



**MANAGEMENT DISCUSSION AND ANALYSIS FOR
FANTASY 6 SPORTS INC.
(FORMERLY DAVITA CAPITAL INC.)**

FOR THE THREE MONTHS ENDED MARCH 31, 2016

PREPARED AS OF MAY 30, 2016

Contact Information

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BACKGROUND

This management discussion and analysis (“MD&A”) should be read in conjunction with the unaudited condensed consolidated interim financial statements of Fantasy 6 Sports Inc. (formerly Davita Capital Inc.) (the “Company”) and related notes thereto for the three month period ended March 31, 2016, and 2015 (the “Financial Statements”), which have been prepared in accordance with International Financial Reporting Standards. All amounts in the financial statements and this discussion and analysis are expressed in Canadian dollars, unless otherwise indicated. This Management Discussion and Analysis (“MD&A”) is dated May 30, 2016, and discloses specified information up to that date.

CAUTIONARY STATEMENT ON FORWARD LOOKING INFORMATION

This Management’s Discussion and Analysis may include forward-looking statements with respect to business plans, activities, prospects, opportunities and events anticipated or being pursued by the Company and the Company’s future results. Although the Company believes the assumptions underlying such statements to be reasonable, any of the assumptions may prove to be incorrect. The anticipated results or events upon which current expectations are based may differ materially from actual results or events. Therefore, undue reliance should not be placed on such forward-looking information. A number of risks and uncertainties could cause our actual results to differ materially from those expressed or implied by the forward-looking statements, including: (1) a downturn in general economic conditions in North America and internationally, (2) the inherent uncertainties and speculative nature associated with investments, (3) the risk that the Company does not execute its business plan, (4) inability to retain key employees, (5) inability to finance operations and growth, and (6) other factors beyond the Company’s control.

Forward looking statements speak only as of the date of this MD&A and actual results could differ materially from those anticipated in the forward-looking statements as a result of a number of factors. Investors should not place undue reliance on forward-looking statements as the plans, intentions or expectations upon which they are based may not occur. The forward-looking statements contained herein are expressly qualified by this cautionary statement.

OVERALL PERFORMANCE

Fantasy 6 Sports Inc. (formerly Davita Capital Inc.) (the “Company”) was incorporated under the British Columbia Corporations Act on February 10, 2015. The Company’s registered office is at Suite 610, 700 West Pender Street, Vancouver, British Columbia, V6C 1G8. The Company was incorporated with the intent of completing an initial public offering and concurrently acquiring a series of companies in the online fantasy sports industry. On September 22, 2015, the Company officially changed its name from Davita Capital Inc. to Fantasy 6 Sports Inc.

On May 4, 2016, the Company (CSE: FYS) announced it has been approved for listing on the Canadian Securities Exchange (“CSE”) and commenced trading under the ticker symbol FYS. The common shares of the Company have been approved to be quoted on the OTC Markets in the United States. The Company’s symbol on the OTC Grey Market is FNTYF and trading is expected to commence on May 31, 2016.

The Company is a sports, entertainment and technology company which produces games, contests and other related products and experiences for fans around the world.

On October 19, 2015, the Company completed a share exchange agreement (the “Share Exchange Agreement”) whereby it acquired 100% of the common shares of Draft Label Technologies Inc. (“DLT”). Draft Label Technologies Inc. is engaged in the online fantasy sports industry.

Fantasy 6 Sports Inc. and Draft Label Technologies Inc.

On October 19, 2015, the Company, pursuant to a Share Exchange Agreement, among the Company, DLT, and the holders of all of the outstanding common shares of DLT, exchanged their common shares of DLT for a total of 25,200,000 common shares of the Company. The combining entities are ultimately controlled by the same parties prior and subsequent to the transaction, which is considered a transaction under common control. Under International Financial Reporting Standards, the acquisition by the Company of DLT is considered to be a capital transaction in substance, rather than a business combination. This transaction is reflected as a recapitalization, and is accounted for as a change in capital structure. The Company has incorporated the assets and liabilities of DLT at their pre-combination carrying amounts without any fair value uplift. The Company's consolidated financial statements include DLT's full year's results (including comparatives). The accompanying consolidated financial statements reflect the recapitalization of the shareholders' equity as if the transaction occurred as of the beginning of the first period presented. Thus, the 25,200,000 common shares issued to the former DLT shareholders are deemed to be outstanding for all periods reported from the date of issuance of the underlying DLT securities; the 10,600,000 common shares of the Company held by the shareholders of the Company prior to the transaction are deemed to have been issued on October 19, 2015, the closing date for the transaction.

Draft Label Technologies Inc. and PDL USA Inc.

On August 2, 2015, DLT entered into a share exchange agreement with PDL USA Inc. ("PDL"), a company related by way of directors, officers and shareholders in common. Pursuant to the terms of the share exchange agreement, DLT acquired 100% of the shares of PDL USA Inc. in exchange for 2,965 common shares of DLT.

As at March 31, 2016, the Company held current assets totaling \$544,458, consisting of \$318,715 in cash, \$4,660 in trust and \$21,083 in GST receivable. During the three months ended March 31, 2016, the Company incurred a net loss of \$173,137 (2015 - \$163,777).

SUMMARY OF QUARTERLY RESULTS

The following is selected financial information as prepared in Canadian dollars under International Financial Reporting Standards derived from the Company's most recently completed fiscal quarters:

	Revenue	Net loss for the Period	Basic and Diluted Loss Per Share
	\$	\$	\$
31-Mar-16	3,669	(173,137)	0.00
31-Dec-15	17,321	(198,638)	0.00
30-Sep-15	11,468	(281,406)	(0.01)
30-Jun-15	3,810	(136,064)	(0.01)
31-Mar-15	3,691	(75,283)	(0.01)
31-Dec-14	2,791	(67,698)	(0.01)
30-Sep-14	1,129	(19,756)	(0.01)
30-Jun-14	375	(14,429)	(0.00)

Factors causing significant variations in quarterly results are as follows:

The net loss for the quarter ended March 31, 2016, was primarily a result of professional fees. These costs were primarily a result of becoming public and trading on the CSE.

For The Three Months Ended March 1, 2016

During the three months ended March 31, 2016, the Company earned \$3,669 revenues (2015 - \$3,691) , and incurred operating expenses of \$176,806, comprised mainly of \$44,891 in sales and marketing as well as \$83,636 in professional fees.

For the three months ended March 31, 2016, the Company incurred a net loss of \$173,137 and a loss per share of \$0.00.

LIQUIDITY

As at March 31, 2016, the Company had total current assets of \$544,458, comprised of \$318,715 in cash, \$4,660 in funds in trust and \$21,083 in GST receivable. Conversely, the Company had total liabilities of \$239,878, comprised of \$175,588 of accounts payable and accrued liabilities and \$64,290 in player deposits.

As at March 31, 2016, the Company had a working capital of \$304,580 at December 31, 2015, the Company had a working capital of \$269,068. During the period ended March 31, 2016, the Company was able to secure a private loan in the amount of \$200,000 with a simple interest rate of 3%.

The private loan in the amount of \$200,000 is to be replaced by a related party transaction as a director of the Company has agreed to extend a convertible revolving loan facility of \$500,000 (the "Facility") to the Company to fund general working capital requirements. The Facility will have an outside term of 18 months and bear simple interest at a rate of 3.0% per annum, with such interest to accrue and be added to the amount(s) drawn from the Facility as part of any conversion, at the lender's option, into common shares in the capital of the Company should the Company default in repayment. The Facility will be governed by a single Convertible Revolving Loan Agreement (the "Loan Agreement") to be executed between the Company and the lender. The Facility and the Loan Agreement will be subject to compliance with all regulatory requirements and acceptance by the Canadian Securities Exchange.

Readers are cautioned that a number of factors beyond the control of the Company could result in the Company not being able to sustain its current position. Such factors could include adverse economic conditions, political and regulatory concerns and key individual staffing problems amongst others.

CAPITAL RESOURCES

The Company remains dependent upon equity markets for financing.

The Company believes it currently has sufficient funds on hand and financial commitments to cover estimated operating expenses over the next twelve months.

The Company has no cash flow from operations and is dependent upon raising equity financing to sustain its operations.

The Company has not issued dividends to date and has no plans to pay dividends in the foreseeable future.

TRANSACTIONS WITH RELATED PARTIES

- a) As of March 31, 2016, the Company owes to Shareholders \$128,394 (December 31, 2015 - \$104,921). These amounts are unsecured, and are interest bearing at 8% compounded semi-annually. The long

term loan is due and payable on October 16, 2017 and the Company has the option to repay earlier.

- b) As of March 31, 2016, the Company had \$15,150 (December 31, 2015 - \$16,848) due to related parties and is included in trade payables and accrued liabilities. These amounts are unsecured, non-interest bearing and have no fixed terms of payments. All related party amounts are to key management personnel.
- c) During the three months ended March 31, 2016, the Company recorded \$18,000 (2015 - \$Nil) in sales and marketing fees paid to a company controlled by one of the board members.
- d) Key Management Compensation

The Company's key management personnel have authority and responsibility for overseeing, planning, directing and controlling the activities of the Company and consist of the Company's Board of Directors and the Company's Executive Leadership Team.

Total compensation expense for key management personnel and the composition thereof, was \$9,000 (2015 - \$Nil) in consulting fees paid a company owned by the Chief Financial Officer.

SHARE DATA

Capitalization as of December 31, 2015:

The Company is authorized to issue an unlimited number of common shares.

At March 31, 2016, there were 36,400,000 issued and fully paid common shares (December 31, 2015 – 36,400,000).

At the date of this report there were 41,496,750 issued and fully paid common shares. The Company issued 5,094,000 common shares to the holders of previously issued Special Warrants of the Company pursuant to the receipt of the Company's Long Form Prospectus (final) by the British Columbia Securities Commission on April 29, 2016. The Company also issued 1,750 common shares on the exercise of share purchase warrants for total cash proceeds of \$350.

Warrants

At March 31, 2015, there were 10,941,000 warrants and special warrants outstanding with an average exercise price of \$0.09. At the date of this report the Company has 5,844,251 warrants outstanding with exercise prices from \$0.10 to \$0.50.

Special warrants

As at March 31, 2016, the Company has 5,094,000 special warrants issued and outstanding.

As the date of this report, there are no special warrants issued and outstanding.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements that would require disclosure.

CRITICAL ACCOUNTING ESTIMATES

The Company's critical accounting estimates include the valuation of exploration and evaluation assets, and valuation of deferred income tax assets and valuation allowances. Estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

CHANGES IN ACCOUNTING POLICIES

The Company has not made any changes to its accounting policies since its incorporation date.

FINANCIAL AND OTHER INSTRUMENTS

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management activities include the preservation of its capital by minimizing risk related to its cash. The Company does not trade financial instruments for speculative purposes. The Company does not have a risk management committee nor written risk management policies. The Company is exposed in varying degrees to a variety of financial instrument and related risks. Those risks and management's approach to mitigating those risks are as follows:

(a) Fair Values

The Company is exposed to various financial instrument risks and assesses the impact and likelihood of this exposure. These risks include credit risk, liquidity risk, and foreign exchange rate risk. Where material, these risks are reviewed and monitored by the Board of Directors.

The fair values of other financial instruments, which include accounts payable and accrued liabilities, and amounts due to related parties, approximate their carrying values due to the relatively short-term maturity of these instruments.

(b) Credit Risk

Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash. The Company limits its exposure to credit loss by placing its cash with high credit quality financial institutions. The carrying amount of financial assets represents the maximum credit exposure.

(c) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company currently settles its financial obligations out of cash. The ability to do this relies on the Company raising debt or equity financing in a timely manner and by maintaining sufficient cash in excess of anticipated needs.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS OR IPO VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

The Company has had no significant revenue from operations. During the three months ended March 31, 2016, the Company incurred professional fees of \$88,636 (2015 - \$64,704) and sales and marketing fees of \$44,891 (2015 - \$69,718).

ADDITIONAL DISCLOSURE FOR JUNIOR ISSUERS

The Company expects that its current capital resources will be sufficient to fund operations. The Company's current working capital is sufficient to fund operations for one year, as the Company is expecting to be generating revenues. There is no assurance that the Company will be successful in raising additional funds.

DISCLOSURE OF INTERNAL CONTROLS

In connection with National Instrument (“NI”) 52-109 (Certification of Disclosure in Issuer’s Annual and Interim Filings) adopted in December 2008 by each of the securities commissions across Canada, the Chief Executive Officer and Chief Financial Officer of the Company will file a Venture Issuer Basic Certificate with respect to the financial information contained in the unaudited interim financial statements and the audited annual financial statements and respective accompanying Management’s Discussion and Analysis. The Venture Issuer Basic Certification does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109.