	Loss/share: basic and diluted
November 30, 2014	$ ---	$ 15,285	$ 0.00
August 31, 2014	---	13,411	0.00
May 31, 2014	---	52,672	0.01
February 28, 2014	---	16,285	0.00
November 30, 2013	---	16,794	0.00
August 31, 2013	---	13,302	0.00
May 31, 2013	---	19,242	0.00
February 28, 2013	---	24,240	0.00

5.3 The following is selected annual information for the preceding two fiscal years for MM, as it was incorporated in May 2013 and has a June 30 fiscal year end:

June 30	2014	2013
Net revenues	$ nil	$ nil
Net loss	55,611	2,631
Total assets	208,807	117,775
Long term liabilities	Nil	Nil
Loss per share	0.66	0.03
Cash dividends per share	0.00	0.00

5.4 The following is selected quarterly information for the preceding eight quarters for MM:

	Revenues	Net loss	Loss/share: basic and diluted
December 31, 2014	$ ---	$ 3,690	$ 0.04
September 30, 2014	---	2,603	0.03
June 30, 2014	---	13,136	0.16
March 31, 2014	---	6,944	0.08
December 31, 2013	---	19,760	0.24
September 30, 2013	---	15,771	0.19
June 30, 2013	---	2,631	0.03

All of Mobilman’s activities are in Canada, and therefore there is no requirement to convert the financial reporting or accounting records from a foreign Generally Accepted Accounting Principal to International Financial Reporting Standards, which is currently applied in Canada, as of January 1, 2011.

6.0 Management Discussion and Analysis

6.1 Management Discussion and Analysis for Surrey

<u>For the fiscal year ended August 31, 2014 versus August 31, 2013</u>

During the year ended August 31, 2014, the Corporation completed its qualifying transaction and commenced operations as a mineral exploration company. As a junior exploration company, management does not anticipate to have any revenues in the near term.

For the year ended August 31, 2014, the Corporation had general and administrative expenditures of $50,530 versus $44,894 the year earlier, for an increase of $5,636 or 12.6%. The expenditure is within the budget which management indicated previously, therefore management does not anticipate general and administrative expenses to significantly move from this level until such time as the Corporation has acquired additional properties or invested in a business outside of the resource sector.

For the year ended August 31, 2014, the Corporation had business development expenditures of $2,914 versus $1,958 the year earlier, for an increase of $956 or 48.8%. Management anticipates investing further in business development as it seeks to further identify opportunities to build shareholder value.

For the year ended August 31, 2014, the Corporation had an operating loss of $53,444 versus $46,852 the year earlier, an increase of $6,592 or 14.1%. Investors can anticipate this amount to increase as the Corporation invests further in the business and does not anticipate any revenues to offset these expenditures.

For the year ended August 31, 2014, the Corporation had an interest expense of $12,148 of which $3,197 was non-cash related versus $6,076, of which $1,551 was non-cash related the year earlier. The expense relates to the convertible debentures that were issued concurrently with the closing of the Corporation's QT in March 2013. These debentures matured August 31, 2014 and the Corporation reimbursed the investors' capital.

For the year ended August 31, 2014, the Corporation had an interest income of $3,997 versus $4,302, a decrease of $305 or 7.1%. The decrease is due to the fact that the Corporation had less cash invested in short term financial instruments as it executed its business.

For the year ended August 31, 2013, the Corporation had project analysis expenditures of $28,170 versus none in the current fiscal period. This was the full cost of completing its QT. Management does anticipate additional project analysis costs should it identify opportunities outside of the resource sector.

The net loss for the year ended August 31, 2014 was $99,162 for a loss per share of $0.01 based on 7,628,000 weighted average shares outstanding for the period versus a net loss of $76,796 for a loss per share of $0.01 based on 7,521,956 weighted average shares outstanding for the previous year.

During the year ended August 31, 2013, the Corporation issue any 200,000 common shares with a value of $10,000 to acquire its option on the Halle Property. During the current fiscal period, the Corporation did not issue any common shares.

The Corporation's had a cash and cash equivalents balance as at August 31, 2014 of $277,206 (2013 - $410,067), with working capital of $277,564 (2013 - $339,159).

For the three month period ended November 30, 2014 versus November 30, 2013

For the three months ended November 30, 2014, the Corporation had general and administrative expenditures of $13,903 versus $14,641 the year earlier, for a decrease of $738 or 5.0%. These expenses related to general office expenses, premises and regulatory fees as well as professional fees and share-base compensation. Management's objective is for these expenditures to be approximately $10-12,500 per quarter.

For the three months ended November 30, 2014, the Corporation had business development expenditures of $1,347 versus $165 the year earlier, for an increase of $1,182. These expenses related to business development expenditures. Management anticipate these expenditures to average less than $3,000 per quarter until such time as it increases its portfolio of properties or identifies a business to acquire or merge with.

For the three months ended November 30, 2014, the Corporation had an operating loss of $15,250 versus $14,806 the year earlier, for a negative variance of $444 or 3%. The Corporation anticipates future quarterly operating losses to be at approximately the current level depending on its business development expenditures, but not significantly higher.

For the three months ended November 30, 2014, the Corporation had interest expense of $Nil versus $3,169 the year earlier. The interest expense of a year early was comprised of a cash amount of $2,238 and interest accretion of $931 relating to the amortization of the convertible feature and the warrants attributable to the debentures that were issued in March 2013. This expense will not repeat itself as the debentures were reimbursed in August 2014.

For the three months ended November 30, 2014, the Corporation has interest income of $713 versus $1,181 the year earlier. The reduction is due to the accumulated operating losses as well as the reimbursement of the convertible debentures that matured in August 2014.

For the three months ended November 30, 2014, the Corporation had project analysis cost of $748 versus Nil the year earlier. As the Corporation entered in to an LOI in December 2014, it is anticipated that this amount shall increase in the following two quarters.

The net loss for the three months ended November 30, 2014 was $15,285 for a loss per share of $0.00 based on 7,628,000 weighted average shares outstanding for the period versus a net loss of $16,794 the previous year for a loss per share of $0.00 based on 7,628,000 weighted average shares outstanding for the period. The decrease in the loss is primarily attributable to the project analysis costs incurred during the period.

The Corporation's had a cash and cash equivalents balance as at November 30, 2014 of $257,653 (August 31, 2013 - $277,206), with working capital of $263,279 (August 31,2013 - $277,564).

6.2 Management Discussion and Analysis for MM

<u>For the 12 months ended June 30, 2014 versus 1 month ended June 30, 2013</u>

During the year ended June 30, 2014, MM continued to be a development company and thus did not generate any revenues. It is anticipated that MM will be launching its pre-commercial version in the first quarter of calendar 2015 with the commercial version in late spring of 2015.

For the year ended June 30, 2014, MM had general and administrative expenditures of $11,019 versus $1,631 the period earlier, for an increase of $9,388. MM's current management team anticipates that this expenditure, which includes regulatory costs and audited fees, will be approximately $6 - 8,000 per quarter on average once it has completed the Proposed Transaction.

For the year ended June 30, 2014, MM had business development expenditures of $19,047 versus Nil the period earlier. MM's current management team anticipates that this expenditure will be approximately $7 - 10,000 per quarter initially after the completion of the Proposed Transaction and then rise once MM has initiated the marketing of its SaaS application.

For the year ended June 30, 2014, MM had professional fees of $20,277 versus $1,000 the period earlier. MM's current management team anticipates that this expenditure will reduced significantly initially after the completion of the Proposed Transaction.

For the year ended June 30, 2014, MM had an operating loss of $50,343 versus $2,631 the period earlier. MM's current management team anticipates future quarterly operating losses to be at approximately $13-16,000 per quarter initially after the proposed Transaction has closed and then increase once MM starts to market its SaaS application.

For the year ended June 30, 2014, MM had interest expense of $5,287 versus Nil the period earlier. The interest expense relates to a term loan, which is anticipated to be reimbursed at closing of the Proposed Transaction.

For the year ended June 30, 2014, MM had interest income of $19 versus Nil the period earlier. MM's current management team does not anticipate any interest income subsequent to the completion of the Proposed Transaction.

The net loss for the year ended June 30, 2014 was $55,611 for a loss per share of $0.66 based on 83,970 weighted average shares outstanding for the period versus a net loss of $2,631 for a loss per share of $0.03 based on 83,970 weighted average shares outstanding for the previous period

During the year ended June 30, 2013, MM issue any 83,970 common shares with a value of $83,970. During the current fiscal period, MM did not issue any common shares.

MM had a cash and cash equivalents balance as at June 30, 2014 of $106 (2013 - $7,680), with working capital deficit of $49,251 (2013 - $3,056).

For the six months ended December 31, 2014 versus December 31, 2013

During the six months ended December 31, 2014, MM continued to be a development company and thus did not generate any revenues. It is anticipated that MM will be launching its pre-commercial version in the first quarter of calendar 2015 with the commercial version in late spring of 2015.

For the six months ended December 31, 2014, MM had general and administrative expenditures of $1,832 versus $7,382 the year earlier, for a decrease of $5,550. MM's current management team anticipates that this expenditure, which includes regulatory costs and audited fees, will be approximately $6 - 8,000 per quarter on average once it has completed the Proposed Transaction.

For the six months ended December 31, 2014, MM had business development expenditures of Nil versus $15,005 the year earlier. MM's current management team anticipates that this expenditure will be approximately $7 - 10,000 per quarter initially after the completion of the Proposed Transaction and then rise once MM has initiated the marketing of its SaaS application.

For the six months ended December 31, 2014, Mobilman had professional fees of $2,342 versus $11,176 the year earlier. Mobilman's current management team anticipates that this expenditure will reduced significantly initially after the completion of the Transaction.

For the six months ended December 31, 2014, MM had an operating loss of $4,174 versus $33,563 the year earlier. MM's current management team anticipates future quarterly operating losses to be at approximately $13 - 16,000 per quarter initially after the proposed Transaction has closed and then increase once MM starts to market its SaaS application.

For the six months ended December 31, 2014, MM had interest expense of $2,119 versus $1,968 the year earlier. The interest expense relates to a term loan which is anticipated to be reimbursed at closing of the Proposed Transaction.

The net loss for the six months ended December 31, 2014 was $6,293 for a loss per share of $0.07 based on 85,423 weighted average shares outstanding for the period versus a net loss of $35,531 for a loss per share of $0.42 based on 83,970 weighted average shares outstanding for the previous period

During the period ended December 31, 2014, MM issue any 9,499 common shares with a value of $46,666. During the year earlier period, MM did not issue any common shares.

For the three months ended December 31, 2014 versus December 31, 2013

During the three months ended December 31, 2014, MM continued to be a development company and thus did not generate any revenues. It is anticipated that MM will be launching its pre-commercial version in the first quarter of calendar 2015 with the commercial version in late spring of 2015.

For the three months ended December 31, 2014, MM had general and administrative expenditures of $957 versus $4,269 the year earlier, for a decrease of $3,312. MM's current management team anticipates that this expenditure, which includes regulatory costs and audited fees, will be approximately $6 - 8,000 per quarter on average once it has completed the Proposed Transaction.

For the three months ended December 31, 2014, MM had business development expenditures of Nil versus $8,583 the year earlier. MM's current management team anticipates that this expenditure will be approximately $7 - 10,000 per quarter initially after the completion of the Proposed Transaction and then rise once MM has initiated the marketing of its SaaS application.

For the three months ended December 31, 2014, MM had professional fees of $1,792 versus $5,276 the year earlier. MM's current management team anticipates that this expenditure will reduced significantly initially after the completion of the Proposed Transaction.

For the three months ended December 31, 2014, MM had an operating loss of $2,749 versus $18,128 the year earlier. MM's current management team anticipates future quarterly operating losses to be at approximately $13 - 16,000 per quarter initially after the Proposed Transaction has closed and then increase once MM starts to market its SaaS application.

For the three months ended December 31, 2014, the Corporation had interest expense of $941 versus $1,632 the year earlier. The interest expense relates to a term loan, which is anticipated to be reimbursed at closing of the Proposed Transaction.

The net loss for the three months ended December 31, 2014 was $3,690 for a loss per share of $0.04 based on 86,893 weighted average shares outstanding for the period versus a net loss of $19,760 for a loss per share of $0.24 based on 83,970 weighted average shares outstanding for the previous period

During the period ended December 31, 2014, the Corporation issue any 9,499 common shares with a value of $46,666. During the year earlier period, the Corporation did not issue any common shares.

The Corporation's had a cash and cash equivalents balance as at December 31, 2014 of $39,054 (June 30, 2014 - $106), with working capital deficit of $56,768 (June 30, 2013 - $49,251).

7.0 Market for Securities

The common shares of the Issuer were originally listed for trading on the TSXV on February 27, 2011 under the symbol SYC.P. On March 15, 2013, the common shares of the Issuer continued to trade under the symbol SYC on the TSXV when the Issuer completed its QT. Trading in the Issuer's common shares was halted on December 15, 2014 pending the volunteer delisting of the Issuer's common shares on the TSXV and the concurrent listing on to the CSE along with the completion of the Proposed Transaction subject to the Issuer's shareholders' approval.

8.0 Consolidated Capitalization of the Resulting Issuer

As of the date of this Listing Statement, there are 7,628,000 issued and outstanding common shares of the Issuer, 652,189 Incentive Stock Options and 74,280 Charitable Stock Options.

Concurrently with the listing of Surrey's common shares and subject to the approval of Surrey's shareholders, Surrey will be issuing 178.636227 common shares of Surrey for each common share of Mobilman. At the time of signing the LOI, there were 83,970 common shares, therefore, Surrey would issue 15,000,000 common shares, in addition to the common shares to be issued for the funds raised in accordance with the LOI. The LOI provided for two separate financings; (i) the first one up to $200,000 within MM and (ii) the second up to $250,000 as a concurrent financing within Surrey. The terms of the first is at a price of $4.9125 per MM common share and the second is at $0.10 per common share of Surrey.

Therefore, immediately after the listing of the common shares on the CSE, assuming that $200,000 is raised within MM and $100,000 raised within Surrey, there will be 32,665,790 common shares, 652,189 Incentive Stock Options and 74,280 Charitable Stock Options.

9.0 Options to Purchase Securities of the Resulting Issuer

The Issuer has adopted an incentive stock option plan in compliance with the Polices of the TSX Venture Exchange. The purpose of the plan established by the Issuer, pursuant to which it may grant incentive stock options, is to promote the profitability and growth of the Issuer by facilitating the efforts of the Issuer to obtain and retain key individuals. The incentive stock option plan provides an incentive for and encourages ownership of the common shares by its key individuals so that they may increase their stake in the Issuer and benefit from increases in the value of the common shares of the Issuer. The maximum number of options available under the incentive stock option plan is equal to 10% of the outstanding shares of the Issuer from time to time. Pursuant to the option plan, the maximum number of common shares reserved for issuance in any 12 month period to any one optionee other than a consultant may not exceed 5% of the issued and outstanding common shares of the Issuer at the date of the grant. The maximum number of common shares reserved for issuance in any 12 month period to any consultant may not exceed 2% of the issued and outstanding common shares of the Issuer at the date of the grant and the maximum number of common shares reserved for issuance in any 12 month period to all persons engaged in investor relations activities may not exceed 2% of the issued and outstanding number of common shares of the Issuer at the date of the grant. Incentive stock options may be exercised until the greater of 12 months after the completion of a qualifying transaction and 90 days following the date the optionee ceases to be a director, officer or employee of the Issuer or its affiliates or a consultant or a management company employee, provided that if the cessation of such position or arrangement was by reason of death, the option may be exercised within a maximum period of one year after such death, subject to the expiry date of such option.

Name and Position with Issuer	# of Options	Exercise Price	Expiry Date
Claude Ayache Current CEO and Corporate Secretary Proposed CFO and Corporate Secretary	238,000 50,000	$ 0.10 0.10	Feb. 26, 2021 June 4, 2023
Dan Hussey Director of Issuer	100,000	$ 0.10	June 4, 2023
Elliot Jacobson Director of Issuer	110,611	$ 0.10	Feb. 26, 2021
Joseph Rauhala	110,611	$ 0.10	Feb. 26, 2021

Name and Position with Issuer	# of Options	Exercise Price	Expiry Date
Director of Issuer			
James Turner Director of Issuer	42,968	$ 0.10	Feb. 26, 2021

In addition to the Incentive Stock Options granted under the Stock Option Plan, in accordance with TSXV Policy 4.7 – *Charitable Options*, the Corporation granted a non-transferable option to the Abit Yaakob Congregation, an eligible charitable organization, to purchase up 74,280 common shares at a price of $0.10 per share until the earlier of January 26, 2016 and the 90th day after the date the charity ceases to be an eligible charitable organization.

10.0 Description of the Securities of the Resulting Issuer

10.1 Issued And Authorized Issuance of Securities

As of the date of this Listing Statement there are 7,628,000 voting common shares without par value issued and outstanding. The authorized capital of the Issuer consists of an unlimited number of common shares without par value having the right to one vote per common share.

Concurrently with the listing of Surrey's common shares and subject to the approval of Surrey's shareholders, Surrey will be issuing 178.636227 common shares of Surrey for each common share of Mobilman. At the time of signing the LOI, there were 83,970 common shares, therefore, Surrey would issue 15,000,000 common shares, in addition to the common shares to be issued for the funds raised in accordance with the LOI. The LOI provided for two separate financings; (i) the first one up to $200,000 within MM and (ii) the second up to $250,000 as a concurrent financing within Surrey. The terms of the first is at a price of $4.9125 per MM common share and the second is at $0.10 per common share of Surrey.

Therefore, immediately after the listing of the common shares on the CSE, assuming that $200,000 was raise within Mobilman and $100,000 raised within Surrey, there will be 32,665,790 common shares, 652,189 Incentive Stock Options and 74,280 Charitable Stock Options.

10.2 Prior Sales of Surrey for Previous 12 months and Mobilman since Inception

Since the date of incorporation of Surrey, 7,628,000 common shares have been issued as follows:

Date issued	Number of Shares	Issue Price per Share	Aggregate Issue Price	Nature of Consideration
September 13, 2010	2,200,000	$ 0.05	$ 110,000	Cash
September 28, 2010	300,000	$ 0.05	15,000	Cash
January 27, 2011	4,928,000	$ 0.10	492,800	Cash
March 13, 2013	200,000	$ 0.05	10,000	Property Option

10.8 Stock Exchange Price of Surrey

Surrey's common shares have been listed and posted for trading on the TSXV since February 9, 2011. The following table sets out trading information for Surrey's common shares for the period indicated as reported by the TSXV:

Period	High	Low	Volume
October 1 – December 31, 2012 [1]	$ 0.005	$ 0.005	40,000
January 1 – March 31, 2013 [2]	0.020	0.005	25,000
April 1 – June 30, 2013	0.015	0.005	95,000
June 1 – September 30, 2013	0.040	0.010	235,800
October 1 – December 31, 2013	0.015	0.010	347,800
January 1 – March 31, 2014	0.035	0.025	53,000
April 1 – June 30, 2014	0.035	0.025	69,000
June 1 – September 30, 2014	0.025	0.020	323,000
October 1 – 31, 2014	0.020	0.020	50,000
November 1 – 30, 2014	0.020	0.020	48,500
December 1 – 15, 2014 [3]	0.025	0.020	72,000

Notes:

(1) Surrey's common shares were halted on October 18, 2012 pending the completion of its acquisition of an option on the Halle Property.

(2) Surrey's common shares resumed trading March 15, 2015 after the completion of its acquisition of its option on the Halle Property.

(3) Surrey's common shares were halted on December 15, 2014 pending the acquisition of Mobilman and its voluntary delisting of its common shares from the TSX Venture Exchange subject to shareholder approval concurrently with the listing of its common shares on the CSE.

11.0 Escrowed Securities of Resulting Issuer

Prior to the acquisition of all of the issued and outstanding securities of Mobilman, only the following common shares of Surrey were subject to an escrow agreement:

Security Holder	Common Shares held in Escrow
Claude Ayache	225,000
Victor D'Souza	225,000
Elliott Jacobson	225,000
Joseph Rauhala	225,000
James W.G. Turner	90,000
Franz Kozich	45,000
Jesse Kaplan	90,000
Total	**1,125,000**

The above common shares will be released from escrow as follows:

Date	Common Shares Released from Escrow
March 13, 2015	375,000
September 13, 2015	375,000
March 13, 2016	375,000
Total	**1,125,000**

Upon the acquisition of all of the issued and outstanding securities of Mobilman, the following common shares will also be subject to an escrow agreement:

Security Holder	Common Shares held in Escrow
Les Bocages Pierre-Bretrand Enr.	188,282
Miralupa Inc.	7,405,858
James W.G. Turner	3,702,930
Stefnic Management Ltd.	2,452,930
Exadyn Consultants Inc.	1,250,000
Total	**15,000,000**

The following table sets out, as of the date hereof and to the best of the knowledge of the Issuer, the percentage of total securities to be released.

Date	Common Shares Released from Escrow
Date of the CSE Final Approval of the Listing	10%
6 months following the Final Approval	15%
12 months following the Final Approval	15%
18 months following the Final Approval	15%
24 months following the Final Approval	15%
30 months following the Final Approval	15%
36 months following the Final Approval	15%

In addition, to the escrow restriction mentioned in the foregoing table, 12,000,000 common shares will remain in escrow until such time as the Issuer has reported a profitable quarter. The common shares are registered as follows:

Security Holder	Common Shares held in Escrow
Les Bocages Pierre-Bertrand Enr.	150,625
Miralupa Inc.	5,924,687
James W.G. Turner	2,962,344
Stefnic Management Ltd.	1,962,344
Exadyn Consultants Inc.	1,000,000
Total	**12,000,000**

12. Principal Shareholders of the Resulting Issuer

To the knowledge of the directors and senior officers of the Issuer as of the date hereof, excluding securities depositories, none of the shareholders is anticipated to beneficially own, directly or indirectly, or exercise control or direction over voting securities carrying more than 5% of the voting rights attached to any class of voting securities of the Resulting Issuer, except the following persons or entities listed below.

Security Holder	Type of Ownership	Number of Voting Shares	Percentage of Voting Shares [1]
Pierre Morel [2] Quebec City, Quebec	Direct and indirect	2,960,383	9.19%

Security Holder	Type of Ownership	Number of Voting Shares	Percentage of Voting Shares [1]
Miralupa Inc. Quebec City, Quebec	Direct	7,405,858	22.67%
James W.G. Turner Montreal, Quebec	Direct	3,822,966	11.70%
Stefnic Management Ltd. [3] Toronto, Ontario	Direct	2,452,930	7.51%
Claude Ayache [3] Toronto, Ontario	Direct and indirect	1,750,000	5.36%

Notes:

(1) The percentage presumes that the funds raised as part of the concurrent financing is $200,000 in MM and $100,000 in Surrey at closing.

(2) This amount includes the common shares that are anticipated to be issued to Les Bocages Pierre-Bertand Enr. which is controlled by Pierre Morel.

(3) Stefnic Management is controlled by Fabienne Azoulay.

(4) This amount includes the common shares that are anticipated to be issued to Exadyn Consultants Inc. which is controlled by Claude Ayache.

13. Directors and Officers of the Resulting Issuer

Name of Director, and position to hold for the resulting issuer	Position held with Issuer since	Current Principle Occupations	Past Principle Occupations	Number of Shares Owned after the Completion of the PT	Number of Shares Reserved under Option
Robert Young Beaconsfield, Quebec Proposed Director, and Chief Executive Officer	Proposed	President and Corporate Secretary of Mobilman	President and Corporate Secretary of Mobilman and Miralupa	8,288,454 (1)	Nil
Mathieu Dupont Quebec City, Quebec Proposed Director and Chief Technology Officer	Proposed	Chief Technology Officer of Mobilman	Chief Technology Officer of Mobilman and Miralupa	8,288,454 (2)	Nil
James W.G. Turner Montreal, Quebec Director Currently Chief Financial Officer Proposed VP Marketing	13-Sept-2010	Self-employed Consultant	Self-employed Consultant	3,902,966	55,548
Richard Barnowski (3), (4) & (5)	Proposed	Self-employed Consultant	Vice-President, Eastern	Nil	Nil

Name of Director, and position to hold for the resulting issuer	Position held with Issuer since	Current Principle Occupations	Past Principle Occupations	Number of Shares Owned after the Completion of the PT	Number of Shares Reserved under Option
Proposed Director			Operations, Olympia Transfer Services Inc.		
Joseph Rauhala (3), (4) & (5) Director	13-Sept-2010	Self-employed Consultant	Banker	500,000	110,611
Elliott Jacobson (3), (4) & (5) Director	13-Sept-2010	Self-employed Consultant	Self-employed Consultant	500,000	110,611
Claude Ayache Toronto, Ontario Corporate Secretary Currently Director, Chief Executive Officer Proposed Chief Financial Officer	13-Sept-2010	Self-employed Consultant	Self-employed Consultant	1,750,000 (6)	288,000

Notes:

(1) Of these, 8,288,454 common shares are in the name of Miralupa Inc., of which Mr. Young is a director and officer.

(2) Of these, 8,288,454 common shares are in the name of Miralupa Inc., of which Mr. Dupont is a director and officer.

(3) The members of the Audit Committee shall be comprised of Mr. Rauhala, Mr. Jacobson and Mr. Barnowski.

(4) The members of the Corporate Governance and Nomination Committee shall be comprised of Mr. Rauhala, Mr. Jacobson and Mr. Barnowski.

(5) The members of the Compensation Committee shall be comprised of Mr. Rauhala, Mr. Jacobson and Mr. Barnowski.

(6) Of these, 1,250,000 common shares are owned by Exadyn Consultants Inc., a company controlled by Mr. Ayache.

13.1 Management

Robert Young
Proposed Director, President and Chief Executive Officer of the Resulting Issuer
Robert Young, age 52, is an entrepreneur with over 25 years of experience founding and growing high technology companies. Presently Mr. Young is President of Mobilman Management Inc., and President of Miralupa Inc. as well as a self-employed consultant. From 2005 to 2007, Mr. Young held a senior position at

Algolith Inc. as Vice President Sales & Marketing. Recruited to turn around the businesses sales and marketing Mr. Young developed and executed key strategies addressing competition, strategic partnerships and sales channels. Mr. Young also negotiated and closed over $4.3 million in Intellectual Property sales and established business relationships among major corporations including LG, Sony, Samsung, Toshiba, Best Buy, Matrox, Harris, and Pioneer. From 1999 to 2003, Mr. Young was an executive at Miranda Technologies Inc. As Vice-President Operations & Marketing Mr. Young made a significant contribution to corporate growth, brand identity, business operations, and manufacturing. He was responsible for all functions that touched the customer experience from creating demand, delivering product, controlling customer expectation, through end-user support. During this period Miranda experienced revenue growth of 250% and expansion from 65 employees to almost 200. Mr. Young presently serves as an advisor to management of several privately held companies. Mr. Young is a graduate of McGill University, with a Bachelor of Arts Degree (1987).

Mathieu Dupont
Proposed Director and Chief Technology Officer of the Resulting Issuer
Mathieu Dupont, age 44, has over 22 years of experience in Information Technology. During his career, Mr. Dupont has developed a respected expertise in software architecture, systems development and integration, technological architecture, telecommunication and IT management. Mr. Dupont has co-founded multiple hi-tech startups for which he has held CTO or equivalent roles: Mobilman in 2013, Miralupa in 2011, and Sunertek in 2007. While working for these companies, Mr. Dupont acquired strong technical and strategic planning skills, designing, developing and delivering complex software systems in various vertical markets and technological platforms.

From 1992 to 2000 Mr. Dupont held software development positions at medium and large corporations such as Air Canada, Lanser Technologies, Altersys and Prima Telematics. During that period, he acquired significant experience developing mission-critical object-oriented distributed systems in C++ for UNIX, Windows and Mac OS. From 2000 to 2002, he worked at Call-Net / Sprint Canada as voice over IP architect and network design consultant, for their International Business Development division and Carrier Services. In these roles, he did extensive voice and data network architecture and implementation work for national and international carriers as well as wholesale resellers and service providers. In 2002 Mr. Dupont moved to Rimouski, Qc, to help computerize navigation on the Saint-Laurence Seaway as Senior analyst and Technical manager of the “Banc d’essai du Saint-Laurent”, a collaborative R&D effort amongst key regional naval sector players including amongst others : UQAR, ISMER, CIDCO, The Canadian Coast Guard and the Canadian Hydrographic Services. Mr. Dupont held these roles first through Seaquest Technologies and then Sunertek until 2008. From 2008 to 2011, Mr. Dupont was a senior consultant for R3D Conseil, providing strategic technological and counsel to various Government of Quebec Ministries, mainly as the general architect for the provincial land registration information system, overseeing the government’s interests towards the private outsourced consortium responsible for the development, evolution and operation of the system.

James W. Turner
Director and Chief Financial Officer of the Corporation
Proposed Director and Vice-President of Sales and Marketing of the Resulting Issuer
James W.G. Turner, age 50, is a self-employed consultant and entrepreneur with over 20 years of experience founding and growing technology and service companies. His track record includes being a founder of numerous companies, including LMS Medical Systems Ltd., a private company in which he was Vice President, Sales and Marketing, from 1993 to 2001. This company subsequently went public through an acquisition with a CPC in 2004, with resulting issuer, LMS Medical Systems Inc., being listed on the Exchange (TSXV: LMS). Prior to the creation of LMS, Mr. Turner was a founder of Raymark Xpert

Business Systems in 1987. In 2005, Mr. Turner became a founding executive team member of VideoPresence Inc., a private company that brought to market a unique non IP based secure video conferencing system. Mr. Turner was also a director of Axiotron Corp. (formerly Vendome Capital Corp) previously listed on the TSXV, which was listed upon the completion of a Qualifying Transaction in August 2008. Mr. Turner was also director, Chief Executive Officer and Chief Financial Officer of Vendome Resources Corp. ("**VDR**") (formerly Vendome Capital II Corp.), which is currently listed for trading on the TSX since having completed its Qualifying Transaction in April 2010. Subsequent to the closing of the Qualifying Transaction of Mr. Turner continued to be a director of VDR until November 2012. Mr. Turner has had a wide range of real world experience that includes leading software development teams, creating/designing and performing product requirements analysis, system requirements and supervising implementation and development for a wide range of products and running corporate operations for numerous companies. Mr. Turner is also a director of Right Stuff of Tahoe Inc., a private company in the business of computational connectivity, since 1998. Mr. Turner obtained a Bachelor of Science from McGill University in 1987.

Richard Barnowski, MBA CPA CA
Proposed Directorof the Resulting Issuer
Richard Barnowski, age 63, is a seasoned financial executive who has over twenty years of transfer agency and corporate trustee experience. As Vice-President Eastern – Operations for Olympia Transfer Services Inc. ("**Olympia**"), he opened their Toronto office in 2006 and built the business, which was sold to Computershare Trust Company of Canada Inc. ("**Computershare**") in 2013. Richard remained with Computershare until November 2014. From November 1997 to November 2006, Richard was Vice-President, Operations of Equity Transfer and Trust Company and served as President in 2006. He also has served as secretary-treasurer of the Securities Transfer Association of Canada from 2012 to 2014, where he advocated on behalf of publicly traded companies.

A Chartered Accountant, Mr. Barnowski is a highly recognized and well respected individual within the brokerage industry in Toronto, and he brings with him strong best practice corporate governance knowledge to the board having worked in regulated organizations.

Joseph Rauhala
Director of the Corporation
Proposed Director of the Resulting Issuer
Mr. Rauhala, age 62, has extensive experience as a treasury and financial markets specialist, spanning a variety of international banks within North America, most recently the fifth largest bank in the USA as well with Bayerische Landesbank from October 2001 to January 2005, HSBC Bank Canada from April 1997 to September 2001, ABN AMRO Bank Canada from May 1979 to April 1997 and with Citi Bank prior to then. Additionally, his experience as a Chief Financial Officer of a Canadian financial services company and US Silver Corporation, a mineral producer, further enhanced his experience with accounting systems, tax and risk management issues and all aspects of financial reporting requirements. Mr. Rauhala has extensive capital markets experience and has also taught financial risk management seminars. With over 30 years of Canadian and US finance experience, Mr. Rauhala brings very solid experience to the Corporation. He will devote approximately 5% of his time to the affairs of the Corporation.

Elliott Jacobson, FCPA, FCA, ICD.D
Director of the Corporation
Proposed Director of the Resulting Issuer
Mr. Jacobson, age 68, has over 30 years of public accounting experience and has serviced a wide range of clients from Canadian corporations to multinational organizations. Until June 2010, Mr. Jacobson led the audit practice for entrepreneurial public companies in the Greater Toronto Area for Deloitte & Touche LLP. At that time, Mr. Jacobson and the Deloitte Entrepreneurial Public Company Service Group participated in

the original listings on the TSX, the Alternative Investment Market ("**AIM**") operated by the London Stock Exchange, Swiss Stock Exchange, American Stock Exchange ("**AMEX**") and Exchange (by IPO or Reverse take Over) of more than 150 new public companies with business operations in China and Israel as well as Canada and the United States. Mr. Jacobson led the market development for Israeli, U.S. and Chinese companies listing on the TSX and Exchanges. Previously, Mr. Jacobson spent nine years working for Arthur Andersen LLP. In 1989, Mr. Jacobson joined Mintz & Partners, a mid-sized Toronto accounting firm, where he became a partner in 1991 and led the Public Company Practice Team, which had a large entrepreneurial public company practices in Canada. Mr. Jacobson obtained his Chartered Accountant designation in 1980 and has a B.Com. (1966) from Dalhousie University as well as an M.B.A. (1969) from Queen's University.

Mr. Jacobson has lectured often on public company accounting and oversight topics, particularly relating to Canadian/U.S. accounting and auditing questions, including revenue recognition. He has also written numerous articles on accounting and audit matters and has guest-lectured at a number of major university business schools on accounting matters. Mr. Jacobson currently serves on a number non-profit board of directors. He will devote approximately 5% of his time to the affairs of the Corporation.

Claude Ayache, CPA, CMA
Director, Chief Executive Officer and Corporate Secretary of the Corporation
Proposed Chief Financial Officer and Corporate Secretary of the Resulting Issuer
Claude Ayache, age 52, is a self-employed consultant and has been President of Exadyn Consultants Inc. ("**Exadyn**"), a financial management consulting firm specializing in providing financial reporting support and capital market advisory services to public companies, since 1999 in addition to strategic restructuring/reorganization services to both private and public companies. Exadyn's clients operate in various industries such as oil and gas, mining, clean tech, manufacturing, technology, bio-technology, to mention a few. Mr. Ayache has more than 25 years of experience in various financial roles and has served on numerous private and public boards as well as non-for-profit organizations.

More recently, in October 2014, Mr. Ayache joined KeatsConnelly & Associates ("**KCA**") as a Senior Tax Specialist working out of their Florida office to assist KCA's clients with cross board issues. From April 2011 until June 2012, Mr. Ayache served as Vice-President of Finance to Holle Potash Corp. Previously, Mr. Ayache also founded Vendome Resources Corp. (formerly Vendome Capital II Corp. a CPC) in 2007, where he was Chief Executive Officer, and Chief Financial Officer until June 2009 as well as Director until November 2008. From November 2005 to September 2009, Mr. Ayache was also the Chief Financial Officer Axiotron Corp. (formerly Vendome Capital Corp. a CPC) and a director until October 2009, Mr. Ayache was a founder of this company when it was listed on the Exchange as a CPC. Mr. Ayache was been the Chief Financial Officer of Cathay Forest Products Corp. ("**Cathay**") from September 2004 to April 2006, during which time Cathay closed two financings, $6 million and $11.4 million, and then went on to be a top 50 venture company on the Exchange. In addition, Mr. Ayache was a director of Foccini International Inc. from November 2004 until March 2006 and the Chief Financial Officer of Augen Capital Corp., a merchant banker with a focus on natural resources, from April 2002 until May 2005.

Mr. Ayache received a Bachelor of Commerce in Finance and International Business from Concordia University in 1984 and holds the following professional designation; Chartered Professional Accountant (CPA), Certified Management Accountant (CMA). He will devote approximately 20% of his time to the affairs of the Corporation.

13.2 Corporate Cease Trade Orders or Bankruptcies

During the past 10 years, none of the directors, officers, insiders or promoters of the Corporation or a shareholder holding a sufficient number of securities of the Corporation to affect materially the control of the

Corporation, was a director, officer, insider or promoter of any other issuer that, while that person was acting in that capacity, was the subject of a cease trade order or similar order or an order that denied that issuer access to any exemptions under applicable securities legislation for a period of more than 30 consecutive days, or became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold the assets of that person, except for the following.

Mr. Ayache who was a non-executive director of Foccini International Inc., a company listed on the Exchange when a cease trade order was issued against it by the Ontario Securities Commission and British Columbia Securities Commission in July 2005, for failure to file its audited and interim financial statements and related management's discussion and analysis within the required time and was no longer associated with the company when a management cease trade order was issued in May 2006 for failure to file its audited and interim financial statements and related management's discussion and analysis within the required time. These orders were revoked in November 2005 and June 2006 upon the corporation filing such financial statements and related management's discussion and analysis.

Both Mr. Ayache and Mr. Turner were directors of Axiotron Corp. (formerly Vendome Capital Corp. while it was a CPC) when, in July 2008, the Exchange issued a cease trade order until the issuer completed a Qualifying Transaction or had its shares listed for trading on NEX. In August 2008, the issuer completed a Qualifying Transaction with a concurrent financing of approximately $5.4 million and the cease trade order was lifted.

13.3 Penalties or Sanctions

None of the directors, officers, insiders or promoters of the Resulting Issuer, or a shareholder holding a sufficient number of securities of the Corporation to affect materially the control of the Resulting Issuer, has been subject to any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into settlement agreement with securities authority, or has been subject to any other penalties or sanctions imposed by a court or regulatory or self-regulatory authority that would likely be considered important to a reasonable investor in making an investment decision.

13.4 Personal Bankruptcies

None of the directors, officers or promoters of the Resulting Issuer, nor a shareholder holding sufficient number of securities of the Resulting Issuer to affect materially the control of the Resulting Issuer, nor a personal holding company of any such person has, within the past 10 years before the date of this Filing Statement, become bankrupt, made a proposal under or insolvency legislation or been subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold their assets.

13.5 Conflict of Interest

There are potential conflicts of interest to which directors, officers, insiders and promoters of the Resulting Issuer will be subject in connection with the operations of the Resulting Issuer. Some of the directors, officers, insiders and promoters have been and will continue to be engaged in the identification and evaluation, with a view to potential acquisitions, of interests in businesses and corporations on their own behalf and on behalf of other corporations, and situations may arise where some or all of the directors, officers, insiders and promoters will be in direct competition with the Resulting Issuer. Conflicts, if any, will be subject to the procedures and remedies prescribed by the *Business Corporations Act* (Ontario), the Exchange and applicable securities law, regulations and policies.

Surrey and Mobilman are related parties to each other as Mr. Ayache and Mr. Turner currently have a financial interest prior to this transaction being complete either directly or indirectly in Mobilman and also are Directors of Surrey in addition to being the Chief Executive Officer and Chief Financial Officer, respectively, of Surrey. Furthermore, Mr. Ayache's spouse, Ms. Fabienne Azoulay has an indirect interest in Mobilman. In order to minimize the impact of the proposed related party transaction when making any decision to acquire Mobilman by Surrey, Surrey's board of directors created an independent committee of the board of directors comprised of Mr. Joseph Rauhala, Mr Elliott Jacobson and Mr. Dan Hussey. The objective of the independent committee was to evaluate the opportunity on behalf of Surrey and to, if deemed appropriate, submit the acquisition to a vote of Surrey shareholders.

13.6 Other Reporting Issuer Experience

The proposed directors and proposed officers of the Resulting Issuer named in this Filing who have been directors, officers and/or promoters of other reporting issuers in Canada or the United States within the last five years prior to the date of this Filing Statement, including the periods during which they have acted in such capacity, are:

NAME	NAME OF REPORTING ISSUER	EXCHANGE	POSITION	FROM	TO
James W. G. Turner	Axiotron Corp. (formerly Vendome Capital Corp.)	TSXV	Director Chief Executive Officer	2006 - 04 2007 - 10	2008 - 09 2008 - 08
	Vendome Capital Corp.	TSXV	Director Chief Executive Officer Chief Financial Officer	2007 - 06 2008 - 11 2008 - 11	2012 - 11 2009 - 06 2009 - 06
Elliott Jacobson	Asia Now Resources	TSXV	Director	2013-07	Present
Joseph Rauhala	HSBC Bank	TSX, LSE	Chief Manager, Fixed Income & Derivatives	1997 - 04	2001 – 09
	U.S. Silver Corporation	TSXV	Chief Financial Officer	2007 - 05	2010 - 07
Claude Ayache	Axiotron Corp. (formerly Vendome Capital Corp.)	TSXV	Director Chief Financial Officer	2005 - 11 2005 - 11	2009 - 10 2009 - 10
	Vendome Capital II Corp.	TSXV	Director Chief Executive Officer Chief Financial Officer	2007 - 05 2007 - 05 2007 - 05	2009 - 11 2009 - 06 2009 - 06
	Cathay Forest Products Corp.	TSXV	Chief Financial Officer	2004 - 09	2006 - 04
	Foccini International Inc.	TSXV	Director	2004 - 11	2006 - 03

14. Capitalization

The following tables reflect the capitalization of Surrey Capital Corp. as at January 9, 2015 and it is not anticipated to change other than the proposed Transaction due to the fact that trading in the common shares have been halted until completion of the acquisition.

Issued Capital

Issued Capital	Number of shares (non diluted)	Number of shares (fully diluted)	% of issued (non diluted)	% of issued (fully diluted)
Total outstanding assuming the maximum offering (A)	7,628,000	8,354,469	100.0%	100.0%
Public Float				
Les Bocages Pierre-Bertrand Enr	1,070,879	1,070,879	3.8%	3.7%
Pierre Morel	1,930,196	1,930,196	6.9%	6.7%
Miralupa Inc.	8,288,455	8,288,455	29.6%	28.9%
Robert Young	413,701	413,701	1.5%	1.4%
Mathieu Dupont	137,785	137,785	0.5%	0.5%
James W.G. Turner	3,902,930	3,945,898	14.0%	13.7%
Joseph Rauhala	637,784	748,396	2.3%	2.6%
Elliott Jacobson	500,000	610,469	1.8%	2.1%
Claude Ayache	500,000	788,000	1.8%	2.7%
Exadyn Consultants Inc.	1,249,911	1,249,911	4.5%	4.4%
Stefnic Management Inc.	2,453,019	2,453,019	8.8%	8.5%
Richard Barnowski	137,785	137,785	0.5%	0.5%
Dan Hussey	Nil	100,000	0.00%	0.0%
Subtotal (B)	21,222,446	21,874,635	75,9%	75.9%
Total Public Float (A-B)	6,755,224	6,829,504	24.1%	23.8%%
Shares restricted from trading				
Public	150,000	150,000	0.5%	0.5%
Directors, insiders	600,000	600,000	2.1%	2.1%
Subtotal (C)	750,000	750,000	2.6%	2.6%
Total Tradeable Float (A-C)	6,503,000	6,503,000	21.5%	21.5%

Public Holders (Registered)

Size of Holding	Number of holders	Number of shares (non diluted)	Number of shares (fully diluted)
1 - 99 shares	0	0	0
99 - 499 shares	0	0	0
500 - 999 shares	0	0	0
1,000 - 1,199 shares	0	0	0
2,000 - 2,999 shares	1	2,500	2,500
3,000 - 3,999 shares	1	3,000	3,000
4,000 - 4,999 shares	2	8,000	8,000
5,000 and more shares	180	27,964,170	28,690,639
Total	184	27,977,670	28,794,139

Public Holders (Beneficial)

Size of Holding	Number of holders	Number of shares (non diluted)	Number of shares (fully diluted)
1 - 99 shares	0	0	0
99 - 499 shares	0	0	0
500 - 999 shares	0	0	0
1,000 - 1,199 shares	0	0	0
2,000 - 2,999 shares	1	2,500	2,500
3,000 - 3,999 shares	1	3,000	3,000
4,000 - 4,999 shares	2	8,000	8,000
5,000 and more shares	163	5,941,500	5,941,500

Non-Public Holders (Registered)

Size of Holding	Number of holders	Number of shares (non diluted)	Number of shares (fully diluted)
1 - 99 shares			
99 - 499 shares			
500 - 999 shares			
1,000 - 1,199 shares			
2,000 - 2,999 shares			
3,000 - 3,999 shares			
4,000 - 4,999 shares			
5,000 and more shares	19	21,989,670	21,989,670

15. Executive Compensation

The following table sets out the proposed estimated annual compensation to be paid for the 12 month period following the completion of the Transaction:

Name and Principal Position	Annual Compensation			Long-Term Compensation			
				Awards		Pay-outs	
	Salary ($)	Bonus ($)	Other Annual Compen-sation ($)	Options/SARs Granted (#)	Restricted Shares or Share Units (#)	LTIP Pay-out ($)	Total Compen-sation ($)
Robert Young [1] Proposed CEO	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Mathieu Dupont [1] Proposed Director and Chief Technology Officer	Nil	Nil	Nil	Nil	Nil	Nil	Nil
James W.G. Turner [1] Current Director and Proposed VP Marketing	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Claude Ayache [1] Current Corporate Secretary and Proposed Chief Financial Officer	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Elliott Jacobson Current Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Joseph Rauhala Current Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Notes:

(1) Mr. Young, Mr. Dupont, Mr. Turner and Mr. Ayache have each entered in to employment agreements whereby they have agreed to forgo all compensation until such time as the Resulting Issuer reports positive income on its interim financial reporting.

16. Indebtedness of Directors and Executive Officers

As of the December 31, 2014 and the date hereof, no director or officer has any debt obligations directly to the Corporation.

17. Risk Factors

For the following section, readers should consider the term Issuer and Resulting Issuer as interchangeable.

An investment in the securities of the Issuer is subject to a number of risks, including those described below that could have a material adverse effect upon, among other things, the operating results, earnings, business prospects and condition (financial or otherwise) of the Issuer. A prospective purchaser of such securities should carefully consider the risk factors set out below before making a decision to purchase securities of the Issuer. The risks described herein are not the only risk factors facing the Issuer and should not be considered exhaustive. Additional risks and uncertainties not currently known to the Issuer, or that the Issuer currently considers immaterial, may also materially and adversely affect the business, operations and condition (financial or otherwise) of the Issuer.

The Issuer's operating results may fluctuate in future periods, which may adversely affect its stock price.

The Issuer's operating results have been in the past, and will continue to be, subject to quarterly and annual fluctuations as a result of numerous factors, some of which may contribute to more pronounced fluctuations in an uncertain global economic environment.

These factors include:

- Fluctuations in demand for the Issuer's products and services, especially with respect to Internet businesses, in part due to changes in the global economic environment;
- Changes in sales and implementation cycles for the Issuer's products and reduced visibility into its customers' spending plans and associated revenue;
- The Issuer's ability to maintain appropriate inventory levels and purchase commitments;
- Price and product competition in the telecommunications industry, which can change rapidly due to technological innovation and different business models from various geographic regions;
- The overall movement toward industry consolidation among both the Issuer's competitors and its customers;
- The introduction and market acceptance of new technologies and products and the Issuer's success in new and evolving markets, as well as the adoption of new business and technical standards;
- Variations in sales channels, product costs, or mix of products sold;
- The timing, size, and mix of orders from customers;
- Fluctuations in the Issuer's gross margins, and the factors that contribute to such fluctuations, as described below;
- The ability of the Issuer's customers, channel partners, contract manufacturers and suppliers to obtain financing or to fund capital expenditures, especially during a period of global credit market disruption or in the event of customer, channel partner, contract manufacturer or supplier financial problems;

Actual events, circumstances, outcomes, and amounts differing from judgments, assumptions, and estimates used in determining the values of certain assets (including the amounts of related valuation allowances), liabilities, and other items reflected in the Issuer's consolidated financial statements;

How well the Issuer executes on its strategy and operating plans and the impact of changes in the Issuer's business model that could result in significant restructuring charges;

Changes in tax laws or accounting rules, or interpretations thereof.

As a consequence, operating results for a particular future period are difficult to predict, and, therefore, prior results are not necessarily indicative of results to be expected in future periods.

Any of the foregoing factors, or any other factors discussed elsewhere herein, could have a material adverse effect on the Issuer's business, results of operations, and financial condition that could adversely affect its stock price.

The Issuer's operating results may be adversely affected by unfavourable economic and market conditions and the uncertain geopolitical environment.

Challenging economic conditions worldwide have from time to time contributed, and may continue to contribute, to slowdowns in the construction industry at large, as well as in specific segments and markets in which the Issuer operates, resulting in:

- Reduced demand for the Issuer's products as a result of continued constraints on spending by its customers, particularly trades related service providers, and other customer markets as well.
- Increased price competition for the Issuer's products as a result of increased competitive offerings from new entrants into the same market space.
- Inability to hire or retain the necessary technical talent.
- Higher than expected operating costs due to competition for key technical resources from other IT industries operating in the same region.
- Higher overhead costs as a percentage of revenue and higher interest expense.
- The global macroeconomic environment and recovery in Europe may affect the Issuers ability to expand into European markets.
- The downturn has been challenging and inconsistent and does not appear to be over.
- Instability in the global credit markets, the impact of uncertainty regarding the U.S. federal budget, raises in mortgage rates, tapering of bond purchases by the U.S. Federal Reserve, the instability in the geopolitical environment in many parts of the world and other disruptions may continue to put pressure on global economic conditions and may adversely affect demand from construction related industries.
- If global economic and market conditions, or economic conditions in key markets, remain uncertain or deteriorate further, the Issuer may experience material impacts on our business, operating results, and financial condition.
- Disruption of or changes in the Issuer's sales model could harm its sales and margins. If the Issuer fails to manage its channels, or if its preferred sales partners financial condition or operations weaken, its revenue and gross margins could be adversely affected.

A portion of the Issuer's products and services may be sold through its channel partners, and the remainder sold through direct sales. The Issuer's channel partners may include systems integrators, service providers, other resellers, and distributors. Systems integrators and service providers typically sell directly to end users and often provide system installation, technical support, professional services, and other support services in addition to network equipment sales. Systems integrators also typically integrate products into an overall solution, and a number of service providers are also systems integrators.

Revenue from distributors is generally recognized based on user activations, but in some speciality markets may be done via a sell-through method using information provided by the channel partner. These channel partners may be given business terms that allow them to receive credits for changes in selling prices, and participate in various cooperative marketing programs. If sales through indirect channels increase, this may lead to greater difficulty in forecasting the mix of products and, to a degree, the timing of orders from the Issuer's customers.

There can be no assurance that changes in the balance of the Issuer's distribution model in future periods would not have an adverse effect on its gross margins and profitability.

Some factors could result in disruption of or changes in the Issuer's distribution model, which could harm its sales and margins, including the following:

- The Issuer competes with some of its channel partners, including through its direct sales, which may lead these channel partners to use other suppliers that do not directly sell their own products or otherwise compete with them;
- Some of the Issuer's channel partners may demand that it absorb a greater share of the risks that their customers may ask them to bear;
- Some of the Issuer's channel partners may have insufficient financial resources and may not be able to withstand changes and challenges in business conditions;
- Revenue from indirect sales could suffer if the Issuer's distributors' financial condition or operations weaken;

The Issuer's may in the future develop new or add on products that require the stocking of some inventory. Inventory management relating to sales to its two-tier distribution channel would be more complex than the current direct sales model, and excess inventory may harm the issuers gross margins.

The Issuer must manage its inventory relating to sales to its distributors effectively, because inventory held by them could affect its results of operations.

The Issuer's distributors may increase orders during periods of product shortages, cancel orders if their inventory is too high, or delay orders in anticipation of new products.

They also may adjust their orders in response to the supply of the Issuer's products and the products of its competitors that are available to them, and in response to seasonal fluctuations in end-user demand.

Revenue to the Issuer's distributors may be recognized based on a sell-through method using information provided by them, and they are generally given business terms that allow them to return a portion of inventory, receive credits for changes in selling price, and participate in various cooperative marketing programs.

If the Issuer ultimately determines that it has excess inventory, it may have to reduce its prices and write down inventory, which in turn could result in lower gross margins.

Supply chain issues, including financial problems of contract manufacturers or vendors or key infrastructure suppliers, may increase the Issuer's costs or cause a delay in its ability to fulfill orders,

Failure to estimate customer demand properly and to scale resources in a timely fashion may result in inadequate performance of key services, which could adversely affect Issuers gross margins.

The fact that the Issuer does not own or operate or control the quality of or availability of the cellar phone infrastructure that it is reliant on to deliver its services and products to its end-user customers could have an adverse impact on the supply of its products and on its business and operating results.

Any financial problems of either its IT infrastructure suppliers or Cellular Services providers could either limit Issuers ability to supply its services or increase costs.

The Issuer relies on computing devices to access, manage and develop its software and deliver its services. A cyber-attack, malware, software virus, power outage, or other event that renders a computer inoperative or limits or blocks access to the internet infra-structure may result in the loss of key data or code, a delay in development or even the corruption of the software such that the Issuer cannot provide services it has contracted to deliver.

Hacks or denial of service attacks against infrastructure or resources used by the Issuer, either directly owned and operated by the issuer, or purchased from or provided by third parties, could have an adverse impact on the Issuer's ability to deliver services and its business and operating results.

The Issuer provides software as a service (SaaS) as its primary revenue generating service offering. To develop and operate such services the Issuer uses third party development environments, services and software platforms. Any defects, bugs, zero day exploits, trojans, denial of service attacks or other defects or cyber attack exploits in these third party platforms and services may cause disruptions including:

- Complete unavailability of the Issuers service offerings or portions of the service offering for an indeterminate period of time.
- Delay in delivery of new features or functionality
- Exposure of the Issuer or client data to unauthorized third parties.

Any of which could adversely affect the Issuers ability to generate revenues and or conduct its business

- Changes in the costs of the delivery chain including portions used by and paid for by the end-user such as cell phone access to end user devices may adversely affect the market for Issuers services.
- Defects in the hardware, software or operating system of third party services may adversely affect Issuers ability to deliver services and or collect payment for services delivered but not received by end-user.

The Issuer's growth depends upon market acceptance of its products, its ability to enhance its existing products, and its ability to introduce new products on a timely basis. The Issuer intends to continue to address the need to develop new products and enhance existing products through acquisitions of other companies, enhancing product development processes, adoption of new or improved technologies, and adding personnel.

The Issuer expects it will make acquisitions that could disrupt its operations and harm its operating results.

Acquisitions involve numerous risks, including the following:

- Difficulties in integrating the operations, systems, technologies, products, and personnel of the acquired companies, particularly companies with large and widespread operations and/or complex products;
- Diversion of management's attention from normal daily operations of the business and the challenges of managing larger and more widespread operations resulting from acquisitions;
- Difficulties in entering markets in which the Issuer has no or limited direct prior experience and where competitors in such markets have stronger market positions;
- Initial dependence on unfamiliar supply chains or relatively small supply partners;
- Insufficient revenue to offset increased expenses associated with acquisitions;
- The potential loss of key employees, customers, distributors, vendors and other business partners of the companies the Issuer acquires following and continuing after announcement of acquisition plans.

Acquisitions may also cause the Issuer to:

- Issue common stock that would dilute its current shareholders' percentage ownership;
- Use a substantial portion of its cash resources, or incur debt
- Significantly increase its interest expense, leverage and debt service requirements if the Issuer incurs additional debt to pay for an acquisition;

- Assume liabilities;
- Record goodwill and non-amortizable intangible assets that are subject to impairment testing on a regular basis and potential periodic impairment charges;
- Incur amortization expenses related to certain intangible assets;
- Incur large and immediate write-offs and restructuring and other related expenses.

Mergers and acquisitions of high-technology companies are inherently risky and subject to many factors outside of the Issuer’s control, and no assurance can be given that its previous or future acquisitions will be successful and will not materially adversely affect its business, operating results, or financial condition.

Failure to manage and successfully integrate acquisitions could materially harm the Issuer’s business and operating results. Even when an acquired company has already developed and marketed products, there can be no assurance that product enhancements will be made in a timely fashion or that pre-acquisition due diligence will have identified all possible issues that might arise with respect to such products.

If the Issuer raises additional financing, the terms of such transactions may cause dilution to existing shareholders or contain terms that are not favourable to the company.

In the future, the Issuer may seek to raise additional financing through private placements or public offerings of its equity or debt securities. The Issuer cannot be certain that additional funding will be available on acceptable terms, or at all.

To the extent that the Issuer raises additional funds by issuing equity securities, shareholders may experience significant dilution.

Given that the Issuer does not expect to have any significant revenues in the immediate future, it is unlikely that it will be able to raise a significant amount of debt financing or such financing may have an equity component.

Also, any debt financing, if available, may require the Issuer to pledge its assets as collateral or involve restrictive covenants, such as limitations on its ability to incur additional indebtedness, limitations on its ability to acquire or license intellectual property rights and other operating restrictions that could negatively impact its ability to conduct its business.

General conditions in the capital markets as well as conditions that particularly effect software as a service (SaaS) companies could also impact the company’s ability to raise additional funds.

In addition, the Issuer cannot guarantee that future financing will be available in sufficient amounts or on terms acceptable to it, if at all. If the Issuer is unable to raise additional capital in sufficient amounts or on terms acceptable to it, it will be prevented from pursuing its research and development efforts. This could harm the business, prospects and financial condition and cause the price of the securities to fall, or to cause the Issuer to cease operations.

If the Issuer fails to attract and retain key management and sales personnel, it may be unable to successfully develop or commercialize its product candidates.

The Issuer will need to expand and effectively manage its managerial, operational, financial, development and other resources in order to grow organically.

The Issuer's success depends on its continued ability to attract, retain and motivate highly qualified management, sales personnel, including its key management personnel.

The loss of the services of any of its senior management could impact its sales. At this time, the Issuer does not have "key man" insurance policies on the lives of any of its employees or consultants.

In addition, the Issuer's advisors may have arrangements with other companies to assist those companies in developing products or technologies that may potentially may compete with the Issuer's products or technologies.

All of its advisors and consultants sign agreements with the Issuer, which includes provisions for: confidentiality; non-disclosure; intellectual property rights; and non-competes covering its intellectual property and other proprietary information. However these are only enforceable to the extent allowed by local laws.

The Issuer will need to hire additional personnel as it continues to expand its development activities. The Issuer may not be able to attract or retain qualified management and sales or technical personnel in the future due to the intense competition for qualified personnel among software and hardware businesses. If it is not able to attract and retain the necessary personnel to accomplish its business objectives, it may experience constraints that will impede significantly the achievement of its development objectives, its ability to raise additional capital and its ability to implement its business strategy.

In particular, if the Issuer loses any members of its senior management team, it may not be able to find suitable replacements in a timely fashion or at all and its business may be harmed as a result.

If the Issuer is unable to develop its sales and marketing and distribution capability on its own or through collaborations with marketing partners, it will not be successful in commercializing its product candidates.

The Issuer currently does not have a marketing staff or a sales or distribution organization.

The Issuer currently has limited internal telemarketing, sales or distribution capabilities and plans to rely on third party telemarketing as well as web based direct sales. Ineffectual implementation of either the website or telemarketing campaigns either by the issuer or its third party partners can have an adverse effect on the Issuers ability to sell.

In the future the Issuer may establish a sales and marketing organization with technical expertise and supporting distribution capabilities to commercialize its product and services, which will be expensive and time consuming. Any failure or delay in the development of internal sales, marketing and distribution capabilities would adversely impact the commercialization of these product candidates.

If the Issuer is unable to enter into such arrangements on acceptable terms or at all, it may not be able to successfully commercialize its existing and future product candidates.

The Issuer may choose to collaborate with third parties that have direct sales forces and established distribution systems, either to augment its own sales force and distribution systems or in lieu of its own sales force and distribution systems. To the extent that the Issuer enters into co-promotion or other licensing arrangements, its product revenue is likely to be lower than if it directly marketed or sold its products, when and if it has any.

In addition, any revenue it receives will depend in whole or in part upon the efforts of such third parties, which may not be successful and will generally not be within its control. If the Issuer is unable to enter into such arrangements on acceptable terms or at all, it may not be able to successfully commercialize its existing and future product candidates.

If it is not successful in commercializing its existing and future product candidates, either on its own or through collaborations with one or more third parties, its future product revenue will suffer and it may incur significant additional losses.

18. Promoters of MM and the Resulting Issuer

The following persons may be considered to have been promoters of the MM for the preceding two years or as of the date of this Filing Statement.

Name	Period	Quantity of Shares of the Resulting Issuer	Percentage of Shares of the Resulting Issuer (1)	Annual remuneration received or to be Received by the Promoter
Robert Young (2)	May 30, 2013 to Present	8,288,454	25.37%	Nil
Mathieu Dupont (3)	May 30, 2013 to Present	8,288,454	25.37%	Nil

Notes:

(1) This presumes that the concurrent financing completed is for a total of $300,000, $200,000 in MM and $100,000 in Surrey.

(2) Of these, 8,288,454 common shares are in the name of Miralupa Inc., of which Mr. Young is a director and officer.

(3) Of these, 8,288,454 common shares are in the name of Miralupa Inc., of which Mr. Dupont is a director and officer.

19. Legal Proceedings

19.1 Legal Proceedings of Surrey

To the knowledge of the directors of Surrey, there is no legal proceeding, or legal proceedings known to be contemplated, that are material to Surrey or to which any of its property is or may be subject to.

19.2 Legal Proceedings of MM

To the knowledge of the directors of MM, there are no legal proceedings or legal proceedings known to be contemplated, that are material to MM or to which any of its property is or may be subject to.

20. Interest of Management and Other Material Transactions

Surrey and MM are related parties to each other as Mr. Ayache and Mr. Turner currently have a financial interest prior to this transaction being complete either directly or indirectly in MM and also are Directors of Surrey in addition to being the Chief Executive Officer and Chief Financial Officer, respectively, of Surrey. Furthermore, Mr. Ayache's spouse, Ms. Fabienne Azoulay has an indirect interest in MM. In order to minimize the impact of the proposed related party transaction when making any decision to acquire MM by Surrey, Surrey's board of directors created an independent committee of the board of directors comprised of

Mr. Joseph Rauhala, Mr Elliott Jacobson and Mr. Dan Hussey. The objective of the independent committee was to evaluate the opportunity on behalf of Surrey and to, if deemed appropriate, submit the acquisition to a vote of Surrey shareholders.

21. Auditors, Transfer Agents and Registrars

The auditors of the Issuer are MNP, LLP, Chartered Accountants, 111 Richmond Street West, Suite 300, Toronto, Ontario, M5H 2G4.

The transfer agent and registrar of the Issuer is Computershare Trust Company of Canada, 100 University Ave, Suite 1100, Toronto, Ontario, M5J 2Y1.

The auditors of MM are Ann Blanchette, M.Sc., CPA, CA, 10690 de Lorimier, Suite 5, Montreal, Quebec, H2B 2J3.

22. Material Contracts

22.1 Material Contracts of the Corporation

The Corporation has not entered into any material contracts and will not enter into any material contracts prior to the closing of the Transaction, other than:

1. The Letter of Intent between Surrey Capital Corp. and Mobilman Management Inc. dated December 15, 2014; and
2. The Share Exchange Agreement between Surrey Capital Corp., Mobilman Management Inc. and the Shareholders of Mobilman Management Inc. dated January 23, 2015.

The material contracts described above may be inspected at 466A Ellerslie Ave, Toronto, Ontario, M2R 1C4 during ordinary business hours until the closing of the Proposed Transaction and for a period of thirty days thereafter.

23. Interest of Experts

Opinions

The following is a list of experts (collectively the "**Experts**") whose profession or business gives authority to a statement made by an Expert in this Filing Statement as having prepared or certified a part of a document or report described in the Filing Statement:

a) MNP, LLP; and
b) Ann Blanchette, M.Sc., CPA, CA

Interest of Experts

There is no interest of experts to be disclosed.

24. Other Material Facts

There are no other material facts relating to the Corporation not disclosed elsewhere in this Filing.

25. Financial Statements

The following financial statements are attached to this Filing Statements:

1. Surrey Audited Financial Statements dated August 31, 2014;
2. Surrey Interim Condensed Financial Statements dated November 30, 2014;
3. MM Audited Financial Statements dated June 30, 2014;
4. MM Interim Condensed Financial Statements dated December 31, 2014; and
5. Pro-Forma Consolidated Balance Sheet of Surrey and Mobilman.

Certificate of Surrey Capital Corp.

Date: February 25, 2015

The foregoing Filing Statement and the schedules thereto constitute full, true and plain disclosure of all material facts relating to the securities of Surrey Capital Corp. assuming the Completion of the Transaction.

SURREY CAPITAL CORP.

<u>/s/ Claude Ayache</u>	*<u>/s/ James W. G. Turner</u>*
Claude Ayache	James W. G. Turner
Chief Executive Officer	Chief Financial Officer

ON BEHALF OF THE BOARD OF DIRECTORS

The board of directors of the Corporation has approved the content and the filing of this Filing Statement.

<u>/s/ Joseph Rauhala</u>	*<u>/s/ Elliott Jacobson</u>*
Joseph Rauhala	Elliott Jacobson
Director	Director

Certificate of Mobilman Management Inc.

Date: February 25, 2015

The foregoing Filing Statement and the schedules thereto constitute full, true and plain disclosure of all material facts relating to the securities of Mobilman Management Inc. assuming the Completion of the Transaction.

MOBILMAN MANAGEMENT INC.

/s/ Robert Young	*/s/ Mathieu Dupont*
Robert Young	Mathieu Dupont
Chief Executive Officer	Director

ON BEHALF OF THE BOARD OF DIRECTORS

The board of directors of the Corporation has approved the content and the filing of this Filing Statement.

/s/ Robert Young	*/s/ Pierre Morel*
Robert Young	Pierre Morel
Director	Director