TESLIN RIVER RESOURCES CORP.

Management Discussion and Analysis

For the three month period ended March 31, 2015

Date

The following is management's discussion and analysis ("MD&A") of the results of operations and financial conditions of Teslin River Resources Corp. ("Teslin River" or the "Company") and should be read in conjunction with the accompanying condensed consolidated interim financial statements and related notes thereto for the three months ended March 31, 2015 (the "Financial Statements"), and with the audited consolidated financial statements and management discussion and analysis for the year ended December 31, 2014, and 2013, which are available on the SEDAR website at www.sedar.com.

All financial information in this MD&A related to 2015 and 2014 has been prepared in accordance with International Financial Reporting Standards ("IFRS") and all dollar amounts are expressed in Canadian dollars unless otherwise indicated.

The effective date of this MD&A is June 1, 2015.

Overview

The Company is a natural resource company engaged in the acquisition and exploration of mineral properties. It currently holds a 100% interest in a property in the Cariboo Mining District of British Columbia. During the year ended December 31, 2014, the Company determined not to proceed with any further exploration work and as a result all previous recorded exploration and evaluation assets were written off. The Company trades on the TSX Venture Exchange ("TSXV") under the symbol "TLR".

Outlook

On April 23, 2015, the Company entered into an amalgamation agreement with Accel Telecom Ltd. ("Accel"), to acquire certain assets associated with the company's Truckfone business operations. The acquisition will be accomplished by way of a three-cornered amalgamation of Accel's wholly-owned subsidiary Siyata Mobile Inc., formerly Truckfone Inc. ("Siyata"), and 1033819 B.C. Ltd., a newly incorporated wholly-owned subsidiary of the Company ("Acquisition Co"). Acquisition Co. was incorporated on April 15, 2015 under the Business Corporations Act, British Columbia solely for the purpose of this transaction. As consideration for the acquisition, the Company will issue 33,333,333 post-consolidated common shares to Accel.

Accel is a private Israel-based cellular technology company, which since 2006, has been providing communications consulting, importing, distribution and implementation firm serving. Accel's Truckfone product line was first commercialized in 2010. The Truckfone product line provides 3G connected vehicle mobile devices targeted to commercial professional vehicles such as trucks, vans, buses, ambulances, and more. Its technology provides a cellular-based platform to facilitate replacement of current in-vehicle multi-devices with a single device which incorporates voice, data, and fleet management solutions.

As conditions of closing, the Company is required to:

a) cancel all stock options (being 1,800,000 options exercisable at $0.155 per share);
b) cause its warrant holders to exercise all of the issued and outstanding warrants (being an aggregate of 6,000,000 warrants exercisable at $0.06 per share for aggregate proceeds of $360,000;
c) complete a share consolidation of all the issued shares at the ratio of 2.2 old shares for one new share of the Company;

It is also a condition of closing that the Company completes a concurrent private placement financing for proceeds of not less than $4 million, through the issuance of subscription receipts at a price of $0.30 per subscription receipt. On closing of the transaction, each subscription receipt will automatically convert into one unit of the Company. Each unit consists of one post-consolidated common share and one-half of one share purchase warrant. Each full warrant will be exercisable into one post-consolidated common share at a price of $0.60 per share for a period of 24 months from the date of issuance. Certain finders' fees will be paid in relation to the financing in accordance with applicable regulatory policies.

The transaction will constitute a reverse takeover and change of business for the Company under the policies of the TSX Venture Exchange. Closing of the transaction is subject to a number of conditions, including the transfer of certain Truckfone business assets into Siyata, Teslin's share consolidation, the completion of the concurrent financing, receipt of all required shareholder, regulatory and third party consents, including exchange approval, and satisfaction of other customary closing conditions pursuant to the amalgamation agreement. There can be no assurance that the transaction will be completed as proposed or at all.

The parties to the transaction are at arms' length. Following the completion of the transaction, it is anticipated that the Company will become a Tier 1 technology issuer on the exchange. Trading in the common shares of the Company will remain halted pending further filings with the Exchange

Review of Consolidated Financial Results

Results of operations and expenses for the three month period ended March 31, 2015

For the periods presented, the Company had no revenues, no long term debt and did not declare or pay any dividends. For the three month period ended March 31, 2015, the Company incurred a loss and comprehensive loss of $18.665 or ($0.00) per share, an increase of $3,140 from the loss of $15,525 for the three month period ended March 31, 2014.

The significant changes during the three month period ended March 31, 2015 compared to the three month period ended March 31, 2014 are as follows:

Interest expense: $nil (2014 - $8,649) – interest expense in the previous year included the amortization of the loan bonus shares and the accrued cash administration fee associated with the related party loan dated April 27, 2012, and was directly related to the loan principal outstanding.

Professional fees: $6,119 (2014 - $336) – professional fees in the three month period ended March 31, 2015 increased due to the investigation of a potential new business opportunity, see Outlook section.

Summary of Quarterly Results

	3 months ended March 31, 2015 $	3 months ended December 31, 2014 $	3 months ended September 30, 2014 $	3 months ended June 30, 2014 $	3 months ended March 31, 2014 $	3 months ended December 31, 2013 $	3 months ended September 30, 2013 $	3 months ended June 30, 2013 $
Total revenues	-	-	-	-	-	-	-	-
Profit (loss) for the quarter	(18,665)	(1,284,731)	302,592	(15,802)	(15,525)	(325,770)	(43,879)	(787,533)
Basic and diluted profit (loss) per share	(0.00)	(0.13)	0.04	(0.01)	(0.01)	(0.12)	(0.28)	(0.07)

Up until the end of fiscal 2014 the Company was principally engaged in mineral exploration activities. The unusually large quarterly income recorded for the quarter ended September 30, 2014 was due to the settlement of debt, and the large losses for the quarters ended December 31, 2014 and June 30, 2013 were due to the writing off of exploration and evaluation assets in those periods.

Liquidity and Capital Resources

The Company has working capital of $123,105 and cash on hand of $146,873 at March 31, 2015.

The Company began the 2015 fiscal year with cash of $166,447. During the period, the Company expended $19,574 on operating activities, to end the period with $146,873 cash.

Management anticipates that the minimum cash requirements to fund continued operations will exceed the amount of cash on hand at March 31, 2015. Accordingly, the Company does not have sufficient funds to meet planned expenditures over the next twelve months, and will need to seek additional equity financing and while it has been successful in doing so in the past, there can be no assurance it will be able to do so in the future. These material uncertainties raise substantial doubt regarding the Company's ability to continue as a going concern. These financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

As at the date of this MD&A, other than as described herein and in the Financial Statements, the Company has no other arrangements for sources of financing. See also Outlook section.

Related Party Transactions

The Company's related parties consist of companies with directors and officers in common and companies owned in whole or in part by executive officers and directors as follows:

Name	Nature of transaction
Resinco Capital Partners Inc. "Resinco"	Provision of loans.

The Company incurred the following fees and expenses in the normal course of operations in connection with individuals and companies owned by key management and directors.

	Three month period ended March 31, 2015	2014
Interest and financing costs - Resinco	$ -	$ 8,649
Total	$ -	$ 8,649

Newly adopted accounting standards and interpretations

The accounting policies applied by the Company in these condensed consolidated interim financial statements are the same as those applied by the Company as at and for the year ended December 31, 2014, with the addition of these new standards, interpretations, and amendments effective for annual periods beginning on or after January 1, 2017.

The Company has adopted these revised standards, assessed the impact of these standards on the financial statements, and determined that none of these revised standards has had a material effect on the interim financial statements of the Company.

Future Canadian Accounting Standards

New accounting standards effective for annual periods on or after January 1, 2017:

IAS 1 – *Presentation of Financial Statements*
In December 2014, the IASB issued an amendment to address perceived impediments to preparers exercising their judgment in presenting their financial reports. The changes clarify that materiality considerations apply to all parts of the financial statements and the aggregation and disaggregation of line items within the financial statements.

IAS 16 – *Property, Plant and Equipment* and IAS 38 – *Intangible Assets*
In May 2014, the IASB issued amendments to IAS 16 and IAS 38. The amendments clarify that the use of revenue-based methods to calculate the depreciation of an asset is not appropriate because revenue generated by an activity that includes the use of an asset generally reflects factors other than the consumption of the economic benefits embodied in the asset. The amendments also clarifies that revenue is generally presumed to be an inappropriate basis for measuring the consumption of the economic benefits embodied in an intangible asset. This presumption, however, can be rebutted in certain limited circumstances.

Indefinitely postponed, with a proposed effective date of January 1, 2018:

New standard IFRS 9 *Financial Instruments*
Partial replacement of IAS 39 Financial Instruments: Recognition and Measurement. This standard simplifies the current measurement model for financial instruments under IFRS and establishes two measurement categories for financial assets: amortized cost, and fair value. The existing IAS 39 categories of loans and receivables, held to maturity investments, and available for sale financial assets will be eliminated.

The Company has not early adopted these revised standards and is currently assessing the impact that these standards could have on future financial statements, although none of these are expected to have a material effect on the financial statements of the Company.

Off Balance Sheet Arrangements

The Company has no off Balance Sheet arrangements.

Financial Instruments and Related Risks

Categories of Financial Assets and Financial Liabilities

Financial instruments are classified into one of the following categories: FVTPL; held-to-maturity; loans and receivables; available-for-sale; or other liabilities. The carrying values of the Company's financial instruments are classified into the following categories:

Financial Instrument	Category	March 31, 2015	December 31, 2014
Cash	FVTPL	$ 146,873	$ 166,447
Receivables	Loans and Receivables	3,492	2,794
Deposits	Held-to-maturity	5,238	4,798
Trade and other payables	Other liabilities	(27,260)	(27,031)

The Company's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

Level 1 - Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.

Level 2 - Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place.

Level 3 - Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

The recorded amounts for cash, receivables, deposits, and trade and other payables approximate their fair value due to their short-term nature. Cash is measured using level one of the fair value hierarchy.

Risk Management

The Company's risk exposures and the impact on the Company's financial instruments are summarized as follows:

Credit Risk
Credit risk is the risk of potential loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its liquid financial assets, including cash, receivables, and balances receivable from the government. The Company limits the exposure to credit risk in its cash by only investing its cash with high-credit quality financial institutions in business and savings accounts, guaranteed investment certificates and in government treasury bills which are available on demand by the Company for its programs.

Liquidity Risk
Liquidity risk is the risk that the Company will not have the resources to meet its obligations as they fall due. The Company manages this risk by closely monitoring cash forecasts and managing resources to ensure that it will have sufficient liquidity to meet its obligations. All of the Company's trade and other payables are classified as current and are anticipated to mature within the next sixty days, while the loan from related party is classified as non-current with no set terms of repayment. The Company is currently minimally exposed to liquidity risk.

Market Risk
Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. These fluctuations may be significant.

(a) Foreign Currency Risk: The Company has identified its functional currency as the Canadian dollar. Transactions are transacted in Canadian dollars and in US dollars. The Company maintains US dollar bank accounts in Canada to support the cash needs of its foreign operation. Management believes the foreign exchange risk related to currency conversions are minimal and therefore, does not hedge its foreign exchange risk. Based upon the net exposures and assuming that all other variables remain constant, a 1% increase or decrease in the Canadian dollar against the US dollar would result in a nominal change to profit or loss.

(d) Commodity Price Risk: While the value of the Company's mineral resource properties are related to the price of gold and the outlook for this mineral, the Company currently does not have any operating mines and hence does not have any hedging or other commodity based risks in respect to its operational activities. Historically, the price of gold has fluctuated significantly and is affected by numerous factors outside of the Company's control, including but not limited to industrial and retail demand, central bank lending, forward sales by producers and speculators, levels of worldwide production, short-term changes in supply and demand because of speculative hedging activities, and certain other factors related specifically to gold.

Forward-Looking Statements

This MD&A contains forward-looking statements that are based on the Company's current expectations and estimates. Forward-looking statements are frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate", "suggest", "indicate" and other similar words or statements that certain events or conditions "may" or "will" occur. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that could cause actual events or results to differ materially from estimated or anticipated events or results implied or expressed in such forward-looking statements. Such factors include, among others: the actual results of current exploration activities; conclusions of economic evaluations; changes in project parameters as plans to continue to be refined; possible variations in ore grade or recovery rates; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing; and fluctuations in metal prices. There may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. Any forward-looking statement speaks only as of the date on which it is made and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to update any forward-looking statement, whether as a result of new information, future events or results or otherwise. Forward-looking statements are not guarantees of future performance and accordingly undue reliance should not be put on such statements due to the inherent uncertainty therein.

Additional Disclosure for Venture Issuers without Significant Revenue

The components of exploration and evaluation assets capitalized in the statement of financial position and of exploration and evaluation expenditures charged to profit or loss are described in Note 8 of the accompanying Financial Statements. The details of general and administrative expenses are included in the consolidated statements of loss and comprehensive loss in the accompanying Financial Statements.

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

The authorized share capital of the Company consists of an unlimited number of common shares and an unlimited number of preferred shares without par value.

The Company's issued and outstanding share capital at the date of this MD&A is:

	Common Shares Issued and Outstanding	Common Share Purchase Warrants	Stock Options
Balance March 31, 2015, and at the date of this MD&A	**19,537,074**	**6,000,000**	**1,800,000**

Risks

In addition to the risks noted above in the "Financial instruments and Related Risks" section, should be given special consideration when evaluating trends, risks and uncertainties relating to the Company's business.

The Company is subject to risks and challenges similar to other companies in a comparable stage of development. Mineral exploration is subject to a high degree of risk, which a combination of experience, knowledge, and careful evaluation may fail to overcome. Exploration activities seldom result in the discovery of a commercially viable mineral resource. Exploration activities require significant cash expenditures. The Company will therefore require additional financing to carry on its business and such financing may not be available when it is needed. The further development and exploration of the Company's projects depends upon the Company's ability to obtain financing through equity financing, joint ventures, debt financing, or other means. There is no assurance that the Company will be successful in obtaining required financing as and when needed. Volatile markets for precious and base metals may make it difficult or impossible for the Company to obtain equity financing or debt financing on favorable terms or at all. Failure to obtain additional financing on a timely basis may cause the Company to postpone its exploration plans, forfeit rights in some or all of its properties or reduce or terminate some or all of its operations.

The Company's certifying officers, based on their knowledge, having exercised reasonable diligence, are also responsible to ensure that these filings do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, with respect to the period covered by these filings, and these financial statements together with the other financial information included in these filings. The Board of Directors'' approves the Financial Statements and the MD&A and ensures that management has discharged its financial responsibilities. The Board's review is accomplished principally through the Audit Committee, which meets periodically to review all financial reports prior to filing.

Other Information

Additional information relating to the Company is available for viewing on SEDAR at www.sedar.com.