

Management Discussion and Analysis
(Expressed in Canadian Dollars)

KANE BIOTECH INC.

Years ended December 31, 2023 and 2022

KANE BIOTECH INC.

Management Discussion and Analysis

March 26, 2024

Dear Fellow Shareholders,

I'm very proud of everything that my team accomplished in 2023 and look toward 2024 with great anticipation and excitement.

We started the year with multiple licensing and distribution agreements:

- ProgenaCare Global promises to be a fantastic partner in the US wound care market. We have developed a close collaboration and a shared vision for our revyve™ Antimicrobial Wound Gel. We've slowly started introducing revyve™ to a number of partners as we ramp up manufacturing and the response has been overwhelmingly positive.
- Salud Pharma have built an impressive network in Columbia, Panama and Costa Rica. They have a solid track record of success with complimentary wound care products and we're confident they will do very well with revyve™ once they obtain regulatory approval in their jurisdiction which is expected later this year.
- Skout's Honor licensed and launched our pet oral care line in the North American pet specialty market establishing our first animal health licensing agreement outside of the veterinary channel. They have done a remarkable job of building a strong network of retailers which will allow them to rapidly ramp up sales in this channel.

The achievement I'm most proud of is the US FDA 510(k) clearance for our revyve™ Antimicrobial Wound Gel for the management of ulcers (including diabetic foot and leg ulcers and pressure ulcers), 1st and 2nd degree burns, partial & full thickness wounds, large surface area wounds and surgical incisions for adult populations. revyve™ is a triple threat combination of: (1) EFFICACY thanks to Kane Biotech's patented coactiv+™ technology; (2) EASE OF USE due to its thermo-gelling properties that's easy to apply, stays on the wound and is easy to remove; (3) ACCESSIBILITY as Kane intends to offer its gel at a price point that fits within Medicare and private payer allowables. So far it has been very well received by practitioners as it checks all the boxes.

We strengthened our board of directors with the addition of Dr John Coleman who brings a wealth of scientific and business expertise to the board. We've already started to reap the benefits of Dr Coleman's knowledge and experience.

Finally, we closed 2023 with the signing of a non-binding offer for the sale of its interest in STEM Animal Health Inc. ("STEM"). In 2018, when I joined as CEO, Kane made the strategic decision to continue to build Kane's animal health portfolio, while expanding into advanced wound care. Since that time, we have created STEM in partnership with Animalcare, received VOHC Seal of Acceptance for our pet oral care water additive, and signed licensing and distribution agreements with Animalcare and Skout's Honor Pet Supply Company. These achievements have created real value within STEM, which we believe is reflected in the offer we received.

KANE BIOTECH INC.

Management Discussion and Analysis

The sale of STEM will allow us to:

- strengthen our balance sheet and provide capital to grow the company.
- Focus Kane! We believe that most persistent topical infections, in both wound care and non abraded skin (such as acne), are particularly hard to treat due the existence of biofilms. We have both the right technologies and the right team to win in this rapidly growing market.

2024 is off to a fantastic start!

The appointment of Dr. Robert Huizinga as Executive Chair of the Company. Dr. Huizinga will devote his time to the development and implementation of strategic initiatives, strengthening the Company's partnerships with existing clients and fostering key relationships that lead to new business, including strategic acquisitions.

The announcement of the revyve™ Antimicrobial Wound Gel Spray, a follow-on product to our FDA 510(k) cleared revyve™ Antimicrobial Wound Gel, which we have now loaded it into a new, patent-pending delivery system creating a highly differentiated product ideal for burns and other sensitive wounds.

I was also very proud and honoured that Kane was named the Bioscience Association of Manitoba ("BAM") Company of the Year.

Once again, I'm extremely proud of everything we've accomplished and look forward to a big 2024 for Kane.

A handwritten signature in teal ink, appearing to read "M Edwards".

Marc Edwards

Chief Executive Officer

Kane Biotech Inc.

KANE BIOTECH INC.

Management Discussion and Analysis

The following management discussion and analysis (“MD&A”) covers information up to March 26, 2024 and should be read in conjunction with the consolidated financial statements for the years ended December 31, 2023 and 2022. Except as otherwise noted, the financial information contained in this MD&A and in the consolidated financial statements has been prepared in accordance with International Financial Reporting Standards (IFRSs). All amounts are expressed in Canadian Dollars unless otherwise noted. Additional information regarding the Company is available on SEDAR at www.sedar.com and on the Company’s website at www.kanebiotech.com.

This MD&A has been prepared to help investors understand the financial performance of the Company in the broader context of the Company’s strategic direction, the risks and opportunities as understood by management, and the key success factors that are relevant to the Company’s performance. Management has prepared this document in conjunction with its broader responsibilities for the accuracy and reliability of the consolidated financial statements, as well as the development and maintenance of appropriate information systems and internal controls to ensure that the financial information is complete and reliable. The Audit Committee and the Board of Directors have reviewed this document and all other publicly reported financial information for integrity, usefulness, reliability, and consistency.

FORWARD-LOOKING STATEMENTS

This Management’s Discussion and Analysis contains certain forward-looking information and statements within the meaning of securities law which may not be based on historical fact, including without limitation statements containing the words “believes,” “should”, “may,” “plan,” “will,” “estimate,” “predict,” “continue,” “anticipates,” “potential”, “intends,” “expects,” or other similar expressions. Such forward looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual results, events, or developments to be materially different from any future results, events or developments expressed or implied by such forward looking statements. Such factors include, among others, the Company’s stage of development, lack of product revenues, additional capital requirements, risks associated with the completion of clinical trials and obtaining regulatory approval to market the Company’s products, the ability to protect its intellectual property and dependence upon collaborative partners. These factors should be considered carefully, and readers are cautioned not to place undue reliance on such forward-looking statements. The forward-looking statements are made as of the date hereof, and the Company disclaims any obligation to update any such factors or to publicly announce the result of any revisions to any of the forward-looking statements contained herein to reflect future results, events, or developments.

Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A. Such statements are based on a number of assumptions which may prove to be incorrect, including, but not limited to, assumptions about:

- general business and economic conditions;
- interest rates and foreign exchange rates;
- the timing of the receipt of regulatory and governmental approvals for the Company’s research and development projects;
- the availability of financing for the Company’s research and development projects, or the availability of financing on reasonable terms;
- the Company’s costs of trials;
- the Company’s ability to attract and retain skilled staff;
- market competition;
- tax benefits and tax rates;
- the Company’s ongoing relations with its employees and with its business partners.

Management cautions you, the reader, that the foregoing list of important factors and assumptions is not exhaustive. Events or circumstances could cause actual results to differ materially from those estimated or projected and expressed in, or implied by, these forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements or the foregoing list of factors, whether as a result of new information or future events or otherwise.

BUSINESS OVERVIEW

Kane Biotech Inc. (“Kane Biotech”, “Kane” or the “Company”) is a biotechnology company engaged in the research, development and commercialization of technologies and products that prevent and remove microbial biofilms. Biofilms are thin, slimy films that develop when bacteria and other microorganisms form a protective matrix that acts as a shield against attack. Biofilms attach to

KANE BIOTECH INC.

Management Discussion and Analysis

and grow on living and inert surfaces. When protected by a biofilm, bacteria become highly resistant to antibiotics, antimicrobials, biocides and host immune responses. This resiliency contributes to numerous Human and Animal Health-related problems. According to the United States National Institute of Health, biofilms are estimated to be responsible for 80% of all animal and human bacterial infections including tooth decay, wound infections, chronic inflammatory skin disorders and wounds, recurrent urinary tract infections, medical device-associated and hospital acquired infections (HAIs), and foodborne bacterial outbreaks. Biofilms cost society billions of dollars each year. As such, there is significant interest, and therefore significant opportunity, in safe and effective products that can combat the biofilm problem. Kane Biotech's mission is to capitalize on this large, addressable market by licensing its proprietary anti-biofilm technologies to global industry players.

Kane Biotech has a portfolio of biotechnologies, intellectual property (patents, patents pending and trademarks) and products developed by the Company's own biofilm research expertise and acquired from leading research institutions. StrixNB™, DispersinB®, Aledex™, bluestem™, bluestem®, coactiv+™, coactiv+®, goldstem™, silkstem™, DermaKB™ and DermaKB Biofilm™ are trademarks of Kane Biotech Inc.

The Company is listed on the TSX Venture Exchange under the symbol "KNE" and on the OTCQB Venture Market under the symbol "KNBIF".

Key Highlights of Kane Biotech include the following:

- A specialized focus on the development and continual improvement of anti-biofilm technologies, targeting large markets for biofilm prevention and dispersion solutions
- Robust patent portfolio of differentiated anti-biofilm technologies with 67 patents issued or pending
- Renewed DispersinB® licensing agreement with Rutgers University in 2023
- First commercial licensing and distribution agreement signed in 2017, establishing a 10-year partnership with Dechra Veterinary Products (the "Dechra Agreement") wherein Kane Biotech receives an ongoing royalty from Dechra on net sales of the Company's Vetrudent™ products in North America
 - Extension of the Dechra Agreement in 2019 to include South America
- Agreement with UK-based veterinary products company, Animalcare Group PLC ("Animalcare") under which the parties formed STEM Animal Health Inc. ("STEM"), a company dedicated to treating biofilm-related ailments in animals
 - Animalcare is investing \$5 million consisting of \$3 million to acquire a one-third equity stake in STEM and \$2 million for the rights to commercialize products in global veterinary markets outside of the Americas
- STEM achieved a key milestone by obtaining the internationally recognized Veterinarian Oral Health Council ("VOHC") efficacy certification which activated approximately \$1.3 million in milestone payments and minimum royalties pursuant to its Licensing and Royalty agreements
- License and distribution agreement with Skout's Honor Pet Supply Company ("Skout's Honor") signed in 2023, for a ten-year, non-exclusive use of the Company's coactiv+ technology in North American pet specialty markets
- In December 2023, the Company signed a non-binding offer for the sale of its interest in STEM allowing for the opportunity to focus on human health
- Continued product development of DispersinB® Hydrogel and coactiv+™ Antimicrobial Wound Gel technology platforms for the Human Health market
- Received 510(k) clearance of its coactiv+™ (recently rebranded as revyve™) Antimicrobial Wound Gel from the U.S. Food and Drug Administration ("FDA") for the management of ulcers (including diabetic foot and leg ulcers and pressure ulcers), 1st and 2nd degree burns, partial & full thickness wounds, large surface area wounds and surgical incisions for adult populations.
- Awarded \$3.8 million (\$2.5 million utilized) in non-dilutive funding for its DispersinB® Hydrogel product development and commercialization project from Prairies Economic Development Canada ("PrairiesCan") in the form of interest-free repayable contributions to be repaid over five years, starting in April 2023

KANE BIOTECH INC.

Management Discussion and Analysis

- Received the U.S. Department of Defense's ("DoD") Medical Technology Enterprise Consortium Research Project Award ("MTEC Award") for continued clinical development of the Company's DispersinB[®] Hydrogel to treat biofilm-mediated antimicrobial resistance in non-healing chronic wounds in the amount of \$2.7 million USD
 - Subsequently received an additional \$425,000 USD of funding for its DispersinB Hydrogel[®] related to its MTEC Award
- Obtained the ISO 13485:2016 certification for its quality management system specific to its ongoing efforts to design and develop novel medical devices for the wound care market
- First distribution agreement for its revyve[™] Antimicrobial Wound Gel wound care product with Salud Pharma S.A./Innovacure ("Salud Pharma") for launch of the product in the countries of Colombia, Panama, and Costa Rica
- Agreement with ProgenaCare Global LLC ("ProgenaCare") for the exclusive distribution rights of the Company's revyve[™] Antimicrobial Wound Gel in the United States wound care market
- First distribution agreement for its DermaKB[™] line of scalp care products with Salud Pharma (in addition to the Company's revyve[™] Antimicrobial Wound Gel) for the exclusive right to sell in the territories of Colombia, Panama and Costa Rica
- Appointed Dr. Robert Huizinga Executive Chair of the Company
- Completed private placements of \$3.5 million in 2020, \$1.0 million in 2022 and \$500,000 in 2023
- Entered into a credit agreement and subsequent amending agreements with Pivot Financial I Limited Partnership ("Pivot") for non-revolving term loan financing totalling \$6,000,000.

BUSINESS UPDATE AND STRATEGY

Kane Biotech is focused on licensing and co-commercializing its biofilm-related intellectual property with strategic partners that have established large-scale market access. Kane's two primary markets for its technologies are Animal Health and Human Health.

In 2020, the Company announced the creation of STEM which is a joint venture with Animalcare. STEM aims to: (1) generate revenue and profit through the licensing of biofilm technologies in the Animal Health category, and (2) expand distribution and growth of its premium companion animal products in the pet specialty and e-commerce channels.

STEM is in the process of aligning resources and investment to its top performing channels, customers and products to accelerate growth and profit. In 2024, STEM will focus its efforts as follows:

1. **Veterinary Licencing and Royalty:** STEM is accelerating royalty revenue by i) supporting Dechra in North and South America via the sales of Dechra's premium veterinary oral care product range and ii) supporting Animalcare's veterinary oral care product range in Europe. In 2022, STEM achieved a key milestone by obtaining the internationally recognized VOHC efficacy certification which activated approximately \$1.3 million in milestone payments and minimum royalties pursuant to the license and distribution agreements. Royalty revenue continues to grow as Dechra and Animalcare expand distribution and sales in the veterinary channel.
2. **coactiv+[™] Licencing and Royalty:** In April, 2023, STEM signed a license and distribution agreement with Skout's Honor for the use of the Company's coactiv+ technology in North American pet specialty markets. In 2023, STEM worked closely with Skout's Honor to assist with the technology transfer and launch of their pet oral care product line across their well-established network of retailers throughout North America. STEM will continue supporting Skout's Honor Oral Care line to ensure its success in the marketplace.
3. **bluestem[™] Product Sales and Profitability:** STEM will continue focusing on i) expanding its distribution of the bluestem[™] product line within the US pet specialty channel, ii) driving profitability through product and manufacturing cost optimizations, and iii) introducing new and improved oral care products including No Brushing Gel, dog and cat oral sprays, and a veggie dental chew line. In 2024, STEM will expand bluestem[™] distribution in the US by onboarding

KANE BIOTECH INC.

Management Discussion and Analysis

two new retailers to carry its oral care products. STEM will also focus on improving profitability by optimizing product costs and improving manufacturing efficiencies to enable further investment in brand building initiatives.

In addition to leveraging its established products and sales strategies, STEM will continue to actively explore growth opportunities through new formats and new applications for its intellectual property in other key growth areas within the Animal Health category.

In December 2023, the Company announced that it had signed a non-binding offer for the sale of its interest in STEM.

In Human health, Kane intends to: (1) finalize product development of its DispersinB[®] Hydrogel for the human wound care market, (2) pursue the optimal regulatory and commercialization path for this technology including joint ventures, and (3) continue development of a product line for the human wound market based on our proprietary coactiv+[™] Antimicrobial Wound Gel platform. As previously announced, the funding from PrairiesCan and the DoD has been critical to progressing the company's Human Health initiatives for which we are looking forward to moving into the commercialization phase.

Kane Biotech is focused on the continued product development of DispersinB[®] for hydrogel applications in chronic wound care. The Company believes that its DispersinB[®] hydrogel applications will enhance current wound care treatments by improving the efficacy of antimicrobial and antibiotic wound treatments.

In prior years Kane has received the U.S. Department of Defense's ("DoD") Medical Technology Enterprise Consortium Research Project Award ("MTEC Award"), with initial funding of approximately \$2.7 million USD for the continued clinical development of the Company's DispersinB[®] Hydrogel to treat biofilm-mediated antimicrobial resistance in non-healing chronic wounds. In 2022, the Company received a follow-on award of \$425,000 USD. These are significant awards for Kane Biotech, both for the value and validation of the Company's wound care technology. Kane Biotech believes this award underscores the importance of eliminating biofilms to address non-healing, chronic wounds.

The Company is collaborating with external consultants to pursue the optimal regulatory path for this technology that will mitigate the risk for future partners and increase the value of a licensing agreement. Although the Company had previously planned to seek regulatory approval for its DispersinB[®] Hydrogel as a medical device under the 510(k) pathway, the Company is currently reviewing other strategies including a PMA approach based on market analysis provided by its consultants as well as preliminary feedback received from the FDA. The Company is now evaluating a number of pathways in order to determine an appropriate regulatory route that will ultimately be more beneficial by allowing for expanded claims and indications and a more appropriate price point. Kane is also conducting this review to better leverage the remaining DoD non-dilutive funding that is available for this program.

The Company maintains its ISO 13485:2016 certification for its quality management system specific to its ongoing efforts to design and develop novel medical devices for the wound care market. ISO certification demonstrates Kane's compliance, and customers can be assured that the medical devices it is designing and developing are fit for their intended purpose. We maintain our quality management system and independent audits to verify conformance to the standards. It represents another step for Kane on the path towards commercialization of its wound care portfolio. ISO 13485:2016 is recognized worldwide as a major standard in quality assurance systems for medical device manufacturers and will help Kane Biotech as they look to expand their footprint globally.

On May 24, 2023, the Company received 510(k) clearance of its coactiv+[™] (recently rebranded as revyve[™]) Antimicrobial Wound Gel from the FDA for the management of ulcers (including diabetic foot and leg ulcers and pressure ulcers), 1st and 2nd degree burns, partial & full thickness wounds, large surface area wounds and surgical incisions for adult populations. The Company's device, which uses its patented coactiv+[™] technology in a thermal reversible gelling system, provides ease of use and is optimized for sensitive wounds. The Company aims to make the wound gel accessible to patients, taking into consideration current reimbursement levels under the surgical dressing policy in the U.S.

In 2023, the Company has signed its first distribution agreement for its revyve[™] Antimicrobial Wound Gel wound care product with Salud Pharma for the launch of the product in the countries of Colombia, Panama, and Costa Rica and has signed an agreement with ProgenaCare for the exclusive distribution rights of the Company's revyve[™] Antimicrobial Wound Gel in the United States wound care market. These are defining milestones for the Company as it prepares to bring this highly effective and differentiated product to market.

Other products in investigational or development stages include the following:

KANE BIOTECH INC.

Management Discussion and Analysis

- coactiv+™ Antimicrobial Surgical Hydrogel for use in surgical/acute wounds
- coactiv+™ Antimicrobial Wound Rinse for use in acute and chronic wounds
- coactiv+™ Antimicrobial Wound Gel Spray for use in acute, chronic wounds and first and second degree burns
- DispersinB® Hydrogel for Prosthetic Joint Infection

Kane has secured a distribution agreement with Salud Pharma for the exclusive right to sell its DermaKB™ line of products in Colombia, Panama and Costa Rica. The DermaKB™ line includes a shampoo, shampoo bar and scalp detoxifier. These products launched in 2020 as the first products in Kane's skin care line. The Company continues to focus on opening new channels of distribution and securing licensing opportunities in 2024 and beyond.

Other products in the Dermatology pipeline include a hair conditioner to work in conjunction with the DermaKB™ products and a wound gel for minor cuts, scrapes and burns.

Targeted Kane Biotech milestones and objectives for the remainder of 2024 include the following:

- Close the sale of STEM allowing the Company to strengthen its balance sheet and focus on human health
- Support foreign commercialization partners in obtaining regulatory approval of revyve™ Antimicrobial Wound Gel in their respective jurisdictions
- Support ProgenaCare in commercializing Kane's revyve™ Antimicrobial Wound Gel in the United States wound care market
- Support the Company's commercial manufacturer of its revyve™ Antimicrobial Wound Gel during the technology transfer and scale-up manufacturing processes
- Continue the development of coactiv+™ pipeline of products including, coactiv+™ Antimicrobial Surgical Hydrogel, coactiv+™ Antimicrobial Wound Rinse and coactiv+™ Antimicrobial Wound Gel Spray
- Launch the coactiv+™ Antimicrobial Wound Gel Spray in the US
- Confirm regulatory path and manufacturing scale-up process and secure commercial partner for the coactiv+™ Antimicrobial Surgical Hydrogel product
- Finalize the regulatory path and commence its DispersinB® Hydrogel wound care clinical trial which is funded by the US Department of Defence
- Secure a distribution partner for its DermaKB™ line of products in the salon and medical aesthetics markets
- Identify commercialization/licensing partner(s) for the DermaKB™ brand and products under development in the Kane Dermatology pipeline, which include a wound gel for minor cuts, scrapes and burns, as well as a hair conditioner to be used in conjunction with the DermaKB™ line of products
- Commence its acne proof of concept clinical trial
- Obtain the Medical Device Single Audit Program (MDSAP) quality standard
- Continue to protect Kane Biotech's intellectual property and expand patent coverage
- Execute with cost-control and continue to optimize operating expenses

The Kane Biotech team is looking forward to fully executing the many exciting initiatives that are underway. The Company will continue to focus on product development, international market expansion and cost-effective execution. The entire team is dedicated to achieving the above-mentioned milestones and to building a foundation for long-term, sustainable growth.

KANE BIOTECH TECHNOLOGIES

coactiv+™

coactiv+™ is a patented biofilm destabilizing formula with continuous activity.

The global companion pet oral care market was estimated to be \$1.93 billion USD by 2023 with a 6.6% CAGR to 2031. This growth is largely driven by increasing pet ownership and premiumization as pet owners continue to be more aware of and willing to spend more on their pets' health. Rising disposable income and westernization in developing nations is further driving the global pet oral care market. According to the American Veterinary Medical Association (AVMA), oral health is one of the top three concerns for companion animal owners. Bacteria in the mouth cavity form plaque and, as the plaque grows, this causes tartar build-up, gum infection (gingivitis) and periodontitis. By the time they are three years old, it is estimated that approximately 80% of dogs and 70% of cats develop some sort of periodontal disease.

KANE BIOTECH INC.

Management Discussion and Analysis

In 2015, following Health Canada approval, Kane Biotech introduced companion pet oral care products containing its coactiv+™ technology in Canada under the StrixNB™ and bluestem™ brands. The Company then pursued a strategy to license out its intellectual property on a broader scale which led to the Company's StrixNB™ technology and trademarks being part of the Dechra Agreement. Dechra introduced its Vetradent™ oral care brand into the U.S. and Canadian veterinary channel in 2017. Water additive powder and dental wipe products were added to the Vetradent™ product family in 2018. A dental rawhide chew was introduced in 2019 as well as an expansion of the Vetradent™ toothpaste line throughout the U.S. market. Also in 2019, the Dechra Agreement was extended to South America and sales of Vetradent™ products in South America commenced in 2022. In Q2 2022, Animalcare introduced its Plaqtiv+® oral care brand or products incorporating the Company's coactiv+™ technology, into the European veterinary channel. Additional formulations are in development to expand the complete pet oral health products for veterinary clinics and for dog and cat parents.

In the pet specialty channel, Kane's coactiv+™ technology continues to be commercialized by STEM under the bluestem™ brand. bluestem™ products are sold in pet specialty retail stores in Canada and the US as well as on Amazon.com (U.S.), Chewy.com and Amazon.ca (Canada). STEM is focused on optimizing the distribution and availability of the bluestem product line™. STEM continues to evaluate opportunities for global expansion of its bluestem™ product portfolio. In Q2 2023 the Company signed a licensing agreement with Skout's Honor for its patented coactiv+™ technology in pet oral care applications within North America and in Q4 2023 Skout's Honor launched its line of pet oral care products using this technology.

In Wound Care & Surgical, in addition to the launch of its recently rebranded revyve™ Antimicrobial Wound Gel (formerly coactiv+™ Antimicrobial Wound Gel), the Company is developing products with three applications:

- coactiv+™ Antimicrobial Surgical Hydrogel: A sterile product for surgical/acute wounds and provided in a single use container for application in the hospital setting. The product can be applied to all types of surgical wounds and can be used prophylactically on post-surgical incisions as well. Although the initial target for this application are hospitals, ASC (ambulatory surgery centers), physician offices and HOPD settings are also potential markets.
- coactiv+™ Antimicrobial Wound Gel Spray: A spray version of the revyve™ Antimicrobial Wound Gel provides ease of use and is optimized for sensitive wounds like first-second degree burns, venous leg ulcers (VLU), and large surface area wounds, but also works effectively on diabetic foot ulcers (DFU), pressure ulcers, partial and full thickness wounds and surgical incisions. This device incorporates the patented coactiv+™ technology and its thermo-reversible gelling system.
- coactiv+™ Antimicrobial Wound Rinse: Intended for mechanical cleansing and removal of debris and foreign material from diabetic foot ulcers (DFU), venous leg ulcers (VLU), pressure ulcers (PU), first-second degree burns, skin grafts, and donor sites. Sales targets will be hospitals, ASC, (ambulatory surgery centers), physician offices and HOPD settings.

The key ingredients of the coactiv+™ technology are Generally Recognized As Safe (GRAS) under sections 201(s) and 409 of the Federal Food, Drug, and Cosmetic Act and have been purposefully selected to provide support throughout the entire wound healing cascade.

The major advantages of these coactiv+™ Antimicrobial Wound Gel products are as follows:

- Continuous bactericidal, biofilm destabilizing, and inhibition activity
- Buffering agent to lower and maintain favorable pH conducive for wound healing
- Helps reduce metalloprotease and elastase activity in chronic wounds
- Biocompatible and non-toxic
- Prophylactic treatment for acute wounds at risk for infection, such as surgical incisions, pin and catheter sites and burns
- Patent protected

In the Dermatology Division, Kane has secured its first exclusive distribution agreement (in combination with its newly rebranded revyve™ Antimicrobial Wound Gel) with Salud Pharma to sell DermaKB™ products in the territories of Columbia, Panama and Costa Rica. As Kane continues to maintain online sales of its DermaKB™ line of scalp care products, the Company will focus on seeking commercialization/licensing opportunities for the product line in both the salon and medical aesthetics markets. Kane will also look to extend the DermaKB™ lineup with a hair conditioner to be used in conjunction with the existing products. With a growing interest from potential licensing partners, Kane Dermatology is looking to expand the development of its coactiv+™ technology-based products in the remainder of 2024

KANE BIOTECH INC.

Management Discussion and Analysis

DispersinB®

Kane Biotech’s trademark for the wound care market is DispersinB® for both animal and human wound care applications. The Company has started to pursue its strategy to license out its wound care intellectual property on a broader scale.

For animal health applications, the development of products using DispersinB® technology is planned for use in canine otic (ear) infections. Additional DispersinB® products are in planning and development.

With respect to human applications, in 2023, the Company renewed its exclusive worldwide license agreement with the University of Medicine and Dentistry of New Jersey, now part of Rutgers University, for all human, animal, and industrial applications of the DispersinB® enzyme. In 2024, efforts will continue to be focused on the development of a human wound care hydrogel containing DispersinB®. Kane will commence its DispersinB® wound care clinical trial which is funded by the US Department of Defence. The Company is also focused on securing commercialization partners and pursuing the optimal regulatory/reimbursement path that will ultimately lead to the commercialization of this technology.

INTELLECTUAL PROPERTY

The Company’s current intellectual property is summarized below:

Patent #	Title	Jurisdiction
2903266	Compositions and Methods for Treatment and Prevention of Wound Infections	Canada
9980497	Compositions and Methods for Treatment and Prevention of Wound Infections	United States
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Europe
6401720	Compositions and Methods for Treatment and Prevention of Wound Infections	Japan
10357470	Compositions and Methods for Treatment and Prevention of Wound Infections	United States
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Austria
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Belgium
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Denmark
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Finland
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	France
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Germany
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Italy
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Netherlands
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Norway
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Poland
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Romania
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Spain
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Sweden
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	Switzerland
2964235	Compositions and Methods for Treatment and Prevention of Wound Infections	United Kingdom
11103433	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	United States
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Europe
11723852	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	United States
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Austria
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Belgium
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Denmark
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Finland
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	France
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Germany
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Italy
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Netherlands
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Norway
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Poland
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Romania
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Spain
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Sweden
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	Switzerland
3160234	Antimicrobial Compositions and Methods of Use There of for Personal Care Products	United Kingdom

KANE BIOTECH INC.

Management Discussion and Analysis

7833523	Compositions and Methods for Enzymatic Detachment of Bacterial and Fungal Biofilms	United States
2012332014	Compositions and Methods for Enzymatic Detachment of Bacterial and Fungal Biofilms	Australia
2853857	Compositions and Methods for Treatment and Prevention of Oral Diseases	Canada
2012800632833	Compositions and Methods for Treatment and Prevention of Oral Diseases	China
2773369	Compositions and Methods for Treatment and Prevention of Oral Diseases	Europe
404149	Compositions and Methods for Treatment and Prevention of Oral Diseases	India
6038167	Compositions and Methods for Treatment and Prevention of Oral Diseases	Japan
624850	Compositions and Methods for Treatment and Prevention of Oral Diseases	New Zealand
11090366	Compositions and Methods for Treatment and Prevention of Oral Diseases	United States
HK120416	Compositions and Methods for Treatment and Prevention of Oral Diseases	Hong Kong
2773369	Compositions and Methods for Treatment and Prevention of Oral Diseases	Germany
2773369	Compositions and Methods for Treatment and Prevention of Oral Diseases	France
2773369	Compositions and Methods for Treatment and Prevention of Oral Diseases	United Kingdom
2773369	Compositions and Methods for Treatment and Prevention of Oral Diseases	Ireland
7989604	Compositions and Methods for Enzymatic Detachment of Bacterial and Fungal Biofilms	United States
8617542	Dispersin B, 5-Fluorouracil, Deoxyribonuclease I and ProteinaseK-Based Antibiofilm Compositions and uses thereof	United States
2283130	Dispersin B, 5-Fluorouracil, Deoxyribonuclease I and ProteinaseK-Based Antibiofilm Compositions and uses thereof	Europe
8821862	Soluble B-N-Acetylglucosaminidase Based Antibiofilm Compositions and Uses Thereof	United States
7144992	Synergistic Antimicrobial Compositions and Methods for Reducing Biofilm Formation	United States

The Company has 57 issued patents and 10 pending patents. Successful development of products to prevent and remove microbial biofilms may be dependent upon the ability to obtain approval for patents that are currently in pending status as well as successfully file new patents; however, there is no guarantee that new patents will be obtained, and, if obtained, it may not be possible to successfully defend against any subsequent infringements to these patents. Currently, the Company is unaware that it has infringed upon any existing patents issued to third parties. The Company's success may, in part, depend on operating without such infringement.

Trademarks	Jurisdiction
DispersinB®	Canada United States Europe United Kingdom
bluestem™ bluestem®	United States Europe
coactiv+®	Canada Canada Europe
coactiv+™ goldstem™	United States Canada
silkstem™	United States Canada
DermaKB™	United States Canada
DermaKB Biofilm™	United States Canada
Aledex™ StrixNB™ revyve™	United States United States United States

SUMMARY OF KANE BIOTECH PRESS RELEASES SINCE JANUARY 1, 2023

On March 20, 2024, Kane Biotech announced that it had extended the exclusivity period on the offer for its interest in STEM Animal Health that it announced on December 20, 2023, from March 19, 2024 until March 31, 2024. The Company further announced that subsequent to the US \$625,000 deposit that it received at the time of the offer, Kane Biotech had received additional deposits totaling US \$900,000 which would be applied towards the sale price of the Company's interest in STEM.

KANE BIOTECH INC.

Management Discussion and Analysis

On March 8, 2024, Kane Biotech announced that at the Bioscience Association of Manitoba (“BAM”) annual awards dinner held on March 7, 2024, the Company received the BAM Company of the Year award. The Bioscience Company of the Year award acknowledges a private sector company based in Manitoba that has distinguished itself in the past year through demonstrated leadership, significant achievement and paving the road toward future wealth and job creation in the region.

On February 22, 2024, Kane Biotech announced that at the special meeting of the shareholders of the Company held on February 20, 2024, Dr. Robert Huizinga was elected as a director of the Company. The Company also announced that Dr. Huizinga had been appointed by the directors of the Company as Executive Chair of the Company.

On January 31, 2024, the Company announced that if it had filed a patent on its revyve™ Antimicrobial Wound Gel Spray, a follow-on product to its FDA 510(k) cleared revyve™ Antimicrobial Wound Gel and would be introducing it at the Boswick Burn and Wound Care Symposium on the same date.

On January 25, 2024, Kane Biotech announced that the Company would be presenting its revyve™ Antimicrobial Wound Gel at the Boswick Burn and Wound Care Symposium scheduled to take place from January 27 to February 1, 2024. Kane Biotech would be presenting along with other important voices involved in the care of soft tissue injuries and related complications.

On January 18, 2024, the Company announced that on February 20, 2024, the Company would hold a special meeting of its shareholders to consider the election of Dr. Robert Huizinga as an additional director of the Company.

On December 29, 2023, Kane Biotech announced that it had entered into a definitive agreement to amend the terms of the Company’s amended and restated credit facility between Pivot and the Company dated August 31, 2021 by extending the maturity date of the Credit Facility from November 30, 2023 to March 31, 2023.

On December 20, 2023, the Company announced that it received a non-binding offer for its interest in STEM. In addition, the Company announced that Kane Biotech and Pivot have agreed to extend the term of the Company’s amended credit agreement between the Company and Pivot dated September 11, 2023, by extending the maturity date of the credit facility from November 30, 2023 to March 31, 2024.

On November 16, 2023, Kane Biotech announced that John Coleman had been appointed to the Board of Directors of Kane Biotech effective immediately. Dr. Coleman is an accomplished executive with over two decades of senior biotechnology expertise.

On November 02, 2023, the Company announced the launch of the newly rebranded revyve™ Antimicrobial Wound Gel (formerly coactiv+™ Antimicrobial Wound Gel). The product rebranding was being unveiled as part of Kane’s participation in the Symposium on Advanced Wound Care (SAWC) Fall forum which it previously announced on October 25, 2023.

On October 25, 2023, Kane Biotech announced that it will be unveiling the new brand for its coactiv+™ Antimicrobial Wound Gel product (“Wound Gel”) at the Symposium on Advanced Wound Care Fall forum (“SAWC Fall”) scheduled to take place from November 2-5, 2023, in Las Vegas, Nevada. Both Kane Biotech and its U.S. Wound Gel distribution partner, ProgenaCare, were to host informational booths at SAWC Fall introducing the new brand and recruiting practitioners to participate in clinical evaluations using the Company’s Wound Gel.

On September 12, 2023, the Company announced that it had fully subscribed and closed its previously announced non-brokered private placement offering of \$500,000 and that it had entered into a further amending agreement to its credit facility with Pivot under the terms announced in the Company’s press release of August 3, 2023.

On August 3, 2023, Kane Biotech announced its intention to undertake a non-brokered private placement offering (the “Offering”) of up to 5,000,000 units of the Company (“Units”) at a price of \$0.10 per Unit for gross proceeds of up to \$500,000. Each Unit shall be comprised of one common share of the Company (a “Share”) and one-half of one Share purchase warrant (each whole warrant, a “Warrant”). Each full Warrant shall entitle the holder thereof to purchase one additional Share of the Company for a period of 18 months at an exercise price of \$0.10 per Share. The net proceeds of the Offering will be used for working capital and general corporate purposes. The Company also announced that Pivot has agreed, in principle, to amend the terms of the Company’s amended and restated credit agreement between Pivot and the Company dated August 31, 2021, as amended (the “Credit Facility”), by, among other things, increasing the size of the Credit Facility from \$5 million to \$6 million and extending the maturity date of the Credit Facility from August 31, 2023 to November 30, 2023 (the “Proposed Amended Credit Facility”). The Proposed

KANE BIOTECH INC.

Management Discussion and Analysis

Amended Credit Facility shall have an interest rate of 15% per annum. Under the terms of the Proposed Amended Credit Facility, Pivot will also be entitled to Warrants for the purchase of 2.5 million Shares of the Company for a period of 18 months at an exercise price of \$0.10 per Share.

On August 2, 2023, the Company announced that it has engaged Research Capital Corporation as Kane's exclusive financial advisor to conduct a strategic review process of STEM. Kane is considering a variety of strategic alternatives to maximize shareholder value with regards to STEM. These alternatives could include, among other things, the sale of all or part of its assets in STEM, a merger or other business combinations with another party, or any other strategic transaction. There can be no assurance that the process will result in any transaction.

On June 23, 2023, Kane Biotech announced that it has issued 9,703,809 restricted share units of the Company ("RSUs") to various directors, officers, employees and consultants of the Company pursuant to the second amended and restated performance and restricted share unit plan of the Company dated May 23, 2023. Each RSU is exercisable into one common share of the Company. The RSUs will vest at different times, but none will vest earlier than 12 months from the date of grant.

On May 25, 2023, the Company announced that on May 24, 2023 it received 510(k) clearance of its coactiv+™ Antimicrobial Wound Gel from the U.S. Food and Drug Administration (FDA) for the management of ulcers (including diabetic foot and leg ulcers and pressure ulcers), 1st and 2nd degree burns, partial & full thickness wounds, large surface area wounds and surgical incisions for adult populations.

On April 20, 2023, Kane Biotech announced that it had signed a distribution agreement with ProgenaCare for its coactiv+™ Antimicrobial Wound Gel in the United States wound care market. ProgenaCare will have exclusive distribution rights in the United States wound care market for Kane's coactiv+™ Antimicrobial Wound Gel and Kane will receive a \$500,000 USD upfront payment from ProgenaCare once it obtains 510(k) clearance from the FDA.

On April 18, 2023, the Company announced that it had signed a licensing agreement with Skout's Honor for its patented coactiv+™ technology in pet oral care applications. Skout's Honor has been granted a ten-year license for the non-exclusive use of Kane's coactiv+™ technology under their own brand in North America while STEM will continue to commercialize its bluestem™ line of pet oral care products. STEM will receive a \$500,000 USD licensing fee from Skout's Honor to be paid over the course of the agreement as well as an ongoing royalty on all Skout's Honor's sales of products that use the coactiv+™ technology. The Company also announced that Kevin Cole, STEM's President and CEO, will be departing the company.

On March 03, 2023, Kane Biotech announced that, as previously announced by the Company in its March 1, 2023 press release, pursuant to the formal amending agreement (the "Amending Agreement") with Pivot Financial I Limited Partnership ("Pivot") dated March 2, 2023 amending the terms of the Company's amended and restated credit agreement between Pivot and the Company dated August 31, 2021, as amended (the "Credit Facility"), the interest rate of the Credit Facility increased from 14% to 15% per annum.

On March 2, 2023, Kane Biotech announced that it had entered into a formal amending agreement (the "Amending Agreement") with Pivot Financial I Limited Partnership ("Pivot"), to amend the terms of the Company's amended and restated credit agreement between Pivot and the Company dated August 31, 2021, as amended (the "Credit Facility"). The Amending Agreement amends the Credit Facility by: i) increasing the size of the non-revolving term loan under the Credit Facility by \$1 million from \$4 million to \$5 million; ii) extending the maturity date of the Credit Facility from February 28, 2023 to August 31, 2023; iii) providing for a guarantee (the "Guarantee") of \$1 million of the Company's obligations under the Credit Facility by a third party guarantor (the "Guarantor"); and iv) requiring that \$1 million advanced under the Credit Facility be promptly repaid by the Company upon the closing of either an equity investment in the Company of \$1,000,000 or greater or an unsecured subordinated loan of \$1,000,000 or greater by a company controlled by the Guarantor. As consideration for providing the Guarantee, the Guarantor will be issued 2,500,000 warrants to purchase common shares of the Company ("Shares") at a price of \$0.10 per Share for a period of one year from the date of the issuance (the "Compensation Warrants"). The issuance of the Compensation Warrants is subject to the approval of the TSX Venture Exchange.

On March 01, 2023, Kane Biotech announced that Pivot Financial I Limited Partnership ("Pivot") had agreed, in principle, to amend the terms of the Company's amended and restated credit agreement between Pivot and the Company dated August 31, 2021, as amended (the "Credit Facility"), by, among other things, increasing the size of the Credit Facility from \$4 million to \$5 million and extending the maturity date of the Credit Facility from February 28, 2023 to August 31, 2023 (the "Proposed Amended Credit Facility"). The Proposed Amended Credit Facility shall have an interest rate of 15% per annum. The proposed

KANE BIOTECH INC.

Management Discussion and Analysis

\$2 million loan transaction with two lenders previously announced on December 29, 2022 will not proceed. The Company also announced that it had accepted the resignations of Mark Nawacki, Sarah Prichard and Allan Mandelzys as members of the board of directors of the Company effective immediately.

On February 6, 2023, the Company announced that it had entered into an amending agreement with Pivot Financial I Limited Partnership ("Pivot") to the amended and restated credit agreement between the Company and Pivot dated August 31, 2021, extending the maturity date of its credit facility from January 31, 2023 to February 28, 2023 and that Kane and Pivot were working towards finalizing a longer term extension to the credit facility.

On January 4, 2023, Kane Biotech announced that it has recently signed a distribution agreement with Salud Pharma S.A. ("Salud Pharma") for its coactiv+™ Antimicrobial Wound Gel wound care and DermaKB™ scalp care products. Once Kane obtains 510(k) approval from the FDA, Salud Pharma through its distribution partners will register and commercialize Kane's coactiv+™ Antimicrobial wound gel throughout Colombia, Panama, and Costa Rica via wound care centers and pharmacies and will also import and distribute Kane's DermaKB™ line of scalp detoxifier and shampoos.

OUTLOOK

The strategic direction of the Company remains centered on developing and commercializing solutions to biofilm-related problems. To advance these programs and fulfill its strategic objectives, management expects the Company to continue incurring operating losses for the foreseeable future. Given the nature of its business and the developmental phase that Kane Biotech is currently in, research expenditures are expected to be higher in 2024 as those incurred in 2023. Overall, general and administrative expenses in 2024 should be similar to what was incurred in 2023 in support of the Company's ongoing product development and commercialization strategy. Revenues are expected to be similar in 2024 as 2023 and derived mainly from human health commercial opportunities. The Company is committed to increased commercialization and revenue growth within strict cost controls while continuing to develop new technologies and products.

The Company's funding of future operations is primarily dependent upon its ability to: a) sign partnership, licence and distribution agreements with upfront and subsequent milestone and/or equity payments, b) generate product, services and royalty revenue, and c) obtain government research and development funding. While the Company is continually striving to derive cashflow from all three of these sources, there is no assurance that such sources will be sufficient to sustain its operations. If that is the case, the Company will consider financing alternatives, including those used in the past such as private placements and debt financing, to raise the necessary capital it requires to fund ongoing operations.

The ability of the Company to continue as a going concern and to realize the carrying value of its assets and discharge its liabilities and commitments when due is dependent on the successful completion of the actions taken or planned, some of which are described above, which management believes will mitigate the adverse conditions and events which raise doubt about the validity of the going concern assumption used in preparing its consolidated financial statements. There is no certainty that these and other strategies will be sufficient to permit the Company to continue as a going concern.

The Company may decide to accelerate, terminate, or reduce its focus in certain research areas, or commence research in new areas as a result of the Company's research progress and the availability of financial resources. These decisions are made with the goals of tightly managing the Company's cash resources and optimizing the Company's opportunities. Management is not presently aware of any factors that would change its strategy over the next year. See also "Note 2(c) Going concern" to the accompanying consolidated financial statements.

KANE BIOTECH INC.

Management Discussion and Analysis

SELECTED ANNUAL FINANCIAL INFORMATION

Continuing operations

Years ended December 31,	2023	2022	2021
License	\$ 109,886	\$ 93,488	\$ 86,884
Sale of goods	39,094	63,245	45,699
Total Revenue	148,980	156,733	132,583
Cost of sales-sales of goods	39,510	44,704	33,941
Gross Profit	109,470	112,029	98,642
General and administration expenses	2,412,956	2,533,613	2,976,334
Research expenses	1,053,900	1,036,021	1,175,823
Net other expenses	1,204,959	564,033	60,505
Net loss from continuing operations	(4,562,345)	(4,021,638)	(4,114,020)
Loss from continuing operations attributable to shareholders	(4,562,345)	(4,021,638)	(4,114,020)
Basic and diluted loss per share from continuing operations	(0.04)	(0.03)	(0.04)
Income (loss) from discontinued operations attributable to shareholders	(471,758)	131,746	(490,546)
Net loss attributable to shareholders	(5,034,103)	(3,889,892)	(4,604,566)
Basic and diluted loss per share attributable to shareholders	(0.04)	(0.03)	(0.04)
Cash and cash equivalents	749,248	1,104,901	1,153,090
Total assets	5,680,919	5,619,835	6,134,293
Non-current liabilities	3,195,911	3,415,984	2,980,298
Total current liabilities	10,894,400	6,341,562	4,721,009
Deficit	(42,134,276)	(37,100,173)	(33,210,281)
Total capital stock, warrants, convertible note option and contributed surplus	31,575,972	30,577,600	29,324,297

Discontinued operations

Years ended December 31,	2023	2022	2021
License & Royalty	\$ 620,978	\$ 839,044	\$ 196,178
Sale of goods and services	2,047,818	1,672,575	1,279,014
Total Revenue	2,668,796	2,511,619	1,475,192
Cost of sales-sales of goods and services	1,389,215	1,210,419	1,005,393
Gross Profit	1,279,581	1,301,200	469,799
General and administration expenses	1,985,483	1,189,433	1,098,414
Research expenses	22,384	17,971	201,427
Net other income	20,578	103,842	94,150
Net income (loss)	(707,708)	197,638	(735,892)
Net income (loss) attributable to shareholders	(471,758)	131,746	(490,546)
Net income (loss) attributable to minority	(235,950)	65,892	(245,346)
Cash and cash equivalents	1,139,480	-	-
Total assets	2,630,499	-	-
Non-current liabilities	829,318	-	-
Total current liabilities	621,133	-	-
Deficit	(1,633,755)	-	-

KANE BIOTECH INC.

Management Discussion and Analysis

SELECTED QUARTERLY FINANCIAL INFORMATION

The selected financial information provided below is derived from Kane Biotech's unaudited quarterly for each of the last eight quarters:

	Q4-2023	Q3-2023	Q2-2023	Q1-2023	Q4-2022	Q3-2022	Q2-2022	Q1-2022
Consolidated net income (loss)	\$	\$	\$	\$	\$	\$	\$	\$
License	39,770	23,372	23,372	23,372	23,372	23,372	23,372	23,372
Sales of goods	18,018	3,631	5,546	11,899	16,192	16,410	13,799	16,844
Total Revenue	57,788	27,003	28,918	35,271	39,565	39,782	37,171	40,216
Cost of Sales	23,488	3,512	5,392	7,118	4,400	15,628	11,466	13,210
Gross Profit	34,300	23,491	23,526	28,153	35,164	24,154	25,705	27,006
Operating Expenses	1,292,635	994,801	274,496	904,924	674,665	744,007	1,035,520	1,115,442
Net loss from continuing operations	(1,522,425)	(1,244,099)	(681,857)	(1,113,964)	(933,349)	(956,095)	(1,110,723)	(1,021,471)
Net loss from continuing operations attributable to shareholders	(1,522,425)	(1,244,099)	(681,857)	(1,113,964)	(933,349)	(956,095)	(1,110,723)	(1,021,471)
attributable to shareholders	(59,638)	(134,302)	(190,680)	(87,138)	63,459	(55,325)	210,732	(87,120)
Net loss attributable to shareholders	(1,582,063)	(1,378,401)	(872,537)	(1,201,102)	(869,890)	(1,011,420)	(899,991)	(1,108,591)
Loss per share from continuing operations attributable to shareholders	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)
Net loss per share attributable to shareholders	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)

It is important to note that historical patterns of expenditures cannot be taken as an indication of future expenditures. The amount and timing of expenditures, and therefore liquidity and capital resources, may vary substantially from period to period depending on the business and research activities being undertaken at any one time and the availability of funding from investors and prospective commercial partners.

License revenue related to continuing operations relates to (1) the recognition of revenue associated with the initial payment of \$500,000 USD the Company received upon signing its exclusive license and distribution agreement with Dechra in March 2017 prior to the establishment of STEM and (2) the recognition of revenue associated with the \$125,000 USD milestone payment received from Dechra in April 2021 related to the successful production of a pilot batch of product manufactured in South America. These payments have been recorded as contract liabilities on the consolidated statement of financial position and are being recognized as license revenue on a straight-line basis over the duration of the license agreement on the consolidated statement of loss and comprehensive loss.

Sales of goods are from DermaKB™ and, for the first time in Q4 2023, from revyve™ wound gel as the Company started shipping small quantities of revyve™ product to ProgenaCare in Q4 2023.

The Company's ongoing operating expenses relate primarily to the execution of research programs, the commercialization of its intellectual property and general and administrative expenses. The operations of the Company are not subject to any material seasonality or cyclical factors.

Operating expenses can vary significantly from quarter to quarter primarily due to fluctuations in research expenditures related to the Company's work on its DispersinB® Hydrogel and coactiv+™ Antimicrobial Wound Gel projects, legal expenses associated with private placements, debt financing and commercialization activities and non-cash expenditures related to the Company's Restricted Share Unit ("RSU") long-term compensation plan.

It is important to note that historical patterns of expenditures cannot be taken as an indication of future expenditures. The amount and timing of expenditures, and therefore liquidity and capital resources, may vary substantially from period to period depending on the business and research activities being undertaken at any one time and the availability of funding from investors and prospective commercial partners.

The following is selected financial information for each of the last eight quarters specific to discontinued operations of STEM which is in the process of being sold:

KANE BIOTECH INC.

Management Discussion and Analysis

	Q4-2023	Q3-2023	Q2-2023	Q1-2023	Q4-2022	Q3-2022	Q2-2022	Q1-2022
Net income (loss) - discontinued operations	\$	\$	\$	\$	\$	\$	\$	\$
License	62,731	62,651	59,655	46,039	46,039	46,039	476,853	12,500
Royalty	148,239	83,044	89,850	68,769	81,762	76,604	51,770	47,477
Sales of goods and services	496,239	545,154	478,887	527,538	524,289	409,261	273,785	465,240
Total Revenue	707,209	690,849	628,392	642,346	652,090	531,904	802,408	525,217
Cost of Sales	343,275	399,075	321,413	325,452	366,601	286,318	188,898	368,602
Gross Profit	363,934	291,774	306,979	316,894	285,489	245,586	613,510	156,615
Operating Expenses	441,912	518,353	591,733	455,869	199,633	377,330	325,786	304,655
Net income (loss)	(89,469)	(201,471)	(286,048)	(130,720)	95,199	(82,996)	316,128	(130,693)
Net income (loss) attributable to shareholders	(59,638)	(134,302)	(190,680)	(87,138)	63,459	(55,325)	210,732	(87,120)
Net income (loss) attributable to minority interest	(29,831)	(67,169)	(95,368)	(43,582)	31,740	(27,671)	105,396	(43,573)

License revenue related to discontinued operations relates to (1) the initial payment of \$500,000 CAD the Company received upon signing its exclusive license and distribution agreement with Animalcare in September, 2020; (2) milestone payments received for approximately \$1.3 million as a result of STEM achieving the key milestone of obtaining the VOHC efficacy certification in April 2022 and (3) the licensing agreement that STEM signed with Skout's Honor in May 2023 for its coactiv+™ technology in pet oral care applications triggering a \$500,000 USD licensing fee which is being paid by Skout's Honor to STEM over the course of the 10-year agreement. These payments have been recorded as contract liabilities on the consolidated statements of financial position and are being recognized as license revenue on a straight-line basis over the duration of the license agreements on the consolidated statement of loss and comprehensive loss.

Quarterly royalty revenues were impacted in earlier quarters by the COVID-19 pandemic due to the lingering effects of lower product demand in the veterinary channel but have since recovered and are now well above pre-pandemic levels. Animalcare launched their own product line in Q2 2022 immediately upon STEM achieving the VOHC certification. This certification triggered minimum royalties that increase annually as per both the Dechra and Animalcare exclusive license and distribution agreements and the higher product demand in the veterinary channel as a result of VOHC certification will contribute to anticipated increasing royalties revenue in future quarters. Significantly higher royalty revenues in Q4 2023 reflect the launch of Skout's Honor's product line in the pet retail channel which will also lead to increasing royalty revenue for STEM in future quarters.

STEM goods and services revenues can fluctuate on a quarter-to-quarter basis but overall, sales of goods and services in recent quarters have increased due to STEM expanding its product line and customer base.

The overarching strategy within STEM is to grow revenues by expanding distribution of bluestem products within the pet specialty trade, support Skout's Honor with the technology transfer and launch of their pet oral care product line throughout North America and support Dechra's and Animalcare's premium veterinary oral care product range.

Overall, aside from occasional provisions recorded for inventory obsolescence, gross profit as a percentage of revenues has increased in recent quarters primarily due to increased license and royalty income. Gross margin in Q2 2022 was positively impacted by revenue recognition of contractual milestone payments from Dechra and Animalcare triggered by STEM achieving VOHC certification in that quarter. In Q1 2023 STEM brought the majority of its product manufacturing requirements in-house which has resulted in improved margins. STEM continues to actively pursue cost reduction opportunities throughout its supply chain while at the same time coping with the effect of significant inflationary pressures.

STEM's ongoing operating expenses are primarily expenses associated with employee compensation and bluestem sales and marketing programs. The operations of the Company are not subject to any material seasonality or cyclical factors. STEM's operating expenses were higher in recent quarter primarily due to increased spending on sales and marketing programs and one-time separation costs.

RESULTS OF OPERATIONS

Revenue

Revenue consists of License and Royalty revenue from its exclusive license and distribution agreements with Dechra and Animalcare, product sales from the Company's bluestem™ and DermaKB™ brands and contract manufacturing and quality control services revenue related to the Company's relationship with Dechra.

The Company's revenue by category for the three months ended December 31, 2023 and 2022 is summarized in the table below:

KANE BIOTECH INC.

Management Discussion and Analysis

Three months ended December 31,	Continuing operations				Discontinued operations				Total			
	2023	2022	Change	% Change	2023	2022	Change	% Change	2023	2022	Change	% Change
License	\$ 39,770	\$ 23,372	\$ 16,398	70%	\$ 62,731	\$ 46,039	\$ 16,692	36%	\$ 102,501	\$ 69,411	\$ 33,090	47.7%
Royalty	-	-	-	-	148,239	81,762	66,477	81%	148,239	81,762	66,477	81.3%
Products	18,018	16,193	1,825	11%	472,811	434,120	38,691	9%	490,829	450,313	40,516	9.0%
Services	-	-	-	-	23,428	90,169	(66,741)	-74%	23,428	90,169	(66,741)	-74.0%
Total Revenue	\$ 57,788	\$ 39,565	\$ 18,223	46%	\$ 707,209	\$ 652,090	\$ 55,119	8%	\$ 764,997	\$ 691,655	\$ 73,342	10.6%

License revenue of continuing operations consists of the following: (1) the recognition of revenue associated with the initial payment of \$500,000 USD the Company received upon signing its exclusive license and distribution agreement with Dechra in March 2017 prior to the establishment of STEM and (2) the recognition of revenue associated with the \$125,000 USD milestone payment received from Dechra in April 2021 related to the successful production of a pilot batch of product manufactured in South America. These payments have been recorded as contract liabilities on the consolidated statement of financial position and are being recognized as license revenue on a straight-line basis over the duration of the license agreement on the consolidated statement of loss and comprehensive loss.

License revenue of discontinued operations consists of the following: (1) the initial payment of \$500,000 CAD the Company received upon signing its exclusive license and distribution agreement with Animalcare in September, 2020; (2) milestone payments received for approximately \$1.3 million as a result of STEM achieving the key milestone of obtaining the VOHC efficacy certification in April 2022 and (3) the licensing agreement that STEM signed with Skout's Honor in May 2023 for its coactiv+™ technology in pet oral care applications triggering a \$500,000 USD licensing fee which is being paid by Skout's Honor to STEM over the course of the 10-year agreement. These payments have been recorded as contract liabilities on the consolidated statement of financial position and are being recognized as license revenue on a straight-line basis over the duration of the license agreements on the consolidated statement of loss and comprehensive loss. In the three months ended December 31, 2023, license revenue recognized from these sources increased by 36% to \$62,731 compared to \$46,039 in the three months ended December 31, 2022 due to incremental revenue recognized in the current quarter associated with the Skout's Honor license and distribution agreement.

Royalty revenue of discontinued operations consists of royalties received from Dechra on their sales of Vetradent™ products in the North American veterinary market, from Animalcare on their sales of Plactiv+® products in the European veterinary market and from Skout's Honor on their sales Skout's Honor products in the North American pet retail market. In the three months ended December 31, 2023, royalty revenue increased by 81% to \$148,239 compared to \$81,762 in the three months ended December 31, 2022 due mainly to new royalties from the launch of Skout's Honor's product line in the current period as well as increased royalty revenue from Animalcare recognized in the current period.

Product sales from continuing operations in the three months ended December 31, 2023 were \$18,018, an increase of 11% compared to \$16,193 in the three months ended December 31, 2022. The increase is due mainly to the recognition of revyve™ wound gel revenue as the Company started shipping small quantities of revyve™ product to ProgenaCare in the current quarter.

Product sales from discontinued operations in the three months ended December 31, 2023 were \$472,811, an increase of 9% compared to \$434,120 in the three months ended December 31, 2022. The increase is due mainly to higher STEM online sales and the launch of STEM's new dental gel product line partially offset by lower overall pet retail sales in the current period.

Services revenue from discontinued operations consists of contract manufacturing and quality control services related to the Company's relationship with Dechra. In the three months ended December 31, 2023, services revenue was \$23,428, a decrease of 74% compared to \$90,168 for the three months ended December 31, 2022. This decrease is due mainly to lower demand from Dechra for contract manufacturing services during the current period.

The Company's revenue by category for the twelve months ended December 31, 2023 and 2022 is summarized in the table below:

Years ended December 31,	Continuing operations				Discontinued operations				Total			
	2023	2022	Change	% Change	2023	2022	Change	% Change	2023	2022	Change	% Change
License	\$ 109,886	\$ 93,488	\$ 16,398	18%	\$ 231,076	\$ 581,431	\$ (350,355)	-60%	\$ 340,962	674,919	\$ (333,957)	-49%
Royalty	-	-	-	-	389,902	257,613	132,289	51%	389,902	257,613	132,289	51%
Products	39,094	63,245	(24,151)	-38%	1,833,324	1,433,303	400,021	28%	1,872,418	1,496,548	375,870	25%
Services	-	-	-	-	214,494	239,272	(24,778)	-10%	214,494	239,272	(24,778)	-10%
Total Revenue	\$ 148,980	\$ 156,733	\$ (7,753)	-5%	\$ 2,668,796	\$ 2,511,619	\$ 157,177	6%	\$ 2,817,776	2,668,352	\$ 149,424	6%

License revenue of continuing operations consists of the following: (1) the recognition of revenue associated with the initial payment of \$500,000 USD the Company received upon signing its exclusive license and distribution agreement with Dechra in March 2017 prior to the establishment of STEM and (2) the recognition of revenue associated with the \$125,000 USD milestone payment received from Dechra in April 2021 related to the successful production of a pilot batch of product manufactured in South

KANE BIOTECH INC.

Management Discussion and Analysis

America These payments have been recorded as contract liabilities on the consolidated statement of financial position and are being recognized as license revenue on a straight-line basis over the duration of the license agreement on the consolidated statement of loss and comprehensive loss.

License revenue of discontinued operations consists of the following: (1) the initial payment of \$500,000 CAD the Company received upon signing its exclusive license and distribution agreement with Animalcare in September, 2020; (2) milestone payments received for approximately \$1.3 million as a result of STEM achieving the key milestone of obtaining the VOHC efficacy certification in April 2022 and (3) the licensing agreement that STEM signed with Skout's Honor in May 2023 for its coactiv+™ technology in pet oral care applications triggering a \$500,000 USD licensing fee which is being paid by Skout's Honor to STEM over the course of the 10-year agreement. These payments have been recorded as contract liabilities on the consolidated statement of financial position and are being recognized as license revenue on a straight-line basis over the duration of the license agreements on the consolidated statement of loss and comprehensive loss. In the twelve months ended December 31, 2023, license revenue recognized from these sources decreased by 60% to \$231,076 compared to \$581,431 in the twelve months ended December 31, 2022 due mainly to revenue recognized in the comparative period associated with VOHC certification received in that period.

Royalty revenue of discontinued operations consists of royalties received from Dechra on their sales of Vetradent™ products in the North American veterinary market, from Animalcare on their sales of Plactiv+® products in the European veterinary market and from Skout's Honor on their sales Skout's Honor products in the North American pet retail market. In the twelve months ended December 31, 2023, royalty revenue increased by 51% to \$389,902 compared to \$257,613 in the twelve months ended December 31, 2022 due mainly to new royalties from the launch of Skout's Honor's product line in the current period as well as increased royalty revenue from Dechra and Animalcare in the current period.

Product sales from continuing operations in the twelve months ended December 31, 2023 were \$39,064, a decrease of 38% compared to \$63,245 in the twelve months ended December 31, 2022. The decrease is due mainly to lower DermaKB sales in the current period partially offset by the recognition of revyve™ wound gel revenue in the current period as the Company started shipping small quantities of revyve™ product to ProgenaCare.

Product sales from discontinued operations in the twelve months ended December 31, 2023 were \$1,833,324, an increase of 28% compared to \$1,433,303 in the twelve months ended December 31, 2022. The increase is due mainly to higher STEM online and pet retails sales as well as the launch of STEM's new dental gel product line in the current period.

Services revenue from discontinued operations consists of contract manufacturing and quality control services related to the Company's relationship with Dechra. In the twelve months ended December 31, 2023, services revenue was \$214,494, a decrease of 10% compared to \$239,272 for the twelve months ended December 31, 2022. This decrease is due to lower demand from Dechra for contract manufacturing services during the current period.

General and Administration Expenses

General and administration expenses include those costs not directly related to research and development. These include expenses associated with management and administrative staff compensation, commercialization activities and professional fees such as consulting, legal, audit, and investor relations.

The changes in general and administration expenditures by category for the three months ended December 31, 2023 and 2022 are reflected in the following table:

Three months ended December 31,	Continuing operations				Discontinued operations				Total			
	2023	2022	Change	% Change	2023	2022	Change	% Change	2023	2022	Change	% Change
Compensation related costs and consulting fees	\$ 560,920	\$ 100,904	\$ 460,016	456%	\$ 262,019	\$ 24,034	\$ 237,985	990%	\$ 822,939	\$ 124,938	\$ 698,001	558.7%
Business development costs	138,929	125,120	13,809	11%	98,459	126,923	(28,464)	-22%	237,388	252,043	(14,655)	-5.8%
Legal costs	106,141	52,927	53,214	101%	24,766	15,896	8,870	56%	130,907	68,823	62,084	90.2%
Other administration costs	66,909	241,157	(174,248)	-72%	45,807	30,504	15,303	50%	112,716	271,661	(158,945)	-58.5%
Government assistance	-	(35,369)	35,369	-100%	-	-	-	0%	-	(35,369)	35,369	-100.0%
General and administration expenses	\$ 872,899	\$ 484,739	\$ 388,160	80%	\$ 431,051	\$ 197,357	\$ 233,694	118%	\$ 1,303,950	\$ 682,096	\$ 621,854	91.2%

Higher compensation related costs and consulting fees in continuing operations for the three months ended December 31, 2023 compared to the three months ended December 31, 2022 are due primarily to an adjustment to short-term incentive expense in the comparative period as well as higher long-term incentive expense recorded in the current period.

KANE BIOTECH INC.

Management Discussion and Analysis

Higher compensation related costs and consulting fees in discontinued operations for the three months ended December 31, 2023 compared to the three months ended December 31, 2022 is due primarily to an adjustment of short-term incentive expense in the comparative period.

Higher business development costs in continuing operations for the three months ended December 31, 2023 are due primarily to higher travel and investor relations costs in the current period.

Lower business development costs in discontinued operations for the three months ended December 31, 2023 are due primarily to lower sales promotion costs in the current period.

Higher legal costs in continuing operations for the three months ended December 31, 2023 compared to the three months ended December 31, 2022 are primarily due to legal expenses related to the Company's amendments to its credit facility that took place in the in the current period.

Higher legal costs in discontinued operations for the three months ended December 31, 2023 compared to the three months ended December 31, 2022 are primarily due to higher employment related legal expenses in the current period.

Lower other administration costs in continuing operations for the three months ended December 31, 2023 compared to the three months ended December 31, 2022 are primarily due to derecognition of an insider loan receivable in the comparative period.

Higher other administration costs in discontinued operations for the three months ended December 31, 2023 compared to the three months ended December 31, 2022 are primarily due to higher external audit and facility-related expenditures recorded in the current period.

Government assistance recorded in continuing operations for the three months ended December 31, 2022 is primarily associated with the Canadian government's NRC CanExport SME and IRAP funding programs.

The changes in general and administration expenditures by category for the twelve months ended December 31, 2023 and 2022 are reflected in the following table:

Years ended December 31,	Continuing operations				Discontinued operations				Total			
	2023	2022	Change	% Change	2023	2022	Change	% Change	2023	2022	Change	% Change
Compensation related costs and consulting fees	\$1,466,632	\$1,585,896	\$ (119,264)	-8%	\$1,281,533	\$ 696,336	\$ 585,197	84%	\$2,748,165	\$2,282,232	\$ 465,933	20.4%
Business development costs	418,727	497,393	(78,666)	-16%	468,094	326,402	141,692	43%	886,821	823,795	63,026	7.7%
Legal costs	299,617	102,044	197,573	194%	52,095	19,218	32,877	171%	351,712	121,262	230,450	190.0%
Other administration costs	227,980	383,649	(155,669)	-41%	183,761	147,477	36,284	25%	411,741	531,126	(119,385)	-22.5%
Government assistance	-	(35,369)	35,369	-100%	-	-	-	-	-	(35,369)	35,369	-100.0%
General and administration expenses	\$2,412,956	\$2,533,613	\$ (120,657)	-5%	\$1,985,483	\$1,189,433	\$ 796,050	67%	\$4,398,439	\$3,723,046	\$ 675,393	18.1%

Lower compensation related costs and consulting fees in continuing operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 are primarily due to lower salaries expense incurred in the current period partially offset by higher short-term and long-term incentive compensation expense recorded in the current period.

Higher compensation related costs and consulting fees in discontinued operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 are primarily due to higher salaries and short term compensation expenses in the current period than the comparative period as well as employee separation costs incurred in the current period.

Lower business development costs in continuing operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 are primarily due to lower DermaKB™ marketing expenses partially offset by higher travel and investor relations expenses in the current period.

Higher business development costs in discontinued operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 are primarily due to higher bluestem™ marketing expenses in the current period.

Higher legal costs in continuing operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 are primarily due to legal fees incurred in the current period related to the Company's amended and restated credit agreements signed with Pivot, the completed private placement offering, the Company's discussions with the FDA regarding the regulatory path of its DispersinB® Hydrogel, the license agreement signed with Skout's Honor and the distribution agreement signed with ProgenaCare.

KANE BIOTECH INC.

Management Discussion and Analysis

Higher legal costs in discontinued operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 are primarily due to higher employment related legal expenses in the current period.

Lower other administration costs in continuing operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 are primarily due to derecognition of an insider loan receivable in the comparative period.

Higher other administration costs in discontinued operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 are primarily due to higher facility and equipment costs in the current period.

Research and Development Expenses

Research and development expenses are associated with the Company's research and development programs. The Company is in the development and commercialization stage and devotes a significant portion of its financial resources to research and market-ready product development activities.

The changes in research and development expenses by category for the three months ended December 31, 2023 and 2022 are reflected in the following table:

Three months ended December 31,	Continuing operations				Discontinued operations				Total			
	2023	2022	Change	% Change	2023	2022	Change	% Change	2023	2022	Change	% Change
Compensation related costs and consulting fees	\$ 153,811	\$ 111,276	\$ 42,535	38%	\$ -	\$ -	\$ -	0%	\$ 153,811	\$ 111,276	\$ 42,535	38.2%
Contract research and scientific consulting	197,758	52,011	145,747	280%	2,684	-	2,684	0%	200,442	52,011	148,431	285.4%
Patent related costs and other intangibles expensed	24,986	24,728	258	1%	-	-	-	0%	24,986	24,728	258	1.0%
Other research costs	97,514	69,217	28,297	41%	8,177	2,276	5,901	259%	105,691	71,493	34,198	47.8%
Government assistance	(54,333)	(67,306)	12,973	-19%	-	-	-	0%	(54,333)	(67,306)	12,973	-19.3%
Research expenses	\$ 419,736	\$ 189,926	\$ 229,810	121%	\$ 10,861	\$ 2,276	\$ 8,585	377%	\$ 430,597	\$ 192,202	\$ 238,395	124.0%

Higher compensation related costs and consulting fees in continuing operations for the three months ended December 31, 2023 compared to the three months ended December 31, 2022 are primarily due to an adjustment to short-term incentive expense in the comparative period and higher long-term incentive expense recorded in the current period partially offset by lower salary-related costs in the current period.

Higher contract research and scientific consulting costs in continuing operations for the three months ended December 31, 2023 compared to the three months ended December 31, 2022 are due primarily to higher contract research expenditures related to the Company's coactiv+™ Antimicrobial Wound Gel product development in the current period.

Higher patent related costs and other intangibles expenses in continuing operations for the three months ended December 31, 2023 compared to the three months ended December 31, 2022 are due mainly to higher patent legal expenses incurred in the current period partially offset by patents written off in the current period.

Higher other research costs in continuing operations for the three months ended December 31, 2023 compared to the three months ended December 31, 2022 are primarily due to higher laboratory facility costs incurred in the current period.

Lower government assistance in continuing operations for the three months ended December 31, 2023 compared to the three months ended December 31, 2022 is primarily due lower DoD MTEC Award funding recorded in the current period.

The changes in research and development expenses by category for the twelve months ended December 31, 2023 and 2022 are reflected in the following table:

Years ended December 31,	Continuing operations				Discontinued operations				Total			
	2023	2022	Change	% Change	2023	2022	Change	% Change	2023	2022	Change	% Change
Compensation related costs and consulting fees	\$ 513,248	\$ 702,215	\$ (188,967)	-27%	\$ -	\$ -	\$ -	-	\$ 513,248	\$ 702,215	\$ (188,967)	-26.9%
Contract research and scientific consulting	340,664	787,143	(446,479)	-57%	313	4,997	(4,684)	-94%	340,977	792,140	(451,163)	-57.0%
Patent related costs and other intangibles expensed	133,858	137,798	(3,940)	-3%	578	-	578	0%	134,436	137,798	(3,362)	-2.4%
Other research costs	298,988	272,187	26,801	10%	21,493	12,974	8,519	66%	320,481	285,161	35,320	12.4%
Government assistance	(232,858)	(863,322)	630,464	-73%	-	-	-	-	(232,858)	(863,322)	630,464	-73.0%
Research expenses	\$ 1,053,900	\$ 1,036,021	\$ 17,879	2%	\$ 22,384	\$ 17,971	\$ 4,413	25%	\$ 1,076,284	\$ 1,053,992	\$ 22,292	2.1%

Lower compensation related costs and consulting fees in continuing operations for the twelve months December 31, 2023 compared to the twelve months ended December 31, 2022 are primarily due to lower salaries expense partially offset by higher long-term incentive expense recorded in the current period

KANE BIOTECH INC.

Management Discussion and Analysis

Lower contract research and scientific consulting costs in continuing operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 are due primarily to lower contract research expenditures related to the Company's DispersinB® Hydrogel product development program in the current period.

Lower patent related costs and other intangibles expense in continuing operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 is due mainly to lower patent legal and amortization expenses recorded in the current period partially offset by patent write-off expense recorded in the current period.

Higher other research costs in continuing operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 is due mainly to higher facilities-related costs in the current period.

Lower government assistance in continuing operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 is primarily due to lower DoD MTEC Award funding recorded in the current period.

Other expenses (income)

The changes in other expenses (income) for the three months ended December 31, 2023 and 2022 are reflected in the following table:

Three months ended December 31,	Continuing operations			Discontinued operations			Total		
	2023	2022	Change	2023	2022	Change	2023	2022	Change
Finance income	\$ (3,405)	\$ (4,369)	\$ 964	\$ (7,971)	\$ (15,423)	\$ 7,452	\$ (11,376)	\$ (19,792)	\$ 8,416
Finance expense	274,910	286,526	(11,616)	2,245	1,003	1,242	277,155	287,529	(10,374)
Fair value adjustment - government loans	-	8,791	(8,791)	-	-	-	-	8,791	(8,791)
Foreign exchange gain, net	(7,417)	2,899	(10,316)	17,218	5,078	12,140	9,801	7,977	1,824
Net other expenses	\$ 264,088	\$ 293,847	\$ (29,759)	\$ 11,492	\$ (9,342)	\$ 20,834	\$ 275,580	\$ 284,505	\$ (8,925)

Lower finance expense in continuing operations for the three months ended December 31, 2023 compared to the three months ended December 31, 2022 is due primarily to higher accretion expense recognized on the PrairiesCan loan in the comparative period partially offset by higher interest expense recorded on the Pivot loan in the current period.

The changes in other expenses (income) for the twelve months ended December 31, 2023 and 2022 are reflected in the following table:

Years ended December 31,	Continuing operations			Discontinued operations			Total		
	2023	2022	Change	2023	2022	Change	2023	2022	Change
Finance income	\$ (5,665)	\$ (15,463)	\$ 9,798	\$ (55,831)	\$ (84,888)	\$ 29,057	\$ (61,496)	\$ (100,351)	\$ 38,855
Finance expense	1,215,015	816,664	398,351	10,811	5,549	5,262	1,225,826	822,213	403,613
Fair value adjustment - government loans	(3,770)	(254,898)	251,128	-	-	-	(3,770)	(254,898)	251,128
Foreign exchange loss (gain), net	(621)	17,730	(18,351)	24,442	(24,503)	48,945	23,821	(6,773)	30,594
Net other expenses	\$1,204,959	\$ 564,033	\$ 640,926	\$ (20,578)	\$ (103,842)	\$ 83,264	\$1,184,381	\$ 460,191	\$ 724,190

Higher finance expense in continuing operations for the twelve months ended December 31, 2023 compared to the twelve months ended December 31, 2022 is due primarily to the expense recorded for the value of warrants issued in the current period as well as higher interest expense recorded on the Pivot loan and higher accretion expense recognized on the PrairiesCan loan in the current period.

Loss and Comprehensive Loss

The loss and comprehensive loss for the three and twelve months ended December 31, 2023 and 2022 are reflected in the following tables:

Three months ended December 31,	Continuing operations			Discontinued operations			Total		
	2023	2022	Change	2023	2022	Change	2023	2022	Change
Loss and comprehensive loss	\$(1,522,422)	\$ (933,348)	\$ (589,074)	\$ (89,469)	\$ 95,199	\$ (184,668)	\$(1,611,891)	\$ (838,149)	\$ (773,742)
Loss and comprehensive loss attributable to shareholders	\$(1,522,422)	\$ (933,348)	\$ (589,074)	\$ (59,638)	\$ 63,459	\$ (123,097)	\$(1,582,060)	\$ (869,889)	\$ (712,171)
Basic and diluted loss per share	\$ (0.01)	\$ (0.01)	\$ 0.00	\$ -	\$ -	\$ -	\$ (0.01)	\$ (0.01)	\$ -

KANE BIOTECH INC.

Management Discussion and Analysis

Years ended December 31,	Continuing operations			Discontinued operations			Total		
	2023	2022	Change	2023	2022	Change	2023	2022	Change
Income (loss) and comprehensive income (loss)	\$ (4,562,345)	\$ (4,021,638)	\$ (540,707)	\$ (707,708)	\$ 197,638	\$ (905,346)	\$ (5,270,053)	\$ (3,824,000)	\$ (1,446,053)
Income (loss) and comprehensive income (loss) attributable to shareholders	\$ (4,562,345)	\$ (4,021,638)	\$ (540,707)	\$ (471,758)	\$ 131,746	\$ (603,504)	\$ (5,034,103)	\$ (3,889,892)	\$ (1,144,211)
Basic and diluted loss per share	\$ (0.04)	\$ (0.03)	\$ (0.01)	\$ -	\$ -	\$ -	\$ (0.04)	\$ (0.03)	\$ -

LIQUIDITY AND CAPITAL RESOURCES

Since inception, the Company has primarily financed its operations from revenues, public and private sales of equity, the exercise of warrants, loans and convertible notes, government grants and tax credits. On a consolidated basis, the Company reported cash of \$749,248 as of December 31, 2023 compared to \$1,104,901 as of December 31, 2022. The following table illustrates the Company's consolidated cash flow on a segmented basis, including net cash flow movement between Kane and STEM.

	Kane		STEM		Total
Cash as of December 31, 2022	\$	300,824	\$	804,077	\$ 1,104,901
Changes in operating activities - twelve months ended December 31, 2023		(2,014,150)		(67,996)	(2,082,146)
Changes in financing activities - twelve months ended December 31, 2023		2,512,309		469,804	2,982,113
Changes in investing activities - twelve months ended December 31, 2023		(49,735)		(66,405)	(116,140)
Increase in cash - twelve months ended December 31, 2023		448,424		335,403	783,827
Cash as of December 31, 2023		749,248		1,139,480	1,888,728
Less cash in discontinued operations		-		(1,139,480)	(1,139,480)
Cash in continuing operations as of December 31, 2023	\$	749,248	\$	-	\$ 749,248

	Kane		STEM		Total
Cash as of September 30, 2023	\$	865,978	\$	757,199	\$ 1,623,177
Changes in operating activities - three months ended December 31, 2023		(684,098)		(105,793)	(789,891)
Changes in financing activities - three months ended December 31, 2023		575,200		492,444	1,067,644
Changes in investing activities - three months ended December 31, 2023		(7,832)		(4,370)	(12,202)
Increase in cash - three months ended December 31, 2023		(116,730)		382,281	265,551
Cash as of December 31, 2023		749,248		1,139,480	1,888,728
Less cash in discontinued operations		-		(1,139,480)	(1,139,480)
Cash in continuing operations as of December 31, 2023	\$	749,248	\$	-	\$ 749,248

Cash used in operating activities

Cash used in operating activities for the three months ended December 31, 2023 was \$789,891, of which \$105,793 is associated with discontinued operations, compared to cash used in operating activities of \$499,628 for the three months ended December 31, 2022. The increase in cash used in operating activities is due mainly to higher operating losses in both continuing and discontinued operations in the current period partially offset by a period over period decrease in net non-cash working capital.

Cash used in operating activities for the twelve months ended December 31, 2023 was \$2,082,146, of which \$67,996 is associated with discontinued operations, compared to \$3,043,472 for the twelve months ended December 31, 2022. The decrease in cash used in operating activities is due mainly to the \$500,000 USD upfront payment received from ProgenaCare in the current period.

Cash provided by financing activities

Cash provided from financing activities for the three months ended December 31, 2023 was \$1,067,644, of which \$492,444 is associated with discontinued operations, compared to cash provided by financing activities of \$360,064 for the three months ended December 31, 2022. The difference is due mainly to the deposit received on the sale of STEM in the current period.

KANE BIOTECH INC.

Management Discussion and Analysis

Cash provided by financing activities for the twelve months ended December 31, 2023 was \$2,982,113, of which \$469,804 is associated with discontinued operations, compared to cash provided by financing activities of \$3,102,832 for the twelve months ended December 31, 2022. The decrease in cash provided by financing activities is due mainly to lower proceeds received from the Company's private placement in the current period than from the Company's private placement in the comparative period, lower advances received on the PrairiesCan loan in the current period and repayments made on the PrairiesCan loan in the current period partially offset by the deposit received on the sale of STEM in the current period, lower interest paid on loans and finance leases in the current period and repayments made on the Pivot loan in the comparative period.

Cash used in investing activities

Cash used in investing activities during the three months ended December 31, 2023 was \$12,202, of which \$4,370 is associated with discontinued operations, compared to \$11,580 in the three months ended December 31, 2022. Cash used in investing activities consists primarily of equipment purchases and capitalized patent expenditures.

Cash used in investing activities during the twelve months ended December 31, 2023 was \$116,140, of which \$66,405 is associated with discontinued operations, compared to \$107,549 in the twelve months ended December 31, 2022. The increase in cash used in investing activities is due mainly to higher capital asset expenditures in the current period partially offset by lower intangible asset expenditures and the repayment of related party advances in the comparative period.

The Company continues to seek additional licensing and distribution partners for its various products and technologies currently in development. This in combination with ongoing royalties, license payments and potential milestone payments associated with its existing licensing agreements with Dechra, Animalcare and Skout's Honor will provide increasing liquidity in the future. The Company also intends to seek maximization of its use of government grant programs in order to offset some of its research costs.

However, it is possible that these sources of cash inflows will not be sufficient to entirely fund the Company's planned research activities and administration costs in 2024. If that is the case, the Company will consider financing alternatives including those used in the past such as private placements and debt financing to raise the necessary capital it requires to fund ongoing operations.

The Company manages its operational spending and determines its future financing requirements through a process of budgeting and ongoing cash flow forecasting.

Shares, options, and warrants

	March 26, 2024	December 31, 2023	December 31, 2022
Common shares issued and outstanding	131,844,567	131,844,567	124,830,202
Restricted Share Units	18,203,177	18,203,177	10,722,821
Warrants	8,125,000	8,125,000	-

A summary of the Company's share capital may be found in Note 17 of the accompanying consolidated financial statements.

CONTRACTUAL OBLIGATIONS

The Company periodically enters into credit and funding agreements, long term contractual agreements for the licensing of technologies, facility and equipment lease agreements and consulting service agreements. The following table presents commitments arising from outstanding agreements in force over the next seven years:

KANE BIOTECH INC.

Management Discussion and Analysis

	Payments due by Period					Total
	Within 1 year	2-3 years	4-5 years	6-7 years		
Canadian Dollars :						
Leases	\$ 166,669	\$ 333,337	\$ 333,337	\$ 383,544	\$	1,216,887
Accounts payable and accrued liabilities	1,610,996	-	-	-	-	1,610,996
Due to related party	8,066	-	-	-	-	8,066
Loan payable	6,625,679	-	-	-	-	6,625,679
Government loans	544,000	1,008,000	601,267	-	-	2,153,267
	\$ 8,955,410	\$ 1,341,337	\$ 934,604	\$ 383,544	\$	11,614,895
US Dollars :						
Quality management platform fee (USD)	\$ 24,880	\$ 12,440	\$ -	\$ -	\$	37,320
Licence maintenance fees (USD)	10,000	20,000	20,000	20,000	20,000	70,000
	\$ 34,880	\$ 32,440	\$ 20,000	\$ 20,000	\$	107,320

GUARANTEES

The Company periodically enters into research and licence agreements with third parties that include indemnification provisions customary in the industry. These guarantees generally require the Company to compensate the other party for certain damages and costs incurred as a result of claims arising from research and development activities undertaken on behalf of the Company. In some cases, the maximum potential amount of future payments that could be required under these indemnification provisions could be unlimited. These indemnification provisions generally survive termination of the underlying agreement. The nature of the indemnification obligations prevents the Company from making a reasonable estimate of the maximum potential amount it could be required to pay. Historically, the Company has not made any indemnification payments under such agreements and no amount has been accrued in the accompanying consolidated financial statements with respect to these indemnification obligations.

OFF-STATEMENT OF FINANCIAL POSITION ARRANGEMENTS

The Company does not have any off-Statement of Financial Position arrangements.

CONTROLS

As a result of the Company's limited administrative staffing levels, internal controls which rely on segregation of duties in many cases are not appropriate or possible. Due to resource constraints and the present stage of the Company's development, the Company does not have sufficient size and scale to warrant the hiring of additional staff to correct this potential weakness at this time. To help mitigate the impact of this potential weakness, the Company is highly reliant on the performance of compensating procedures and senior management's review and approval.

As a TSX-Venture Exchange issuer, the Company is not required to certify the design and evaluation of the Company's disclosure controls and procedures ("DC&P") and internal controls over financial reporting ("ICF"), and as such has not completed such an evaluation.

Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost-effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

The preparation of consolidated financial statements in conformity with International Financial Reporting Standards ("IFRS") requires the Company to select from possible alternative accounting principles and to make estimates and assumptions that determine the reported amounts of assets and liabilities at the statement of financial position date and reported costs and expenditures during the reporting period. Management believes that the estimates and assumptions upon which the Company relies are reasonable based upon information available at the time these estimates and assumptions are made. Estimates and

KANE BIOTECH INC.

Management Discussion and Analysis

assumptions may be revised as new information is acquired and are subject to change.

In addition to the going concern assumption described above, management believes that its most critical accounting policies and estimates relate to the following areas, with reference to notes contained in the accompanying consolidated financial statements:

Revenue recognition

The Company's accounting policy over revenue recognition may be found in Note 3(a) in the Company's consolidated financial statements.

The Company has consistently applied accounting policies in accordance with IFRS 15 *Revenue from Contracts with Customers* ("IFRS 15") to all periods presented in these consolidated financial statements. These policies are as follows:

The Company has entered into exclusive license and distribution agreements for specific territories for which there may be non-refundable upfront payments, milestone payments based on achievement of certain milestones and royalties on related sales. Under the terms of these agreements in addition to the exclusive license rights, the Company may provide support, transfer of knowhow, marketing materials and efforts to increase the value of the license through introduction of new products or industry certifications. As these additional activities are not distinct and separable from the exclusive license rights, the primary performance obligation under the agreements has been determined to be a right to access the exclusive license. As a result, where non-refundable upfront payments are received or receivable, they are recognized over time on a straight-line basis over the contractual life of the agreement. Where milestone payments represent variable consideration, they are recognized as an adjustment to the transaction price of the contract when it is highly probable that a significant reversal of cumulative revenue recognized will not occur.

Royalties not subject to guaranteed minimum royalties are recognized as the related sales occur. Where guaranteed minimum annual royalties apply, the Company recognizes the minimum guaranteed royalty revenue over time and recognizes excess sales royalties as the related sales occur.

Sales based milestone payments are recognized as revenue only when the applicable sales target has been met.

Revenue from the sales of goods and services, net of discounts, is recognized when control of those goods has been transferred to the customer or the related services have been rendered.

Research and development costs

The Company's accounting policy over research and development costs may be found in Note 3(f)(i) in the Company's consolidated financial statements. Research expenditures are expensed as incurred. Development expenditures are deferred when they meet the criteria for capitalization in accordance with IFRS and the future benefits could be regarded as being reasonably certain. No development expenditures have been capitalized to date and there are no plans to capitalize development expenditures in the foreseeable future. Related Scientific Research & Experimental Development (SR&ED) investment tax credits are accounted for as a reduction to research and development expenditures in the period that they are earned and only to the extent they are refundable. Non-refundable SR&ED investment tax credits are not recorded in the consolidated financial statements as there is not assurance at this time there will be sufficient taxable income in the future to utilize those tax credits.

Patents and trademarks

The Company's accounting policy over patents and trademarks may be found in Notes 3(f)(ii) in the Company's consolidated financial statements. Patents and trademarks are reviewed for impairment on an ongoing basis whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If any such indication exists, then the asset's recoverable amount is estimated. An impairment exists when the carrying value of an asset exceeds its recoverable amount, which is the higher of its fair value less costs to sell or its value in use. The fair value less costs to sell calculation is based on available data from observable market prices, less incremental costs. The value in use calculation is based on a discounted cash flow model. These calculations require the use of estimates and forecasts of future cash flows. Qualitative factors, including market size and market growth trends, strength of customer demand and degree of variability in cash flows, as well as other factors, are considered when making assumptions regarding future cash flows and the appropriate discount rate. A change in any of the significant assumptions of estimates used to evaluate the underlying assets could result in a material change to the results of operations.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed, to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of amortization, if no impairment had been recognized. Write-downs as a result of impairment are recognized in research expense in the statement of loss and comprehensive loss.

KANE BIOTECH INC.

Management Discussion and Analysis

Stock-based compensation

The Company's accounting policy over stock-based compensation may be found in Notes 3(h)(ii), 17(c) and 17(d) in the Company's consolidated financial statements.

Where the Company issues restricted share units to its employees, directors, officers or consultants, the fair value of these units is derived from the Company's closing share price on the TSX Venture Exchange on the date of issuance.

Where the Company issues stock options to its employees, directors, officers or consultants, the fair value of the options is derived using the Black-Scholes pricing model. The application of this pricing model requires Management to make assumptions regarding several variables, including the expected life of the options and warrants, the price volatility of the Company's stock over a relevant timeframe, the determination of a relevant risk-free interest rate and an assumption regarding the Company's dividend policy in the future.

A summary of all the Company's material accounting policies and estimates may be found in Note 3 to the consolidated financial statements.

RISKS AND UNCERTAINTY

Kane Biotech operates in a highly competitive environment that involves significant risks and uncertainties, some of which are outside of the Company's control. The Company is subject to risks both inherent and not inherent to the biotechnology industry, including:

Risks Related to the Company's Financial Condition

- The Company has not derived sufficient revenues to date from the commercial sale of its antibiofilm technology and products to offset its costs. In light of the length of time and expense associated with bringing new products through commercialization, obtaining regulatory approval and bringing products to market, operating losses are expected to continue.
- The Company has relied upon equity financing to support operations and will continue to need significant amounts of additional capital that may not be available to the Company on favourable terms and may be dilutive.
- The Company has relied upon non-dilutive government funding to support some of its research and development programs and other operations. This funding is contingent upon certain deliverables being fulfilled as mandated by the government agencies.
- The Company may fail to obtain additional financing and be unable to fund operations and commercialize its product candidates.

The Company intends to raise additional financing, as required, through research, partnering and licensing arrangements, the exercise of warrants and options, equity financing and government funding. However, there can be no assurance that these financing efforts will be successful or that the Company will continue to be able to meet ongoing cash requirements. It is possible that financing will not be available or, if available, may not be on favourable terms. The availability of financing will be affected by the results of scientific and clinical research, the ability to obtain regulatory approvals, market acceptance of the Company's products, the state of the capital markets generally (with particular reference to pharmaceutical, biotechnology and medical companies), the status of strategic alliance agreements, available government funding and other relevant commercial considerations.

Risks Related to the Company's Financial Management

The Company is subject to ongoing foreign exchange, interest rate, credit and liquidity risks. The management of these risks is described in Note 24 of the Company's audited consolidated financial statements for the year ended December 31, 2023.

Risks Related to the Company's Business and Operations

- The Company is in various stages of development of its technologies and products and is dependent on the successful commercialization of its technologies and products to prevent and remove microbial biofilms. Delays may cause the Company to incur additional costs which could adversely affect the Company's liquidity and financial results.

KANE BIOTECH INC.

Management Discussion and Analysis

- The Company's business is subject to significant government regulation and failure to achieve regulatory approval of its products would negatively affect the business.
- The Company can rely on contract manufacturers as part of its product development strategy, and it would be negatively affected if it is not able to maintain these relationships and/or the contract manufacturers failed to maintain appropriate quality levels.
- Even if product candidates receive all of the required regulatory approvals, there is no guarantee of market acceptance or commercialization of the resulting product candidates, which will be determined by the Company's sales, marketing and distribution capabilities and the positioning and competitiveness of its products compared with any alternatives.
- The Company's industry is characterized by rapid change and a failure by the Company to react to these changes could have a material adverse effect on its business.
- If the Company fails to hire or retain needed personnel, the implementation of its business plan could slow and future growth could suffer.

Risks Relating to the Intellectual Property

- Failure to protect intellectual property, or infringement on the intellectual property rights of others, may impede the Company's ability to operate freely.
- The Company is dependent on strategic partners, including contract research organizations, as part of its product development strategy, and it would be negatively affected if it is not able to initiate or maintain these relationships.

Kane Biotech views patents and other means of intellectual property protection as essential to the Company's core business by protecting the Company's proprietary technology from infringement by competitors. To that end, patents will continue to be filed by the Company to ensure the highest level of protection possible is obtained for its products and technologies. The Company requires all employees, consultants, and parties to collaborative research agreements to execute confidentiality agreements upon the commencement of employment, consulting relationships or a collaboration with the Company. These agreements require that all information developed or made known during the course of the engagement with the Company is to be kept confidential. The Company also maintains agreements with scientific staff and all parties contracted in a scientific capacity, providing that all inventions resulting from work performed for Kane Biotech, using its property, or relating to its business and conceived or completed during the period covered by the agreement are the exclusive property of the Company.

Risks Relating to the Company's Common Shares

- The Company has not paid and does not intend to pay any cash dividends on its common shares and therefore, its shareholders may not be able to receive a return on their shares unless they sell them.
- The market price and trading volume of the Company's common shares may be volatile. In addition, variations in future earnings estimates by securities analysts and the market prices of the securities of the Company's competitors may also lead to fluctuations in the trading price of the common shares.
- The significant costs that the Company will incur as a result of being a public company in Canada could adversely affect its business.

To date, no dividends have been declared or paid on the common shares, and it is not expected that dividends will be declared or paid in the immediate or foreseeable future. The policy of the Board of Directors of the Company is to reinvest all available funds in operations. The Board of Directors may reassess this policy from time to time. Any decision to pay dividends on the common shares of Kane Biotech will be made by the Board of Directors based on the assessment of, among other factors, earnings, capital requirements and the operating and financial condition of the Company.