ROCKY MOUNTAIN LIQUOR INC

Ticker: "RUM"

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the period ended June 30, 2015

As at August 26, 2015

ROCKY MOUNTAIN LIQUOR INC

MANAGEMENT'S DISCUSSION AND ANALYSIS

This management discussion and analysis is dated August 26, 2015.

The following is a discussion of the consolidated financial condition and operations of Rocky Mountain Liquor Inc. ("RML" or the "Company") for the periods indicated and of certain factors that the Company believes may affect its prospective financial condition, cash flows and results of operations. This discussion and analysis should be read in conjunction with the audited consolidated financial statements and accompanying notes of the Company for the period ended June 30, 2015. The Company owns 100% of Andersons Liquor Inc. ("Andersons") headquartered in Edmonton Alberta, which owns and operates private liquor stores in that province.

The Company's audited consolidated financial statements and the notes thereto have been prepared in accordance with International Financial Reporting Standards ("IFRS") and are reported in Canadian dollars. References to notes are to notes of the consolidated financial statements unless otherwise stated.

Throughout this management discussion and analysis ("MD&A") references are made to "EBITDA", "operating margin", "operating margin before non-recurring items", "operating margin as a percentage of sales", and other "Non-IFRS Measures". A description of these measures and their limitations are discussed below under "Non-IFRS Measures". See also "Risk Factors" discussed below.

Additional information relating to the Company, including all other public filings is available on SEDAR (www.sedar.com) and on the Company's website www.ruminvestor.com.

FORWARD LOOKING INFORMATION AND STATEMENTS ADVISORY

This management discussion and analysis contains certain forward-looking information and statements within the meaning of applicable securities laws. The use of any of the words "expect", "anticipate", "continue", "estimate", "objective", "ongoing", "may", "will", "project", "should", "believe", "plans", "intends", "might" and similar expressions is intended to identify forward-looking information or statements. In particular, but without limiting the foregoing, this management discussion and analysis contains forward-looking information and statements pertaining to the following: (i) the stability of retail liquor sales; (ii) the ability to acquire additional liquor stores and/or locations; (iii) increased revenues and margins due to tax increase, (iv) the ability to purchase inventory at a discount, (v) ongoing impact from price inflation, (vi) potential exercise of warrants, (vii) equity issuance and (viii) other expectations, beliefs, plans, goals, objectives, assumptions, information and statements about possible future events, conditions, results of operations or performance. All statements other than statements of historical fact contained in this management's discussion and analysis are forward-looking statements, including, without limitation, statements regarding the future financial position, business strategy, proposed or recent acquisitions and the benefits to be derived there from, and plans and objectives of or involving the Company.

The forward-looking information and statements contained in this management discussion and analysis reflect several material factors, expectations and assumptions including, without limitation: (i) demand for adult beverages; (ii) the ability to acquire additional liquor stores and/or locations; (iii) the Company's ability to secure financing to suit its growth strategy; (iv) the integration risk and requirements for the purchase or development of liquor stores; (v) the Company's future operating and financial results; (vi) treatment under governmental regulatory regimes, tax, and other laws; and (vii) the ability to attract and retain employees for the Company.

The forward-looking information and statements included in this MD&A are not guarantees of future performance and should not be unduly relied upon. Forward-looking statements are based on current expectations, estimates and projections that involve a number of risks and uncertainties, which could cause actual results to differ materially from those anticipated and described in the forward-looking statements. Such information and statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward looking information or statements including, without limitation: (i) impact of economic events affecting discretionary consumer spending; (ii) ability to obtain required financing to continue growth strategy; (iii) changes in Government regulation of the retail liquor industry; (iv) impact from competition in the market's where the Company operates; (v) ability to source locations and acquisitions for growth strategy; (vi) actions by governmental or regulatory authorities including changes in income tax laws and excise taxes; (vii) the ability of the Company to retain key personnel; (viii) the Company's ability to adapt to changes in competition; (ix) the impact of supplier disruption or delays; (xi) the maintenance of management information systems; (xii) the impact of increases in labour costs, shortages or labour relations; (xiii) the impact of weather on its effect on consumer demand, (ix) the ability to raise capital, and (x) the ability to complete construction projects.

The Company cautions that the foregoing list of assumptions, risks and uncertainties is not exhaustive. The forward looking information and statements contained in this discussion and analysis speak only as of the date of this management discussion and analysis, and the Company assumes no obligation to publicly update or revise them to reflect new events or circumstances, except as may be required pursuant to applicable laws.

KEY OPERATING AND FINANCIAL METRICS

Key Operational and Financial Highlights, year over year 3 month comparison:

- Net income increased to $307,469 (2014 - $174,675)
- Sales decreased to $13.7M (2014 - $15.2M)
- Gross margin percentage increased to 25.7% (2014 – 23.3%)
- Contribution margin decreased to $3.50M (2014 - $3.53M)
- Operating margin decreased to $842,684 (2014 - $854,757)
- EBITDA decreased to $844,737 (2014 - $849,648)

Key Operational and Financial Highlights, year over year 6 month comparison:

- Net loss reduced to $12,807 (2014 – loss $308,324)
- Sales decreased to $24.1M (2014 - $26.9M)
- Gross margin percentage increased to 25.7% (2014 – 22.7%)
- Contribution margin increased to $6.2M (2014 - $6.1M)
- Operating margin increased to $846,208 (2014 - $752,186)
- EBITDA increased to $850,961 (2014 – $737,287)

RECENT DEVELOPMENTS SINCE PERIOD ENDED JUNE 30, 2015

Subsequent to June 30, 2015 the Company entered into agreements to sell four of its liquor stores. The store sales are scheduled to conclude by September 30, 2015.

OUTLOOK

Included in the former Government of Alberta's Budget 2015, liquor mark-up rates increased on March 27, 2015 by 22-cents per litre for most liquor, wine and beer products. This has resulted in increased contribution margin for our Company for the second quarter as the sales prices on inventory purchased prior to the increase were raised in early April.

Effective July 1, 2015, the new NDP Government increased the Alberta Corporate tax rate from 10% to 12%. This is unlikely to have material effect on our operations or staffing levels however it may impact capital re-investment.

Currently lower prices for oil and natural gas are beginning to impact the Alberta economy. The effects of reduced capital expenditure in these sectors may lead to further increased levels of unemployment, as well as changes in population growth. In addition, the Provincial Government has delayed implementation of the annual budget until this fall and there is the possibility of reduced expenditures from those previously proposed. These factors may impact consumer spending.

The number of people unemployed as of July 2015 has climbed to a five-year high and the unemployment rate has risen to 5.7%[1]. While high unemployment may affect Company revenue, historically we have seen cost savings in training and compliance as a result of higher staff retention during times of rising unemployment.

The minimum wage is increasing by $1 per hour on October 1, 2015. While none of our team members receive minimum wage, increases place upward pressure on wage costs across the industry and are expected to create an increased wage cost for the Company.

---

[1] Alberta Treasury Board and Finance-"Monthly Economic Trends (July 2015)" Retrieved August 12, 2015 from http://www.finance.alberta.ca/aboutalberta/economic-trends/current-economic-trends.pdf

The Canadian dollar has further devalued against other currencies. This may result in higher prices for liquor products imported into Canada.

We have completed the first consolidation phase of purchasing liquor stores and have undertaken a rationalization of our operations. We expect some liquor stores and non-liquor operations will be sold in the next two quarters, resulting in less stores in operation. Proceeds from any sales will be applied to reduce debt.

The Company has an available $10 million credit facility of which $4.1 million is unused. Management believes this is sufficient for the successful execution of our business plan. Since inception, interest payments on our convertible debenture (RUM.DB) have been paid with available cash and management believes the Company will have sufficient cash flow and financial facilities to make future interest payments.

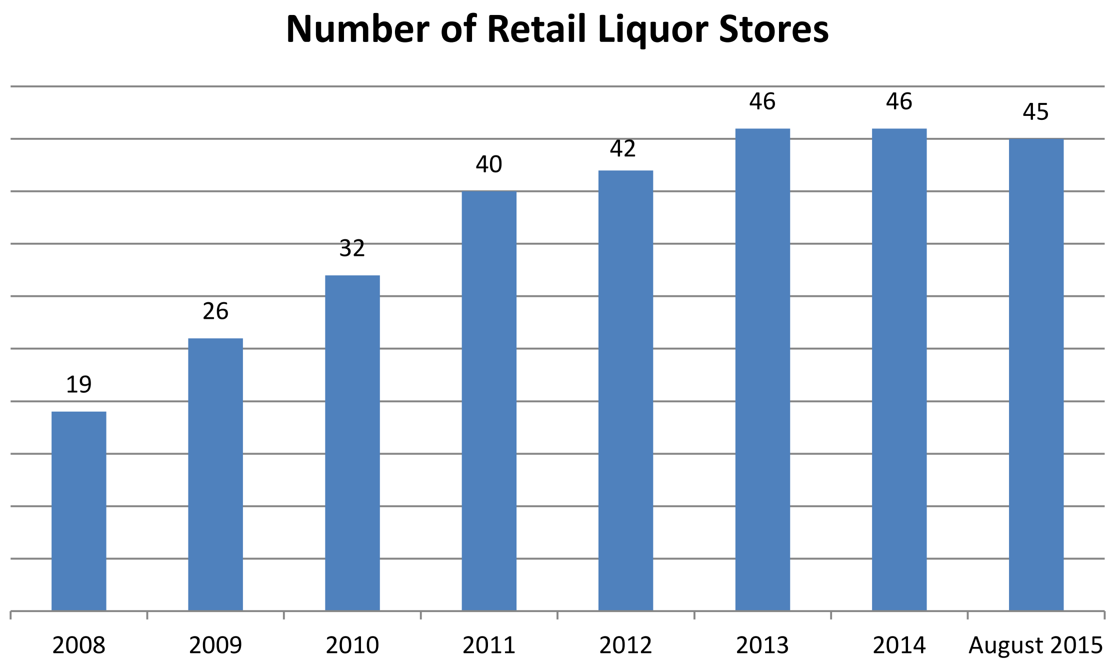
The Company issued $9.2 million in Convertible Debentures in April 2011. The maturity date of the Debentures is April 30, 2016. Given that the maturity date of the Debentures is less than 12 months, they are now carried as current debt on the Company's balance sheet. In anticipation of the maturity date, Management is currently assessing options to address this obligation.

OVERVIEW OF ROCKY MOUNTAIN LIQUOR INC

The Company is an incorporated Company established under the laws of the Canada Business Corporations Act with its common shares ("shares") trading on the TSX Venture Exchange under the symbol ("RUM"). RML is the parent to wholly owned subsidiary Andersons Liquor Inc. ("Andersons").

Andersons, headquartered in Edmonton, Alberta, owns and operates private liquor stores in that province. Alberta is the only province in Canada that has a fully privatized retail distribution system for adult beverages. The product mix generally offered by Andersons at its retail stores includes beer, spirits, wine and ready to drink liquor products, as well as ancillary items such as juice, ice, mix and giftware. Andersons has focused on store operations while pursuing an active acquisition strategy to acquire additional stores within the Alberta market, focusing largely outside of the major urban centres.

As of August 26, 2015 Andersons operated and owned 45 stores. As previously announced in May 2015, the Company closed one store in central Alberta as its lease was up for renewal. Management chose to close the store resulting in $10,125 of store closure costs in the period.



Andersons operates 45 liquor stores in Alberta where there are approximately 1,368 liquor stores and 91 general merchandise liquor stores as at June 30, 2015[2]. The primary drivers of liquor store sales are location, convenience, and range of product selection. Management of the Company believes that price and service also play a role in the competitive market, but to a lesser degree than convenience, location and selection. The Company has therefore pursued an acquisition strategy that closely analyzes the location of retail operations, including the location of any competition. The Company has focused on locations largely outside of the major urban centers (Edmonton and Calgary) and on specific sites with maximum traffic and minimal competition. In addition, the Company has integrated inventory and warehousing systems into its retail operations, allowing it to take advantage of procurement opportunities.

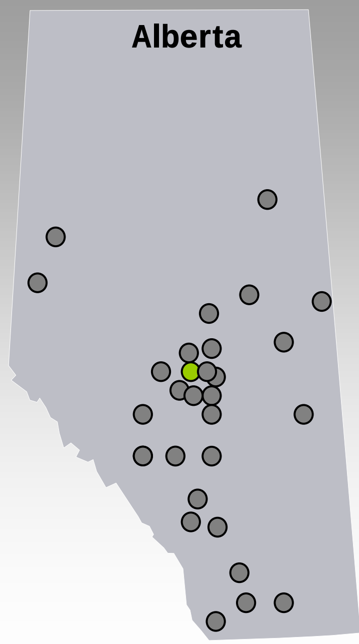
Andersons operates 12 stores in Northern Alberta, 21 stores in Central Alberta and 12 stores in Southern Alberta.

[2] Alberta Gaming and Liquor Commission-"Quick Facts Liquor – June 2015" Retrieved July 30, 2015 from http://aglc.ca/pdf/quickfacts/quickfacts_liquor.pdf

Locations

Head Office and Distribution Centre - Edmonton

Retail locations



Athabasca	2
Beaumont	3
Calgary	2
Claresholm	1
Cochrane	1
Devon	2
Didsbury	1
Drayton Valley	1
Edmonton	2
Fairview	1
Fort Macleod	1
Fort McMurray	1
Gibbons	1
Grande Prairie	1
Lac La Biche	1
Leduc	1
Lethbridge	5
Millet	1
Morinville	2
Nisku	1
Pincher Creek	1
Red Deer	2
Rocky Mountain House	2
St. Paul	3
Stony Plain	1
Sylvan Lake	2
Wetaskiwin	2
Wainwright	1
	45

AWARDS FOR GROWTH

Alberta Venture 250 – 1-year gross revenue in Alberta

The Company was ranked in the Alberta Venture 250, recognizing Alberta's highest grossing companies, for the third year, based on 2013 results. The 2013 ranking was # 210. The ranking published in the September 2014 issue of Alberta Venture Magazine and online at albertaventure.com/venture-250 was evaluated on the 2013 revenue of Andersons, a wholly owned subsidiary of RML.

Profit 500 – 5-year growth in Canada

The Company was ranked in the 25th annual PROFIT 500 ranking of Canada's Fastest-Growing Companies by PROFIT Magazine in June 2014 based on 2013 results. The Company ranked 290th overall. The award was evaluated on the five-year growth of Andersons. The rankings were published in the Summer issue of PROFIT and online at PROFITguide.com. The PROFIT 500 is Canada's largest annual celebration of entrepreneurial achievement. This is the fourth consecutive year the Company has received an award from PROFIT Magazine.

BUSINESS STRATEGY

Margin Focus

The Company is constantly monitoring and examining its gross margin. The Company's strategy is to find the optimal gross margin to implement at each individual store based on the store's geographical location, consumer base and competitors. We apply various marketing and promotional strategies at stores to engage customers.

Differentiation: Product, Operations, and Management Information Systems

Through the use of the Andersons warehousing and distribution capability, management will continue to focus on product optimization by providing more product choices for its customers. Through the use of management information systems, Andersons will derive efficiencies and continue its efforts in providing operational effectiveness.

Technology

There have been no significant changes to the Company's discussion of technology it implements from its most recent year-end. For a detailed discussion, refer to the Company's annual MD&A for the year-ended December 31, 2014.

Growth - New Stores

The Company's strategy is to grow by increasing the number of customer transactions as well as through new store development and acquisitions. Andersons is exploring opportunities to acquire and/or develop stores in Alberta. Management will continue to assess potential acquisitions and store development opportunities for their ability to add accretive cash flow and shareholder value.

Stable Business

Andersons operates in a stable business environment. The business is largely cash-based with alcohol-based products accounting for approximately 99% of total sales as of June 30, 2015.

Financing

The Company has financed its growth with the issuance of shares, the issuance of convertible debentures and through available credit facilities.

FINANCIAL MEASURES

Maintenance Capital Expenditures

In order to maintain its productive capacity, the Company incurs expenses for routine maintenance, invests and upgrades information systems and replaces assets as required.

Net Change in Non-cash Working Capital

In the first quarter of 2015, anticipating a potential mark-up on liquor in the Government of Alberta Budget 2015 released March 26, 2015, the Company increased its inventory purchases. This resulted in a decrease in non-cash working capital for the 6 months in 2015 compared to 2014. As a result of selling through this inventory, non-cash working capital increased in the 3 month period for 2015 compared to 2014. The Company closely analyzes the product mix at all stores and modifies available inventory at stores to meet the needs of the customers.

Long-Term Incentive Plans

In 2014 shareholders voted to terminate the Company's employee share purchase plan, effective November 14, 2014. All unvested shares vested immediately.

MANAGEMENT TEAM

Peter Byrne, President, CEO	Mr. Byrne is the President, Chief Executive Officer and co-founder of Andersons and previously has been Chief Executive Officer and Chairman of the Board of Channel Drugs Limited, a private company that owned and operated the PharmaCare franchise until its sale in 2004.
Allison Radford, COO	Mrs. Radford is the Chief Operating Officer of Andersons and prior to joining Andersons, she worked at Deloitte & Touche LLP from September 2002 until June 2007, receiving her Chartered Accountant designation in 2005.
Sarah Stelmack, CFO	Ms. Stelmack articled at Deloitte & Touche LLP from September 2005 until September 2008, receiving her Chartered Accountant designation in 2008. Ms. Stelmack previously held the position of Controller with Rocky Mountain Liquor Inc.

OPERATING RESULTS - 3 Months ending June 30, 2015

Basis of Comparison

The retail liquor industry is subject to seasonal variations with respect to sales. Sales are typically lowest early in the year and increase in the latter half. It is key to note that given the changes in the composition of stores of the Company, historical performance does not reflect the annualized performance from recently acquired liquor stores.

The following table shows the operating results of the Company for the three month period ending June 30, 2015 and 2014.

Period	3 months ending Jun 2015		3 months ending Jun 2014	
Sales	$ 13,658,721	100.00%	$ 15,193,770	100.00%
Gross margin	3,503,772	25.65%	3,531,566	23.24%
Operating and administrative expense	2,661,088	19.48%	2,676,809	17.62%
Operating Margin (1)	$ 842,684	6.17%	$ 854,757	5.63%
Non-recurring Items (1)	-	0.00%	11,431	0.08%
Operating Margin before non-Recurring Items (1)	$ 842,684	6.17%	$ 866,188	5.70%
Annual Incentives (2)	17,500	0.13%	23,514	0.15%
Operating Margin before non-Recurring Items (1) and Annual Incentives (2)	$ 860,184	6.30%	$ 889,702	5.86%
Stores at Period End	45		46	

Notes:

(1) *Operating Margin and Operating Margin before non-recurring expenses has been calculated as described under "Non-IFRS Measures"*

(2) *Annual Incentives include bonuses paid to management and executives, and employee share savings plan benefits*

Sales

Sales represent the combination of adult beverages including spirits, beer, and wine, with other ancillary products such as ice, juice, and mix.

Total sales for the three month period ended June 30, 2015 were $13.66 million. Sales are lower than the same quarter in 2014 mainly due to a decrease in commercial liquor services sales as a result of management's decision to reduce the number of accounts it services. For the three months this resulted in a reduction of $800K. The remaining difference is due to increased competition in a few markets.

Cost of Goods Sold and Gross Margin

Margins have increased from 23.24% to 25.65% as compared to this quarter last year. This is mainly due to a change in the marketing and promotional strategy at stores resulting in higher margins, as well from the inventory purchased in Q1 2015, prior to the mark-up on liquor as per the Government of Alberta Budget 2015 and sold during Q2. The increase is also partially due to an increase in the ratio of retail sales to licensee sales, as retail sales have higher margins.

Operating and Administrative Expenses

The major expenses included in operating and administrative expenses are salaries, rents, and location costs such as utilities, property taxes, and insurance. Total operating and administrative expenses for the three month period ended June 30, 2015 were $2.66 million, compared to $2.68 million for the same period in 2014. Expenses in 2015 are consistent with the prior period.

Operating Margin

Operating margin as a percent of sales increased to 6.17% for the three months ending June 30, 2015 from 5.63% for the same quarter in 2014. The increase is attributable to the increase in gross margin as a percent of sales in the period as a result of the reduction in commercial liquor services sales which have lower margins, as explained above in “Cost of Goods Sold and Gross Margin.”

Finance Costs

Interest on bank indebtedness, bank loan and convertible debentures decreased from $299,104 for the three months ending June 30, 2014 to $278,384 for the same period in 2015. The reduction is mainly due to reduced interest rates on the bank loan as negotiated in the renewed financing agreement as well as reduced interest expense for convertible debentures repurchased by the Company and subsequently cancelled in the period.

OPERATING RESULTS - 6 Months ending June 30, 2015

Basis of Comparison

The retail liquor industry is subject to seasonal variations with respect to sales. Sales are typically lowest early in the year and increase in the latter half. It is key to note that given the rapid expansion of the Company, historical performance does not reflect the annualized performance from recently acquired liquor stores.

The following table shows the operating results of the Company for the six month period ending June 30, 2015 and 2014;

Period	6 months ending Jun 2015		6 months ending Jun 2014	
Sales	$ 24,094,269	100.00%	$ 26,883,544	100.00%
Gross margin	6,177,846	25.64%	6,106,003	22.71%
Operating and administrative expense	5,331,638	22.13%	5,353,817	19.91%
Operating Margin (1)	$ 846,208	3.51%	$ 752,186	2.80%
Non-recurring Items (1)	-	0.00%	11,431	0.04%
Operating Margin before non-Recurring Items (1)	$ 846,208	3.51%	$ 763,617	2.84%
Annual Incentives (2)	61,250	0.25%	50,029	0.19%
Operating Margin before non-Recurring Items (1) and Annual Incentives (2)	$ 907,458	3.77%	$ 813,646	3.03%
Stores at Period End	45		46	

Notes:

(1) *Operating Margin and Operating Margin before non-recurring expenses has been calculated as described under "Non-IFRS Measures”*

(2) *Annual Incentives include bonuses paid to management and executives, and employee share savings plan benefits*

Sales

Sales represent the combination of adult beverages including spirits, beer, and wine, with other ancillary products such as ice, juice, and mix.

Total sales for the six month period ended June 30, 2015 were $24.09 million. Sales are lower than the same quarter in 2014 due to a decrease in commercial liquor service sales as a result of management's decision to reduce the number of accounts it services. For the six month period this resulted in a reduction in sales of $1.58M. The remaining difference is due to increased competition in a few markets.

Cost of Goods Sold and Gross Margin

Margins have increased from 22.71% to 25.64% as compared to the same period last year. This is mainly due to a change in the marketing and promotional strategy at stores resulting in higher margins. The increase is also partially due to an increase in the ratio of retail sales to licensee sales, as retail sales have higher margins.

Operating and Administrative Expenses

The major expenses included in operating and administrative expenses are salaries, rents, and location costs such as utilities, property taxes, and insurance. Total operating and administrative expenses for the six month period ended June 30, 2015 were $5.33 million, compared to $5.35 million for the same period in 2014. Expenses in 2015 are consistent with prior period.

Operating Margin

Operating margin as a percent of sales increased to 3.51% for the six months ending June 30, 2015 from 2.80% for the same quarter in 2014. The increase is attributable to the increase in gross margin as a percent of sales in the period as a result of the reduction in commercial liquor services sales which have lower margins, as explained above in "Cost of Goods Sold and Gross Margin."

Finance Costs

Interest on bank indebtedness, bank loan and convertible debentures decreased from $615,398 for the 6 months ending June 30, 2014 to $539,772 for the same period in 2015. The reduction is mainly due to reduced interest rates on the bank loan as negotiated in the renewed financing agreement.

CONDENSED QUARTERLY INFORMATION

Expressed in (000's)	2015		2014				2013
	Jun 31	Mar 31	Dec 31	Sep 30	Jun 30	Mar 31	Dec 31
# stores end of period	45	46	46	46	46	46	46
Sales	13,659	10,436	13,767	15,299	15,194	11,690	14,764
Net comprehensive income (loss)	307	(321)	13	318	175	(483)	(43)
Basic income per share	0.01	(0.01)	0.00	0.01	0.00	(0.01)	0.00
Diluted income per share	0.01	(0.01)	0.00	0.01	0.00	(0.01)	0.00

LIQUIDITY AND CAPITAL RESOURCES AS OF JUNE 30, 2015

Shareholders' Equity

Authorized: Unlimited number of common shares

Issued and outstanding: 57,797,788 common shares

Warrants

The following tables summarize information about warrants:

	Number of warrants	Exercise price $
Outstanding December 31, 2013	1,000,000	0.3675
Expired November 24, 2014	(1,000,000)	(0.3675)
Outstanding December 31, 2014 and June 30, 2015	**-**	**-**

Options

The following table summarizes information about options:

	Participant	# of options	Exercise price $
Outstanding December 31, 2013	Directors Stock Option Plan	150,000	0.220
Expired October 12, 2014	Directors Stock Option Plan	(150,000)	(0.220)
Outstanding December 31, 2014 and June 30, 2015		**-**	**-**

Convertible Debentures

On April 13, 2011 the Company completed a financing of $9,200,000 in convertible unsecured subordinated debentures resulting in net proceeds of $8,662,365. The Debentures bear interest at an annual rate of 7.75% payable semi-annually in arrears on April 30 and October 31 in each year, commencing October 31, 2011 and mature April 30, 2016. The Debentures are convertible into common shares of the Company at a conversion price of $0.50 per Common Share upon.

On December 11, 2014 the Company announced a normal course issuer bid ("NCIB") to repurchase its Debentures. The Company is authorized to repurchase for cancellation up to $920,000 of the principal amount, representing 10% of the issued and outstanding Debentures. The NCIB began December 15, 2014 and expires on December 14, 2015. As at June 30, 2015 the Company had repurchased $243,000 principal amount of the Debentures for an aggregate consideration of $191,514. All Debentures repurchased under the NCIB are subsequently cancelled.

Credit Facilities

On June 30, 2015 the Company had a bank agreement with lender, TD for a $10 million uncommitted, revolving demand credit facility. This agreement is not subject to any monitoring ratios. Current utilization of the facility is $5.1 million.

As of June 30, 2015, the Company had $684,442 in cash on hand. The $10 million Facility was drawn at $6.1 million. With total credit of $10 million less net utilization of $5.4 million, the Company had access to $4.6 million under its Credit Facility at June 30, 2015.

Capital Expenditures

The Company will continue to pursue acquisition opportunities and opportunities to open new stores. Moderate capital investments that reduce energy consumption, and capital investments primarily in technology that will improve efficiencies by reducing salary and administration expenses are also planned.

Liquidity Risk

The Company uses a variety of sources of capital to fund acquisitions, new store development and ongoing operations, including cash provided by operations, bank indebtedness, and issuance of new equity or debt instruments or a combination thereof. The decision to utilize a specific alternative is dependent upon capital market conditions and interest rate levels. The degree to which the Company is leveraged may impact its ability to obtain additional financing for working capital or to finance acquisitions.

To manage liquidity risk, the Company is proactive with its review of the capital structure. Management believes the Company currently has the resources to meet obligations as they come due. The Company does not have any financing leases as defined by IFRS.

Credit Risk

The Company's financial assets that are exposed to credit risk consist primarily of cash and cash equivalents and accounts receivable.

The Company maintains its cash and cash equivalents with a major Canadian chartered bank and local Alberta credit unions.

The risk for accounts receivable is that a wholesale customer of Andersons might fail to meet its obligations under their credit terms. The Company, in its normal course of operations, is exposed to credit risk from its wholesale customers in Alberta whose purchases represent approximately 6% of the Company's sales. Risk associated with respect to accounts receivable is mitigated by credit management policies. Historically, bad debts from these accounts have been insignificant. For the period six month period ending June 30, 2015, $647 (2014- $38) in bad debts were recorded. The Company is not subject to significant concentration of credit risk with respect to its customers; however, all accounts receivables are due from organizations in the Alberta hospitality industries. In order to reduce credit risk, the Company has reduced the number of commercial accounts it services.

Interest Rate Risk

The Company manages its interest rate risk through credit facility negotiations and by identifying upcoming credit requirements based on strategic plans.

As a further part of its interest rate strategy, on April 6, 2010 Andersons contracted with a Canadian Chartered Bank to hedge interest rates for a 5-year period in the amount of $4.5 million at 3.35% plus applicable credit spread. This hedge matured April 6, 2015 and a liability of $22,742 was paid.

Upon expiry of the swap and as a result of a more favorable interest rate with bankers acceptances through its loan with a Canadian Chartered bank, Management moved the $4.5 million to a three month bankers acceptance at 3.75% fixed. Under its agreement with the Canadian Chartered bank, monies loaned outside a bankers acceptance are applied a rate of price plus 1.25%.

OFF BALANCE SHEET ARRANGEMENTS

There were no off-balance sheet arrangements as at June 30, 2015 or August 26, 2015.

CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

There are no updates to the Company's critical accounting judgements, estimates and assumptions. For further discussion, refer to the Company's annual MD&A for the year-ended December 31, 2014.

CHANGES IN ACCOUNTING POLICIES

There were no new accounting standards adopted in the period. See Note 2 of the interim consolidated financial statements for the period ending June 30, 2015 for further information.

FINANCIAL INSTRUMENTS

For cash and cash equivalents, accounts receivable, bank indebtedness, accounts payable and accrued liabilities, promissory note and bank loan, the carrying value approximates fair value due to the short-term nature of the instruments.

The interest rate swap has a fair value equivalent to the carrying value and is calculated on a mark to market basis.

The convertible debenture has a fair value equivalent to the carrying value, as the discount rate remains unchanged.

TRANSACTIONS AND BALANCES WITH RELATED PARTIES

During the three month period the Company paid rents of $15,240 (2014 - $14,797) and for the six month period ending June 30, 2015, $30,480 (2014 – $29,594), in respect of two retail liquor stores to privately held companies in which Peter J. Byrne, CEO of RML is a significant shareholder. The rent is at market rates.

DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROLS OVER FINANCIAL REPORTING

The Company's disclosure controls and procedures are designed to provide reasonable assurance that information required to be disclosed by the Company is recorded, processed, summarized and reported within the time periods specified under Canadian securities laws and include controls and procedures designed to ensure that information is accumulated and communicated to management, including the Chief Executive Officer and the Chief Financial Officer, to allow timely decisions regarding required disclosure.

Disclosure Controls and Procedures

There have been no changes in the design of the Company`s disclosure controls and procedures or internal control over financial reporting that occurred during period ended June 30, 2015 that have materially affected, or are a reasonably likely to materially affect the Company's disclosure controls and procedures or internal control over financial reporting.

a) The venture issuer is not required to certify the design and evaluation of the issuer's Disclosure Controls Procedures ("DC&P") and Internal Control over Financial Reporting ("ICFR") and has not completed such an evaluation; and

b) Inherent limitations on the ability of the certifying officers to design and implement on a cost effective basis DC&P and ICFR for the issuer may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

RISK FACTORS

The Company's results of operations, business prospects, financial condition, and the trading price of the Shares are subject to a number of risks. These risk factors include: impact due to economic conditions; regulated competitive environment; impact of convertible debenture maturity; reliance on key personnel; acquisition growth strategy and development risks; labour costs and labour market, weather; market volatility and unpredictable share price; supply interruption or delay; impact from provincial tax increases; available financing; importance of inventory and Enterprise Fulfillment Centre ("EFC"); credit facility covenants; active trading market.

For a discussion of these risks and other risks associated with an investment in Shares, see "Risk Factors" detailed in the Company's Management Discussion and Analysis dated April 22, 2015, which is available at www.sedar.com.

NON-IFRS MEASURES

Operating margin for purposes of disclosure under "Operating Results" has been derived by subtracting Operating and Administrative expenses from Gross Margin. Operating margin as a percentage of sales is calculated by dividing operating margin by sales.

Operating margin before non-recurring items has been derived by adding non-recurring items to operating margin. Non-recurring items include costs incurred and recoveries received by the Company that are not part of on-going operations and that are not expected to recur. Operating margin before non-recurring items as a percentage of sales is calculated by dividing operating margin before non-recurring items by sales.

Operating margin operating margin as a percentage of sales and operating margin before non-recurring items are calculated in tables under sections "Operating Results – 3 Months" and "Operating Results - 6 Months."

EBITDA is defined as the net income of the Company plus the following: interest expense, provision for income taxes, depreciation, amortization, mark to market adjustments on financial instruments, non-cash items such as stock based compensation expense and issue costs of securities, deferred taxes, write down of goodwill, gain on repurchase of convertible debentures and other restructuring charges for store closures. EBITDA is also less any non-recurring extraordinary or one-time gains or losses from any capital asset sales. Management believes that, in addition to income or loss, EBITDA is a useful supplemental measure of performance.

Period	**3 months ended Jun 2015**	**6 months ended Jun 2015**	**3 months ended Jun 2014**	**6 months ended Jun 2014**
Net comprehensive income (loss)	$ 307,469	$ (12,807)	$ 174,675	$ (308,324)
Income tax expense (recovery)	102,489	(4,269)	58,225	(102,775)
Interest expense	278,384	539,772	299,104	615,398
Depreciation	160,487	314,225	201,049	392,428
Unrealized gain on interest rate swap	(22,743)	(45,977)	(23,161)	(45,666)
Gain on repurchase of convertible debenture	(53,950)	(53,950)	-	-
Amortization of convertible debenture costs	40,812	81,175	40,812	81,624
Store closure expenses	10,125	10,125	67,677	67,677
Loss on disposal of property and equipment	21,664	22,667	31,267	36,925
EBITDA	**$ 844,737**	**$ 850,961**	**$ 849,648**	**$ 737,287**

Operating margin, operating margin as a percentage of sales, operating margin before non-recurring items, operating margin before non-recurring items as a percentage of sales and EBITDA are not measures recognized by IFRS and do not have a standardized meaning prescribed by IFRS. Investors are cautioned that operating margin, operating margin as a percentage of sales, and EBITDA should not replace net income or loss (as determined in accordance with IFRS) as an indicator of the Company's performance, of its cash flows from operating, investing and financing activities or as a measure of its liquidity and cash flows. The Company's method of calculating operating margin, operating margin as a percentage of sales, and EBITDA may differ from the methods used by other issuers. Therefore, the Company's operating margin, operating margin as a percentage of sales, and EBITDA may not be comparable to similar measures presented by other issuers.