Management's Discussion and Analysis

Nine Month Period Ended
September 30, 2019

(Expressed in Canadian Dollars)

Report Date – November 18, 2019

INTRODUCTION

The following Management's Discussion & Analysis ("MD&A") is intended to assist in the understanding of the trends and significant changes in the financial condition and results of operations of Volt Energy Corp. ("Volt" or the "Company") for the nine month period ended September 30, 2019. It should be read in conjunction with condensed interim consolidated financial statements for the nine month period ended September 30, 2019 and the audited annual consolidated financial statements for the year ended December 31, 2018 and the notes thereto.

The following information includes financial information derived from the financial statements of the Company, which have been prepared in accordance with International Financial Reporting Standards (IFRS). All financial results are reported in Canadian dollars.

The Company's head office is located at 1090 Hamilton Street, Vancouver, BC V6B 2R9. Additional information relating to the Company can also be found on the SEDAR website at www.sedar.com.

FORWARD LOOKING STATEMENTS

This document contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to as "forward-looking statements"). 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," "planned," "budget," "scheduled," "estimates," "continues," "forecasts," "projects," "predicts," "intends," "anticipates" or "does not anticipate," or "believes," or variations of such words and phrases, or statements that certain actions, events or results "may," "could," "would," "should," "might" or "will" be taken, occur or be achieved.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any of our future results, performance or achievements expressed or implied by the forward-looking statements; consequently, undue reliance should not be placed on forward-looking statements.

Management believes the primary risk factors have been identified in the Risks and Uncertainties section of this document.

Forward-looking statements are based on a number of assumptions that may prove to be incorrect, including, but not limited to, assumptions about:

- general business and economic conditions;
- the potential mineralization and geological merits of the of the Lac Saint Simon lithium property
- the availability of equity and other financing on reasonable terms;
- our ability to procure equipment and operating supplies in sufficient quantities and on a timely basis;
- our ability to attract and retain skilled labour and staff; and

We caution you that the foregoing lists of important risk factors and assumptions are not exhaustive. Events or circumstances could cause our actual results to differ materially from those estimated or projected and expressed in, or implied by, these forward-looking statements. We undertake no obligation to update publicly or otherwise revise any forward-looking statements or the foregoing list of factors, whether as a result of new information or future events or otherwise, except as may be required under applicable laws.

DESCRIPTION OF BUSINESS AND REVIEW

Volt is a Canadian energy company continued under the Business Corporations Act (British Columbia) on December 30, 2010, and its common shares are listed for trading on the TSX Venture Exchange (the "TSXV") under the symbol **"VOLT"**.

On February 1, 2018, Volt transferred its oil and gas properties and related reclamation liabilities in southeastern Saskatchewan and $75,000 in cash to Roughrider Capital Corp. ("Roughrider"), its wholly-owned subsidiary. The Company completed a plan of arrangement under the Business Corporations Act (British Columbia) (the "Arrangement") with Volt's securityholders on March 13, 2018 wherein, among other things, Volt (i) consolidated its common shares (the "Common Shares") on a four (old) to one (new) basis, (ii) re-classified and re-designated the Common Shares as "Class A common shares" (the "Class A Shares"), (iii) created a new class of common shares of the Company (the "New Volt Shares"), and (iv) distributed to the shareholders of the Company (A) one New Volt Share for every one Class A Share held and (B) two common shares of Roughrider for every one Class A Share held.

All share and per share amounts in the MD&A have been restated to reflect the share consolidation.

The assets and liabilities that were transferred to Roughrider are classified as discontinued operations and classified on the statement of financial position as assets / liabilities held for spin-off ("Spin-Off").

The Company is now focused on adding, creating and increasing value through the acquisition, development and production of alternative energy sources such as cobalt and lithium, particularly in North America. The Company currently holds the Lac Saint Simon lithium property and has abandoned the Temiskaming & Fabre Cobalt - Silver property.

PROPOSED TRANSACTION

Volt and Tevano Payment Systems Inc. ("Tevano") entered into a letter of intent ("LOI"), dated July 17, 2019, whereby the parties proposed a business combination by way of a transaction that will constitute a reverse takeover of the Company by Tevano. Pursuant to the transaction, the Company will first apply to delist from the TSXV, then, on closing of the transaction, all of the issued and outstanding common shares of Tevano will be exchanged for common shares of the Company, which will result in Tevano becoming a wholly owned subsidiary of the Company or otherwise combining its corporate existence with a wholly owned subsidiary of the Company. The resulting issuer that will exist upon completion of the transaction will change its business from the existing business of the Company to investment in businesses that provide services to the cannabis industry and shall become listed on the Canadian Securities Exchange.

Due to insufficient market interest in the transaction, it was mutually agreed by parties to terminate the proposed transaction on September 3, 2019.

TEMISKAMING & FABRE COBALT – SILVER PROPERTY

In April 2017, the Company acquired the Temiskaming & Fabre Cobalt - Silver property (the "TFC Property") located in Quebec's Fabre Township in exchange for 662,500 common shares of the Company (the "Vendor Shares").

During the nine month period ended September 30, 2019, the Company incurred $1,000 in geological consulting fee on the TFC Property. These expenditures were related to claim renewals and were expensed during the period.

During the year ended December 31, 2018, the Company incurred minimal expenditures on the TFC Property and did not file the necessary claim renewals to keep the project in good standing. Accordingly, the Company recorded a write-off of exploration and evaluation assets of $398,885.

LAC SAINT SIMON LITHIUM PROPERTY

In June 2017, the Company acquired the Lac Saint Simon Lithium property (the "LSS Property") located in west-central Quebec from AgraFlora Organics International Inc. (CSE: AGRA). in exchange for 625,000 common shares of the Company.

<u>About the LSS Property</u>

The LSS Property is located approximately 2km from the boundary of Nemaska Lithium's (TSX:NMX) Whabouchi Project ("Whabouchi") and is roughly 480 hectares in size. According to Nemaska, Whabouchi is one of the most important spodumene lithium hard rock deposits in the world both in volume and grade. A Mineral Reserve estimate prepared by Met-Chem using the updated Mineral Resource block model suggests that Whabouchi hosts an estimated 20 million tonnes of Proven and Probable Reserves with a grade of 1.53% Li2O Open Pit and 7.3 million tonnes of Proven and Probable Reserves with a grade of 1.28% Li2O Underground. The mineralization hosted on the Whabouchi property is not necessarily indicative of the mineralization hosted on the Company's LSS Property. The bedrock geology of the LSS Property is composed primarily of pink granite with pegmatites and porphyritic granodiorite. Accessory amounts of amphibolite and diabase have been mapped on the LSS Property. All geological information is based on data available for download by the Quebec government and not by the Company.

The most prospective geology appears to be pegmatites set within the pink granite. Generally, lithium mineralization in the region has been concentrated in pegmatites, with Whabouchi being the classic example. Historically, Tuscana Lithium completed a NI 43-101 technical report on their Abigail property, which covered a large land position in the belt that went as far north as the southern boundary of the LSS Property. More recently, AGRA conducted an initial exploration program on the LSS Property and is expecting completion of an updated NI 43-101 report in short order. The technical report encompasses the preliminary reconnaissance exploration program that was conducted, along with the recently completed unmanned aerial vehicle ("UAV") geophysical survey.

During the year ended December 31, 2018, the Company reviewed the carrying value of its exploration and evaluation assets and determined there were impairment indicators present. The Company was unable to raise sufficient capital with which to explore the properties and as a result was unable to advance the development of the properties in any meaningful way. Accordingly, the Company recorded an impairment loss of $327,240 to reduce the carrying value to a nominal amount of $1 on the statement of financial position.

The Company completed a non-brokered private placement in October 2019 in order to obtain sufficient capital to maintain the LSS Property and to potentially complete some further exploration work in the 2020 work season.

OIL PROPERTIES

West Kingsford, Saskatchewan

During the year ended December 31, 2018, the Company received cash flow from its joint operations in the West Kingsford area of Saskatchewan up until the Spin-Off of Roughrider on March 13, 2018. At that point, Roughrider was deconsolidated from Volt, and the Company no longer has any oil property interests.

RESULTS OF OPERATIONS

As a result of the Spin-Off of Roughrider in March 2018, the Company classified its oil operations as discontinued operations. However, in an effort to provide easier comparability with prior periods the results of operations are being presented inclusive of discontinued operations.

<u>Three Month Period Ended September 30, 2019</u>

The Company had no sales during the three month period ended September 30, 2019 ("Current Quarter") or the three month period ended September 30, 2018 ("PY Quarter"). The Company had no income generating assets during either period.

Expenses for the Current Quarter decreased by $451,423 versus the PY Quarter due to substantial due diligence costs incurred in the PY Quarter while the Company was evaluating an acquisition.

The Company also recovered some historical overpayments incurred in connection with the oil assets that were spun out to Roughrider. It was discovered that the Operator of the oil wells had overcharged the Company for certain operating and battery-related costs. The overcharged amounts have been determined and repaid, and the matter has now been resolved.

<u>Nine Month Period Ended September 30, 2019</u>

Oil sales, net of royalties, during the nine month period ended September 30, 2019 ("Current Period") decreased to $Nil from $46,522 during the nine month period ended September 30, 2018 ("PY Period"). The 100% decrease is attributed to the disposal of all of the Company's oil interests through the Spin-Off of Roughrider on March 13, 2018.

Expenses for the Current Period decreased by $408,876 versus the PY Period due to substantial due diligence costs incurred in the PY Period while the Company was evaluating an acquisition..

Other income items decreased by $218,195 due to the gain on spin-off of Roughrider Capital Corp. which occurred in the PY Period. This figure was partially offset by a historical cost recovery in the Current Period for $40,906 that related to the Company's oil interests that were spun out to Roughrider.

SELECTED ANNUAL INFORMATION

The Company's functional and presentation currency is the Canadian Dollar for all years presented.

	2018	2017	2016
	($)	($)	($)
Oil sales, net of royalties	46,522	271,266	234,169
Other items	(436,339)	499	130
Expenses	781,243	494,313	329,698
Net loss	(1,171,060)	(224,854)	(97,256)
Net loss per share from continuing operations – basic and diluted	(0.11)	(0.01)	(0.02)
Net loss per share from discontinued operations - basic and diluted	(0.01)	(0.02)	-
Total assets	115,320	1,468,571	637,174
Total long-term liabilities	-	118,810	122,404
Cash dividends	-	-	-

SELECTED QUARTERLY INFORMATION

The following table summarized the results of operations for the eight most recent quarters.

	Three month period ended			
	Sep 30 2019	Jun 30 2019	Mar 31 2019	Dec 31 2018
	($)	($)	($)	($)
Oil sales, net of royalties	-	-	-	-
Expenses	20,035	116,096	34,512	36,563
Other items	40,906	-	-	(695,440)
Net income (loss)	20,871	(116,096)	(34,512)	(732,003)
Net loss per share	0.00	(0.01)	(0.00)	(0.08)

	Three month period ended			
	Sep 30 2018	Jun 30 2018	Mar 31 2018	Dec 31 2017
	($)	($)	($)	($)
Oil sales, net of royalties	-	-	46,522	71,443
Expenses	471,458	59,337	213,885	160,263
Other items	-	565	258,536	(206)
Net income (loss)	(471,458)	(58,772)	91,173	(89,026)
Net loss per share	(0.04)	(0.01)	0.01	(0.01)

SELECTED QUARTERLY INFORMATION (continued)

Notes on Material Quarterly Variations:

September 30, 2019 – reported an increase in other items which included a recovery of historical operating costs related to the oil assets that were spun out to Roughrider in 2018.

June 30, 2019 – reported an increase in expenses due to the grant of 1,000,000 incentive stock options with a fair value of $58,200.

December 31, 2018 – reported an increase in expenses due to the impairment and abandonment charges recorded against the Company's exploration and evaluation assets.

September 30, 2018 – reported an increase in expenses due to additional professional and consulting fees incurred while performing due diligence on a proposed business merger.

June 30, 2018 – reported no revenue in the period due to the Spin-Off of the Company's producing oil assets in March 2018.

March 31, 2018 – the interim MD&A previously recorded a net income of $91,173 for the quarter due to incorrectly recording gain on spin out of $258,536 at quarter end. This was subsequently adjusted to the final gain of $289,221 and reallocated to the fourth quarter of 2018 as income, which is reflected in the table above.

COMMITMENTS

As at September 30, 2019, the Company had no commitments.

OFF-BALANCE SHEET ARRANGEMENTS

The Company did not enter into any off-balance sheet arrangements during the period ended September 30, 2019.

SUBSEQUENT EVENTS

Subsequent to September 30, 2019:

a) the Company issued 775,000 incentive stock options to directors of the Company. The options are exercisable at $0.05 per share for a period of five years from the date of grant.

b) the Company completed a non-brokered private placement wherein it issued 5,900,000 common shares at $0.03 per share for gross proceeds of $177,000. No finder's fees were paid in connection with the offering.

c) a total of 400,000 incentive stock options expired without being exercised.

OUTSTANDING SHARE DATA

As at the Report Date, the Company had 17,997,849 common shares outstanding.

As at the Report Date, the Company had stock options outstanding as follows:

Expiry Date	Number of Options	Exercise Price
		($)
May 2, 2024	600,000	0.07
October 10, 2024	775,000	0.05
	1,375,000	0.06

RELATED PARTIES TRANSACTIONS

Key management includes the Chief Executive Officer ("CEO"), Chief Financial Officer ("CFO"), directors and companies controlled by them. The Company incurred the following transactions with key management of the Company during the nine month periods ended September 30, 2019 and 2018.

***Key management compensation* [1]**

	2019	2018
	($)	($)
Management and director fees paid or accrued to J. Lewis Dillman, CEO of the Company, or a corporation controlled by the CEO	9,000	9,000
Professional and director fees paid or accrued to Sean McGrath, CFO of the Company, or a corporation controlled by the CFO	39,000	66,774
Director fees paid or accrued to Stephen Polakoff, a director of the Company	-	9,000
Director and consulting fees paid or accrued to David Parry, a former director of the Company, or corporations controlled by David Parry	-	83,812
Director fees paid or accrued to Karl Marek, a director of the Company	-	8,000
	48,000	176,586

Other related party transactions

	2019	2018
	($)	($)
Mineral royalties paid or accrued to J. Lewis Dillman, CEO of the Company	-	398

As at September 30, 2019, a total of $24,814 (December 31, 2018 - $20,000) was included in accounts payable and accrued liabilities owing to the directors of the Company for management and director fees.

As at September 30, 2019, a total of $Nil (December 31, 2018 - $35,229) was included in accounts payable and accrued liabilities as owing to a corporation that shares management in common pursuant to a short term non-interest bearing loan that is repayable on demand.

LIQUIDITY

The Company's cash position decreased to $386 on September 30, 2019 from $105,330 on December 31, 2018. In addition, working capital decreased to a $37,717 deficiency from a $33,820 surplus on December 31, 2018. These declines were a result of the disposal of the Company's cash generating oil interests through the Spin-Off of Roughrider.

In February 2018, Company transferred all of its oil properties to Roughrider, and then subsequently completed a plan of arrangement wherein it distributed all of the shares of Roughrider to the shareholders of the Company. As a result, the Company's business focus moving forward is to acquire and explore energy metal properties of merit. The Company has limited financial capital and no current source of revenues, and this casts significant doubt upon the going concern assumption. The Company's continuation as a going concern is dependent upon its ability to raise equity capital or borrowings sufficient to meet current and future obligations. If for any reason, the Company is unable to maintain cash flows and continue as a going concern, then this could result in adjustments to the amounts and classifications of assets and liabilities in the Company's consolidated financial statements and such adjustments could be material.

The Company completed an equity placement for cash proceeds of $177,000 in October 2019. (Refer to **Subsequent Events**)

OUTLOOK

During 2018, the Company divested itself of its oil assets and began to focus on other energy related commodities such as cobalt and lithium. In furtherance of this, the Company acquired the Lac Saint Simon lithium property. The junior resource markets have not been well received over the last two years however, and management has not had much success accessing the equity markets to generate capital for exploration on its projects. Accordingly, the Company has been in a care and maintenance mode in an effort to preserve what capital it has, while continuing to identify and evaluate new projects of merit.

CAPITAL MANAGEMENT

The Company's policy is to maintain a strong capital base so as to maintain investor and creditor confidence and to sustain future development of the business. The capital structure of the Company consists of long-term debt and equity, comprising share capital, net of accumulated deficit.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may attempt to issue new shares, issue debt and acquire or dispose of assets.

The Company is not subject to any externally imposed capital requirements.

There have been no changes to the Company's approach to capital management during the period ended September 30, 2019.

RISKS AND UNCERTAINTIES

The Company is in the energy exploration and development business and as such is exposed to a number of risks and uncertainties that are not uncommon to other companies in the same business. Exploration for and development of mineral properties involves a high degree of risk, and the cost of conducting programs may be substantial and the likelihood of success is difficult to assess.

Beyond exploration risk, management is faced with other possible risks which include the following:

Financial Market Risk

The Company is in part dependent on the equity markets as a source of capital for making acquisitions or completing exploration programs. Accordingly, the Company's capital resources and ability to make acquisitions or incur exploration expenditures are largely determined by the strength of the resource markets and by the status of the Company's projects in relation to these markets, and its ability to compete for the investor support of its projects.

Title Risk

The Company has investigated its right to explore and exploit its properties and, to the best of its knowledge, there are no known encumbrances. However, the results of the Company's investigations should not be construed as a guarantee of title.

Environmental Risk

The Company seeks to operate within environmental protection standards that meet or exceed existing requirements in the country in which the Company operates. Present or future laws and regulations, however, may affect the Company's operations. Future environmental costs may increase due to changing requirements or costs associated with exploration and the developing, operating and reclamation of mineral properties. Programs may also be delayed or prohibited in some areas.

Value Risk

There is no material risk as the Company has impaired the value of its exploration and evaluations to $1 as at September 30, 2019.

Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, then actual results may vary materially from those described on forward-looking statements.

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the accompanying consolidated financial statements.

CRITICAL ACCOUNTING ESTIMATES

The preparation of the Company's consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates. The following areas required a significant degree of estimation and judgment:

Carrying value and the recoverability of exploration and evaluation assets

Management has determined that exploration, evaluation and related costs incurred which were capitalized may have future economic benefits and may be economically recoverable. Management uses several criteria in its assessments of economic recoverability and probability of future economic benefits including geologic and other technical information, history of conversion of mineral deposits with similar characteristics to its own properties to proven and probable mineral reserves, scoping and feasibility studies, accessible facilities and existing permits.

Exploration and evaluation expenditures

The application of the Company's accounting policy for exploration and evaluation expenditures requires judgment to determine whether future economic benefits are likely, from either future exploitation or sale, or whether activities have not reached a stage that permits a reasonable assessment of the existence of reserves.

ADDITIONAL INFORMATION

Additional information concerning the Company can be accessed on SEDAR.

CORPORATE INFORMATION

Directors:	Sean McGrath J. Lewis Dillman Ken Brophy
Officers:	J. Lewis Dillman - CEO Sean McGrath - CFO
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