



Trading Symbols
(TSX-V: ELL; OTC: LMDCF; FSE: LIMA)

20 Bay Street
11th Floor
Toronto, Ontario
Canada M5J 2N8
Tel: 416.927.7000
Fax: 416.927.1222

www.everybodyloveslanguages.com

Everybody Loves Languages Corp.

(Formerly Lingo Media Corporation)

Form 51 – 102 F1

Management Discussion & Analysis

Third Quarter Ended September 30, 2022

November 28, 2022

MANAGEMENT DISCUSSION & ANALYSIS FOR THE PERIOD ENDED SEPTEMBER 30, 2022

Notice to Reader

The following Management Discussion & Analysis ("MD&A") of Everybody Loves Languages Corp.'s (the "Company" or "Everybody Loves Languages") financial condition and results of operations, prepared as of November 28, 2022, should be read in conjunction with the Company's Condensed Consolidated Interim Financial Statements and accompanying Notes for the period ended September 30, 2022 and 2021, which have been prepared in accordance with International Financial Reporting Standards are incorporated by reference herein and form an integral part of this MD&A. All dollar amounts are in Canadian Dollars unless stated otherwise. These documents can be found on the SEDAR website www.sedar.com.

Our MD&A is intended to enable readers to gain an understanding of Everybody Loves Languages' current results and financial position. To do so, we provide information and analysis comparing the results of operations and financial position for the current period to those of the preceding comparable three-month period. We also provide analysis and commentary that we believe is required to assess the Company's future prospects. Accordingly, certain sections of this report contain forward-looking statements that are based on current plans and expectations. These forward-looking statements are affected by risks and uncertainties that are discussed in this document and that could have a material impact on future prospects. Readers are cautioned that actual results could vary.

Cautions Regarding Forward-Looking Statements

This MD&A contains certain forward-looking statements, which reflect management's expectations regarding the Company's results of operations, performance, growth, and business prospects and opportunities.

Statements about the Company's future plans and intentions, results, levels of activity, performance, goals or achievements or other future events constitute forward-looking statements. Wherever possible, words such as "may" "will" "should" "could" "expect" "plan" "intend" "anticipate" "believe" "estimate" "predict" or "potential" or the negative or other variations of these words, or similar words or phrases, have been used to identify these forward-looking statements. These statements reflect management's current beliefs and are based on information currently available to management as at the date hereof.

Forward-looking statements involve significant risk, uncertainties, and assumptions. Many factors could cause actual results, performance, or achievements to differ materially from the results discussed or implied in the forward-looking statements. These factors should be considered carefully, and readers should not place undue reliance on the forward-looking statements. Although the forward-looking statements contained in this MD&A are based upon what management believes to be reasonable assumptions, the Company cannot assure readers that actual results will be consistent with these forward-looking statements. These forward-looking statements are made as of the date of this MD&A, and the Company assumes no obligation to update or revise them to reflect new events or circumstances, except as required by law. Many factors could cause the actual results, performance, or achievements of the Company to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements, including general economic and market segment conditions, competitor activity, product capability and acceptance, international risk and currency exchange rates and technology changes. More detailed assessment of the risks that could cause actual results to materially differ than current expectations is contained in the "Quantitative and Qualitative Disclosures of Market Risk" section of this MD&A.

Summary Description of Everybody Loves Languages

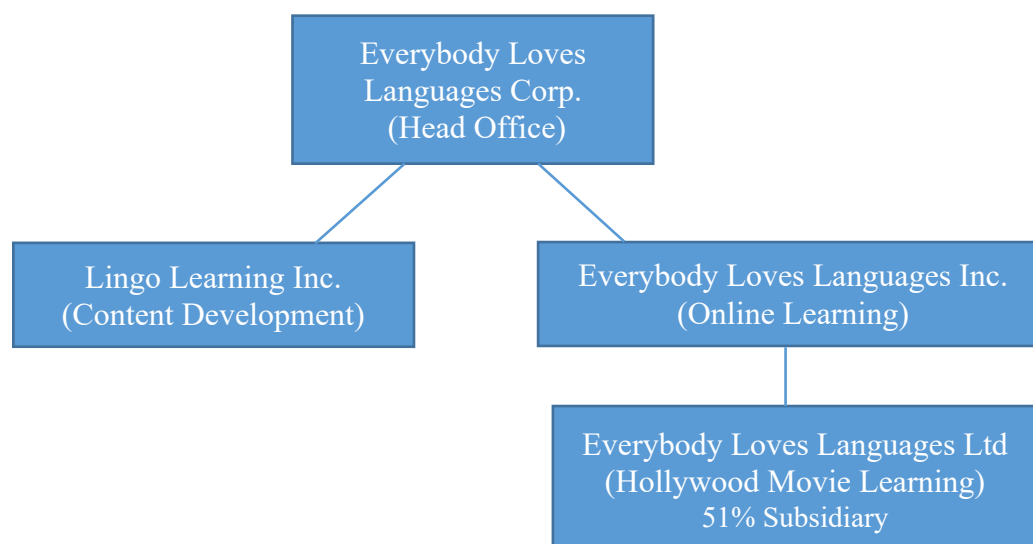
Everybody Loves Languages Corp. (“**Everybody Loves Languages**”, “**ELL Corp.**,” the “**Company**,” “we” or “us”), formerly known as Lingo Media Corporation, is an edtech language-learning edutainment and content development company that provides online and print-based solutions through two distinct business units: Everybody Loves Languages Inc. (“**ELL**”) and Lingo Learning Inc. (“**Lingo Learning**”), a state-of-the-art technology platform that delivers personalized learning experiences in classrooms and online. Its programs provide innovative SaaS-based e-learning solutions, including online and offline content, a learning management system, assessments, real-time reports, speech recognition technology, and white-label tools. ELL’s market consists of educational institutions (such as elementary schools, high schools, vocation schools, universities, etc.) and corporations. It sells its online language learning solutions primarily in Latin America, Asia, Europe, and the U.S.

The Company empowers language educators to easily transition from traditional teaching methods to digital learning with a course portfolio that offers more than 3,000 hours of learning material and proprietary content for online and blended learning.

Learning a new language is one of the most challenging learning experiences a student can pursue. But studies confirm that combining movies with language lessons is a great way to learn languages. A huge obstacle in acquiring a second language is three-fold: engagement, structure, and interactivity. In September 2022, ELL announced a joint venture partnership with Row 9-Digital which would undertake and develop Hollywood movie based lessons and activities to various age groups. Through this joint venture partnership, ELL will use popular movies – such as Spiderman, Soul, Lightyear, Encanto, and West Side Story among the many in its library. The new partnership combines ELL’s learning management system and content with Row 9-Digital’s AcadeMe+ interactive lesson program that uses an innovative AI-enabled film search engine to provide teachers with educational and student-engaging content. The new business unit operates under the subsidiary, Everybody Loves Languages Ltd.

Everybody Loves Languages’ strategy is to focus on sales channels and relationships while continuously investing in and developing its content and technology offerings. In addition, the Company will seek licensing opportunities to its platform with large publishers who wish to offer a unique and competitive advantage solution to their client base.

Corporate Structure



Q3 2022 Corporate Highlights

- ✓ Everybody Loves Languages (“ELL”) entered a joint venture strategic partnership with Row 9-Digital to develop and sell language learning programs based on Hollywood movies, incorporating the learning into the movie player. The Hollywood content is branded under the name Academe+. The joint venture partnership is structured on a 51% ownership by ELL and 49% by Row 9-Digital
- ✓ After the quarter end, ELL held its Annual and Special Meeting of Shareholders (the “**Annual Meeting**”). At the Annual Meeting, the shareholders have re-elected Messrs. Gali Bar-Ziv, Khurram Qureshi, Robert Martellacci, Laurent Mareschal and Tommy Weibing Gong as directors of the Company. In addition, shareholders also approved the re-appointment of RSM Canada LLP, Chartered Professional Accountants as auditors.

The Directors held a board meeting after the Annual Meeting and re-appointed Gali Bar-Ziv as President & CEO and Khurram Qureshi as Chief Financial Officer.

At the Annual Meeting, shareholders approved the name change of Lingo Media Corporation to Everybody Loves Languages Corp. As part of the name change, effective at the start of trading on October 17, 2022, Everybody Loves Languages Corp. commenced trading on the TSX Venture Exchange under the new trading symbol “ELL” and continued to trade on the OTC Market under the trading symbol “LMDCF” and on the Frankfurt Stock Exchange under the trading symbol “LIMA”.

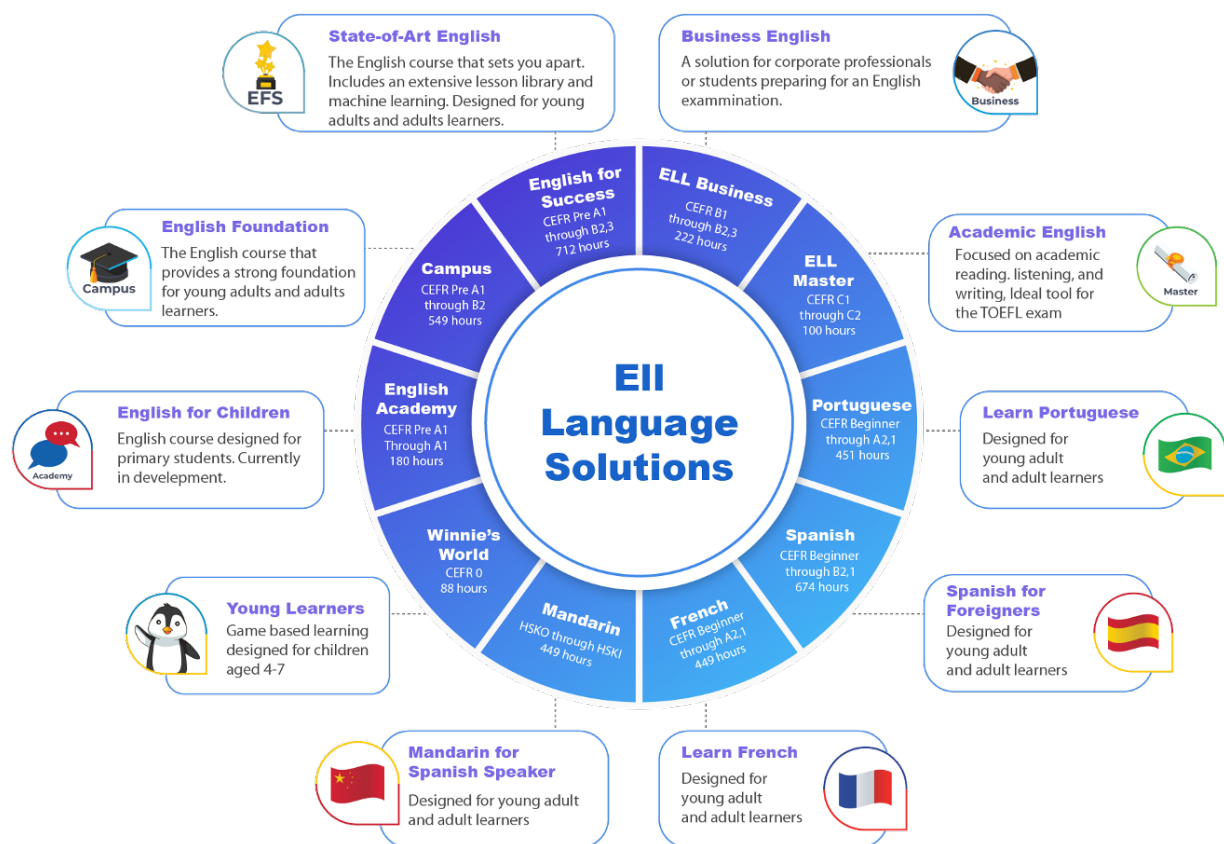
Q3 2022 Operational Highlights

- Online English Language Learning:
 - ✓ ELL expanded its English language learning service offerings in Israel. Everybody Loves Language courses are now being marketed and sold by CES Israel, an online learning company that services corporations, educational institutions, and families across Israel.
 - ✓ ELL launched a new English language learning course, English Teacher Prep (ETP), to its portfolio of products and service offering. The ETP course provides an essential professional growth opportunity for teachers looking to strengthen their English proficiency and delivers critical methodologies for teaching English as a foreign language. The program was created by experts in curriculum design and features 120 hours of learning content.
 - ✓ ELL was selected as official English language learning partner for Colsubsidio schools in Colombia to provide a complete suite of digital education products. Colsubsidio is implementing ELL’s proprietary learning management system and its Campus English course and testing suite.
 - ✓ ELL won contract with Sophia Educational Group, a leading language training and test-prep education provider in Colombia. The ELL language-learning system will be offered to students from preschool to grade 11.
 - ✓ After the period ended September 30, 2022, the Company signed an exclusive distribution agreement with Unlimited Educational Service, the largest language learning digital and print content developer and distributor in Turkey. As part of the distribution agreement, UES will market ELL’s full suite of products including its movie-based lessons.
- Content-Based English Language Learning:
 - ✓ Continued the development of content and material for its Grade 3 and 4 textbooks.

Online English Language Learning

ELL has developed and markets one of the largest libraries of online language learning resources in the world. The library provides more than 3,000 hours of interactive learning through several product offerings that include *Winnie’s World*, *English Academy*, *Campus*, *English for Success*, *Master* and *Business English*

in addition to courses that teach French, Mandarin, Spanish, and Portuguese languages. ELL's programs are primarily marketed in Latin America, Asia, part of Europe, and the U.S. through a network of distributors and the company generates revenues from online and offline licensing fees from its suite of web-based language learning products and applications.



ELL's high-tech, easy to implement e-learning Software-as-a-Service solutions provides learners of all ages and levels of English proficiency with a platform to further their language learning development.

All products have been designed for ELL to market and sell its proprietary products to academic institutions and governments. Educators who license the platform can easily assign, and arrange lessons and courses as they see fit, including personalizing the learning to a particular individual's needs and progress.

Formative assessments and data gathering functionality enables ELL to adapt and improve content. Based on that data, the company can continue to innovate and improve to address specific problem areas and to make learning more accessible, efficient and measurable. Built for learners, by experienced educators, ELL empowers teachers and allows them to easily transition from pure classroom paper-based teaching to the online world.

Content-Based English Language Learning

The Company continues to maintain its legacy textbook publishing business through Lingo Learning Inc., a content-based publisher of English language learning programs in China since 2001. Lingo Learning has an established presence in China's education market of over 300 million students. To date, it has co-published more than 831 million units from its library of program titles.

Overall Performance

During the quarter ended September 30, 2022, Everybody Loves Languages recorded revenues of \$181,014 as compared to \$163,493 in 2021, an increase of 11%. Net loss was \$117,148 as compared to net loss \$282,095 in 2021, a decrease of 58%, resulting in a \$0.00 loss per share as compared to loss per share of \$0.01 in 2021. Total comprehensive loss was \$150,909 as compared to a loss of \$226,580 in 2021. The Company recorded selling general and administrative costs of \$300,835 compared to \$264,444 in 2021. Share-based payments of \$15,098 was recorded in 2022 as compared to \$nil in 2021. In addition, cash used in operations was \$465,147 as compared \$107,495 in 2021.

Lingo Learning earns royalty revenues from its key customer, People's Education Press and People's Education & Audio-Visual Press (collectively "PEP"), who are China's State Ministry of Education's publishing arm, on the following basis:

Lingo Learning earns significantly higher royalties from Licensing Sales compared to Finished Product Sales. People's Education Press provides Lingo Learning with sales reconciliations on a semi-annual basis. People's Education & Audio-Visual Press provides Lingo Learning with sales reconciliations on a quarterly basis. Revenue from royalty and licensing sales is recognized based on confirmation of finished products produced by Lingo Learning's co-publishing partners and when collectability is reasonably assured. Royalty revenue from audiovisual products is recognized based on the confirmation of sales by its co-publishing partners, and when collectability is reasonably assured. Royalty revenues are not subject to right of return or product warranties. This revenue recognition policy causes an impact of higher revenues in the second and the fourth quarter of the year and lower revenues in the first and the third quarter.

Online English Language Learning

ELL earned revenue from its portfolio of products of \$122,157 for the three months period, compared to \$150,973 in 2021.

Content-Based English Language Learning

Lingo Learning earned royalty revenue of \$58,857 in 2022 compared to \$12,520 in 2021 from People's Education Press ("PEP") and People's Education & Audio Visual Press ("PEP AV"). This revenue consists of royalties generated through licensing sales from provincial distributors.

Market Trends and Business Uncertainties

Everybody Loves Languages believes that the global market trends in English language learning are strong and will continue to grow. Developing countries around the world, specifically in Latin America and Asia are expanding their mandates for the teaching of English amongst students, young professionals and adults.

The British Council estimates that language learning market will reach \$172 Billion by 2027. Meticulous Market Research forecasts that English language learning market will reach \$49 Billion by 2027. According to Technavio, a leading market research and advisory company, Digital English language learning market is expected to grow at a 20% CAGR. Brandessence Market Research estimates English Language Learning Market Growth rate will be 18.7% CAGR by 2027.

Latin American Region

The Inter-American Dialogue recently noted that while English language training programs exist in various forms throughout Latin American region, there are three key factors that these programs must address to be successful: ensuring continuity, developing a strong monitoring and evaluation framework that informs adaptation, and addressing the lack of sufficient quality teachers. Students attending English language training ("ELT") classes in Latin America accounted for approximately 14 per cent of worldwide revenues, or US\$321 million in 2021. Growth has been very rapid in the Latin American region and represents a particularly strong opportunity moving forward relative to other geographic regions.

Asia-Pacific Region

Technavio forecasts the English language training (“ELT”) market in China to be worth \$75 Billion by 2022, growing at a CAGR of 22%. The growth of the ELT market in China is driven by more people desiring to learn English, the adaptation of smartphones, increasing levels of disposable income, and the inherent advantages of online education. Technavio also notes that 49% of the growth in the global digital English language learning market will come from the Asia-Pacific region.

Everybody Loves Languages is positioned to take advantage of the market opportunity for English language training in Latin America and Asia, with its scalable digital language learning technology and solutions. Although the market outlook remains positive, there can be no assurance that this trend will continue or that the Company will benefit from this trend.

General Financial Condition

As at September 30, 2022, Everybody Loves Languages had working capital of \$2,845,868 compared to \$1,887,365 as at September 30, 2021. Total comprehensive loss for the three-month period ended September 30, 2022 was \$150,909 compared to comprehensive loss of \$226,580 for the period ended September 30, 2021.

Financial Highlights – for the Third Quarter Ended September 30, 2022

	2022	2021
Revenue		
Print-Based English Language Learning	58,857	\$ 12,520
Online English Language Learning	122,157	150,973
	181,014	163,493
Net Loss for the Period	(117,148)	(282,095)
Total Comprehensive Loss	(150,909)	(226,580)
Loss per Share	\$(0.00)	\$(0.01)
Total Assets	3,309,790	2,329,771
Working Capital	2,845,868	1,887,365
Cash Used in Operations	(465,147)	\$(107,495)

Everybody Loves Languages had cash on hand as at September 30, 2022 of \$1,947,938 (2021 - \$1,184,547) and continues to rely on its revenues from its recurring royalty stream, its online language learning services, and future debt and/or equity financings, if and as required to fund its operations and future growth.

Results of Operations

Revenues

During the quarter, Everybody Loves Languages earned \$122,157 in online licensing sales revenue as compared to \$150,973 in 2021. Revenues from content-based English language learning for the quarter were \$58,857 compared to \$12,520 in 2021. Direct costs associated with publishing revenue are relatively modest and have been consistent throughout the years. The Company continues to maintain its relationship with PEP and PEP AV and is investing in the development of its existing and new programs and marketing activities to maintain and increase its royalty revenues.

During the period, Everybody Loves Languages recorded revenues of \$181,014 as compared to \$163,493 in 2021. Net loss was \$117,148 compared to net loss \$282,095 in 2021 resulting in a \$0.00 loss per share as compared to \$0.01 loss per share in 2021.

Selling, General and Administrative

Selling, general and administrative expenses were \$300,835 compared to \$264,444 in 2021. Selling, general and administrative expenses for the three segments are segregated below.

(i) Content-Based English Language Learning

Selling, general and administrative expenses for content-based publishing was \$70,507 compared to \$82,430 in 2021. The following is a breakdown of selling, general and administrative costs directly related to print-based English language learning:

Quarter Ended September 30	2022	2021
Sales, marketing & administration	\$ 66,130	\$ 10,642
Consulting fees and salaries	65,796	125,858
Travel	3,833	-
Premises	3,060	6,130
Professional fees	6,688	3,292
Less: Grants	(75,000)	(55,000)
Wage subsidy	-	(8,492)
	\$ 70,507	\$ 82,430

(ii) Online Language Learning

Selling, general and administrative costs related to online language learning was \$61,767 for the period compared to \$55,078 in Q3 2021.

The following is a breakdown of selling, general and administrative costs directly related to online-based English language learning:

Quarter Ended September 30	2022	2021
Sales, marketing & administration	\$ 52,365	\$ 24,563
Consulting fees and salaries	7,363	8,736
Travel	1,738	367
Premises	300	300
Professional fees	-	21,112
	\$ 61,766	\$ 55,078

(ii) Head Office

Selling, general and administrative costs related to head office was \$168,562 for the period compared to \$126,936 in 2021.

Quarter Ended September 30	2022	2021
Sales, marketing & administration	\$ 44,431	\$ 16,783
Consulting fees & salaries	86,000	79,500
Shareholder services	15,919	12,127
Professional fees	22,211	18,526
	\$ 168,562	\$ 126,936
Total Selling, General and Administrative Expenses	\$ 300,835	\$ 264,444

Net Loss

Net loss for the Company was \$117,148 for the period ended September 30, 2022, as compared to a loss of \$282,095 in 2021. Net loss can be attributed to the two operating segments and head office as a reporting segment as shown below:

	2022	2021
Online Learning		
Revenue	\$ 122,157	\$ 150,973
Expenses:		
Direct costs	28,780	33,186
General & administrative	61,766	55,078
Development cost	83,379	90,969
Amortization	296	313
	<hr/> 174,221	<hr/> 179,546
Segmented Loss - Online Learning	\$ (52,064)	\$ (28,571)
Content-Based		
Revenue	\$ 58,857	\$ 12,520
Expenses:		
Direct costs	33,005	44,610
General & administrative recovery	70,508	82,430
Development costs	7,616	
Amortization	597	601
Income taxes and other taxes	5,877	(13,144)
	<hr/> 117,604	<hr/> 114,497
Segmented Loss – Content-Based Learning	\$ (58,746)	\$ (101,977)
Head Office		
Expenses:		
General & administrative	\$ 168,562	\$ 126,936
Amortization of property & equipment	75	49
	<hr/> 168,637	<hr/> 126,985
Total Segmented Loss	\$ (279,447)	\$ (257,533)
Other		
Foreign exchange gain (loss)	\$ 173,569	\$ (19,735)
Interest and other financial expenses	3,828	(4,827)
Share-based payment	(15,098)	-
Other comprehensive income	(33,761)	55,515
	<hr/> 128,538	<hr/> 30,953
Total Comprehensive Loss	\$ (150,909)	\$ (226,580)

Foreign Exchange

ELL recorded foreign exchange gain of \$173,569 as compared to a foreign exchange loss of \$19,735 in 2021, relating to the Company's currency risk through its activities denominated in foreign currencies as ELL is exposed to foreign exchange risk as a significant portion of its revenue and expenses are denominated in Chinese Renminbi and US Dollars.

Share-Based Payments

The Company amortizes share-based payments with a corresponding increase to the contributed surplus account. During the period, the Company recorded an expense of \$15,098 compared to \$nil in Q3 2021.

Net Loss for the Period

The Company reported a net loss of \$117,148 for the period as compared to net loss \$282,095 in Q3 2021. The earnings per share for the period is \$(0.00) compared to \$(0.01) in Q3 2021.

Total Comprehensive Loss

The total comprehensive loss is calculated after the application of exchange differences on translating foreign operations gain/(loss). The Company reported a total comprehensive loss of \$150,909 for the quarter ended September 30, 2022 as compared to a loss of \$226,580 in Q3 2021.

Summary of Quarterly Results

	Q4 – 21	Q1 –22	Q2 - 22	Q3-22
Revenue	\$1,296,759	\$ 159,146	\$ 980,664	\$181,014
Income / (Loss) Before Taxes and Other Comprehensive Income	\$878,359	(328,410)	636,397	(111,271)
Total Comprehensive Income / (Loss)	\$769,822	(326,838)	536,024	(150,909)
Income / (Loss) per Basic and Diluted Share	\$0.02	\$(0.01)	\$0.02	\$(0.00)

	Q4 – 20	Q1 – 21	Q2 - 21	Q3-21
Revenue	\$ 958,766	\$ 149,080	\$ 1,030,518	\$ 163,493
Income / (Loss) Before Taxes and Other Comprehensive Income	695,059	(416,801)	801,677	(295,239)
Total Comprehensive Income (Loss)	511,450	(268,257)	451,588	(226,580)
Income / (Loss) per Basic and Diluted Share	\$0.01	\$(0.01)	\$0.02	\$(0.01)

Liquidity and Capital Resources

As at September 30, 2022, the Company had cash of \$1,947,938 compared to \$1,184,547 in 2021. Accounts and grants receivable of \$1,092,339 were outstanding at the end of the period compared to \$1,013,424 in 2021. With 97% of the receivables from PEP and the balance due from ELL Inc's customers with a 90 - 180 days collection cycle, the Company does not anticipate an effect on its liquidity. Total current assets amounted to \$3,294,451 (2021 - \$2,311,576) with current liabilities of \$448,583 (2021 - \$424,211) resulting in working capital of \$2,845,868 (2021 - \$1,887,365).

LLI receives government grants based on certain eligibility criteria for publishing industry development in Canada and for international marketing support. During the quarter ended September 30, 2022, the Company was rewarded \$15,000 by Canada Book Fund ("CBF") to help develop accessible audio books.

These government grants are recorded as a reduction of general and administrative expenses to offset direct expenditure funded by the grant. The Company has relied on obtaining these grants for its operations and has been successful at securing them in the past, but it cannot be assured of obtaining these government grants in the future.

ELL has access to working capital through equity financings and/or debt financings, if required to finance its growth plans and expansion into new international markets. The Company has been successful in raising sufficient working capital in the past.

Off-Balance Sheet Arrangements

The Company has not entered into any off-balance sheet finance arrangements.

Transactions with Related Parties

During the period, the Company had the following transactions with related parties, made in the normal course of operations, and accounted for at an amount of consideration established and agreed to by the Company and related parties.

- (a) During the 3-month period ended September 30, 2022, the Company recorded \$12,000 (2021 - \$3,900) director fees paid to independent directors of which \$3,390 was included in accounts payable and \$3,000 (2021 - \$Nil) was included in accrued liabilities.
- (b) Key management compensation for the three-month period ended September 30, 2022 was \$66,000 (2021 – \$79,500) and is reflected as consulting fees paid to corporations owned by a director and officers of the Company. At the end of the period, \$57,935 of management compensation was included in accounts payable.

Additional Disclosure

Property and Equipment

	Computer and Office Equipment	Leasehold Improvements	Total
Cost, January 1, 2021	\$ 86,952	\$ 33,180	\$ 120,132
Additions	2,248	-	2,248
Disposal	(33,384)	-	(33,384)
Effect of foreign exchange	(172)	-	(172)
Cost, September 30, 2021	\$ 55,644	\$ 33,180	\$ 88,824
Cost, December 31, 2021	\$ 55,644	\$ 33,180	\$ 88,824
Additions	991	-	991
Cost, September 30, 2022	\$ 56,635	\$ 33,180	\$ 89,815
Accumulated depreciation, January 1, 2021	\$ 64,689	\$ 31,758	\$ 96,447
Charge for the period	3,063	1,422	4,485
Disposal	(30,134)	-	(30,134)
Effect of foreign exchange	(168)	-	(168)
Accumulated depreciation, September 30, 2021	\$ 37,450	\$ 33,180	\$ 70,630
Charge for the period	1,071	-	1,071
Accumulated depreciation, December 31, 2021	\$ 38,521	\$ 33,180	\$ 71,701
Charge for the period	2,775	-	2,775
Accumulated depreciation, Sept. 30, 2022	\$ 41,296	\$ 33,180	\$ 74,476
Net book value, January 1, 2021	\$ 22,263	\$ 1,422	\$ 23,685
Net book value, September 30, 2021	\$ 18,195	\$ -	\$ 18,195
Net book value, December 31, 2021	\$ 17,123	\$ -	\$ 17,123
Net book value, September 30, 2022	\$ 15,339	\$ -	\$ 15,339

Risk Factors

Business Risk and Uncertainties

We are subject to a number of risks and uncertainties that can significantly affect our business, financial condition and future financial performance, as described below. In particular, there remain significant uncertainties in capital markets impacting the availability of equity financing. While these uncertainties in capital markets do not have a direct impact on our ability to carry out our business, the Company may be impacted should it become more difficult to gain access to capital when and if needed. These risks and uncertainties are not necessarily the only risks the Company faces. Additional risks and uncertainties that are presently unknown to the Company may adversely affect our business.

Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's monetary assets and liabilities denominated in currencies other than the Canadian Dollar and the Company's net investments in foreign subsidiaries.

The Company operates internationally and is exposed to foreign exchange risk as certain expenditures are denominated in non-Canadian Dollar currencies.

The Company has been exposed to this fluctuation and has not implemented a program against these foreign exchange fluctuations. A 10% strengthening of the US Dollar against the Canadian Dollar would have increased the net equity approximately by \$143,182 (2021 - \$97,025) due to reduction in the value of net liability balance. A 10% of weakening of the US Dollar against the Canadian Dollar on September 30, 2022, would have had the equal but opposite effect. The significant financial instruments of the Company, their carrying values and the exposure to other denominated monetary assets and liabilities, as of September 30, 2022, are as follows:

	US Denominated USD
Cash	783,454
Accounts receivable	665,518
Accounts payable	25,649

Liquidity Risk

The Company manages its liquidity risk by preparing and monitoring forecasts of cash expenditures to ensure that it will have sufficient liquidity to meet liabilities when due. The Company's accounts payable and accrued liabilities generally have maturities of less than 90 days. On September 30, 2022, the Company had cash of \$1,947,938, accounts and grants receivable of \$1,092,339 and prepaid and other receivables of \$254,174 to settle current liabilities of \$448,583.

Credit Risk

Credit risk refers to the risk that one party to a financial instrument will cause a financial loss for the counterparty by failing to discharge an obligation. The Company is primarily exposed to credit risk through accounts receivable. The maximum credit risk exposure is limited to the reported amounts of these financial assets. Credit risk is managed by ongoing review of the amount and aging of accounts receivable balances. As of September 30, 2022, the Company has outstanding trading receivables of \$922,339 (2021 - \$848,424). New impairment requirements use an 'expected credit loss' ('ECL') model to recognize an allowance. Impairment is measured using a 12-month ECL method unless the credit risk on a financial instrument has increased significantly since initial recognition in which case the lifetime ECL method is adopted. For receivables, a simplified approach to measuring expected credit losses using a lifetime expected loss allowance is available. The Company deposits its cash with high credit quality financial institutions, with the majority deposited within Canadian Tier 1 Banks.

Retention or Maintenance of Key Personnel

Although ELL's management has made efforts to align the interests of key employees with the Company by, among other things, granting stock options to its operations personnel with vesting schedules tied to continued employment, there is no assurance that the Company can attract or retain key personnel in a timely manner as the need arises. Failure to have adequate personnel may materially compromise the ability of the Company to operate its business.

Disclosure of Outstanding Share Data

As of November 28, 2022, the followings are outstanding:

Common Shares – 35,642,524

Warrants – Nil

Stock Options – 3,126,668

Approval

The Directors of Everybody Loves Languages have approved the disclosure contained in this MD&A.

Additional Information

Additional information relating to the Company can be found on SEDAR at www.sedar.com.