

BIG STICK MEDIA CORPORATION (BSM)

MANAGEMENT DISCUSSION AND ANALYSIS (“MD&A”)

FOR THE QUARTER ENDED MAY 31, 2008

The following discussion and analysis of Big Stick Media Corporation’s (“BSM” or the “Company”) (formerly iGaming Corporation, “IGA” and prior to that, DPC Biosciences Corporation, “DPC”) financial condition and results of operations should be read in conjunction with the unaudited consolidated financial statements and accompanying notes for the quarter ended May 31, 2008. The financial statements have been prepared in accordance with Canadian generally accepted accounting principles (“GAAP”) and represent results for the fiscal quarters ended May 31, 2008 and May 31, 2007. The financial statements for each such quarter represent the consolidated results and financial position of BSM and its four wholly-owned subsidiaries, IGC Entertainment Corporation (“IGC”), DBS Technology Corporation, National Sports Services (IGC), Inc. (“NSS”) and Corcom, Inc. (“Corcom”). The Company’s audited 2007 consolidated financial statements and MD&A are available through the SEDAR website at www.sedar.com. All currency amounts represented herein are stated in Canadian dollars unless otherwise disclosed.

Forward-looking Statements

This management discussion and analysis contains certain forward-looking statements with respect to the Company. These forward-looking statements, by their nature, involve risks and uncertainties that could cause actual results to differ materially from those contemplated. Management considers the assumptions on which these forward-looking statements are based to be reasonable, but cautions the reader that these assumptions regarding future events, many of which are beyond our control, may ultimately prove to be incorrect. The Company does not undertake to update or release any revisions to these forward-looking statements to reflect events or circumstances after the date of this MD&A or to reflect the occurrence of any unanticipated events.

DESCRIPTION OF BUSINESS

BSM previously operated under the name DPC Biosciences Corporation. DPC and its former wholly-owned subsidiary, DPC Biosciences Inc., carried on business in the biotechnology industry. Activities were suspended in June 2001 with the closure of the laboratory in Ste-Foy, Québec. In October 2001, DPC Biosciences Inc.’s principal asset was sold and both the parent and the subsidiary became inactive. On December 20, 2005, the Company sold all of its shares in DPC Biosciences Inc. for total cash consideration of \$10 payable on that date.

In February, 2006 the Company commenced a process of re-activation (the “Reactivation”) with the goal of having its listed shares transfer from the NEX board to the Tier 2 board of the TSX Venture Exchange (the “Exchange”). To facilitate the Reactivation process, the Company completed two non-brokered private placements in January and February of 2006 that collectively generated subscription proceeds of \$450,000. On August 24, 2006, the Company’s shareholders approved the Reactivation and on September 12, 2006, the Company received the final approval of its Reactivation from the Exchange.

Pursuant to such Reactivation, the Company was renamed iGaming Corporation and its common shares began trading on the Exchange (effective September 14, 2006) under the stock symbol “IGA”. Furthermore, as set forth in further detail below, the Company adopted a business model involving the sale of fact-based and opinion-oriented information relevant to the North American sports industry. In June of 2007, the Company was further renamed as Big Stick Media Corporation.

ASSET ACQUISITIONS AND FINANCINGS

1. In conjunction with the Reactivation, on September 13, 2006 the Company completed the acquisition of certain assets (the "IGC Acquisition") from Global Marketing Focus, Inc., a privately held British Columbia company, which assets are utilized to derive revenues from the online sale of information relevant to the North American sports industry. The consideration paid for such assets consisted of (a) \$500,000 in cash; (b) 6,500,000 treasury-issued common shares at a deemed price of \$0.20 per share; and (c) the assumption of a deferred revenue obligation of \$292,490. The effective date of the IGC Acquisition was September 1, 2006.

Concurrent with the Reactivation, the Company completed a private placement (the "First Private Placement") pursuant to which it issued 21,750,000 units consisting of 21,750,000 common shares (issued from treasury) and 10,875,000 common share purchase warrants at a price per unit of \$0.20 for gross proceeds of \$4,350,000. The 10,875,000 common share purchase warrants were exercisable at a price of \$0.30 for a period ending on February 23, 2008. All of the warrants issued in conjunction with this financing expired unexercised and are thus null and void.

2. On November 6, 2006, the Company completed an acquisition of certain assets of National Sports Services, Inc. ("National"), a Nevada-based sports information company (the "NSS Acquisition"). The purchased assets include customer lists, certain cash balances and merchant reserves, software and various fixed assets. The effective date of the acquisition was October 1, 2006.

The agreement of purchase and sale associated with the NSS Acquisition, as amended, stipulated that the aggregate purchase price for the acquired assets was to be a maximum of \$4,971,701 to be paid in three components. The first component of the purchase price (the "Initial Consideration") was paid by the Company via its assumption of certain of National's net working capital liabilities (including deferred revenue) in the amount of \$1,692,917. The second component of the purchase price (the "Cash Consideration") consisted of a cash payment of \$300,000 that was made to National based on the attainment of certain revenue targets. The third component of the purchase price (the "Stock Consideration") is payable to National in the form of common shares of the Company (issued from treasury) based on the acquired assets meeting or exceeding specified revenue targets for the eight quarters comprising the fiscal years ending November 30, 2007 and November 30, 2008. The aggregate amount of Stock Consideration available to be paid is to be equal to the excess of the maximum purchase price over the sum of the Initial Consideration and the Cash Consideration (i.e. \$2,978,784).

In accordance with the terms of the Stock Consideration, the Company became contingently obligated to issue the Stock Consideration of \$2,978,874 over the eight quarters comprising the fiscal years ending November 30, 2007 and November 30, 2008. Any shares to be issued in respect of this agreement were to be issued at a deemed price per share of \$0.35. Accordingly, the Corporation was contingently obligated to issue a maximum of 8,511,068 common shares from treasury. The details regarding the potential share issuances and the revenue targets dictating whether all or any portion of the contemplated share issuances would be required is provided below.

Quarter Number	Fiscal Quarter End	# of Eligible Shares Available	Net Revenue Target	Minimum Required Net Revenue
1	Feb. 28, 2007	1,276,660	US\$2,500,000	US\$1,625,000
2	May 31, 2007	1,276,660	US\$2,000,000	US\$1,300,000
3	Aug. 31, 2007	1,276,660	US\$1,000,000	US\$650,000
4	Nov. 30, 2007	1,276,660	US\$2,000,000	US\$1,300,000
5	Feb. 29, 2008	851,107	US\$2,700,000	US\$1,755,000
6	May 31, 2008	851,107	US\$2,100,000	US\$1,365,000
7	Aug. 31, 2008	851,107	US\$1,000,000	US\$650,000
8	Nov. 30, 2008	851,107	US\$2,200,000	US\$1,430,000
TOTAL		8,511,068		

For purposes of the NSS Acquisition, the actual revenue and the related revenue targets are calculated based on cash receipts, net of chargebacks ("Net Revenues") generated by the acquired assets in the particular period. The aforementioned addendum to the agreement of purchase and sale clarifies that revenue is not to be measured in relation to the periods when the particular revenue is recognized for accounting purposes in reliance upon generally accepted accounting principals.

If the Net Revenue target is met or exceeded for any particular fiscal quarter, National will receive the maximum number of eligible shares allotted for that fiscal quarter. If the target is not met, National will receive a percentage of the eligible shares for that quarter equal to the proportion of the target revenue amount that actual Net Revenues represent. However, if the realized Net Revenues for any particular fiscal quarter are less than 65% of the target for that quarter, no shares will be issued to National in respect of such quarter. Nonetheless, in the event that the minimum required revenue is attained for the full fiscal year in question, eligible shares, up to the maximum amount for the particular year, may still be issued to National as a "catch-up" in respect of the previously deficient fiscal quarter.

For the fiscal year ended November 30, 2007, all of the shares eligible for such fiscal year were earned by and issued to National. For the quarter ended February 29, 2008, the revenues produced by the acquired assets were such that National became entitled to receive 732,567 additional shares. This left a total of 2,671,861 shares available for issue to National. During the quarter ended May 31, 2008 the Company implemented numerous operational changes within the NSS business unit with the goal of reducing the fixed costs and rationalizing the breadth of the product offering to increase the unit's profitability. It was reasonably expected that while profit would be maximized under the scaled-down operation, revenue growth would likely suffer in the process. It was therefore determined that the revenue thresholds governing the payment of the Stock Consideration would no longer be reasonable. As such, the Company agreed to accelerate the payout of the remaining 2,671,861 common shares. While the shares were issued in June of 2008, the obligation to pay the additional purchase price consideration was accrued as at May 31, 2008. The total Stock Consideration recognized in the quarter ended May 31, 2008 was \$521,702.

3. On December 11, 2006, the Company completed the purchase of certain of the assets related to the fantasy sports website www.rotoplay.com from RotoPlay, Inc. (the "Rotoplay Assets"), a Pennsylvania-based corporation specializing in the online fantasy sports industry. The purchase of the RotoPlay Assets which offer a wide variety of unique and innovative fantasy sports contests based on football, baseball, basketball, golf, and auto racing, provides the Company with significant exposure to the increasingly popular fantasy sports industry. The RotoPlay Assets include all customer databases, all hardware and software associated with the Rotoplay website and all related intellectual property. Except for the assumption of customer deposits, the Company did not assume any other liabilities, obligations or commitments of RotoPlay Inc.

Following the purchase, one of the principals of RotoPlay, Inc. was engaged by the Company as a consultant charged with the administration of the Company's fantasy sports operations.

The aggregate purchase price of this transaction was ultimately determined to be US\$275,000 (\$320,283) with US\$242,000 (\$282,370) paid in cash and US\$33,000 (\$37,913) paid via the assumption of customer deposits.

4. On May 11, 2007 the Company completed a private placement (the "Second Private Placement") pursuant to which it issued 5,750,000 Units consisting of 5,750,000 treasury-issued common shares and 2,875,000 common share purchase warrants at a price per Unit of \$0.20 for gross proceeds of \$1,150,000. The 2,875,000 common share purchase warrants were exercisable at a price of \$0.30 for a period ending on February 23, 2008. All of the warrants issued in conjunction with this financing expired unexercised and are now null and void. The Second Private Placement was undertaken to provide the working capital necessary to enable the Company to re-vamp and re-position its proprietary client-server based software application (branded as "Linetracker") that provides paid subscribers with continuously updating factual information relating to North American sports contests and their participants.

5. On July 16, 2007, IGC acquired certain assets related to the operation of the website domiciled at www.who2beton.com (the "W2 Assets"). The W2 Assets were deployed by IGC to sell additional opinion-oriented information relevant to the North American sports industry. The purchase price consisted of initial consideration of \$6,850 as well as additional consideration payable out of prospective operating income to be produced by the acquired assets until November 30, 2015. The maximum additional consideration that could have become payable was \$3 million. The terms of the asset purchase agreement provided IGC with the ability to re-sell the assets back to the vendor for an amount equal to the cumulative amount expended by the Company in marketing the purchased assets to the effective date of resale at any time between November 1, 2007 and November 30, 2008. On December 15, 2007, the Company exercised its re-sell right and transferred the W2 Assets back to the vendor. During the period of time that the Company operated the W2 Assets, it realized a net loss of \$87,199 which was classified as a project investigation cost on the November 30, 2007 financial statements. The Company and the original vendor of the W2 Assets have agreed on a payment schedule regarding the re-payment of marketing dollars spent by the Company during its period of operating the W2 Assets. The net present value of such deferred payments is \$59,608. This amount is reflected as a loan receivable on the balance sheet as at May 31, 2008.

6. On April 28, 2008, the Company completed the acquisition of all of the outstanding shares of Corcom, Inc. (the "Corcom Acquisition"), a Nevada based Company which operates the Don Best Sports information service business. The base purchase price paid by the Company for the shares was US\$16,429,664 (\$16,666,983) with (i) US\$8,142,627 (\$8,261,442) payable in cash on the closing date; (ii) US\$4,500,000 (\$4,564,350) payable on the closing date via the issuance of either 22.5 million common shares from the Company's treasury (each share having an anticipated deemed price of US\$0.20) or the issuance of common share purchase warrants (the "Corcom Consideration Warrants") providing the right to acquire 22.5 million common shares at nominal exercise price; and (iii) US\$2,045,000 payable in cash on each of the six month and twelve month anniversary of the closing date.

For accounting purposes, the deferred cash payments have been discounted at a rate per annum of 8% such that the resulting net present value at the time of issuance was US\$3,787,037 (\$3,841,192). Furthermore, upon the closing date, BSM granted 4,753,476 common share purchase warrants to the vendor providing for the purchase of common shares at an exercise price of US\$0.20 for a period extending until April 28, 2010. For accounting purposes, the Company has ascribed a value of \$433,887 (US\$427,770) which amount has been included in the purchase price and credited to contributed surplus.

On the closing date for the Corcom Acquisition, the vendor elected to receive the Corcom Consideration Warrants in lieu of the underlying common shares. This component of the purchase price was accounted for as shares to be issued on the Company's balance sheet as at May 31, 2008.

The aggregate purchase price accounted for by the Company in respect of the Corcom Acquisition was \$17,162,284 which amount is inclusive of \$61,413 of legal and related transaction expenses.

The summary of the Purchase Price is as follows:

Cash on closing	\$ 8,261,442
Stock consideration	\$ 4,564,350
Deferred cash payments	\$ 3,841,191
Value of warrants	\$ 433,887
Acquisition costs (including legal and other)	\$ <u>61,414</u>
Total	<u>\$17,162,284</u>

The initial allocation of assets and liabilities inherited is set forth in the table below.

	April 28, 2008
	\$
Assets	
Cash	390,401
Accounts Receivable	962
Prepaid Expenses	68,709
Deposits	17,827
Fixed Assets	858,800
Goodwill	9,581,315
Intangible - Customer List	4,514,038
Other Intangibles	4,156,557
Total Assets	<u>19,588,609</u>
Liabilities	
Accounts Payable and Accrued Liabilities	569,143
Deferred Revenue	819,908
Long-term Rent Payable	139,843
Deferred Tax Liability	591,123
Contributed Surplus	17,162,284
Accumulated Other Comprehensive Income	306,309
Total Liabilities and Equity	<u>19,588,609</u>

7. In order to facilitate the Corcom Acquisition, the Company completed a series of financings by private placement which closed on April 28, 2008 contemporaneous with the closing of the Corcom Acquisition.

The first such private placement entailed the issuance by the Company of 26,250,000 common shares at a price per share of US\$0.20 for aggregate consideration of US\$5,250,000 (\$5,325,075). Net of issuance costs, the proceeds to the Company were \$5,282,950.

The second private placement related to the issuance of an aggregate US\$4 million (\$4,057,200) of convertible debentures having a term of three years, an annual interest rate of 5% and conversion rights into common shares of BSM at a per share price of US\$0.25. As an additional inducement to the holders of the convertible debentures, the Company issued to such holders an aggregate amount of 4,000,000 common share purchase warrants entitling the holders to acquire 4,000,000 common shares of BSM at a price of US\$0.30 for a term of two years. For accounting purposes, the Company has allocated the overall consideration of \$4,057,200 into three parts: the long-term debt (\$2,727,050), the value of the conversion feature (\$1,092,316) which was added to contributed surplus and the value of the warrants granted (\$237,834) which was similarly added to the contributed surplus.

NATURE OF OPERATIONS

The Company is involved in the sale of fact-based and opinion oriented information that is relevant to sports gaming in North America. The Company generates revenue through five primary divisions.

1. News Dissemination Service: The Company previously operated the Linetracker application that provided paid subscribers with continuously updating factual information relating to North American sports contests and their participants. The information included scores and statistics regarding in-progress and historical games, player statistics, injury updates, weather forecasts and betting lines offered by various licensed sportsbooks. Corcom was operating as a direct competitor to Linetracker while enjoying a substantially larger market share. Following the Corcom Acquisition, the Company decided to fold up the Linetracker operations into Corcom and to support both customer bases on the Don Best Sports platform alone.
2. Call Center Handicapping Advice: The Company operates a call center in Las Vegas, Nevada that sells handicapping advice related to sporting events contested primarily in North American sports leagues. The advice is sold either on a one-off basis relating to a single game or in relation to a package of games covering a particular time period or the entire season of a particular sports league. The advice is provided by sports handicappers who have built up a reputation over a number of years. The Company produces a television show ("Proline") that airs on USA Networks and Spike TV over 12 weeks during the National Football League (the "NFL") season wherein the aforementioned handicappers, including NSS President Jim Feist, analyze upcoming games and players. The television show advertises various BSM offerings and serves as the marketing arm to generate sales leads for the call center products.
3. Online Handicapping Advice: The Company owns various operating websites (the "Websites") and domain names that collectively provide factual information related to North American sports events, editorial content, betting line information and handicapping advice. Similar to the call center operations, handicapping advice is either sold on a one-off basis or based on a package covering a particular time or number of games. The most significant of the Websites are www.JimFeist.com, www.DonBest.com, www.PicksOnline.com, www.Vegasonlinesports.com, www.OffshoreConnections.com, and www.ScoresLinesPicks.com.
4. Advertising: During the NFL season, the Websites receive a large proportion of their overall yearly traffic. While the level of traffic falls after completion of the NFL season, it remains reasonably significant in comparison to similar sites. The demographic of the typical visitor is an adult male with above average economic means who is a serious sports enthusiast. As such, the user base of the Websites matches the demographics typically sought by an array of companies catering to the sports enthusiast market. Accordingly, the Company was selling advertising space in the Websites to several such companies. During the quarter ended May 31, 2008, the Company

stopped accepting third party advertising on its Websites. Accordingly, this revenue source will cease to apply for fiscal periods following May 31, 2008.

5. Fantasy Sports: Via its Rotoplay division, the Company is engaged in organizing and operating various fantasy sports contests catering to all of the major North American sports. The Company generates revenue by selling entry tickets to the various contests and it pays out cash prizes to contestants based on the performance of the fantasy teams they have selected.

RISKS

1. Legislative Environment: While the Company is not engaged in any gaming operations and neither handles nor administers any gambling transactions or customer deposits relating to gambling transactions, it provides information that is relevant to the sports gaming industry. The gaming industry is subject to periodic legislative changes that, while not affecting the Company's business directly, do impact the environment in which it operates.
2. Operating History: The Company has a limited operating history within the sports information space. The operations in this sector to date have generated operating losses. As well, the Company's previous activities within the biotechnology space generated significant losses. As a result, as at May 31, 2008, the Company's balance sheet reflects an accumulated deficit of approximately \$14.76 million. As well, there can be no assurance that on a prospective basis operating income will be realized.
3. Competition: The Company is engaged in a highly competitive space of providing fact-based and opinion-oriented information relevant to the sports market. The competitors operate in Canada and the United States and, in certain cases, have greater financial wherewithal than the Company. In order to continue to compete effectively in the market the Company needs to continuously invest in and improve the capability of its technological platforms.
4. Limited Funds: While management feels that the Company has sufficient funds to execute its existing business plan and to continue to carry on its existing operations, should the Company wish to take advantage of certain merger and acquisition opportunities, it is likely that additional financing would be required. There can be no assurance that such financing would be available on terms acceptable to the Company.
5. Reliance on Key Personnel: The Company is highly reliant on certain key management personnel including the CEO, Christopher Kape, the CFO, Robbie Manis and the President of NSS, Jim Feist. The loss of any of these key employees would have a material adverse impact on the Company and its future prospects.
6. Foreign Exchange: While the Company's reporting currency is the Canadian dollar, it derives almost all of its revenues in U.S. dollars and the bulk of its operating expenses are denominated in U.S. dollars. Fluctuations in the exchange rate between the Canadian dollar and the U.S. dollar could have a material impact on the Company's operations and financial position. The Company does not currently have any hedging programs in place to mitigate this risk. There can be no assurance that the Company will not experience currency losses in the future which could have a material adverse effect on the Company.
7. Stock Price Volatility: The market price of the Company's common shares has experienced significant fluctuation that may continue in the future. The market price of the Company's common shares may be adversely affected by legislative changes, innovation or technological changes, the emergence of new competitors, quarterly variations in revenues and results of operations and general market conditions.

RESULTS OF OPERATIONS

For the Quarter ended May 31, 2008, the Company incurred a net loss of \$2,059,668 versus a net loss of \$103,679 for the quarter ended May 31, 2007. Excluding the effects of non-cash expenses related to amortization and stock option compensation as well as a foreign exchange gains and losses emanating from the movement of U.S. dollar, the adjusted net loss for the quarter ended May 31, 2008 was \$1,249,234. The comparable figure for the corresponding quarter in 2007 was income of \$438,847. The adjusted loss for the quarter ended May 31, 2008 includes the effects of a one-time contract cancellation expense of \$1,250,000 related to the termination of a marketing services contract with a third party consultant in support of the Linetracker product. With the acquisition of the Don Best Sports product line, Linetracker and the related marketing services contract became redundant and were wound down. Adjusting for this one-time cancellation expense as well as \$67,282 of interest expense recognized in relation the convertible debentures issued in the quarter yields a normalized EBITDA of \$68,048 which compares to the normalized EBITDA of \$445,765 in the corresponding quarter of fiscal 2007. The reduced normalized EBITDA in the second quarter of 2008 is primarily due to the additional personnel and customer service costs incurred to bolster the Linetracker division as well as reduced sales volumes from the Las Vegas call center.

With the integration of Linetracker and Don Best Sports, BSM has now successfully eliminated the duplication in costs relative to the fact-based information service business unit. As well, it is in the process of streamlining the call center operations to reduce fixed costs, improve the profit margins on the sale of advisory content and reduce the breadth of its product offering to eliminate unprofitable sales. In addition, the Company is in the process of reviewing several opportunities to license its advisory content to regions and demographics that are not currently being served by the Company. Management believes that the sum of these initiatives will allow it to improve Company profitability on a go-forward basis.

Set forth below is the summarized results of operations for the quarters ended May 31, 2008 and May 31, 2007.

For the Fiscal Quarter Ended	May 31, 2008	May 31, 2007
Total Revenues	\$2,754,537	\$2,584,810
Net Loss	(\$2,059,668)	(\$103,679)
EBITDA excluding stock option compensation expense and translation losses	(\$1,181,952)	\$445,765
Normalized EBITDA excluding one-time contract cancellation expense	\$68,048	\$445,765
Basic and Diluted Loss per Common Share	(\$0.03)	(\$0.00)

Revenues

For the quarter ended May 31, 2008 the revenues totalled \$2,754,537 (2007: \$2,584,810) inclusive of interest revenue of approximately \$7,000. Approximately \$1,479,000 of the May 31, 2008 quarterly revenues were generated by the call centre and related operations in Las Vegas, Nevada. IGC and Corcom collectively earned \$453,000 via the sale of online handicapping advice and advertising revenues relative

to the Websites and \$774,000 from subscription revenues relative to the provision of real-time, fact-based sports information within the Linetracker and Don Best Sports divisions. Finally, \$41,000 was earned in the context of the fantasy sports program.

The revenue recognized by the call centre operations represents the sum of opening deferred revenue that was earned during the period, additional sales made during the period less the portion of such sales that was deferred to the subsequent fiscal year. The bulk of the call centre advice sold is represented by packages of picks that cover entire seasons of North American sports leagues with the most significant of such leagues being the NFL. The Company follows the accounting policy of deferring and recognizing the cash receipts as revenue straight-line over the period during which the picks will be provided. Given that the NFL football season represents the busiest time for the call centre with the highest level of sales, as at November 30 of each year, the Company will have received significant sales proceeds the revenue in respect of which will be partially recognized in the first and second quarter of the following fiscal year.

Furthermore, the Linetracker and Don Best Sports divisions often sell annual subscriptions in respect of which the revenue is recognized straight-line over the term of the particular contract. As a result, these divisions always have deferred revenue balances. Given that the months of August and September receive a disproportionate share of the annual cash inflow, the deferred revenue balance is highest in those months and lowest at the end of the Company's second quarter.

As a result of the above, the deferred revenue as at May 31, 2008 (\$2,941,275) is lower than the corresponding figure as at November 30, 2007 by \$505,584 despite the fact that the balance as at May 31, 2008 includes the amount attributable to the Don Best Sports product acquired on April 28, 2008. Of the total deferred revenue balance existing as at May 31, 2008, \$2,837,059 will be recognized as revenue in the ensuing 12 months. There are no material deferred or prepaid expenditures related to the call centre or Linetracker/Don Best Sports operations on the balance sheet that will be expensed in the subsequent periods against such revenue. Accordingly, the entirety of this revenue recognition amount will be reflected in the gross profit of the subsequent periods.

Direct Costs

The direct costs for the quarter ended May 31, 2008 were \$206,856 (2007: \$114,412). These costs relate in large part to the costs incurred to produce the sports schedule that details upcoming games in the various North American sports leagues. These schedules are produced and mailed by the Company to its customer base. As well, included in this section are the costs of acquiring the information and data feeds from various services as well as the ongoing software development costs required to maintain the operating platform for the Don Best Sports feed service product. Finally, the cost of prizes awarded to contestants of the fantasy sports program are included in this category.

Selling Expenses

The total selling expenses for the quarter ended May 31, 2008 were \$785,229 (2007: \$745,475). The biggest component of the selling expenses is the commission paid to handicappers who provide the advice to clients and the salespeople who facilitate the sales. Generally, the handicappers receive a commission equal to 10% of any call centre or Website sales attributable to the advice they have provided. For sales on online handicapping advice attributable to www.DonBest.com, the related handicapper commission is 40% although the sales from such division within the quarter ended May 31, 2008 were relatively small since BSM only acquired this division on April 28, 2008. The salespeople in the call centre generally receive a commission equal to 25% of any sales that they close. Despite the fact that the revenues produced in the call centre are often subject to deferral as discussed above, the entirety of the handicapper and salesperson commissions are expensed to cost of sales as incurred. This creates an accounting mismatch in the quarters in which the revenues and associated commission expenses are recognized.

The other significant components of the selling expenses is the cost of producing and airing of weekly television and radio shows as well as the customer service costs related to the Linetracker product. However, given that the show only airs during football season, there is only a negligible expense in this area recognized in the second quarter of any particular fiscal year. Moreover, with the dramatic increase in active customers for the Linetracker product during the quarter ended May 31, 2008, the Company engaged an external call center operator to provide customer support which entailed aggregate expense of \$193,000 in such quarter. With the acquisition of Corcom, the third party customer service mandate has been terminated.

Administration Expenses

The administration expenses for the quarter ended May 31, 2008 totalled \$1,694,404. The corresponding figure for fiscal 2007 was \$1,279,157. The significant cost components of this item include salaries and related benefits and professional and consulting fees in the approximate amounts of \$1,062,000 and \$235,000 respectively. The salaries and consulting expenses have continued to grow due to the hiring of additional personnel within the Linetracker division. While such division has now been closed, a corresponding cost related to the Don Best Sports base of employees has been added to the overall expense profile. Furthermore, travel expenses, bank charges and payment processing fees as well as rent and office expense represent material components of this expense category.

Amortization Expenses

For its quarter ended May 31, 2008, the Company recognized amortization expense of \$705,220 relating to the amortization of assets acquired in connection with the IGC Acquisition, the NSS Acquisition, the acquisition of the RotoPlay Assets and the Corcom Acquisition. The corresponding figure for the quarter ended May 31, 2007 was \$381,868.

Foreign Currency Translation Gains and Losses

The Company incurred a foreign currency translation loss of \$90,630 related to the fluctuation in the US\$/CAD\$ exchange rate. The corresponding figure for the quarter ended May 31, 2007 was a loss of \$141,658.

Income Tax

While the Company has consolidated unused tax loss carry-forward balances, it has elected to apply a valuation allowance against the entirety of its tax assets. Accordingly, no such assets have been reflected on the Company's balance sheets for either its fiscal quarters ended May 31, 2008 or May 31, 2007. As at the year end of November 30, 2007, the Canadian and U.S. tax loss carryforward amounts are approximately \$5.46 million and \$1.21 million respectively.

LIQUIDITY AND CAPITAL RESOURCES

On January 12, 2006, the Company completed the first round of a non-brokered private placement in the amount of \$150,000 at \$0.05 per share by issuing a total of 3,000,000 common shares of the Company.

On May 31, 2006, the Company completed the second round of the non-brokered private placement in the amount of \$300,000 at \$0.05 per share by issuing a total of 6,000,000 common shares of the Company. The effective date for such transaction was January 30, 2006.

Concurrent with the Reactivation, the Company completed the First Private Placement of Units pursuant to which it issued 21,750,000 common shares from treasury at a price per Unit of \$0.20 for gross proceeds of \$4,350,000. After payment of various share issuance costs, the net proceeds of the First Private Placement totalled \$3,930,414.

In May of 2007, the Company completed the Second Private Placement of Units pursuant to which it issued 5,750,000 common shares from treasury at a price per Unit of \$0.20 for gross proceeds of \$1,150,000. After payment of various share issuance costs, the net proceeds of the Second Private Placement totalled \$1,143,905.

The Company used a portion of the net proceeds from the First Private Placement to pay the cash portion of the IGC Acquisition, the NSS Acquisition and the purchase of the Rotoplay Assets. As well, it utilized further amounts to fund the operations during the fiscal periods following such financings. The proceeds of the Second Private Placement have been used primarily to achieve the desired market share growth for the Linetracker product.

To facilitate the Corcom Acquisition, the Company completed aggregate private placements of common shares and convertible debentures (with warrants attached) to raise US\$9.25 million before issue costs. These funds were used primarily to pay for the up-front cash portion of the purchase price and to pay for the contract cancellation payment related to the termination of Linetracker's marketing services agreement.

As at May 31, 2008, the Company had available cash of \$2,850,677 although \$1,250,000 was reserved for the contract cancellation payment which was ultimately effected in June of 2008. This results in a net cash position of \$1,600,677. In addition, the Company had merchant account balances and restricted cash of \$959,053 for a grand total of \$2,559,730. The Canadian dollar equivalent cash balance has been adversely affected by the fact that the Company holds significant amounts of U.S. dollars which have continued to depreciate relative to the Canadian dollar.

The Company feels that it has sufficient cash on hand to execute its business plan during the year ending November 30, 2008. However, should the Company identify acquisition targets in respect of which cash consideration is required, the Company may need to undertake additional financings in the future. Alternatively, the Company may raise additional funds via the exercise of outstanding options and warrants that have exercise prices of between \$0.10 and \$0.30 per share.

Lease Commitments

The Company has entered into three office lease agreements. The leased premises in Nevada in support of the NSS operations entail monthly payments of US\$11,428 until lease termination on September 30, 2008. The leased premises in support of the Corcom, Inc. operations has a term extending to May 31, 2011 with monthly payments of US\$17,753 until May 31, 2009; monthly payments of \$18,285 until May 31, 2010 and monthly payments of \$18,834 until May 31, 2011. The lease agreement for the British Columbia premises was prematurely terminated by the Company in April 2008 without incurring a penalty. The Company then entered into a new lease agreement which entails a monthly payment of \$2,630 or \$15,780 for the 6 month lease term ending on October 31, 2008.

Off-Balance Sheet Arrangements

The Company does not have any off-balance sheet arrangements.

SUBSEQUENT EVENTS

1. On June 26, 2008, the vendor of the shares of Corcom, Inc. exercised the Corcom Consideration Warrant. As such, 22,500,000 treasury common shares were issued and the related warrants were cancelled.
2. On June 26, 2008 the final common shares of the Company, in the amount of 2,671,861, were issued as purchase price consideration pursuant to the NSS Acquisition.

3. On April 14, 2008, the Company received a "Praecipe for Writ of Summons" (the "Writ") issued in the Court of Common Pleas County, Pennsylvania. The Writ related to a third party who was asserting entitlement to compensation from the vendor of the Rotoplay Assets in relation to the sale of the Rotoplay Assets to the Company in December, 2006. By letter confirmation in June of 2008, the plaintiff agreed to exclude the Company from any claim or related litigation in this matter.

RELATED PARTY TRANSACTIONS

The Company is party to a consulting arrangement with a Company controlled by Christopher Kape, the CEO of the Company and a director. The agreement previously called for annual fees of \$200,000 and a bonus entitlement at the discretion of the board of directors. Effective May 1, 2008, the quantum of annual fees has been increased to \$250,000. During the quarter ended May 31, 2008, the board of directors approved an annual bonus of \$50,000. The total compensation recognized in the quarter ended May 31, 2008 is \$104,167.

The Company is party to a consulting arrangement with a Company controlled by Robbie Manis, the CFO of the Company and a director. The agreement previously called for annual fees of \$200,000 and a bonus entitlement at the discretion of the board of directors. Effective May 1, 2008, the quantum of annual fees has been increased to \$250,000. During the quarter ended May 31, 2008, the board of directors approved an annual bonus of \$50,000. The total compensation recognized in the quarter ended May 31, 2008 is \$104,167.

During the quarter ended May 31, 2008, NSS paid or incurred consulting fees and other remuneration in the aggregate amount of \$96,275 owing to Jim Feist, a director of NSS, and/or a Company controlled by Mr. Feist. In conjunction with the NSS Acquisition, in respect of the quarter ended May 31, 2008, the Company incurred the obligation to issue to National a total of 2,671,861 common shares. The share issuance obligation has been recorded at a per share price of \$0.195 for total consideration of \$521,702.

Moreover, during the quarter ended May 31, 2008, BSM issued a total of 3,600,000 stock options to its officers and directors which options are exercisable for a term of five years at a per share exercise price of \$0.20. Of such options, half will vest after one year and the second half will vest after two years.

Finally, effective the fiscal quarter ending August 31, 2008, the Company instituted a policy of remunerating its non-management directors a fixed quarterly fee in recognition of their attendance of various board meetings. The quarterly fee is \$1,250 for each non-management director.

CONTROL SYSTEMS

Management has designed such disclosure controls and procedures, or caused such to be designed under management's supervision, to provide reasonable assurance that material information relating to the Company is made known to management by others within the Company.

Management has also designed such internal control over financial reporting, or caused it to be designed under management's supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with GAAP.

During the course of an interim audit completed by the Company's external auditor during the year ended November 30, 2007, certain control deficiencies were noted and communicated to the Company's audit committee. Details regarding the material items are as follows:

1. The commission rates applicable to the NSS call center salespeople and the rules governing deviations from the norm are not properly documented in a Company policy manual. This could lead to incorrect commission charges.

2. Sales orders within the NSS call center are not pre-numbered thereby introducing that possibility that some orders are not accounted for therefore compromising the completeness of the revenue.
3. Purchase orders and invoices are not always subject to the appropriate chain of approval thereby introducing the possibility of unauthorized expenses.
4. While there are three authorized signatories for cheques issued by NSS, much reliance is placed on one such individual. This creates a risk of interruption in the payment of obligations were this individual to be absent for a protracted period.
5. Due to the small size of the NSS accounting and administration department, optimal segregation of duties is not always employed.
6. The Company does not currently have in place an optimal system for maintaining employee files, pay rates, policies and evaluation history.
7. The Company has not implemented optimal policies or procedures regarding the processing of online sales and the safeguarding of electronic information emanating from such sale transactions.

While the above deficiencies were noted by the auditor, no incidence of material error or fraud was found. In any event, the Company is working diligently to address the internal control deficiencies and aims to have a much more robust system in place during the balance of the 2008 fiscal year.

OTHER INFORMATION

SUMMARY OF SECURITIES ISSUED IN THE QUARTER ENDED MAY 31, 2008

Date Issued	Type of Security	Type of Issue	Number	Price	Total Proceeds
April 14, 2008	common shares	Treasury issuance	732,567	\$0.13	\$95,233
April 28, 2008	common shares	Treasury issuance	26,250,000	\$0.20	\$5,325,075
April 28, 2008	convertible debentures	Initial sale	\$4,057,000	N/A	\$4,057,000
April 28, 2008	warrants	Attached to debenture	4,000,000	US\$0.25	N/A
April 28, 2008	warrants	Purchase price consideration	4,753,476	US\$0.20	N/A
May 13, 2008	Stock options	Grant	3,650,000	\$0.20	N/A

AUTHORIZED AND ISSUED CAPITAL FOR THE QUARTER ENDED MAY 31, 2008

Class	Par Value	Authorized Number	Issued Number	Amount
Common	No par value	Unlimited	96,513,240	\$19,059,698

As at November 30, 2007, there were 5,930,000 stock options outstanding that were previously granted to employees, officers, directors and consultants of the Company. During the quarter ended February 29, 2008, 1,000,000 stock options were exercised, 70,000 expired and 510,000 were cancelled. As a result, as at February 29, 2008, there were 4,350,000 stock options outstanding in the Plan. During the quarter ended May 31, 2008, the Company granted 3,650,000 stock options of which half of such options vesting in May 2009 and half vesting in May 2010. In addition, during the quarter the Company cancelled 25,000 stock options as a result of an employment termination. As at May 31, 2008, there were 7,975,000 stock options outstanding at a weighted average exercise price of \$0.166 and a remaining average life of 2.55 years. The maximum number of options issuable by the Company is equal to 10% of the number of common shares of the Company that are outstanding (121,685,101 as at July 29, 2008).

OPTIONS, WARRANTS AND CONVERTIBLE SECURITIES OUTSTANDING AS AT MAY 31, 2008

Security	Number or Amount	Exercise Price	Expiry Date
Options	1,350,000	\$0.10	February 1, 2009
Options	1,900,000	\$0.13	October 12, 2008
Options	50,000	\$0.14	November 14, 2008
Options	200,000	\$0.18	October 12, 2008
Options	375,000	\$0.18	October 16, 2008
Options	200,000	\$0.20	June 15, 2009
Options	3,650,000	\$0.20	May 13, 2013
Options	50,000	\$0.22	June 27, 2009
Options	200,000	\$0.235	May 10, 2009

SHARES IN ESCROW OR SUBJECT TO POOLING AS AT MAY 31, 2008

Security	Number or Amount
Common shares	2,332,725

LIST OF DIRECTORS AND OFFICERS AS OF THE DATE HEREOF

Christopher Kape	Director, President & CEO
Robbie Manis	Director & CFO
Morden Lazarus	Director
Cam Di Giorgio	Director
James Ryan	Director

BIG STICK MEDIA COMPANY

Date: July 29, 2008

Per: *signed "Christopher Kape"*
Christopher Kape, CEO

