BIOREM Inc.

MANAGEMENT'S DISCUSSION & ANALYSIS ("MD&A")

For the Quarter Ended September 30, 2020

Introduction

This Management Discussion and Analysis ("MD&A") provides information that management believes is relevant to an assessment and understanding of the Company's consolidated results of operation and financial condition. This discussion should be read in conjunction with the Consolidated Financial Statements for the year ended December 31, 2019 and the accompanying notes, which are prepared in accordance with International Financial Reporting Standards or "IFRS" and the Company's condensed consolidated interim financial statements for the period ended September 30, 2020. This discussion is based on information available to management as of November 24, 2020, unless otherwise indicated.

Unless otherwise indicated, all dollar amounts are expressed in Canadian dollars.

The core business of the Company is to provide advanced technology biological filters for removal of odors, volatile organic compounds (VOCs), hazardous air pollutants (HAPs) and for the conditioning of biogas renewable energy. With over 1,200 installed systems and over a decade of experience, the Company's groundbreaking biofilters are the technology of choice for wastewater treatment plants across North America. Additional information about the Company, including our most recently filed Annual Report, is available on SEDAR at www.sedar.com.

Forward Looking Statements

Certain statements in this report may contain "forward looking" statements that involve risks, uncertainties and other factors that may cause the actual results, performance or achievements of the Company or industry to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Words such as "may", "will", "expect", "believe", "plan", "intend", "should", "anticipate" and other similar terminology are used to identify forward looking statements. These statements reflect current assumptions and expectations regarding future events and operating performance and speak only as of the date of this MD&A, November 24, 2020. Forward looking statements involve significant risks and uncertainties, should not be read as guarantees of future performance or results, and will not necessarily be accurate indications of whether or not such results will be achieved. A number of factors could cause actual results to vary significantly from the results discussed in the forward looking statements, including, but not limited to, the factors discussed under "Risks and Uncertainties". Although the forward looking statements contained in this MD&A are based upon what management of the Company believes are reasonable assumptions, the Company cannot assure investors 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, except as required by law, to update any forward looking statements to reflect new events or circumstances.

Non-IFRS Measures

"EBITDA," "Order Bookings," "Order Backlog" and "Working capital" do not have any standardized meaning prescribed by IFRS and may not be comparable to measures presented by other companies.

EBITDA is used to denote earnings (loss) from operations before interest, income taxes, foreign exchange gains and losses, depreciation and amortization. This measure is important to the Company since it is used by potential investors and lenders to evaluate the ongoing cash generating capability of the Company and thus the amounts they are willing to invest and lend to the Company.

Order Bookings and Order Backlog are non-IFRS measures that the Company uses to evaluate its sales performance. Order Bookings are those binding contracts that the Company enters into during a fiscal year with a third party for the delivery of our products or services. As Order Bookings are received, the contract value (before any associated sales taxes) is included in the Order Backlog. The Order Backlog is reduced by the revenue that is recognized on each project and is also adjusted for foreign exchange changes in the period presented.

Overview

Biorem is a leading clean technology company that designs, manufactures and distributes a comprehensive line of high-efficiency emissions control systems used to eliminate odors, volatile organic compounds (VOCs) and hazardous air pollutants (HAPs). Biorem also offers Biogas Conditioning technologies specializing in biological treatment of hydrogen sulfide.

Biorem offers a selection of products that can be tailored to suit application specific requirements. Biorem ensures optimized long-term performance on every application by custom-designing systems to meet the individual needs of their clients.

Biorem has sales and manufacturing offices across North America and in China, a dedicated research facility, a worldwide sales representative network, and a dedicated service and support division. As a result, Biorem has the resources available to ensure that projects are handled promptly and professionally from conception to completion.

The Company has more than 1,200 installed systems worldwide.

Significant Events For The Third Quarter 2020

Key events of note in Q3 2020 include the following:

- Order bookings for the quarter were $8.7 million
- Order backlog stood at a record $34 million at the end of the quarter
- Net earnings for the quarter were $ 155,000
- Working capital on June 30, 2020 was $9.8 million
- Cash on hand has increased to $9.4 million at September 30, 2020 from $6.5 million on December 31, 2019.

Selected Quarterly Information (Unaudited)

Selected Balance Sheet Information as at

(in ,000's)	Sept 2020	June 2020	March 2020	Dec 31 2019	Sept 30 2019	June 30 2019	March 31 2019	Dec 31 2018	Sept 30 2018
Cash and cash equivalents	9,385	7,962	6,542	6,469	5,343	5,751	6,478	3,950	3,618
Accounts receivable	4,892	5,711	6,265	4,056	7,654	7,463	6,440	8,611	4,816
Unbilled revenue	1,659	1,781	1,696	1,632	2,681	3,016	3,406	4,530	3,272
Working capital	9,791	9,700	9,395	8,583	10,341	9,526	9,164	9,682	7,589
Total assets	19,857	19,564	18,727	17,629	19,825	20,381	20,641	21,048	14,144
Accounts payable	1,765	2,771	1,838	2,355	2,637	3,076	3,607	3,817	2,642
Accrued liabilities	1,845	1,406	1,542	1,407	1,579	1,794	2,072	2,153	1,162
Deferred revenue	2,869	2,150	2,368	1,576	1,736	2,374	2,183	1,765	1,978
Shareholders' equity	12,761	12,620	12,387	11,724	13,551	12,712	12,353	12,895	7,853

Selected Statement of Operations information for the three month periods ended

(in ,000's)	Sept 2020	June 2020	March 2020	Dec 31 2019	Sept 30 2019	June 30 2019	March 31 2019	Dec 31 2018	Sept 30 2018
Revenue	3,586	5,957	6,898	4,376	6,266	5,946	4,061	10,871	4,392
Cost of goods sold	2,957	4,533	5,549	3,193	4,536	4,611	3,357	7,477	3,343
Gross margin	629	1,424	1,349	1,183	1,730	1,335	704	3,393	1,049
Total operating expenses	664	964	1,001	3,230	1,070	1,105	1,396	2,103	840
Other items	(246)	(3)	(283)	(293)	(22)	(26)	(573)	(101)	(24)
Net earnings (loss)	155	338	463	(2,123)	682	258	(119)	4,334	232
EPS-basic	0.004	0.009	0.01	(0.057)	0.02	0.007	0.00	0.11	0.01
EPS- fully diluted	0.004	0.009	0.01	(0.057)	0.02	0.007	0.00	0.11	0.01

All amounts except Working capital have been determined under IFRS.

Financial Results For The Three Months Ended September 30, 2020

The following analysis of the results of operations for the three months ended September 30 2020 includes comparisons to the three months ended June 30, 2020 and September 30, 2019.

Revenues

Revenues for the quarter were $3.6 million, a decrease of $941,000 or 40% less than the previous quarter and $2.7 million below the $6.3 million recorded for the three months ended September 30, 2019. The difference in Q3 2020 revenues and the previous quarters was largely the result of delays in deliveries from the Company's supply chain and customer's construction schedules, as well as differences in the timing of customers' delivery requirements in the corresponding periods.

Revenue by Geography

	September 2020	June 2020	September 2019
Canada	$1,259,000	$2,456,000	$751,000
United States	1,908,000	2,179,000	5,047,000
China	414,000	1,291,000	430,000
Other	5,000	31,000	38,000
Total Revenue	$3,586,000	$5,957,000	$6,266,000

Biorem's core market is the North American municipal odour control market with international distribution established in China, Middle East, Americas and South Africa as well as opportunistically in other jurisdictions. Project delivery mix varies from quarter to quarter but from the data it is evident that the Company relies heavily on the USA and Canada. The project mix in the current backlog of the Company is consistent with the geographic mix shown in the table.

A number of factors contribute to variations in the Company's quarterly results: customer scheduling and delivery of our products, the Company's mix of product and service offerings, the currency in which the revenue is earned and the timing of revenue recognition.

Bookings and Backlog

	September 2020	June 2020	September 2019
Order Bookings	$8,700,000	$7,700,000	$2,900,000

Order Bookings are those binding contracts that the Company enters into with a third party for the delivery of our products or services. Bookings can vary considerably from quarter to quarter, due to both the size of the contracts won and the timing of the awarding of the contracts.

Bookings in the third quarter were $8.7 million, $1.0 million higher than the immediately prior quarter and $5.8 million above the third quarter 2019 bookings. The higher bookings in the quarter reflect the increased bidding activity of the company over the past 12 months and are also due to the timing of the receipt of orders which can fluctuate significantly by quarter. Year to date bookings total $21.9 million compared to $15.6 million of orders booked in the first nine months of 2019.The orders booked during the quarter included $2.4 million of orders received in China with the balance from the Company's core markets in North America. The Company's bidding activity during the quarter and subsequent to the quarter continues to be robust.

Order Backlog	Sept 2020	June 2020	Sept 2019
	$34,000,000	$30,900,000	$20,00,000

The value of the Company's order backlog at September 30, 2020 has increased by $3.1 million over the value of the backlog at June 30, 2020 and has increased by $14 million or 70% from the $20.0 million backlog on September 30, 2019.

Due to customer scheduling, the Company cannot provide precise guidance as to the quarters when the Backlog will be converted into revenue, however management's current estimate is that most of the Backlog will be converted into revenue over the next 12 months.

Gross Profit and Operating Expenses

Gross Profit	Sept 2020	June 2020	Sept 2019
	$629,000	$1,424,000	$1,731,000

Gross profit for the quarter was $629,000 or 17.5% of revenue compared to 23.9% for the quarter ended June 30, 2020 and 27.6% for the quarter ended September 30, 2019. The decrease in gross profit over the prior quarter was primarily due to the lower revenues in the quarter and the lower gross margin percentage was due to fixed engineering and production costs representing a higher portion of revenue recorded in the quarter.

The fixed component of cost of goods sold which includes engineering and project management increased to $962,000 in the quarter.

Sales and Marketing	Sept 2020	June 2020	Sept 2019
	$455,000	$422,000	$404,000

The Company's sales and marketing expenditures are composed of two significant categories; variable selling costs and sales department expenditures.

Variable selling costs represent amounts that are paid to both internal sales employees and external manufacturer representatives. These costs are incurred when the project revenue is recognized during the period. Sales department expenditures relate primarily to departmental salaries and advertising expenses.

Sales and marketing costs for the third quarter of 2020 totaled $455,000 and represented 12.7% of revenue compared to the 9.8 % of revenue that sales and marketing costs represented for the 2019 fiscal year. Year to date sales and marketing costs are 8.9 % of revenue. Sales and marketing costs were higher in the third quarter of 2020 than in the previous quarter due to increased travel expense in the third quarter and were higher than the same period a year ago due to an increase in commission expense on the increased bookings in the period.

General and Administrative	Sept 2020	June 2020	Sept 2019
	$202,000	$542,000	$647,000

General and Administration expenditures include administrative salaries, consulting, office supplies, regulatory and transfer fees, travel and corporate affairs.

The significant decrease in general and administrative expenses in the third quarter of 2020 was the result the collection of $256,000 of accounts receivable in China that had previously been provided for.

Other Expense(Income)	Sept 2020	June 2020	Sept 2019
	$(246,000)	$(3,000)	$(22,000)

Other income in the quarter was comprised largely of $295,000 of wage subsidy from the federal Canada Emergency Wage Subsidy program (CEWS). The CEWS subsidy program was to keep employees on payroll during the COVID pandemic. Other expense in the quarter was $49,000 from foreign exchange loss on the monetary assets of Biorem Technologies Inc held in US dollars.

Liquidity

The Company finances its operations and capital expenditures through cash generated from operations and equity and debt financings.

2020 Cash flow

Cash and cash equivalents	Sept 2020	June 2020	Sept 2019
	$9,385,000	$7,962,000	$5,343,000

Cash on hand increased by $1.4 million, to $9,385,000 at September 30, 2019 from $7,962,000 at June 30, 2020.

The sources and uses of cash for the quarters ended are summarized below:

	Sept 2020	June 2020	Sept 2019
Cash provided by (used in) operating activities	$1,832,000	$1,499,000	$(46,000)
Cash provided by (used in) investing activities	(67,000)	(98,000)	(44,000)

Cash provided by (used in) financing activities	(17,000)	(25,000)	-
Foreign exchange gain (loss) on cash	(324,000)	44,000	318,0000
Net increase (decrease) in cash	$1,424,000	$1,420,000	$(408,000)

Cash provided by operating activities - Earnings from operating activities during the quarter generated $170,000 of cash and $1,662,000 of cash was provided by decreases in non-cash working capital. In particular, $688,000 was provided by a reduction in accounts receivable, $731,000 by an increase in unearned revenue and $479,000 from an increase in accrued liabilities. These sources of cash were offset by a $669,000 reduction in accounts payable.

Cash used in investing activities – The Company made an investment of $67,000 in leasehold improvements at their Guelph facility during the quarter.

Cash provided by financing activities – There were no financing activities during the quarter.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they are due. The Board of Directors reviews and approves the Company's operating and capital budgets, as well as any material transactions out of the ordinary course of business including proposals on major investments. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and by continuously monitoring forecasts and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The Company's objectives of managing liquidity risk are to forecast the liquidity position as accurately as possible and to maintain sufficient resources to pursue its growth strategy. The Company's financial liabilities include accounts payable and accrued liabilities, unearned revenue and contract advances as well as long and short term debt.

The Company's net current assets (liabilities) are summarized below.

	Sept 2020	**June 2020**	**Sept 2019**
Cash and cash equivalents	$9,384,000	$7,962,000	$5,343,000
Working capital	9,788,000	9,700,000	10,341,000
Net current assets (liabilities)	$9,788,000	$9,700,000	$10,341,000

(1) Working capital represents total current assets less total current liabilities.

A maturity analysis as at September 30, 2020 of the Company's financial liabilities based on gross, undiscounted cash flows is presented below. The maturity analysis is based on the earliest date that liabilities may be due.

	Carrying Amount	Contractual Cash Flow	Less than 1 month	1-3 months	3 months to 1 year	1+ years	Total
	$	$	$	$	$	$	$
September 2020							
Accounts payable	1,765,010	1,765,010	1,765,010	-	-	-	1,765,010
Accrued liabilities	1,828,685	1,828,685	1,828,685	-	-	-	1,828,685
Lease liabilities	16,557	17,100	5,700	11,400		-	17,100
	3,610,252	3,610,795	3,599,395	11,400	-	-	3,610,795
December 2019							
Accounts payable	2,258,332	2,258,332	2,258,332	-	-	-	2,258,332
Accrued liabilities	1,406,931	1,406,931	1,406,931	-	-	-	1,406,931
Lease liabilities	96,805	99,360	13,440	40,320	45,600	-	99,360
	3,762,068	3,764,623	3,678,703	40,320	45,600	-	3,764,623

Capital Resources

The Company currently does not have any undrawn debt facilities. The Company does not have any significant capital expenditure projects underway or forecasted in 2020.

Financial instruments

At September 30, 2020 the Company held no forward exchange contracts.

Commitments

Commitments include operating leases for office equipment and facilities, bank guarantees, and performance bonds issued on our behalf by financial institutions in connection with facility leases and contracts with public sector customers. Aside from the aforementioned, the Company does not have any other business arrangements or any equity interests in unconsolidated companies that would have a significant effect on its assets and liabilities as at September 30, 2020.

Off-Balance Sheet Arrangements

As a general practice, the Company does not enter into off-balance sheet financing arrangements. Except for operating leases and letters of credit, all commitments are reflected on the balance sheet.

Transactions with Related Parties

The Company did not have any material related party transactions during the three months ended September 30, 2020.

Outstanding Share Data

	Sept 30 2020	June 30 2020	Sept 30 2019
Common shares	38,661,558	38,661,558	38,661,558
Employee stock options (1)	3,355,000	3,355,000	3,390,500
	42,016,558	42,016,558	42,052,058

(1) Assumes 100% conversion of outstanding options

There have been no material changes to the Company's outstanding share data from September 30, 2020 to the date of this MD&A.

Significant Accounting Policies and Estimates

The preparation of these consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, expenses and related contingent assets and liabilities. On an on-going basis, management evaluates the estimates including those related to long-term revenue contracts, intangible assets, goodwill, bad debts, warranty obligations and income taxes. The estimates are based on historical experience and on various other factors that are believed to be reasonable in the circumstances. Actual results may differ from these estimates. The following critical accounting policies include those which involve management's more significant judgments and estimates:

a) Revenue recognition: The Company derives revenue from long-term contracts which require performance over a time span which may extend beyond one or more accounting periods. The Company recognizes revenue on long-term contracts using the percentage-of-completion method, based on costs incurred relative to the estimated total contract costs. Management has concluded that costs incurred are the best available measure of progress toward completion of these contracts. Estimated total direct contract costs is subjective and requires the use of our best judgments based upon the information we have available at that point in time. Management's estimate of total direct contract costs has a direct impact on the revenue recognized by the Company. Changes in estimates are reflected in the period in which they are made and would affect revenue and cost of sales and unbilled or unearned revenue.
The Company also provides for estimated losses on incomplete contracts in the period in which such losses are determined.

b) Deferred income taxes: Deferred income tax assets are recognized for the future income tax consequences attributable to temporary differences between the financial statement carrying value of assets and liabilities and their respective tax bases. Deferred income tax assets and liabilities are measured using enacted income tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The calculation of current and deferred income taxes requires management to make estimates and assumptions and to exercise a certain amount of judgment. The income tax bases of assets and liabilities are based upon the interpretation of income tax legislation across various jurisdictions. The deferred income tax assets and liabilities are also impacted by expectations about future operating results and the timing for reversal of temporary differences as well as possible audits of tax filings by the regulatory authorities. In accessing the realizability of deferred income tax assets, management considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. Management considers the scheduled reversal of deferred tax assets, projected future taxable income and tax planning strategies in making this assessment. The Company has recorded deferred tax assets as at September 30, 2020 of $ 2,480,000.

c) Investment tax credits: In the normal course of operations, the Company's Scientific Research & Experimental Development (SR&ED) expense claims are subject to review by federal and provincial government authorities. Reviews of certain of the Company's SR&ED claims are incomplete at September 30, 2020 and as such, amounts disclosed may be subject to change, pending the outcome of such reviews.

d) Warranty obligations: Management routinely assesses and adjusts for its anticipated warranty costs based on experience and estimates of the potential warranty obligations for its installations.

e) Expected credit losses: Management routinely reviews accounts receivable and sets up a reserve for expected credit losses. This is an estimate since some of the reserved accounts may be collected and we may subsequently find that some accounts currently deemed collectible become uncollectible. As well, the estimated present value of future cash flows associated with the outstanding accounts receivable is determined and an impairment loss is recognized for the difference between this amount and the carrying amount as follows: the carrying amount of the asset is reduced to estimated present value of the future cash flows associated with the asset, discounted at the financial asset's original effective interest rate, either directly or through the use of an allowance account and the resulting loss is recognized in the consolidated statement of operations for the period. In a subsequent period, if the amount of the impairment loss related to financial assets measured at amortized cost decreases, the previously recognized impairment loss is reversed through the consolidated statement of operations to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized. The assumptions used for this estimate, which are based on the Company's historical collection history, are presented in Note 10 to the December 31, 2019 financial statements.

f) Long lived assets: Management reviews the carrying value of long lived assets including plant and equipment and amortizable intangible assets for impairment to determine if the carrying value of an asset may not be recoverable due to changes in the current and expected future use of the asset, external valuations of the asset, and the obsolescence or physical damage to the asset. If such indicators of impairment exist, the asset's recoverable amount is estimated. An impairment loss is recognized if the carrying amount of an asset or its related cash generating unit exceeds its estimated recoverable amount.

g) Compound financial instruments: The financial liability component of a compound financial instrument is recognized initially at the fair value of a similar liability that does not have an equity conversion option. The equity component, representing the holders' option to convert into common shares, is recognized initially at fair value determined as the excess of the face value of the compound financial instrument and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts. Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortized cost using the effective interest method. The equity component of a compound financial instrument is included within contributed surplus and is not re-measured subsequent to initial recognition.

h) Leases: On January 1, 2019 the Company adopted IFRS 16 Leases which requires assets and liabilities arising from all leases with some exceptions to be recognized on the statement of financial position. The Company has applied IFRS 16 using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under IAS 17. The impact of changes resulting from adoption of IFRS is disclosed in Note 19 of the December 31, 2019 financial statements.
At inception of a contract, the Company assesses whether a contract is, or contains a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.
At inception of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. The Company recognizes a right-of-use asset.

i) There were no new accounting policies adopted during the period.

Outlook

The Company currently has an Order Backlog of $34.0 million as well as a large sales pipeline of open opportunities that the Company expects to bid in the next twelve months. Management does not expect any of the existing orders to be canceled and expects to win bids submitted in the same ratio that they historically have. To date the Company has experienced some minor delays in supply chains and customer construction due to the COVID-19 pandemic and expect these delays to continue to impact the Company's results. Notwithstanding these delays management expects to report for the fourth quarter of 2020 significant revenue and positive ebitda. Given the uncertainty surrounding the COVID-19 pandemic and the efforts to contain it is not possible at this time to provide any guidance on a medium or longer term outlook.

Risks and Uncertainties

COVID-19

The Company faces risks related to health epidemics and other outbreaks of communicable diseases, which could significantly disrupt its operations and may materially and adversely affect its business and financial results.

The Company's business will be impacted by the worldwide outbreak of the COVID-19 virus. The duration and impact of the outbreak remains unknown at this time, as is the efficacy of government emergency measures to contain the spread of the virus and to protect from economic slowdown. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operating subsidiaries in future periods.

Liquidity risk

At September 30, 2020 the Company had working capital of $9,788,000. Management believes the Company has sufficient working capital to meet all of its operational needs.

Sales Cycle

The Company's long sales cycle may cause revenue fluctuations period over period – since operating expenses are largely based on anticipated revenue trends and a significant portion of expenses are, and will continue to be, fixed, any delay in generating or recognizing revenues could negatively impact our business, operating results, financial condition or prospects.

Order Backlog

As of September 30, 2020 the Company's Order Backlog was $34.0 million. However, the expected future revenue from the Company's Order Backlog may not be realized or, if realized, may not result in net earnings. Projects could remain in Order Backlog for an extended period of time. In addition, project cancellations or scope adjustments may occur from time to time with respect to contracts reflected in the Company's Order Backlog. Cancellation or delay of contracts may have a material adverse effect on our financial status.

Delays or Defaults in customer payments affecting liquidity

Due to the nature of our contracts, at times we commit resources to projects prior to receiving payments from our customers in amounts sufficient to cover expenditures as they are incurred. Delays in customer payments may require us to make a working capital investment. If a customer defaults in making payments on a project to which we have devoted significant resources, it could have a material negative effect on our liquidity as well as the results from operations.

Reputation

The Company's reputation for technical expertise, high level of service and the lower life cycle cost of products compared to our competitors products is one of our most valuable business development assets. The loss of this reputation due to client dissatisfaction represents a risk to our ability to win additional business both from existing clients and from future clients.

Patents and Proprietary Right

The Company relies on a combination of patents, trademarks, trade secrets and knowledge to protect its proprietary technology and rights. There can be no assurance that the Company's patents will not be infringed upon, that the Company would have adequate remedies for any such infringement, or that its trade secrets will not otherwise become known or independently developed by its competitors. There can also be no assurance that any patents now or hereafter issued to, licensed by or applied for by the Company will be upheld, if challenged, or that the protections afforded thereby will not be circumvented by others.

Dependence on Subcontractors

The Company does not directly engage in field construction but relies on field construction subcontractors operating under the supervision of the Company's employees. The unavailability of field construction subcontractors, or a substantial increase in pricing by a significant number of these subcontractors could adversely affect the Company. In addition, failure of subcontractors to properly perform work that has been subcontracted to them could adversely affect the Company by increasing the costs to the Company of completing a project and by damaging the Company's reputation.

Product Liability

If there are defects in our systems or if significant reliability, quality or performance problems develop with respect to our systems, there may be a number of negative effects on our business. Our products are often installed in corrosive or flammable environments. The Company carries product liability insurance, which includes coverage for sudden or accidental pollution impact. It is possible that a customers' inability to comply with applicable pollution control laws or regulations stemming from failure or non-performance of the Company's products or systems may subject the Company to liability for any fines imposed upon such customer by regulatory authority or for damages asserted to have been incurred by any third party adversely affected.

Competition

Virtually all contracts for the Company's products are obtained through competitive bidding. Although the Company competes on technical expertise, reputation for service and lower life cycle cost, there can be no assurance that the Company will maintain its competitive position in its principal markets.

Fixed Price Contracts may result in losses

The Company's receipt of a fixed price contract as a consequence of being the successful bidder carries the inherent risk that the Company's actual performance cost may exceed the estimates upon which its bid was based. To the extent that contract performance costs exceed projected costs, the Company's profitability could be materially affected.

Foreign Exchange

The Company is subject to risk of exchange rate fluctuations related to anticipated revenues, Order Backlog and existing assets and liabilities denominated in currencies other than Canadian dollars. At September 30, 2020, the Company had US dollar denominated net monetary assets of $4,342,000.

Stock Trading Volume is low

The monthly average trading volume of the BIOREM common shares on the Toronto Venture Exchange during the first nine months of 2020 was 265,000 shares. Due to the low trading volume the price of the common shares could be subject to wide price fluctuations in response to business development announcements, competitors, quarterly variations in operating results, and other events or factors.

Risk to Product Development

Corporate resources are currently being expended on the development of the new media technologies. These technologies are constantly in development and have not yet been fully commercialized. There can be no guarantee that the new media technology will achieve the performance criteria which the Company believes is necessary for it to be a successful product in the market. In addition, there are risks associated with commercializing any product including the risk that full scale production may not be achieved at an acceptable cost level. Failure to successfully commercialize the new media technologies may materially and adversely affect the Company's financial condition and results of operations.

Acceptance of new products by the Market

Market risk exists for new products such as the new media. There is no assurance that new products will be accepted by the market, that desired volumes will be realized over the product life or that the product life will not be shorter than expected due to product obsolescence. New products that are launched by the Company's competitors may also have price or other advantages over the Company's products. In addition, new product offerings may also require more significant marketing and sales efforts to gain market acceptance.

Dependency on key personnel

The success of the Company is dependent upon the attraction and retention of highly skilled personnel in a number of key areas including management positions. The unexpected loss or departure of any of the Company's key officers or employees could have a material adverse effect on the future operations of the Company. The success of the Company's business will depend, in part, upon the Company's ability to attract and retain qualified personnel as they are needed. There can be no assurance that the Company will be able to engage the services of such personnel or retain its current personnel.