GLG LIFE TECH CORPORATION

MANAGEMENT DISCUSSION & ANALYSIS

For the Three Months Ended March 31, 2015

Dated: May 14, 2015

Management’s Discussion and Analysis

This Management’s Discussion and Analysis (“MD&A”) of GLG Life Tech Corporation is dated May 14, 2015, which is the date of filing of this document. It provides a review of the financial results for the three months ended March 31, 2015, compared to the same periods in the prior year.

This MD&A relates to the consolidated financial condition and results of operations of GLG Life Tech Corporation (“we,” “us,” “our,” “GLG” or the “Company”) together with GLG’s subsidiaries in the People’s Republic of China (“China”) and other jurisdictions. As used herein, the word “Company” means, as the context requires, GLG and its subsidiaries. The common shares of GLG are listed on the Toronto Stock Exchange (the “Exchange”) under the symbol “GLG”. Except where otherwise indicated, all financial information reflected herein is expressed in Canadian dollars and determined on the basis of International Financial Reporting Standards (“IFRS”). This MD&A should be read in conjunction with the condensed interim consolidated financial statements and notes thereto for the three months ended March 31, 2015, as well as the annual consolidated financial statements and notes thereto and the MD&A of GLG for the year ended December 31, 2014. Additional information relating to the Company, including GLG’s Annual Information Form, can be found on GLG’s web site at www.glglifetech.com or on the SEDAR web site for Canadian regulatory filings at www.sedar.com.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, which could result in a material adjustment to the carrying amounts of assets and liabilities and disclosure of contingent assets or liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following: determining the accrued liabilities; assessing the fair value of property, plants and equipment, biological assets, intangible assets and goodwill; the valuation of future tax assets; revenue recognition; estimate of inventory net realizable value; going concern assumption; expected useful lives of assets subject to amortization and the assumptions used in determining the fair value of stock-based compensation. While management believes the estimates used are reasonable, actual results could differ from those estimates and could impact future results of operations and cash flows.

GLG has issued reports on certain non-IFRS measures that are used by management to evaluate the Company’s performance. Because non-IFRS measures do not have a standardized meaning, securities regulations require that non-IFRS measures be clearly defined and qualified, and reconciled with their nearest IFRS measure. Where non-IFRS measures are reported, GLG has provided the definition and reconciliation to their nearest IFRS measure in section “NON-IFRS Financial Measures”.

Forward-Looking Statements

Certain statements in this MD&A constitute “forward-looking statements” and “forward looking information” (collectively, “forward-looking statements”) within the meaning of applicable securities laws. Such forward-looking statements include, without limitation, statements evaluating the market, statements regarding potential demand for stevia, Monk fruit, and other products and discussions regarding general economic conditions and future-oriented costs and expenditures. Often, but not always, forward-looking statements can be identified by the use of words such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, or “believes” or variations of such words and phrases or words and phrases that state or indicate that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved.

While the Company has based these forward-looking statements on its current expectations about future events, the statements are not guarantees of the Company's future performance and are subject to risks, uncertainties, assumptions and other factors which could cause actual results to differ materially from future results expressed or implied by such forward-looking statements. Such factors include amongst others the effects of general economic conditions, consumer demand for our products and new orders from our customers and distributors, changing foreign exchange rates and actions by government authorities, uncertainties associated with legal proceedings and negotiations, industry supply levels, competitive pricing pressures and misjudgments in the course of preparing forward-looking statements. Specific reference is made to the risks described herein under the heading "Risks Related to the Company's Business" and "Risks Associated with Doing Business in the People's Republic of China." For a discussion of these and other sources of risk and factors underlying forward-looking statements, reference is made to those additional risks set forth under the heading "Risk Factors" in the Company's Annual Information Form for the financial year ended December 31, 2014. In light of these factors, the forward-looking events discussed in this MD&A might not occur.

Further, although the Company has attempted to identify factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

As there can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements, readers should not place undue reliance on forward-looking statements.

Financial outlook information contained in this MD&A about prospective results of operations, capital expenditures or financial positions is based on assumptions about future events, including economic conditions and proposed courses of action, based on management's assessment of the relevant information as of the date hereof. Such financial outlook information should not be used for purposes other than those for which it is disclosed herein.

Overview

We are a leading producer of high-quality stevia extract and high-quality monk fruit extract. While stevia has long been the foundation of our company, 2014 was our inaugural year in the Monk fruit extract market, commencing with the announcement in July 2014 of a significant contract to supply a global leader in the food industry with our Monk fruit extract products. Stevia extracts, such as Rebaudioside A (or Reb A), and Monk fruit extracts are used as all-natural, zero-calorie sweeteners in food and beverages. Our revenue derives primarily from the sale of high-grade stevia and Monk fruit extracts to the food and beverage industry. Furthermore, we have expanded our product offerings and market opportunities through the supply of ingredients complementary to the natural high-intensity sweetener market under our Naturals+ product line.

We conduct our stevia and Monk fruit development, refining, processing and manufacturing operations through our five wholly-owned subsidiaries in China. Our stevia operations in China include four processing factories, stevia growing areas across 10 growing regions, and four research and development centers engaged in the development of high-yielding stevia seeds and seedlings. Our processing facilities have a combined annual throughput of 41,000 metric tons of stevia leaf and 1,500 metric tons of RA 97, our best-selling high-

grade stevia product, and 130 metric tons of high-purity Monk fruit extract.

Revenues were $6.2 million for the quarter ended March 31, 2015, compared to $4.7 million for the quarter ended March 31, 2015. We had a net loss attributable to the Company of $4.8 million for the quarter ended March 31, 2015, compared to a net loss of $5.0 million for the comparable quarter in 2014.

Summary of Significant Accounting Policies

The Company's significant accounting policies are subject to estimates and key judgments about future events, many of which are beyond management's control. A summary of the Company's significant accounting policies is included in Note 4 of the Company's annual consolidated financial statements for the period ended December 31, 2014 (the "Financial Statements").

The preparation of financial statements in conformity with generally accepted accounting principles requires the appropriate application of certain accounting policies, many of which require us to make estimates and assumptions about future events and their impact on amounts reported in our financial statements and related notes. Since future events and their impact cannot be determined with certainty, the actual results will inevitably differ from our estimates. Such differences could be material to our financial statements.

We believe that our application of accounting policies, and the estimates inherently required therein, are reasonable. Our accounting policies and estimates are periodically re-evaluated, and adjustments are made when facts and circumstances dictate a change. Historically, we have found our application of accounting policies to be appropriate, and actual results have not differed materially from those determined using necessary estimates.

Basis of presentation

These consolidated financial statements, including comparatives, have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34") using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

These consolidated financial statements have been prepared on a historical costs basis except for biological assets, which are stated at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting. These consolidated financial statements are presented in Canadian dollars, except when otherwise indicated.

Change in accounting policies

The Company has adopted the following new standards and amendments to standards on January 1, 2015.

- Annual Improvements 2012
- Annual Improvements 2013

Significant accounting estimates and judgments

The Company makes certain estimates and judgments regarding the future. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from

these estimates and assumptions. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are available in the audited annual financial statements for the year ended December 31, 2014.

Corporate Developments

Commencement of Monk Fruit Deliveries

This year, GLG shipped its first orders of high-purity monk fruit extracts, moving towards satisfaction of the contract it signed last year with a global leader in the food industry. GLG is building on its inaugural successes in the monk fruit business, as it anticipates expanding its fruit harvest over last year's harvest and is working towards securing additional contracted revenues for the next production season. GLG has also filed a patent through the Patent Cooperation Treaty for its monk fruit purification processes and product formulations.

Producing monk fruit products is a natural extension of GLG's core stevia product line; these product lines are each naturally sourced sweetener ingredients and monk fruit is often used complementarily. GLG differentiates itself from other monk fruit producers in four ways: (1) its competitive advantage in establishing agriculture systems in China, including the introduction of Good Agriculture Practices (GAP) by its monk fruit farmers, superior monk fruit seedlings and its proven methods to expand the amount of farming in other crops such as stevia; (2) its commitment to its Fairness to Farmers program, whereby it aims to promote a healthy economy via fair, stable income for farmers in the monk fruit growing region; (3) its advanced processing and extraction technology, which will enable GLG to more efficiently and economically produce monk fruit extracts and (4) its large industrial processing capacity, which well positions GLG for anticipated growth in the monk fruit market driven by international food and beverage companies.

Corporate Rebranding

On January 27, 2015, the Company unveiled its new corporate brand and logo, in addition to the launch of its new website (www.glglifetech.com). GLG's rebranding emphasizes the Company's Canadian heritage and reflects its new business strategy, which encompasses three complementary product lines. The new website presents a renewed focus on GLG's closed loop system that includes superior agriculture programs, production excellence, and our focus on sustainability and corporate social responsibility throughout the supply chain.

The vision for the new brand and logo came together in a symbolization of several essential aspects of our Company's strategy. The maple leaf, a beloved Canadian symbol, forms the centerpiece of our new logo symbolizing our roots as a public company in Canada. 2015 marks GLG's 10th anniversary as a publically traded company in Canada. The outer portion of the logo – a circular trio of crescents – symbolizes GLG's three core product lines; stevia extracts, long our flagship product; monk fruit, with GLG entering the market as the highest-capacity producer of this highly desired sweetener; and our Naturals+ line of ingredients that offers both functional ingredients complementary to the sweetener space as well as products tailored to meet particular market needs. The brand and logo well captures the essence of GLG as a proudly-Canadian innovator and leader in the world of natural zero calorie sweeteners.

The launch of GLG's new website elaborates on these themes, and more. Visitors will find even greater emphasis on our world-class agricultural programs, including the development of superior non-GMO varietals of stevia and, soon, monk fruit, our technological prowess in the production and innovation arena and our commitment to sustainability and corporate social responsibility. Through the vision of its leaders, the

excellence of its team members and the holistic nature of and demanding standards manifest throughout its supply chain, GLG leverages these assets to provide leading natural sweeteners and ingredient solutions to businesses globally.

Latest Product Accomplishments Under FDA's GRAS Program

Consistent with its role as a leader in the sweetener industry, GLG places great importance on adherence to the Generally Recognized as Safe ("GRAS") program administered by the United States Food and Drug Administration ("FDA"). Through this program, for each of its core sweetener products, GLG undertakes expert studies and in-depth consultation through GRAS Associates, LLC, which convenes independent panels of scientists to spearhead safety assessments for each product to determine that the product is GRAS. The output of each study is then submitted to the FDA GRAS program, whereupon the submission is reviewed by the FDA. If the FDA finds no issues with the submission, it issues a Letter of No Objection, reflecting the FDA's view that it has no issue with the Company's determination that its product is GRAS.

Last year was a productive one for GLG's GRAS submissions, with four different products garnering Letters of No Objection from the FDA. GLG has continued this trend; since the beginning of 2015, we have received additional Letters of No Objection from the FDA:

- On February 17, 2015, the Company announced that it had received a Letter of No Objection regarding its high-purity Rebaudioside C extract products. GLG is the first company to have Rebaudioside C products deemed GRAS in compliance with the FDA's GRAS program. Furthermore, in late 2014, GLG announced its development of its "Reb C Gold" seedling – containing levels of Reb C many times higher than that found in prior stevia seedling strains. It expects to offer Reb C extract products commercially in late 2016.
- On April 27, 2015, the Company announced that it had received a Letter of No Objection regarding its high-purity Rebaudioside D extract products. To date, the supply availability and high price of Rebaudioside D extracts have been limiting factors for their broader use in the natural sweetener market. However, GLG is working on an agriculture R&D program to address both of these factors.

GLG has the largest number of stevia extract products certified under the GRAS process, as well as GRAS status for its Monk fruit extract products. Pursuing and obtaining GRAS designations furthers GLG's commitment to maintaining the highest quality standards for its products, and to ensure that each of its naturally-sourced sweetener products conforms to the GRAS compliance standards.

Launch of BevSweet™ and BakeZeroCal™

In February 2015, the Company announced two new products specifically formulated for two industry applications. BakeZeroCal™, for the baking industry, provides significant calorie reduction while also providing the bulking and browning attributes commonly desired by bakers and consumers alike. BevSweet™, for the beverage industry, allows food and beverage companies to reduce calories and naturally sweeten their products with decreased formulation time and with no solubility issues. Each product is a special blend providing an improved taste profile, including a well-rounded sucrose-like sweetness, and ease of use. BakeZeroCal and BevSweet will enable companies to formulate new products and reformulate existing products with less complexity and lower cost.

Appointment of Paul Block to GLG's Board of Directors

On March 3, 2015, the Company announced the appointment of Mr. Paul R. Block to its Board of Directors. Mr. Block brings a wealth of experience in sales, marketing, and business development as a senior executive in the global food and beverage and sweetener industries. Mr. Block most recently served as Chief Executive Officer of Merisant Worldwide Company, Inc. and the Whole Earth Sweetener Co., LLC. While at Merisant, Mr. Block oversaw the company's well-recognized line of sweeteners, including the Equal® sweetener brand. Prior to joining Merisant, Mr. Block held C-level positions at Sara Lee Coffee and Tea Consumer Brands, Allied Domecq Spirits USA and Groupe Danone. Mr. Block has been a key figure in developing the global stevia tabletop market through his role as CEO at Merisant and the Whole Earth Sweetener Co., LLC., launching the successful Pure Via® line of tabletop zero calorie stevia sweeteners.

Mr. Block is an excellent strategist who complements our current Board makeup and skill set. He has a proven track record of innovation and building shareholder value in the sweetener and food and beverage industries.

Results from Operations

The following results from operations have been derived from and should be read in conjunction with the Company's annual consolidated financial statements for 2014 and the condensed interim consolidated financial statements for the three-month period ended March 31, 2015.

In thousands Canadian $, except per share amounts	3 Months Ended March 31		% Change
	2015	2014	
Revenue	$6,168	$4,663	32%
Cost of Sales	($5,846)	($5,217)	12%
% of Revenue	(95%)	(112%)	17%
Gross Profit (Loss)	$322	($554)	(158%)
% of Revenue	5%	(12%)	17%
Expenses	$2,501	$1,951	28%
% of Revenue	41%	42%	(1%)
Loss from Operations	($2,179)	($2,505)	(13%)
% of Revenue	(35%)	(54%)	18%
Other Expenses	($2,586)	($2,467)	5%
% of Revenue	(42%)	(53%)	11%
Net Loss before Income Taxes	($4,765)	($4,972)	(4%)
% of Revenue	(77%)	(107%)	29%
Net Loss	($4,765)	($4,972)	(4%)
% of Revenue	(77%)	(107%)	29%
Loss per share (LPS, Basic & Diluted)	($0.13)	($0.15)	(15%)
Other Comprehensive Income (Loss)	$535	($150)	(458%)
% of Revenue	9%	(3%)	12%
Total Comprehensive Loss	($4,230)	($5,121)	(17%)
% of Revenue	(69%)	(110%)	41%

Revenue

Revenue for the three months ended March 31, 2015, was $6.2 million, an increase of 32% compared to $4.7

million in revenue for the same period last year.

This 32% increase in sales was attributable to a mix of stevia extracts, monk fruit extract and sales of other natural ingredient products. Stevia and monk fruit extracts accounted for 87% of sales in the quarter. The Company made its first shipment of monk fruit extract under a contract it announced in July 2014. International sales accounted for 82% of the first quarter 2015 sales compared to only 48% for the comparable period in 2014. Sales for the Company's GLG Naturals+ product line accounted for 14% of the revenues in the first quarter.

Cost of Sales

For the three months ended March 31, 2015, the cost of sales was $5.8 million compared to $5.2 million in cost of sales for the same period last year (a $0.6 million or 12% increase). Cost of sales as a percentage of revenues was 95% compared to 112% in the prior comparable period, a decrease of 17 percentage points. The cost of sales as a percentage of revenue was lower for the three months period ended March 31, 2015, compared to the prior comparable period due to decreased capacity charges in stevia production. Capacity charges charged to the cost of goods sold ordinarily would flow to inventory and is the largest factor on reported gross margin. Only two of GLG's manufacturing facilities were operating during the first quarter and capacity charges of $1.2 million were charged to cost of sales (representing 21% of overall cost of sales) compared to $1.4 million charged to cost of sales in 2014 (representing 28% of cost of sales).

The key factors that impact stevia and monk fruit cost of sales and gross profit percentages in each period include:

1. Capacity utilization of stevia manufacturing plants.
2. The price paid for stevia leaf and the stevia leaf quality, which is impacted by crop quality for a particular year/period and the price per kilogram for which the extract is sold. These are the most important factors that will impact the gross profit of GLG's stevia business.
3. The price paid for monk fruit and the monk fruit quality, which is impacted by crop quality for a particular year/period and the price per kilogram for which the extract is sold. These are the most important factors that will impact the gross profit of GLG's monk fruit business.
4. Salaries and wages of manufacturing labour.
5. Other factors which also impact stevia cost of sales to a lesser degree include:
    - water and power consumption;
    - manufacturing overhead used in the production of stevia extract, including supplies, power and water;
    - net VAT paid on export sales;
    - exchange rate changes;
    - depreciation and capacity utilization of the stevia extract processing plants; and

GLG's stevia and monk fruit business is affected by seasonality. The harvest of the stevia leaves typically occurs starting at the end of July and continues through the fall of each year. The harvest of monk fruit typically occurs starting in October and continues through December of each year. GLG's operations in China are also impacted by Chinese New Year celebrations, which occur approximately late-January to mid-February each year, and during which many businesses close down operations for approximately two weeks.

Gross Profit (Loss)

Gross profit for the three months ended March 31, 2015, was $0.3 million, an increase of $0.9 million over $0.6 million gross loss for the comparable period in 2014. The gross profit margin for the three-month period ended March 31, 2015, was 5% compared to a negative 12% for the three months ended March 31, 2014, or an increase of 17 percentage points over the same period of last year. The gross margin for the three-month period ended March 31, 2015, increased due to higher stevia prices in the first quarter of 2015 compared to the prior period, an improved product mix of higher margin international products in the first quarter of 2015 compared to the prior period and decreased capacity charges in the first quarter 2015 compared to the prior period.

Selling, General, and Administration Expenses

Selling, General and Administration ("SG&A") expenses include sales, marketing, general, and administration costs ("G&A"), stock-based compensation, and depreciation and amortization expenses on G&A fixed assets. A breakdown of SG&A expenses into these components is presented below:

In thousands Canadian $	3 Months Ended March 31		% Change
	2015	2014	
G&A Exp	$1,906	$1,331	43%
Stock Based Compensation Exp	$349	$442	(21%)
Amortization Exp	$247	$178	39%
Total	$2,501	$1,951	28%

G&A expenses for the three months ended March 31, 2015, was $1.9 million compared to $1.3 million in the same period in 2014 or a $0.6 million increase year-over-year. The majority of the increase was due to (1) a $0.1 million increase in business taxes in China due to higher tax rates for land use rights in 2015, (2) a $0.1 million increase in salaries related to higher sales and $0.2 million costs related to the start-up on its monk fruit business and (3) a $0.1 million increase in office expenses and meals and entertainment in line with higher sales activities.

Stock-based compensation was $0.3 million for the three months ended March 31, 2015, compared with $0.4 million in the same quarter of 2014. The number of common shares available for issue under the stock compensation plan is 10% of the issued and outstanding common shares. During the quarter, compensation from vesting stock-based compensation awards was recognized, due to previously granted options and restricted shares.

G&A related depreciation and amortization expenses for the three months ended March 31, 2015, were $0.25 million compared with $0.18 million for the same period in 2014.

Other Expenses

In thousands Canadian $	3 Months Ended March 31		% Change
	2015	2014	
Other Expenses	($2,586)	($2,467)	5%
% of Revenue	(42%)	(53%)	11%

Other expenses for the three months ended March 31, 2015, was $2.6 million, a $0.1 million increase compared to $2.5 million for the same period in 2014. The increase of $0.1 million is attributable to increased interest expenses of $0.5 million and $0.3 million in foreign exchange losses, which were offset by a bad debt recovery of $0.2 million, a $0.4 million sales tax recovery and a $0.2 million prepaid expenses recovery.

Foreign Exchange Gains (Losses)

GLG reports in Canadian dollars but earns revenues in US dollars and Chinese renminbi ("RMB") and incurs most of its expenses in RMB. Impacts of the appreciation or depreciation of the RMB against the Canadian dollar are shown separately in Accumulated Other Comprehensive Income ("AOCI") on the Balance Sheet. As at March 31, 2015, the exchange rate for RMB per Canadian dollar was 4.8876 compared to the exchange rate of 5.4765 as at December 31, 2014, reflecting a 10% appreciation of the RMB against the Canadian dollar. The balance of the AOCI was $12.1 million on March 31, 2015, compared to a balance of $11.5 million as at December 31, 2014.

As at March 31, 2015, the exchange rate for USD per Canadian dollar was 0.7885 compared to the exchange rate of 0.862 as at December 31, 2014, reflecting an appreciation of the USD against the Canadian dollar of 8%.

The foreign exchange gain or loss is made up of realized and unrealized gains or losses due to the depreciation or appreciation of the foreign currency against the Canadian dollar. Foreign exchange losses were $0.9 million for the first quarter of 2015 compared to the foreign exchange losses of $0.5 million for the comparable period in 2014. The majority of the foreign exchange losses were due to the USD-denominated debt held by the Company. The table below shows the change in the Canadian dollar relative to the US dollar from June 30, 2013, to March 31, 2015, and the exchange rate movement for the Canadian dollar relative to the US dollar and RMB as shown below.

Exchange rates Noon rate (as compared to the Canadian $)	2015 31-Mar	2014 31-Dec	2014 30-Sep	2014 30-Jun	2014 31-Mar	2013 31-Dec	2013 30-Sep	2013 30-Jun
U.S. Dollars	0.7885	0.862	0.8922	0.9367	0.9047	1.0636	1.0285	1.0512
Chinese RMB	4.8876	5.3505	5.4765	5.8106	5.6243	5.6915	5.9524	5.8377

Exchange rates Noon rate (as compared to the US $)	2015 31-Mar	2014 31-Dec	2014 30-Sep	2014 30-Jun	2014 31-Mar	2013 31-Dec	2013 30-Sep	2013 30-Jun
Chinese RMB	6.1989	6.2071	6.138	6.2034	6.2165	6.0535	6.1220	6.1365

Net Loss Attributable to the Company

In thousands Canadian $	3 Months Ended March 31		% Change
	2015	2014	
Net Loss	($4,765)	($4,972)	(4%)
% of Revenue	(77%)	(107%)	(28%)

For the three months ended March 31, 2015, the Company had a net loss attributable to the Company of $4.8 million, a decrease of $0.2 million or a 4% improvement over the comparable period in 2014 ($5.0 million loss). The decrease in net loss was driven by (1) an increased gross profit of $0.9 million, which was offset by (2) an increase in G&A expense of $0.6 million and (3) an increase in other expenses of $0.1 million.

Comprehensive Loss

In thousands Canadian $	3 Months Ended March 31		% Change
	2015	2014	
Net Loss	(4,765)	($4,972)	(4%)
Other Comprehensive Income (Loss)	$535	($150)	(458%)
% of Revenue	9%	(3%)	12%
Total Comprehensive Loss	($4,230)	($5,121)	(17%)

The Company recorded a total comprehensive loss of $4.2 million for the three months ended March 31, 2015, comprising $4.7 million of net loss attributable to the Company and $0.5 million of other comprehensive income. The Company recorded a total comprehensive loss of $5.1 million for the three months ended March 31, 2014, comprising $5.0 million of net loss attributable to the Company and $0.1 million of other comprehensive loss.

Summary of Quarterly Results

The selected consolidated information below has been gathered from GLG's quarterly condensed interim consolidated financial statements for the previous eight quarterly periods:

In thousands Canadian $, except per share amounts	2015 Q1	2014 Q4	2014 Q3	2014 Q2	2014 Q1	2013 Q4	2013 Q3	2013 Q2
Revenue	$6,168	$7,535	$3,775	$4,008	$4,663	$4,138	$5,196	$3,446
Gross Profit $	$322	$212	($2,078)	$374	($554)	$1,862	($1,662)	($1,464)
Gross Profit %	5%	3%	(55%)	9%	(12%)	45%	(32%)	(42%)
Net Loss	($4,765)	($17,994)	($6,792)	($2,809)	($4,972)	($3,431)	($12,480)	($6,795)
Gain (loss) from continuing operations	($4,765)	($17,994)	($6,792)	($2,809)	($4,972)	($5,461)	($14,338)	($6,440)
Gain (loss) from discontinued operations	$0	$0	$0	$0	$0	$2,030	$1,857	($355)
Basic Income (Loss) Per Share	($0.13)	($0.53)	($0.20)	($0.08)	($0.15)	($0.10)	($0.37)	($0.20)
Basic LPS from continuing operations	($0.13)	($0.53)	($0.20)	($0.08)	($0.15)	($0.16)	($0.43)	($0.19)
Basic LPS from discontinued operations	$0.00	$0.00	$0.00	$0.00	$0.00	$0.06	$0.06	($0.01)
Diluted Income (Loss) Per Share	($0.13)	($0.53)	($0.20)	($0.08)	($0.15)	($0.10)	($0.37)	($0.20)
Diluted LPS from continuing operations	($0.13)	($0.53)	($0.20)	($0.08)	($0.15)	($0.16)	($0.43)	($0.19)
Diluted LPS from discontinued	$0.00	$0.00	$0.00	$0.00	$0.00	$0.06	$0.06	($0.01)

Quarterly Net Loss

For the three months ended March 31, 2015, the Company had a net loss attributable to the Company of $4.8 million, a decrease of $0.2 million or a 4% improvement over the comparable period in 2014 ($5.0 million loss). The decrease in net loss was driven by (1) an increased gross profit of $0.9 million, which was offset by (2) an increase in G&A expense of $0.6 million and (3) an increase in other expenses of $0.1 million.

For the three months ended December 31, 2014, the Company had a net loss attributable to the Company of $18.0 million, an increase of $14.5 million or a 424% increase over the comparable period in 2013 ($3.4 million loss). The increase in net loss was driven by (1) an increase in other expenses of $11.0 million due to $6.0 million property, plant and equipment impairment, $5.2 million sales tax recoverable impairment and $1.7 million inventory impairment, these impairments were offset by $2.0 million gain from convertible note conversation, (2) a decrease in gross profit of $1.6 million and (3) a decrease in gain from discontinued operations of $2.0 million, offset by (4) a decrease in income tax expense of $0.1 million.

For the three months ended September 30, 2014, the Company had a net loss attributable to the Company of $6.8 million, a decrease of $5.7 million or a 45% improvement over the comparable period in 2013 ($12.5 million loss). The decrease in net loss was driven by (1) a decrease in other expenses of $8.4 million. This decrease in other expenses was offset by (2) a decrease in gross profit of $0.4 million, (3) an increase in G&A expenses of $0.4 million and (4) a decrease in gain from discontinued operations of $1.9 million.

For the three months ended June 30, 2014, the Company had a net loss attributable to the Company of $2.8 million, a decrease of $4.0 million or a 56% improvement over the comparable period in 2013 ($6.8 million loss). The decrease in net loss was driven by: (1) an increase in gross profit of $1.8 million, (2) a decrease in other expenses of $0.5 million, (3) a decrease in SG&A expenses of $1.3 million and (4) a decrease in loss from discontinued operations of $0.4 million.

For the three months ended March 31, 2014, the Company had a net loss attributable to the Company of $5.0 million compared to a net loss of $3.7 million for same period in 2013. The increase of $1.3 million loss was driven by: (1) a decrease in gross profit of $0.2 million, (2) an increase in G&A expenses of $0.3 million and (3)

an increase from other expenses of $0.9 million. These items were offset by (4) a decrease in loss from discontinued operations of $0.1 million.

For the three months ended December 31, 2013, the Company had a net loss attributable to the Company of $3.4 million compared to a net loss of $11.8 million for same period in 2012. The decrease of $8.4 million loss was driven by: (1) an increase in gross profit of $3.2 million, (2) a decrease in other expenses of $3.9 million and (3) a gain from discontinued operations of $4.3 million. These items were offset by (4) an increase in G&A expenses of $3.0 million. The net loss from continuing operations was $5.5 million and the net gain from discontinued operations was $2.0 million.

For the three months ended September 30, 2013, the Company had a net loss attributable to the Company of $14.3 million compared to a net loss attributable to the Company of $12.1 million for the same period in 2012. The net change of $2.2 million was driven by: (1) a decrease in gross loss of $0.7 million and (2) a decrease in G&A expenses of $0.3 million. These items were offset by (3) an increase in other expenses of $3.2 million. The net loss from continuing operations was $14.3 million and the net gain from discontinued operations was $1.9 million.

For the three months ended June 30, 2013, the Company had a net loss attributable to the Company of $6.7 million, an increase of $0.8 million over the comparable period in 2012 ($5.9 million loss). The increase in net loss was driven by: (1) a decrease in gross profit of $0.3 million, (2) an increase in other expenses of $0.3 million, and (3) an increase in G&A expenses of $0.2 million. The net loss from continuing operations was $6.4 million and the net loss from discontinued operations was $0.4 million.

Quarterly Basic and Diluted Loss per Share

The basic loss and diluted loss per share was $0.13 for the first quarter of 2015 compared with a basic and diluted net loss of $0.15 for the comparable period in 2014. For the three months ended March 31, 2015, the Company had a net loss attributable to the Company of $4.8 million, a decrease of $0.2 million over the comparable period in 2014 ($5.0 million loss). The decrease in net loss was driven by (1) an increased gross profit of $0.9 million. This decrease was offset by (2) an increase in G&A expense of $0.6 million and (3) an increase in other expenses of $0.1 million.

The basic loss and diluted loss per share from operations was $0.53 for the three months ended December 31, 2014, compared with a basic and diluted net loss from both continuing and discontinued operations of $0.10 for the same period in 2013. For the three months ended December 31, 2014, the Company had a net loss attributable to the Company of $18.0 million, an increase of $14.5 million or a 424% increase over the comparable period in 2013 ($3.4 million loss). The increase in net loss was driven by (1) an increase in other expenses of $11.0 million, (2) a decrease in gross profit of $1.6 million and (3) a decrease in gain from discontinued operations of $2.0 million, offset by (4) a decrease in income tax expense of $0.1 million.

The basic loss and diluted loss per share from operations was $0.20 for the third quarter of 2014 compared with a basic and diluted net loss from both continuing and discontinued operations of $0.37 for the same period in 2013. For the three months ended September 30, 2014, the Company had a net loss attributable to the Company of $6.8 million, a decrease of $5.7 million or a 45% improvement over the comparable period in 2013 ($12.5 million loss). The decrease in net loss was driven by (1) a decrease in other expenses of $8.4 million. This decrease in other expenses was offset by (2) a decrease in gross profit of $0.4 million, (3) an increase in G&A expenses of $0.4 million and (4) a decrease in gain from discontinued operations of $1.9 million.

The basic loss and diluted loss per share from operations was $0.09 for the second quarter of 2014 compared with a basic and diluted net loss from both continuing and discontinued operations of $0.21 for the same period in 2013. For the three months ended June 30, 2014, the Company had a net loss attributable to the Company of $2.8 million, a decrease of $4.0 million or a 56% improvement over the comparable period in 2013 ($6.8 million loss). The decrease in net loss was driven by: (1) an increase in gross profit of $1.8 million, (2) a decrease in other expenses of $0.5 million, (3) a decrease in SG&A expenses of $1.3 million and (4) a decrease in loss from discontinued operations of $0.4 million.

The basic loss and diluted loss per share from operations was $0.15 for the first quarter of 2014 compared with a basic and diluted net loss from both continuing and discontinued operations of $0.11 for the same period in 2013. For the three months ended March 31, 2014, the Company had a net loss attributable to the Company of $5.0 million compared to a net loss of $3.7 million for same period in 2013. The increase of $1.3 million loss was driven by: (1) a decrease in gross profit of $0.2 million, (2) an increase in G&A expenses of $0.3 million and (3) an increase from other expenses of $0.9 million. These items were offset by (4) a decrease in loss from discontinued operations of $0.1 million.

The basic loss and diluted loss per share from both continuing and discontinued operations was $0.10 for the fourth quarter of 2013 compared with a basic and diluted net loss from both continuing and discontinued operations of $0.36 for the same period in 2012. The basic and diluted loss per share from continuing operations was $0.16 per share. The basic and diluted earnings per share from discontinued operations were $0.06 per share. For the three months ended December 31, 2013, the Company had a net loss attributable to the Company of $3.4 million compared to a net loss of $11.8 million for same period in 2012. The decrease of $8.4 million loss was driven by: (1) an increase in gross profit of $3.2 million, (2) a decrease in other expenses of $3.9 million and (3) a gain from discontinued operations of $4.3 million. These items were offset by (4) an increase in G&A expenses of $3.0 million.

The basic loss and diluted loss per share was $0.43 for the third quarter of 2013 compared with a basic and diluted loss per share of $0.37 for the same period in 2012. The basic and diluted loss per share from continuing operations was $0.43 per share. For the three months ended September 30, 2013, the Company had a net loss attributable to the Company of $14.3 million compared to a net loss attributable to the Company of $12.1 million for same period in 2012. The net change of $2.2 million was driven by: (1) a decrease in gross loss of $0.7 million and (2) a decrease in G&A expenses of $0.3 million. These items were offset by (3) an increase in other expenses of $3.2 million.

The basic loss and diluted loss per share was $0.20 for the second quarter of 2013 compared with a basic and diluted net loss of $0.18 for the comparable period in 2012. The basic and diluted loss per share from continuing operations was $0.19 per share. For the three months ended June 30, 2013, the Company had a net loss attributable to the Company of $6.7 million, an increase of $0.8 million over the comparable period in 2012 ($5.9 million loss). The decrease in net loss was driven by: (1) a decrease in gross profit of $0.3 million, an increase in other expenses of $0.3 million, and (3) an increase in G&A expenses of $0.2 million.

NON-GAAP Financial Measures

Gross Profit (Loss) before capacity charges

This non-GAAP financial measure shows the gross profit (loss) before the impact of idle capacity charges are reflected on the gross profit margin. GLG had only 50% of its production facilities in operation in the first three months of 2015 and idle capacity charges have a material impact on the gross profit (loss) line in the financial

statements.

Gross Profit before capacity charges for the three months ended March 31, 2015, was $1.6 million or 25% of first quarter revenues, compared to $0.9 million or 19% of first quarter revenues for the same period in 2014. Gross Profit before capacity charges increased from the comparable period due to an improved product mix of higher margin international products in the first quarter of 2015 compared to the prior period and higher prices for stevia extracts realized in the first quarter of 2015 compared to the prior period.

Earnings before Interest Taxes and Depreciation ("EBITDA") and EBITDA Margin

Consolidated EBITDA

EBITDA for the quarter ended March 31, 2015, was negative $0.5 million or negative 9% of revenues, compared to negative $1.3 million or negative 28% of revenues for the same period in 2014. EBITDA improved by 57 % for the three-month period ended March 31, 2015, driven by an improved product mix of higher margin international products in the first quarter of 2015 compared to the prior period and higher prices for stevia extracts realized in the first quarter of 2015 compared to the prior period.

In thousands Canadian $	3 Months Ended March 31		% Change
	2015	2014	
Loss Before Income Taxes and Non-Controlling Interests	($4,765)	($4,972)	(4%)
Add:			
Bad debt expenses (recovery)	($155)	$8	(1988%)
Recovery for prepaids	($193)	$0	0%
Recovery for sales taxes recoverable	($372)	$0	0%
Net Interest Expense	$2,436	$1,896	28%
Depreciation and Amortization	$1,294	$791	64%
Foreign Exchange Loss	$853	$540	58%
Non-Cash Share Compensation	$349	$442	(21%)
EBITDA	($553)	($1,294)	(57%)
EBITDA as a % of revenue	(9%)	(28%)	19%

Liquidity and Capital Resources

In thousands Canadian $	31-Mar-15	31-Dec-14
Cash and Cash Equivalents	$ 523	$ 955
Working Capital	$ (74,946)	$ (67,351)
Total Assets	$ 80,390	$ 71,903
Total Liabilities	$ 126,045	$ 113,676
Loan Payable (<1 year)	$ 68,325	$ 62,501
Loan Payable (>1 year)	$ 28,531	$ 25,063
Total Equity	$ (45,655)	$ (41,773)

The Company continues to progress with the following measures to manage cash flow of the Company: paying down short-term loans, reducing accounts payable and negotiating with creditors for extended payment terms, working closely with the banks to restructure its loans, arranging financing with its Directors and other related parties, and reducing operating expenditures including general and administrative expenses and production-related expenses. Total loans payable (both short-term and long-term) is $96.9 million as of March 31, 2015, an increase of $9.3 million compared to the balance as of December 31, 2014 ($87.6 million). The increase in loans payable was primarily driven by (1) the 10% appreciation of the Renminbi against the Canadian dollar during the first quarter, which caused an increase of $5.8 million in short-term loans, an increase of $0.2 million in long term loans and an increase of $2.4 million in interest payable included in due to related parties; and (2) a net increase of $0.9 million in due to related parties and long term loans. The $7.6 million increase in negative working capital for the quarter ended March 31, 2015, is due to net increase of $9.5 million in negative working capital driven by the 10% appreciation of the Renminbi against the Canadian dollar, a $1.4 million increase in interest payable and $0.3 million decrease in account payable; these are offset by an increase of $3.0 million in current assets.

Cash Flows: Three months ended March 31, 2015 and 2014

Cash used in operating activities was $0.3 million in the three-month period ended March 31, 2015, compared to $1.6 million used in operating activities in the same period of 2014 or an improvement of $1.3 million. (1) Cash used in operations prior to changes in non-cash working capital is $0.2 million lower than the same period last year, and (2) cash generated from non-cash working capital was $1.5 million higher in the current period compared to the same period in 2014. The $1.5 million higher cash generated from non-cash working capital in the three months ended March 31, 2015, compared to the comparable 2014 period, was due to (1) an increase in interest payable of $1.7 million and (2) an increase of $1.3 million generated from inventory; these increases were offset by (3) the decrease in cash generated from accounts receivable of $0.3 million and from prepaid expenses of $0.5 million and (4) the decrease in use of accounts payable by of $0.6 million.

Cash used by investing activities was $0.2 million during the first quarter of 2015 including payment made to account payable related equipment purchase and requiring new equipment to process monk fruit extract, compared to cash used by investing activities of $0.005 million in the same period in 2014.

Cash generated from financing activities was $0.03 million in the first quarter of 2015 compared to cash received in financing of $0.4 million in the same period in 2014. The decrease of cash from financing of $0.4

million was primarily driven by the decrease in advances from related parties of $0.9 million which was offset by $0.5 million repayment to short-term loans.

Financial Resources

Cash and cash equivalents decreased by $0.4 million during the three months ended March 31, 2015, from December 31, 2014. Working capital declined by $7.6 million from the year-end 2014 position to negative $74.9 million. The working capital decrease can be attributed to (1) foreign exchange rates causing a $9.5 million net increase in negative working capital, (2) a $1.4 million increase in interest payable and a $0.3 million decrease in accounts payable and (3) a $0.4 million increase in inventory balances and a $0.4 million decrease in cash, offset by (4) increases in accounts receivable of $2.5 million and prepaid expenses of $0.5 million. See the balance sheet discussion below for movement in specific accounts.

The Company's working capital and working capital requirements fluctuate from quarter to quarter depending on, among other factors, the annual stevia harvest in China (third and fourth quarter each year) and the production output along with the amount of sales conducted during the period. The value of raw material in inventory has historically been the highest in the fourth quarter due to the fact that the Company purchases leaf during the third and fourth quarter for the entire production year which runs October through September each year. The Company's principal working capital needs include accounts receivable, taxes receivable, inventory, prepaid expenses, other current assets, and accounts payable and interest payable.

Balance Sheet

In comparison to December 31, 2014, the total assets increased by $8.5 million as at March 31, 2015; this was split between an increase in current assets of $1.3 million and an increase in fixed term assets of $7.2 million.

The increase in the current assets was driven by the following:

1. decrease in cash and cash equivalents of $0.4 million
2. increase in prepaid expenses of $0.4 million
3. decrease in inventory of $1.1 million
4. increase in taxes recoverable of $0.05 million
5. increase in accounts receivable of $2.4 million

The increase in the fixed term assets of $7.2 million was mainly due to $8.8 million from appreciation of the RMB against the Canadian dollar, offset by amortization of $1.7 million for the period.

Current liabilities increased by $8.9 million as at March 31, 2015, in comparison to December 31, 2014, and is driven by (1) appreciation of the RMB against the Canadian dollar of $6.6 million, (2) an increase in interest payable of $1.4 million, and (3) an increase in accounts payable of $0.8 million.

Shareholders' equity decreased by $4.0 million from December 31, 2014, due to an increase in deficit of $4.7 million, which was offset by an increase in common stock of $0.2 million from the vesting of restricted shares and stock options and an increase in accumulated other comprehensive income of $0.5 million.

Short-Term and Long-Term Loans

The Company's short term loans consisted of borrowings from a private lender and from various banks in China as follows:

Bank loans as at March 31, 2015:

Loan amount in CAD	Loan amount in RMB	Maturity Date	Interest rate per annum	Lender
$ 613,798	3,000,000	On Demand	7.71%	China Hua Rong Assets Management Shandong Branch
5,728,783	28,000,000	On Demand	7.71%	China Hua Rong Assets Management Shandong Branch
2,045,994	10,000,000	On Demand	7.13%	China Hua Rong Assets Management Shandong Branch
2,000,982	9,780,000	On Demand	7.13%	China Hua Rong Assets Management Shandong Branch
10,551,620	51,572,096	On Demand	6.48%	China Hua Rong Assets Management Shandong Branch
16,367,952	80,000,000	On Demand	6.48%	China Hua Rong Assets Management Shandong Branch
16,201,174	79,184,858	On Demand	11.97%	Bank of Communication
3,674,089	17,957,477	On Demand	9.24%	Bank of China
8,700	42,523	On Demand	9.24%	Bank of China
1,432,196	7,000,000	July 1, 2015	7.20%	Huishang Bank
6,137,982	30,000,000	On Demand	12.12%	China Cinda Assets Management Jiangsu Branch
2,555,247	12,489,025	On Demand	9.09%	China Cinda Assets Management Jiangsu Branch
$ 67,318,516	329,025,979			

Bank loans as at December 31, 2014

Loan amount in CAD	Loan amount in RMB	Maturity Date	Interest rate per annum	Lender
$ 560,695	3,000,000	On Demand	7.71%	China Hua Rong Assets Management Shandong Branch
5,233,156	28,000,000	On Demand	7.71%	China Hua Rong Assets Management Shandong Branch
1,868,984	10,000,000	On Demand	7.13%	China Hua Rong Assets Management Shandong Branch
1,827,867	9,780,000	On Demand	7.13%	China Hua Rong Assets Management Shandong Branch
9,638,743	51,572,096	On Demand	6.48%	China Hua Rong Assets Management Shandong Branch
14,951,874	80,000,000	On Demand	6.48%	China Hua Rong Assets Management Shandong Branch
14,799,525	79,184,858	On Demand	11.97%	Bank of Communication
3,356,224	17,957,477	On Demand	9.24%	Bank of China
7,948	42,523	On Demand	9.24%	Bank of China
1,308,289	7,000,000	July 1, 2015	7.20%	Huishang Bank
5,606,953	30,000,000	On Demand	12.12%	Construction Bank of China
2,334,179	12,489,025	On Demand	9.09%	Construction Bank of China
$ 61,494,436	329,025,979			

The Company has worked with its Chinese banks on restructuring its debt. As of March 31, 2015, the Chinese debt with the Agricultural Bank of China had been transferred to China Hua Rong Asset Management Co., Ltd. ("Hua Rong"). The Chinese debt with the Construction Bank of China had been transferred to China Cinda Assets Management Co., Ltd. ("Cinda"). They are state-owned capital management companies ("SOCMC").

The assets of the Company's subsidiaries, including inventory and property, plant and equipment, have been pledged as collateral for these bank and SOCMC loans.

Long-term borrowing from private lenders:

December 31, 2014	$	2,010,965
Addition		71,610
Foreign currency translation		181,999
March 31, 2015	$	2,264,574

The loan balance above consists of two loan.

The first loan's principal amount as of March 31, 2015, is $975,659 (2014 - $892,467) and bears interest at 11.50% per annum. The loan will be payable in 36 months without any attached covenants.

The second loan's principal amount as of March 31, 2015, is $1,288,915 (2014 - $1,118,498) and bears interest at 20% per annum. The loan will be payable in 36 months without any attached covenants. This loan provides a repayment option to the lender in either RMB or USD using a fixed foreign exchange rate of 6.1234. This option results in a liability of $2,916, which is accounted as liabilities on derivatives and unrealized foreign exchange losses. The fair value of the liability on derivatives was calculated using the Black-Scholes model with the following assumptions:

Risk free interest	0.87%
Expected life of the loan	3 years
Expected foreign currency volalitity	3.51%

Financial and Other Instruments

The Company's financial instruments comprise cash and cash equivalents (classified as "held-for-trading"), accounts receivable and certain other assets that are financial instruments (classified as "loans and receivables"), and short-term loans, accounts payable, interest payable, advance from customer, due to related party, and non-current bank loans (classified as "other financial liabilities"). The Company currently does not have any hedge instruments.

As at March 31, 2015, the Company recorded cash and cash equivalents at fair value. Recorded amounts for accounts receivable, accounts payable and accrued liabilities, short-term loans, interest payable, advances from customers, and due to related party approximate their fair values due to the short-term nature of these instruments.

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's primary credit risk is on its cash and cash equivalents, restricted cash and accounts receivable.

The Company limits its exposure to credit risk by placing its cash and cash equivalents with various financial institutions. Given the current economic environment, the Company monitors the credit quality of the financial institutions it deals with on an ongoing basis.

The Company has a high concentration of credit risk as the accounts receivable was owed by fewer than ten customers. However, the Company believes that it does not require collateral to support the carrying value of these financial instruments. The carrying amount of financial assets represents the maximum credit exposure. The Company reviews financial assets, including past due accounts, on an ongoing basis with the objective of identifying potential events or circumstances which could delay or prevent the collection of funds on a timely basis. Based on default rates on customers with receivable balances at March 31, 2015, the Company believes that there are minimal requirements for an allowance for doubtful accounts against its accounts receivable.

Foreign exchange risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of a change in foreign exchange rates. The Company conducts its business primarily in US dollars, RMB, Canadian dollars and Hong Kong dollars. The Company is exposed to currency risk as the functional currency of its subsidiaries is other than Canadian dollars.

The majority of the Company's assets are held in subsidiaries whose functional currency is the RMB. The RMB is not a freely convertible currency. Many foreign currency exchange transactions involving RMB, including foreign exchange transactions under the Company's capital account, are subject to foreign exchange controls and require the approval of the PRC State Administration of Foreign Exchange. Developments relating to the PRC's economy and actions taken by the PRC government could cause future foreign exchange rates to vary significantly from current or historical rates. The Company cannot predict nor give any assurance of its future stability. Future fluctuations in exchange rates may adversely affect the value when translated or converted into Canadian dollars of the Company's net assets and net profits. The Company cannot give any assurance that any future movements in the exchange rates of RMB against the Canadian dollar and other foreign currencies will not adversely affect its results of operations, financial condition and cash flows. The Company does not use derivative instruments to reduce its exposure to foreign currency risk.

All of the Company's operations in China are considered self-sustaining operations. The assets and liabilities of the self-sustaining operations are translated at exchange rates prevailing at the balance sheet date.

See the Company's year-end financial statements (Note 25) for the period ending December 31, 2014, for further information on its financial and other instruments.

Contractual Obligations

Operating leases

The Company renewed two five-year operating leases with respect to land and production equipment at the Qingdao factory in China. The leases expire in 2016 and 2018, and the annual minimum lease payments are approximately $205,000 (RMB 1,000,000).

The Company previously entered into a thirty-year agreement with the Dongtai City Municipal Government, located in the Jiangsu Province of China, for approximately 50 acres of land for its seed base operation. Rent of approximately $162,000 (RMB 790,000) is paid every 10 years.

The Company entered into a five-year agreement for office premises located in Vancouver, Canada beginning June 1, 2011. The lease payments for the year ended December 31, 2015 is $148,000 (2014 – $161,811).

The minimum cash payments related to the above are summarized below:		Amount
2015	$	353,293
2016		266,789
2017		-
2018		162,000
Thereafter		162,000
Total	$	944,082

Investment in Juancheng

In April 2008, the Company signed a twenty year agreement with the government of Juancheng County in the Shandong Province of China, which gave the Company exclusive rights to build and operate a stevia processing factory as well as the exclusive right to purchase high-quality stevia leaf grown in that region. The agreement requires the Company to make a total investment in the Juancheng County of $76,000,000 (US$60,000,000) over the course of the twenty-year agreement to retain its exclusive rights. As of March 31, 2015, the Company has not made any investment in the county and there is no liability if the Company eventually does not make any investment in the region. However, the Company may lose its exclusivity right if no investment is made by the end of the term of the agreement.

Capital Structure

Outstanding Share Data as at the date of this MD&A:

	31-Mar-15	31-Dec-14
Common Shares Issued	37,908,336	37,908,336
Reserved For Issuance		
Warrants	1,154,494	1,154,494
Stock Options	3,490,699	3,515,699
Total Reserved For Issuance	4,645,193	4,670,193
Fully Diluted Shares	42,553,529	42,578,529

Off-Balance Sheet Arrangements

The Company had no off-balance sheet arrangements.

Transactions with Related Parties

a) Transactions with key management personnel

Key management personnel are those persons who have the authority and responsibility for planning, directing, and controlling activities of the Company directly or indirectly, including any external director of the Company.

Remuneration of key management of the Company as of March 31, 2015 is comprised of the following expenses:

	Three Months Ended March 31	
	2015	2014
Short-term employee benefits (including salaries, bonuses, fees and social security benefits)	$ 219,843	$ 192,387
Share-based benefits	$ 419,025	$ 390,106
Total remuneration	$ 638,868	$ 582,493

Certain executive officers are subject to termination benefits. Upon resignation at the Company's request or in the event of a change in control, they are entitled to termination benefits ranging from 24 to 36 months of gross salary, totaling approximately $1,700,000.

Key management did not exercise stock options granted under the Company's stock option plan in the three months ended March 31, 2015.

b) Amount due to related parties

As of March 31, 2015, the Company has accrued $1,583,417 (2014 - $1,429,074) in consulting fees to the Company's Chairman and Chief Executive Officer.

As of March 31, 2015, the Company has obtained a grant of $206,647 (2014 - $188,767) from the Chinese local government, payable to the Company's Chairman and Chief Executive Officer.

As of March 31, 2015, the Company has obtained loans under numerous credit facility agreements starting from April 2012 to November 2013 from the Company's Chairman and Chief Executive Officer (the "Lender") that, along with accrued interest, total $21,349,170 (2014 - $18,901,926). The loan proceeds were used for corporate working capital purposes. Amended agreements specify that the loans are repayable within 72 months of the date of borrowing.

As of March 31, 2015, the Company has obtained a loan from a direct family member of the Company's Chairman and Chief Executive Officer that, along with accrued interest, totals $4,710,629 (2014 - $4,150,397) in order to provide working capital required for a major customer supply agreement for monk fruit extracts. The loan is secured by expected proceeds from this major customer contract, bearing interest at 20% per annum and repayable within 36 months of the loan date.

The combined total of the above loans, including the accrued interest, is $26,059,799. These loans will be repaid by either GLG or its Chinese subsidiaries to the Lender in the currency the loans were originally borrowed (either USD or RMB), or, at the Lender's discretion, in the alternate currency.

These loans provide a repayment option to the lenders in either RMB or USD using a fixed foreign exchange rate of 6.1234. This option results in a liability of $76,592, which is accounted as liabilities on derivatives and unrealized foreign exchange losses.

Loan balance as of March 31, 2015

	Loan amount in CAD	Date of the Loan Agreement	Maturity Date	Security	Interest rate per annum	Related Parties
	$ 8,839,902	April 27, 2012	April 27, 2018	Unsecured	Category 1	Chairman and CEO
	1,982,036	October 11, 2012	October 11, 2018	Unsecured	Category 1	Chairman and CEO
	3,588,171	May 30, 2013	May 30, 2018	Unsecured	Category 2	Chairman and CEO
	317,058	November 15, 2013	November 15, 2018	Unsecured	Category 1	Chairman and CEO
	4,353,103	October 20, 2014	October 20, 2017	Unsecured	Category 3	Direct family member of CEO
Principal amounts	**$ 19,080,270**					
Accrued interests	**6,979,529**					
	$ 26,059,799					

Loan balance as of December 31, 2014

	Loan amount in CAD	Date of the Loan Agreement	Maturity Date	Security	Interest rate per annum	Related Parties
	$ 8,076,235	April 27, 2012	April 27, 2018	Unsecured	Category 1	Chairman and CEO
	1,812,938	October 11, 2012	October 11, 2018	Unsecured	Category 1	Chairman and CEO
	3,324,117	May 30, 2013	May 30, 2018	Unsecured	Category 2	Chairman and CEO
	290,023	November 15, 2013	November 15, 2018	Unsecured	Category 1	Chairman and CEO
	4,024,942	October 20, 2014	October 20, 2017	Unsecured	Category 3	Direct family member of CEO
Principal amounts	**$ 17,528,255**					
Accrued interests	**5,524,068**					
	$ 23,052,323					

Category 1: China 10 year benchmark government bond rate plus 1100 basis points
Category 2: US 10 year benchmark government bond rate plus 1100 basis points for loans issued in USD or
China 10 year benchmark government bond rate plus 1100 basis points for loans issued in RMB
Category 3: 20%

As of March 31, 2015, the Company has obtained a loan of $1,000,000 from a Director of the Company to provide working capital required for a major customer supply agreement for Monk Fruit extracts. The loan is secured by expected proceeds from this major customer contract, bearing interest at 15% per annum and repayable in full within twelve months of the Disbursement Date. As of March 31, 2015, the total amount due to this related party including interest was $1,006,575 (2014 -$1,006,575) and is classified under current liabilities.

Loan balance as of March 31, 2015

	Loan amount in CAD	Date of the Loan Agreement	Maturity Date	Security	Interest rate per annum	Related Parties
Principal amounts	$ 1,000,000	September 15, 2014	September 15, 2015	Unsecured	15.00%	Director
Accrued interests	$ 6,575					
	$ 1,006,575					

Loan balance as of December 31, 2014

	Loan amount in CAD	Date of the Loan Agreement	Maturity Date	Security	Interest rate per annum	Related Parties
Principal amounts	$ 1,000,000	September 15, 2014	September 15, 2015	Unsecured	15.00%	Director
Accrued interests	$ 6,575					
	$ 1,006,575					

c) Warrants

In connection to the loans from the Company's Chairman and Chief Executive Officer (the "Lender"), 100 common share purchase warrants for every US$1,000 equivalent borrowed were granted to the lender at the exercise price of $1.00 per warrant for a period of 24 months following the offering closing date. As of March 31, 2015, the Company granted and issued an aggregate of 1,154,494 common share purchase warrants to the lender valued at $554,061.

d) Subsidiaries

The followings are the subsidiaries of the Company:

	Jurisdiction of incorporation	Ownership Interest 2015	Ownership Interest 2014	Functional Currency
Subsidiaries				
Agricultural High Tech Developments Limited	Marshall Islands	100%	100%	HKD
Anhui Bengbu HN Stevia High Tech Development Company Limited	China	100%	100%	RMB
Chuzhou Runhai Stevia High Tech Company Limited	China	100%	100%	RMB
Dongtai Runyang Stevia High Tech Company Limited	China	100%	100%	RMB
Qingdao Runde Biotechnology Company Limited	China	100%	100%	RMB
Qingdao Runhao Stevia High Tech Company Limited	China	100%	100%	RMB
GLG Life Tech US, Inc.	USA	100%	100%	USD
0833416 BC Limited (formerly "GLG Weider Sweet Naturals Corporation")	Canada	55%	55%	USD

Disclosure Controls and Internal Controls over Financial Reporting

The Company’s disclosure controls and procedures are designed to provide reasonable assurance that relevant information relating to the Company, including its consolidated subsidiaries, is made known to senior management in a timely manner so that information required to be disclosed by the Company under securities legislation is recorded, processed, summarized and reported within the time periods specified in applicable securities legislation. As of the end of the period covered by this report, the Company’s management evaluated, under the direction and supervision of the Chief Executive Officer and Chief Financial Officer, the effectiveness of the design and operation of the Company’s disclosure controls and procedures, as defined in National Instrument 52-109 Certification of Disclosure in Issuers’ Annual and Interim filings (“NI 52-109”). The Company’s Chief Executive Officer and Chief Financial Officer have concluded that as of March 31, 2015, the Company’s disclosure controls and procedures were effective to ensure that information required to be disclosed in reports the Company files or submits to the Canadian Securities Administrators (“CSA”) is recorded, processed, summarized and reported within the time periods specified therein and accumulated and reported to management to allow timely discussions regarding required disclosure.

The Company’s management, under the direction and supervision of the Chief Executive Officer and Chief Financial Officer, is also responsible for establishing and maintaining internal control over financial reporting. These controls are designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in Canada.

Management assessed the effectiveness of the Company’s internal control over financial reporting, as defined in NI 52-109, as of March 31, 2015. In making this assessment, management used the criteria set forth in the “Internal Control – Integrated Framework” issued by the Committee of Sponsoring Organizations of the Treadway Commission (“COSO”). Based on this assessment, the Company’s Chief Executive Officer and Chief Financial Officer have concluded that as of March 31, 2015, the Company’s internal control over financial reporting were effective.

It should be noted that while the officers of the Company have certified the Company’s period-end filings, they do not expect that the disclosure controls and procedures or internal controls over financial reporting will prevent all errors and fraud. A control system, no matter how well conceived or implemented, can only provide reasonable, not absolute, assurance that the objectives of the control system are met.

Risks Related to the Company’s Business

This section describes the material risks affecting the Company’s business, financial condition, operating results and prospects. A prospective investor should carefully consider the risk factors set out below and consult with his, her or its investment and professional advisors before making an investment decision. There may be other risks and uncertainties that are not known to the Company or that the Company currently believes are not material, but which also may have a material adverse effect on the Company’s business, financial condition, operating results or prospects. In that case, the trading price of the common shares could decline substantially, and investors may lose all or part of the value of the common shares held by them.

There are a number of risk factors that could materially affect the business of GLG, which include but are not limited to the risk factors set out below. The Company has been structured to minimize these risks. More

details about the following risk factors can be found in the Company's Annual Information Form filed on SEDAR at www.sedar.com.

- Intellectual Property Infringement
- Product Liability Costs
- Manufacturing Risk
- Inventory Risk
- Customer Concentration Risk
- Competition
- Government Regulations
- Consumer Perception of Products
- Changing Consumer Preferences
- Market Acceptance
- Dependence on Key Personnel
- Volatility of Share Prices

Risks Associated with Doing Business in the People's Republic of China

The Company faces the following additional risk factors that are unique to it doing business in China. More details about the following risk factors can be found in the Company's Annual Information Form.

- Government Involvement
- Changes in the Laws and Regulations in the People's Republic of China
- The Chinese Legal and Accounting System
- Currency Controls
- Additional Compliance Costs in the People's Republic of China
- Difficulties Establishing Adequate Management, Legal and Financial Controls in the People's Republic of China
- Capital Outflow Policies in the People's Republic of China
- Jurisdictional and Enforcement Issues
- Political System in the People's Republic of China

Additional Information

Additional information relating to the Company, including our Annual Information Form, is available on SEDAR (www.sedar.com). Additional information relating to the Company is also available on our website (www.glglifetech.com).