Omni-Lite Industries Canada Inc.
For the year ended December 31, 2014

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis ("MD&A") of financial condition and results of operations should be read in conjunction with the audited consolidated financial statements and the related notes of Omni-Lite Industries Canada Inc. for the years ended December 31, 2014 and December 31, 2013. Omni-Lite Industries Canada Inc. ("Omni-Lite" or the "Company") reports its financial position, results of operations and cash flows in accordance with International Financial Reporting Standards ("IFRS"), as issued by the IASB. The Company's functional currency is in United States ("US") dollars and all amounts in this MD&A are expressed in US dollars. This discussion has been completed as of April 16, 2015.

Company Overview

Omni-Lite Industries Canada Inc. is a world recognized research and development company specializing in the manufacture of precision components forged from advanced composite and other alloyed materials. These components are produced utilizing computer-controlled cold forging systems that are networked to provide an optimal environment for engineering enhancements, leading to maximum production efficiencies. These capabilities provide financial benefits such as high industry gross and net margins, and significant cash flow and EBITDA(1) ratios, which allow the Company to execute an ambitious growth strategy.

By combining its progressive cold forging techniques with a team of key design and material engineers, production technicians, marketing and administrative support personnel, Omni-Lite has been able to deliver components with the exacting criteria required by customers in a broad group of industries. The Company's mandate is to further leverage this unique mix of skills and competencies to achieve additional growth.

Omni-Lite is managed as a single business by the chief operating decision-makers. The Company operates four business segments defined as the Military, Aerospace, Specialty Automotive, and Sports and Recreation divisions. Through its wholly owned subsidiaries which include: Omni-Lite Industries International Inc., Omni-Lite Industries California Inc., Formed Fast International Inc., and Omni-Lite Properties Inc., the Company designs, engineers, manufactures, and markets specialized components to a broad spectrum of Fortune 500 customers. Its components are utilized in the products of Boeing, Airbus, Bombardier, the U.S. Military, Chrysler, Ford, Nike, and adidas. The requirements and stature of these customers necessitates that the Company operate at a very high level of engineering and production efficiency.

(1) "EBITDA" is a non-IFRS term which represents earnings or losses before net interest expense, income taxes, depreciation and amortization, and non-controlling interests. The MD&A presents certain non-IFRS financial measures to assist readers in understanding the Company's performance. Non-IFRS financial measures are measures that either exclude or include amounts that are not excluded or included in the most directly comparable measures calculated and presented in accordance with IFRS.

The distribution of revenue between the four business divisions for the year ended December 31, 2014 is as follows:

Division	**Aerospace**	**Specialty Automotive**	**Sport & Recreation**	**Military**
December 31, 2014	37%	37%	18%	8%

To ensure future growth, Omni-Lite is committed to funding the research and development of new products and materials and to apply for patents to protect the intellectual property that pertains to its business. To date, the Company has been granted seven U.S. Patents covering innovations in materials, processes, and design.

To gain access to new nanostructured materials and technical services being pioneered in this innovative industry, Omni-Lite invested in California Nanotechnologies Corp., a publicly listed company trading as "CNO" on the TSX Venture Exchange. Approximately 18 percent of outstanding shares of CNO are held by Omni-Lite.

Omni-Lite's overall strategy is to continue striving to be the best in the progressive cold forging business. This strategy, entitled the Vision 2015 Plan is summarized below:

Vision 2015 Plan

- Create superior shareholder value through development of quality products, financial discipline, and investment
- Sales growth of 20 percent to 25 percent per year
- Commission 33 Progressive cold forging systems
- Maintain research and development efforts for future initiatives
- Continual update of ancillary systems to support production and quality
- Upgrade the current facility and lease adjoining space to improve efficiencies
- Growth and retention of highly skilled workforce and management
- Commit to maintaining the environment through waste reduction, energy conservation, and recycling.

Outlook

In 2015, Omni-Lite will continue to focus on building revenue in the military, aerospace, and specialty automotive segments through on-going product development. The Aerospace division is experiencing growth due to a cyclical resurgence in the aerospace industry and a focus on some of the components that the Company manufactures for composite aircraft. The Specialty Automotive division is growing primarily due to an emphasis on new components focusing on "green" technology for diesel engines. With the "Vision 2015" strategy, Omni-Lite has purchased a large seven station progressive forging system. This system will be the most sophisticated at Omni-Lite, with five of the seven dies modified with the OD-Plus System, which provides for the opening and closing of the forging tooling, in real time, under high pressure. It is expected to be delivered to Omni-Lite by the third quarter of 2015.

Selected Annual Consolidated Financial Information

All figures are in US dollars except as noted.

Basic Weighted Average Shares Issued And Outstanding : 11,982,866	**For the year ended December 31, 2014**	**For the year ended December 31, 2013**	**For the year ended December 31, 2012**	**For the year ended December 31, 2011**
Revenue	$5,850,318	$5,301,035	$5,370,534	$6,514,083
Net Income	469,283	137,949	210,448	1,958,656
EPS (US)	0.04	0.01	0.02	0.2
Total Assets	21,846,710	22,336,473	22,506,999	24,380,299
Long term debt	**-**	300,000	923,781	1,639,213

Results from Operations

Revenue: For the year ended December 31, 2014, Omni-Lite reported revenue of $5,850,318, an increase of 10 percent from the prior year.

The Automotive division represented the largest portion of sales with 37 percent of revenue. Sales in this division were higher by 7 percent when compared to the year ended December 31, 2013. The Aerospace division contributed 37 percent of revenue, a 2 percent decrease from 2013. The Military division contributed 8 percent of revenue, an increase of 354 percent from the same year in 2013. The Sports and Recreation division contributed 18 percent of revenue, an 11 percent increase from 2013.

Sales by division and by geographic location are summarized below:

Division	**Aerospace**	**Specialty Automotive**	**Sport & Recreation**	**Military**
2014	**37%**	**37%**	**18%**	**8%**
2013	42%	38%	18%	2%

Geographic Segment	**United States**	**Canada**	**Barbados**
2014	**84%**	**-**	**16%**
2013	84%	-	16%

Net Income: Net income was $469,283 versus $137,949 in 2013, an increase of 240 percent which was primarily due to increases in Military and Automotive division revenue.

Cost of Goods Sold: Cost of Goods Sold ("COGS") increased 10 percent from $2,389,251 in 2013 to $2,636,284 in 2014. Gross margins were consistent at 55 percent in 2014 and 2013 due to recurring sales in the Automotive and Aerospace divisions. New procedures continue to be developed and applied to improve production efficiencies.

Operating Expenses: Total operating expenses increased slightly by 0.2 percent from the prior period. Interest expense of $4,489 was incurred, a decrease of 77 percent compared to 2013 due to the reduction of long-term debt. The Company repaid the long-term debt in full in October, 2014.

Research and product design ("R&D") expense was $20,531, a decrease of 79 percent.

Current income tax expense increased to $10,139 from $9,767 in the prior year due to more income and some taxes were offset by prior year tax loss carry-forwards. Deferred tax recovery increased to ($297,493) from ($214,950) due to unused tax losses carried forward to future years. Deferred tax expense is an accounting policy that deals with the effect of temporary tax-to-book differences in the depreciation of equipment. For a capital-intensive company, such as Omni-Lite, these accounting considerations can have significant effects on cash flow.

Earnings per share: Basic earnings per share were $0.04 compared to $0.01 in 2013 based on the weighted average shares outstanding of 11,982,866 and 12,228,094 in 2013. Actual shares outstanding were 11,637,932. During the year, pursuant to a normal course issuer bid under applicable securities legislation, the Company acquired 575,000 of its issued and outstanding common shares.

The diluted earnings per share were $0.04 compared to $0.01 in 2013. At December 31, 2014, the diluted weighted average number of shares was 12,149,473. 215,000 (2013 – 414,333) options were excluded in calculating the weighted-average number of diluted common shares outstanding, because their exercise price was greater than the annual average common share market price in the year.

Basic earnings per common share is computed by dividing net income by the weighted average number of common shares outstanding for the year. Diluted per share amounts reflect the potential dilution that could occur if options and warrants to issue common shares were exercised. The treasury stock method is used to determine the dilutive effect of stock options and other dilutive instruments, in accordance with standards approved by the Canadian Institute of Chartered Accountants.

SUMMARY OF FINANCIAL HIGHLIGHTS (US $)

All figures in US dollars unless noted.

Basic Weighted Average Shares Issued And Outstanding: 11,982,866	**For the year ended December 31, 2014**	**For the year ended December 31, 2013**	**% Increase (Decrease)**
Revenue	$5,850,318	$5,301,035	10%
Cash flow from operations(2)	1,269,725	988,936	28%
Adjusted EBITDA(2)	1,255,133	998,833	26%
Net Income	469,283	137,949	239%
EPS (US)	0.04	0.01	246%

(Note: at 12/31/14, US$1 = CAD$1.1627; 12/31/13, US$1 = CAD$1.0694)

(2) Cash flow from operations is a non-IFRS term requested by the oil and gas investment community that represents net earnings adjusted for non-cash items including depreciation, depletion and amortization, future income taxes, asset write-downs and gains (losses) on sale of assets, if any. Adjusted EBITDA is a non-IFRS financial measure defined as earnings before interest, taxes, depreciation, amortization, stock-based compensation provision, gains (losses) on sale of assets, if any. These are non-IFRS financial measures, as defined herein, and should be read in conjunction with IFRS financial measures. These non-IFRS financial measures are not presented as an alternative to IFRS cash flows from operations, as a measure of our liquidity or as an alternative to reported net income as an indicator of our operating performance. The non-IFRS financial measures as used herein may not be comparable to similarly titled measures reported by other companies. We believe the use of Adjusted EBITDA and non-IFRS cash flow from continuing operations along with IFRS financial measures enhances the understanding of our operating results and may be useful to investors in comparing our operating performance with that of other companies and estimating our enterprise value. Adjusted EBITDA is also a useful tool in evaluating the operating results of the Company given the significant variation that can result from, for example, the timing of capital expenditures and the amount of working capital in support of our customer programs and contracts. We also use Adjusted EBITDA internally to evaluate the operating performance of the Company, to allocate resources and capital, and to evaluate future growth opportunities.

Quarterly Information

The following table summarizes the Company's financial performance over the last eight quarters. All figures in US dollars unless noted.

ALL FIGURES IN US DOLLARS

	Dec 31/2014	Sep 30/2014	Jun 30/2014	Mar 31/2014	Dec 31/2013	Sep 30/2013	Jun 30/2013	Mar 31/2013
Revenue	1,038,770	1,628,758	1,809,465	1,373,325	1,182,752	1,667,030	1,395,314	1,055,939
Cash Flow from Operations[(2)]	(104,004)	462,181	535,912	375,636	53,130	512,102	342,092	81,612
Adjusted EBITDA[(2)]	(97,248)	461,223	531,684	355,245	113,723	457,242	349,372	78,496
Net Income (Loss)	(80,467)	244,750	262,401	42,599	(254,297)	316,596	136,479	(60,829)
EPS (Loss) - basic (US)	(.007)	.021	.022	.003	(.021)	.026	.011	(.005)
EPS (Loss) - diluted (US)	(.007)	.020	.022	.003	(.021)	.026	.011	(.005)

(2) See definition from Summary of Financial Highlights from prior page.

In the fourth quarter of 2014, revenue was $1,038,770. Net loss was $80,467 versus a loss of $254,297 in 2013.

Liquidity and Capital Resources

The following table summarizes the Company's cash flows by activity and cash on hand:

	Dec 31/2014	Dec 31/2013
Net cash from operating activities	**$ 1,485,015**	$ 782,126
Net cash used in financing activities	**(600,040)**	(833,239)
Net cash used in investing activities	**(1,123,323)**	(769,705)
Net decrease in cash	**(238,348)**	(820,818)
Cash at the beginning of the year	**1,925,038**	2,745,856
Cash at the end of the year	**1,686,690**	1,925,038

At December 31, 2014, the single source of liquidity was cash from operating activities and these amounts were used along with the beginning cash balances for equipment purchases and repayment of debt in executing the Vision 2015 plan. At the period end, the Company's working capital (current assets – current liabilities) was $4,598,955, which has decreased from 2013 when working capital was $4,763,111.

A comparison between total current assets divided by total current liabilities shows that at December 31, 2014 the current ratio[(3)] was 12.1x compared to 6.7x at December 31, 2013. Debt ratio[(3)] ((Current liability + Total long-term debt)/Total Assets) reduced to 0.02x in 2014 compared to 0.04x in 2013. The Company is able to meet its debt service.

(3) Non-IFRS measure - certain supplementary measures in this MD&A do not have any standardized meaning as prescribed under IFRS and, therefore, are considered non-IFRS measures. These measures are described and presented in order to provide shareholders and potential investors with additional information regarding the Corporation's financial results, liquidity and its ability to generate funds to finance its operations. These measures are identified and presented, where appropriate, together with reconciliations to the equivalent IFRS measure. However, they should not be used as an alternative to IFRS because they may not be consistent with calculations of other companies.

Cash flow from operating activities increased to $1,485,015.

Cash flow used in financing activities was $600,040. The related party began making payments to the Company on the advances in March of 2014. The Company repurchased the common shares for $430,727 (December 31, 2013 – $47,071).

Cash flow used in investing activities was $1,123,323. The Company paid deposits of $441,336 in 2014 for a new progressive cold forging system and to rebuild and upgrade two other systems.

The Company's liquidity needs can be met through a variety of sources including cash on hand, cash provided by operations, short-term borrowings from our credit line, and long term debt securitized by real estate and equipment. At December 31, 2014, Omni-Lite had $1,200,000 of available credit on the primary credit facility.

The terms of the long-term primary credit facility requires that certain measurable covenants be met. At December 31, 2014, the Company has met these covenants.

Capital Disclosures

The objective for managing the Company's capital structure is to ensure that the Company has the financial capacity, liquidity and flexibility to fund expansion projects and product development efforts. The Company generally relies on operating cash flows to fund expansion and product development. However, given the long cycle time of some of the development projects, which require significant capital investment prior to cash flow generation; it is not unusual for capital expenditures to exceed cash flow from operating activities in any given year. The Company's financing needs depend on the timing of expected net cash flows from new products and sales of current products. This requires the Company to maintain financial flexibility and liquidity. The Company's capital management policies are aimed at:

> Maintaining an appropriate balance between short-term borrowings, long-term debt and shareholders' equity; maintaining sufficient undrawn committed credit capacity to provide liquidity; ensuring ample covenant room permitting it to draw down credit lines as required; and ensuring the Company maintains a credit rating that is appropriate for their circumstances.

As a capital equipment-intensive company, Omni-Lite's management measures the performance of the Company by the metrics of Cash Flow from Operations and EBITDA[1]. The calculation of EBITDA[1] and adjusted EBITDA[1] on a 12-month rolling basis is set out in the following table.

	December 31, 2014	December 31, 2013
Net Income	**$ 469,283**	$ 137,949
Add:		
Interest expense	**(24,731)**	130
Provision for income taxes	**(287,354)**	(205,183)
Write down of inventory	**-**	-
Depreciation	**972,426**	967,032
EBITDA	**$ 1,129,624**	$ 899,928
Add:		
Stock based compensation	**48,875**	98,905
Non-recurring items	**76,634**	-
Adjusted EBITDA	**$ 1,255,133**	$ 998,833

(1) "EBITDA" is a non-IFRS term which represents earnings or losses before net interest expense, income taxes, depreciation and amortization, and non-controlling interests. Adjusted EBITDA is a non-IFRS financial measure defined as earnings before interest, taxes, depreciation, amortization, stock-based compensation provision, gains (losses) on sale of assets, if any. These are non-IFRS financial measures, as defined herein, and should be read in conjunction with IFRS financial

measures. These non-IFRS financial measures are not presented as an alternative to IFRS cash flows from operations, as a measure of our liquidity or as an alternative to reported net income as an indicator of our operating performance. The non-IFRS financial measures as used herein may not be comparable to similarly titled measures reported by other companies. We believe the use of Adjusted EBITDA and non-IFRS cash flow from continuing operations along with IFRS financial measures enhances the understanding of our operating results and may be useful to investors in comparing our operating performance with that of other companies and estimating our enterprise value. Adjusted EBITDA is also a useful tool in evaluating the operating results of the Company given the significant variation that can result from, for example, the timing of capital expenditures and the amount of working capital in support of our customer programs and contracts. We also use Adjusted EBITDA internally to evaluate the operating performance of the Company, to allocate resources and capital, and to evaluate future growth opportunities.

Risk Factors

Capability to Deliver Results
Omni-Lite's results are dependent on a number of factors including customer demand, market cycle, the Company's continued success in materials and production methods, foreign exchange rates, effective marketing, retention of expertise, and continued access to the financial markets.

Economic Factors
The Company's business and operating performance is subject to economic forces beyond its control, such as changes in consumer preferences, spending patterns, and general economic downturns.

Business Risk Factors
Other risks include those recognized by companies within the manufacturing sector and include,

1. **Market cycle** – The Company's revenues are dependent on divisions such as the aerospace, specialty automotive, and defense sectors that may experience cyclical changes in demand. The Company minimizes its risk by diversifying its customer base.

2. **Better technology** – Improvements in materials and processing methods developed by others, which Omni-Lite does not adopt or license may provide other companies with a greater competitive edge. Omni-Lite strives to remain at the forefront of progressive cold forging by continuing to invest in research and development. As part of this strategy, Omni-Lite was the co-founder and remains a principal shareholder of California Nanotechnologies Corp. ("CNO"). CNO was established to undertake advanced nanotechnology and related material science research and to lead in future scientific and commercialization programs.

3. **Sales issues** – The Company's sales may not grow at the same rate historically shown. There may not be suitable projects identified for the Company to undertake.

4. **Raw material costs** – Supply and demand dictates the price of the raw materials utilized by Omni-Lite. Certain raw materials can only be obtained from a few suppliers. Delays or increased costs may be associated with obtaining these raw materials. Material costs are kept low by ordering economical lot sizes, but may increase if supplies become limited.

5. **Customer supplied material** – Certain customers provide their own raw material. Delays may result if the customer's raw material is not adequately supplied to the Company.

6. **Employee costs** - The cost of labour may increase, as competition for qualified employees in the Southern California area is generally strong. Labor costs are managed by including employees in the stock option and bonus plan and by increasing efficiency through advanced technology. The position of CEO does not receive a salary at this time and additional costs could be introduced if the current structure is changed, a factor, which could affect net earnings.

7. **Key personnel** - The success of the Company and its ability to continue to carry on operations is dependent upon its ability to retain the services of certain key employees and members of its board of directors. The loss of their services to the Company may have a materially adverse effect on the Company. The Company has a stock option plan for management and employees as a method of motivation and retaining key employees.

8. **Quality issues** – The Company is ISO 9001:2008 registered and is working on obtaining ISO/TS 16949 certification. Delays in establishing compliance and registration in ISO/TS 16949 may cause delays in shipping or loss of business in the automotive division.

9. **One manufacturing facility** - If the Company suffered a loss to the facility due to catastrophe, its operations could be seriously harmed. The Company's facility is subject to catastrophic loss due to fire, flood, terrorism or other, natural or man-made disasters. In particular, due to its location, the facility could be subject to a severe loss caused by earthquake.

10. **Development efforts** – Many of the Company's products are complex and require a long development time before entering the production phase. Typical lead times may range from four months to eighteen months depending on the complexity of the component. The long lead-time may delay the profitability of the project.

11. **Political turmoil** – The Company's business dealings are international. Changes in governments or policies may cause delays or restrictions that may affect the operating results.

12. **Taxation matters** – As any Company, at times, certain tax strategies could be challenged by local taxation authorities. Until the time frame for reassessment has been statute barred or the taxation authorities have reviewed and not objected to the tax filings, there is always the possibility that a reassessment can occur.

Asset Protection

As Omni-Lite's revenues increase, the Company becomes subject to increasing interest from corporations that would like to imitate the successes that have been achieved. The Company has and will continue to aggressively protect itself through a variety of means that include:

- Patent and trademark protection – The Company protects novel ideas and processes developed at Omni-Lite by filing with the U.S. Patent Office.
- Confidentiality agreements – These agreements prevent employees and third parties from sharing any information considered proprietary with unauthorized individuals or companies.

Of particular significance is the fact that Omni-Lite has received seven U.S. patents to date and applied for the eighth patent in the fourth quarter of 2012.

Financial Instruments

Financial instruments of the Company consist of cash, accounts receivable, loans due from related parties, investment, accounts payable and accrued liabilities, and current portion of long-term debt.

	December 31, 2014		December 31, 2013	
	Carrying Value	**Fair Value**	Carrying Value	Fair Value
At fair value through profit or loss				
Cash	**$ 1,686,690**	**$ 1,686,690**	$ 1,925,038	$ 1,925,038
Loans and receivable				

Accounts receivable	**759,062**	**759,062**	1,034,045	1,034,045
Due from related parties	**1,457,047**	**1,457,047**	1,609,208	1,609,208
Available for sale				
Investment	**436,498**	**436,498**	274,802	274,802
Other financial liabilities				
Accounts payable and accrued liabilities	**414,869**	**414,869**	541,242	541,242
Current debt	**-**	**-**	300,000	300,000

The table below sets out fair value measurements using the fair value hierarchy.

	Total	Level 1	Level 2	Level 3
Assets				
Cash	$ 1,686,690	$ 1,686,690	$ -	$ -
Investment	436,498	436,498	-	-

There have been no transfers during the year between Levels 1 and 2.

The carrying values of accounts receivable, accounts payable and accrued liabilities and current portion of long-term debt approximate their fair value due to their short-term nature.

The fair value of the Company's due from related parties approximate their fair values due to the interest rates applied to these instruments, which approximate market interest rates.

The Company holds various forms of financial instruments. The nature of these instruments and the Company's operations expose the Company to various risks. The Company manages its exposure to these risks by operating in a manner that minimizes its exposure to the extent practical. The Company does not use off statement of financial position contracts to manage these risks

Interest rate risk

The Company's revolving line of credit facility and promissory note borrowings, if any, are subject to floating rates. The floating rate debt is subject to interest rate cash flow risk, as the required cash flows to service the debt will fluctuate as a result of changes in market rates. As at December 31, 2014, the increase or decrease in income before taxes for each 1% change in interest rates on floating rate debt amounts to approximately $nil (December 31, 2013 - $3,000). The related disclosures regarding these debt instruments are included in Note 9 of the consolidated financial statements.

Foreign currency risk

A significant portion of the Company's operations are located outside of the United States and, accordingly, the related financial assets and liabilities are subject to fluctuations in exchange rates.

The Company manages its exposure to foreign currency fluctuations by maintaining foreign currency bank accounts and receivables to offset foreign currency payables and planned expenditures. The Company reports in its functional currency, the U.S. dollar. At December 31, 2014, the Company had the following balances denominated in Canadian dollars. The balances have been translated into U.S. dollars in accordance with the Company's foreign exchange accounting policy.

	U.S. Dollar December 31, 2014	U.S. Dollar December 31, 2013
Cash	**$ 15,304**	$ 5,584
Accounts payable	**76,942**	79,647

Omni-Lite operates with a U.S. dollar functional currency which gives rise to currency exchange rate risk on Omni-Lite's Canadian dollar denominated monetary assets and liabilities, such as Canadian dollar bank accounts and accounts payable, as follows:

	Impact on Net Income
U.S. Dollar Exchange Rate – 10% increase	**$ 6,164**
U.S. Dollar Exchange Rate – 10% decrease	**(6,164)**

Other Price Risk

The Company has financial instruments that may fluctuate in value as a result of changes in market price. The Company has an investment in shares of California Nanotechnologies Corp. This investment is recorded on the consolidated statement of financial position at fair value as of the statement of financial position date with changes from the prior year's fair value reported in OCI. A change in the price of the investment would have an impact of $4,365 (December 2013 - $2,748).

Liquidity Risk

The Company is exposed to liquidity risk due to the borrowings under the credit facilities. This risk is mitigated by complying with the covenants and managing the cash flow by controlling receivables and payables.

The following table provides an analysis of the financial liabilities based on the remaining terms of the liabilities as at December 31, 2014:

	≤ 1 year	> 1 year ≤ 3 years	> 3 year ≤ 4 years	> 5 years	Total
Accounts payable and accrued liabilities	$ 414,869	$ -	$ -	$ -	$ 414,869
Total	$ 414,869	$ -	$ -	$ -	$ 414,869

Credit Risk

The Company manages credit risk by dealing with financially sound customers, based on an evaluation of the customer's financial condition. For the year ended December 31, 2014, the Company was engaged in contracts for products with four (December 31, 2013 – four) customers in excess of 10% of revenue, which accounted for $3,943,769 (December 31, 2013 - $3,737,797) or 67% (December 31, 2013 – 71%) of the Company's total revenue. During the same period, export sales to one (December 31, 2013 – one) customer in an international country (outside of the United States) amounted to $643,698 (December 31, 2013 - $569,555) or 11% (December 31, 2013 – 11%) of the Company's total revenue. The maximum exposure to credit risk is the carrying value of account receivable, cash and loans due from related parties. The table below provides an analysis of the age of the Company's past due accounts receivables which are not considered impaired.

Total	**Current**	**≤ 30 days**	**> 30 days ≤ 60 days**	**60 days ≤ 90 days**	**> 90 days**
$ 759,062	$ 481,371	$ 201,519	$ 72,672	$ -	$ 3,500

Outstanding Share Capital

As at April 16, 2015:

- 11,577,532 Common Shares issued and outstanding
- Stock options:

Description		**Number**
Options outstanding at December 31, 2014		1,156,678
Options	- granted	-
	- exercised	182,678
	- forfeited	-
	- expired	45,000
Options outstanding at April 16, 2015		929,000
Options exercisable at April 16, 2015		485,672

Transactions with Related Parties

Due from related parties includes advances to a company under common management. An amount of $1,027,911 (December 31, 2013 - $1,144,938) is due from California Nanotechnologies Corp. bearing interest at 2% per annum and due on demand. The loan is secured by all the assets of California Nanotechnologies Corp. Additional security for the loan has been provided by one of the founders and a current member of the board of directors of California Nanotechnologies Corp.

For 2014 and 2013, the Company did not pay the Chief Executive Officer a salary. It is management's estimate that the fair value of the annual salary would approximate $160,000 (2013 - $140,000). Due to the lack of independent evidence with respect to the fair value of these services, this transaction has been recorded at the carrying amount of $nil.

The Company has outstanding an unsecured interest free loan to one employee under the Company's *Greenhouse Gas Reduction Incentives for Employees* program in the amount of $20,000 (December 31, 2013 - $40,000)), forgiven after five years of service time, related to the acquisition of property with a maturity date in 2017. A loan of this type to one previous employee is included in bad debt in the amount of $20,000 (December 31, 2013 - $nil). Another employee has received a loan related to the purchase of a hybrid/electric car under the Company's *Greenhouse Gas Reduction Incentives for Employees* program in the amount of $5,000 with $1,000 forgiven annually for service time and with a maturity date in 2018. Other employees have received unsecured interest free loans from the Company with amounts due totalling $7,059 (December 31, 2013 - $23,986), with a current portion of $7,059 (December 31, 2013 - $17,577), repayable in bi-weekly installments with maturity dates in 2014 and 2015. The Company has issued a loan due on demand to the Chief Executive Officer for $397,077 (December 31, 2013 - $400,285) at a 2% interest rate. The loan is secured by the Chief Executive Officer's related residential property.

Third Party Investor Relations Contracts

No third party investor relations arrangements had been made in 2014. In April 2015, Mikel Damke of Calgary, Alberta has been appointed as Executive Assistant to the CEO. As such, Mr. Damke will assist with communications between the Company, current and prospective shareholders, stockbrokers, analysts and the media. His remuneration for this six month contract which began April 1, 2015 will be $5,500.00 CAD per month. In addition to this remuneration, the Company has been advised that Mr. Damke owns shares in Omni-Lite.

Board of Directors

Of the Company's four directors, three are material shareholders. Currently, there is one director position open.

International Operations

In September 1997, Omni-Lite Industries Canada Inc. was established by the amalgamation of Omni-Lite Industries Inc. and Omni-Lite Industries Corp., which were both incorporated in Calgary, Alberta. To support the international scope of the market place, Omni-Lite has established two wholly owned subsidiaries in Barbados. These complement the production center in Cerritos, California. The Cerritos production center is located in the heart of Southern California's aerospace industry which facilitates access to customers, specialized equipment, materials, and workforce. The staff in Barbados is responsible for marketing, sales, and maintaining international markets for Omni-Lite's products.

The Company allocates its revenues between countries based on the location that has title to the contract. The Company has utilized and reported revenues based on the Company locations for each of these segments as follows:

December 31, 2014	**United States**	**Canada**	**Barbados**	**Inter-corporate elimination**	**Total**
Revenue	**$ 5,410,532**	**$ -**	**$ 940,917**	**$ (501,131)**	**$ 5,850,318**
Net income/(loss)	**58,599**	**5,301**	**405,392**	**-**	**469,283**

December 31, 2013	United States	Canada	Barbados	Inter-corporate elimination	Total
Revenue	$ 4,908,343	$ -	$ 838,454	$ (445,762)	$ 5,301,035
Net income	(177,865)	(33,448)	349,262	-	137,949

New accounting policies

On January 1, 2014, the Company adopted the following new standards and amendments that became effective for annual periods on or after January 1, 2014:

i. IAS 36, "Impairment of Assets" was amended to reduce the circumstances in which the recoverable amount of CGUs is required to be disclosed and clarifies the disclosures required when an impairment loss has been recognized or reversed in the period. The adoption of this amendment had no material impact on the Company's consolidated financial statements.

ii. IFRS Interpretations Committee ("IFRIC") 21 "Levies" clarifies that an entity recognizes a liability for a levy when the activity that triggers payment, as identified in the relevant legislation, occurs. The adoption of this standard had no material impact on the Company's consolidated financial statements.

iii. IFRS 2, "Share-based payment" - Annual Improvements to IFRSs 2010–2012 Cycle" was issued in December 2013. The definitions of 'vesting conditions' and 'market condition' were amended and the definitions of 'performance condition' and 'service condition' were added. An entity is required to prospectively apply that amendment to share-based payment transactions for which the grant date is on or after July 1, 2014. The adoption of this amendment had no material impact on the Company's consolidated financial statements.

iv. "Annual Improvements to IFRSs 2010–2012 Cycle" was issued in December 2013. The amendments to IFRS 8 require that an entity disclose the judgments made by management in applying the aggregation criteria to allow two or more operating segments to be aggregated. The amendments affect disclosure and are effective for annual periods beginning on or after July 1, 2014. The adoption of this amendment had no material impact on the Company's consolidated financial statements.

Future accounting policies

The Company has reviewed new and revised accounting pronouncements that have been issued but are not yet effective and assessed that the following pronouncements are applicable to the Company:

IFRS 9, "Financial Instruments" - On November 12, 2009, the IASB issued IFRS 9, "Financial Instruments" ("IFRS 9"), which will replace IAS 39 "Financial Instruments: Recognition and Measurement" ("IAS 39"). The standard was to be effective for annual periods beginning on or after January 1, 2015. In February 2014, the IASB tentatively decided the mandatory effective date of the final IFRS 9 would now be January 1, 2018. IFRS 9 applies to classification and measurement of financial assets as defined in IAS 39. It uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple classification options in IAS 39. The Company has not yet considered the impact of IFRS 9 on its consolidated financial statements.

IFRS 15, "Revenue from contracts with customers" - On May 28, 2014, the IASB issued IFRS 15, "Revenue from contracts with customers". IFRS 15 will replace existing standards and interpretations on revenue recognition. The standard is effective for annual periods beginning on or after January 1, 2017, with early adoption permitted. The standard outlines a single comprehensive model for entities for revenue recognition arising from contracts with customers. The Company has not yet considered the impact of IFRS 15 on its consolidated financial statements.

Forward-looking statements

In the interest of providing Omni-Lite shareholders and potential investors with information regarding the Company and its subsidiaries, including Management's assessment of Omni-Lite's future plans and operations, certain statements contained in this document constitute forward-looking statements or information (collectively referred to herein as "forward-looking statements") within the meaning of the "safe harbour" provisions of applicable securities legislation. Forward-looking statements are typically identified by words such as "anticipate", "believe", "expect", "plan", "intend", "forecast", "target", "project" or similar words suggesting future outcomes or statements regarding an outlook. Forward-looking statements in this document include, but are not limited to, statements with respect to: projections relating to the adequacy of the Company's provision for taxes; the potential impact of implementation of Vision 2015 on Omni-Lite's financial condition and projected 2015 capital investment. Although these "forward-looking" statements are based on currently available competitive, financial and economic data and operating plans, they are subject to risks and uncertainties. In addition to general global events outside the Company's control, there are factors which could cause actual results, performance or achievements to vary from those expressed or inferred herein including risks associated with an investment in the common shares of the Company and the risks related to the Company's business. Risk factors are discussed in greater detail in the section on "Risk Factors" previously in this MD&A. Readers are cautioned not to place undue reliance on forward-looking statements, as there can be no assurance that the plans, intentions or expectations upon which they are based will occur. By their nature, forward-looking statements involve numerous assumptions, known and unknown risks and uncertainties, both general and specific, that contribute to the possibility that the predictions, forecasts, projections and other forward-looking statements will not occur, which may cause the Company's actual performance and financial results in future periods to differ materially from any estimates or projections of future performance or results expressed or implied by such forward-looking statements. Furthermore, the forward-looking statements contained in this document are made as of the date of this document, and except as required by law Omni-Lite does not undertake any obligation to update publicly or to revise any of the included forward-looking statements, whether as a result of new information, future events or otherwise. The forward-looking statements contained in this document are expressly qualified by this cautionary statement.

Intention of management's discussion and analysis

This MD&A is intended to provide an explanation of financial and operational performance compared with prior periods and the Company's prospects and plans. It provides additional information that is not contained in the Company's consolidated financial statements.

Additional Omni-Lite documents are filed with Canadian regulatory agencies

Further information regarding Omni-Lite Industries Canada Inc. can be accessed under the Company's public filings found at www.sedar.com and on the Company's website www.omni-lite.com.