TRENCHANT CAPITAL CORP.
(formerly Echelon Petroleum Corp.)

MANAGEMENT'S DISCUSSION AND ANALYSIS

for the Nine and Three Months ended December 31, 2016 and 2015

Management's discussion and analysis ("MD&A) is prepared as of February 28, 2017, and provides a review of the performance of Trenchant Capital Corp. (formerly Echelon Petroleum Corp.) ("Trenchant" or the "Company") and should be read in conjunction with the Company's unaudited condensed interim financial statements for the nine months ended December 31, 2016 and audited financial statements for the year ended March 31, 2016 and related notes included therein which are prepared in accordance with International Financial Reporting Standards. This report contains discussion and analysis, which includes forward-looking statements that may differ materially from actual results achieved. All of the financial data herein has been prepared in accordance with International Financial Reporting Standards ("IFRS") and all figures are stated in Canadian dollars. Additional information on the Company is available on the SEDAR website at www.sedar.com.

FORWARD-LOOKING STATEMENTS

Certain statements contained in this document constitute "forward-looking statements". When used in this document, the words "may", "would", "could", "will", "intend", "plan", "propose", "anticipate", "believe", "forecast", "estimate", "expect" and similar expressions, as they relate to the Company or its management, are intended to identify forward-looking statements. Such statements reflect the Company's current views with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the Company's actual results, performance or achievements to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements. Given these risks and uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements. By its nature, forward-looking information involves numerous assumptions, known and unknown risks and uncertainties, both general and specific, that contribute to the possibility that the predictions, forecasts, projections and other forward-looking information will not be realized.

Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. The reader is cautioned not to place undue reliance on forward-looking information. The forward-looking information contained herein is presented for the purpose of assisting investors in understanding the Company's expected financial and operating performance and the Company's plans and objectives in making an investment decision and may not be appropriate for other purposes. All forward-looking information is expressly qualified in its entirety by this cautionary statement. The Company disclaims any obligation to update forward-looking information to reflect events or circumstances after the date of such statements, or to reflect the occurrence of anticipated or unanticipated events, except as required by law.

RISKS AND UNCERTAINTIES

Risk factors include:

- The Company has no active business.
- The Company does not have a history of earnings, nor has it paid any dividends, and will not be in a position to generate earnings or pay dividends until at least after completion of the Change of Business described herein.
- It is possible the Company may never generate earnings or be in a position to pay dividends.
- The directors and officers of the Company will only devote part of their time and efforts to the affairs of the Company.
- The Company has only limited funds available to identify and evaluate potential transactions and thereby cannot provide assurance the Company will be able to identify or complete the Change of Business or any other transaction.
- Possible tightening of the credit markets, global economic uncertainty, and counterparty risk.
- All assumptions regarding business prospects and opportunities.

Date of Report: February 28, 2017

Overall Performance

Nature of Business and Overall Performance

Trenchant Capital Corp. (formerly Echelon Petroleum Corp.) was incorporated under the British Columbia Business Corporations Act on December 17, 2009. The Company's shares are listed on the TSX Venture Exchange ("TSXV").

The Company's head office is located 33 Bay Street, Suite 630, Toronto, ON, M5H 2R2. The Company has one subsidiary, 0960128 B.C. Ltd.

In May 2011, the Company completed its qualifying transaction as a resource issuer and was engaged in the exploration and development of mineral and oil and gas natural resource properties. The Company subsequently became inactive and, in August 2015, was subject to a cease trade order issued by the British Columbia Securities Commission for failure to file financial statement, which was revoked on April 25, 2016.

On May 10, 2016, the Company changed its name to Trenchant Capital Corp. and commenced trading under the symbol "TCC.H".

The Company has announced that it is pursuing a change of business to become a Tier 2 Investment Issuer on the TSXV (the "Change of Business").

On October 28, 2016, the Company signed a loan agreement with Waiward Investments Limited Partnership to loan up to a maximum of $20,000,000 to Waiward Investments Limited Partnership on or before November 30, 2016. To fund this loan, the Company engaged Industrial Alliance Securities Inc. for a proposed best efforts unit offering to raise up to $20,000,000.

The engagement terminated on December 31, 2016, the proposed offering not having completed.

The Company is currently working to restructure the offering and the loan.

During the nine months ended December 31, 2016, the Company incurred $187,888 costs in relation to this offering.

These condensed consolidated interim financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operations for the foreseeable future and will be able to realize its assets and discharge its liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. The Company's continuation as a going concern is dependent upon its ability to attain profitable operations and generate funds therefrom and/or raise equity capital or borrowings sufficient to meet current and future obligations. These factors indicate the existence of a material uncertainty that may cast substantial doubt about the Company's ability to continue as a going concern. Management intends to finance operating costs over the next twelve months from loans from related parties and or the private placement of common shares.

The financial data for the nine months ended December 31, 2016 and December 31, 2015 have been prepared in accordance with IFRS. All figures are stated in Canadian dollars.

Selected Financial Information

	For the nine months ended December 31, 2016	**For the nine months ended December 31, 2015**
Total revenues	$ -	$ -
Comprehensive income (loss)	(101,165)	(31,332)
Basic and diluted net loss per common share	(0.01)	(0.06)
Current assets	488,218	2,618
Total assets	488,218	2,618
Current liabilities	87,915	158,382
Share capital & contributed surplus	4,454,676	3,794,676
Deficit	(4,054,373)	(3,950,440)

Results of Operations

Expenses	**For the nine months ended December 31, 2016**	**For the nine months ended December 31, 2015**
Consulting and management fees	$ -	$ 7,954
General and administrative	15,512	7,885
Business development	53,011	-
Professional fees	8,756	2,439
Transfer agent and filing fees	23,886	1,663
Travel and promotion	-	11,391
	101,165	31,332
Net and comprehensive (loss)	$ (101,165)	$ (31,332)

Nine months ended December 31, 2016

The Company has not yet generated revenue to date and has reported net losses since inception. The net loss was $101,165 for the nine months ended December 31, 2016 (December 31, 2015 – $31,332). The loss in the nine months ended December 31, 2016, was primarily the result of professional fees of $8,756 (December 31, 2015 - $2,439) and business development costs of $53,011 (December 31, 2015 - $Nil). Management is spending considerable time pursuing a change in business, negotiating agreements and securing financing. Transfer agent and filing fees were $23,886 (December 31, 2015 - $1,663). General and administrative expenses were $15,512 (December 31, 2015 - $7,885). There were $Nil consulting fees in the nine months ended December 31, 2016 compared to $7,954 for the same period last year.

Expenses were higher in the nine months ended December 31, 2016 because the Company is pursuing a change in business while being largely inactive in the prior period.

Three months ended December 31, 2016

The net loss was $3,978 for the three months ended December 31, 2016, (December 31, 2015 - $9,700). The primary expenses in the current period was business development of $20,917 (December 31, 2015 - $Nil), and professional fees of $(35,033), (December 31, 2015 - $Nil) which were re-stated to deferred financing costs due to the activities associated with the Change of Business, the Loan Agreement and the Offerings,.

Dividend Report & Policy

The Company has not paid any dividends to date. The Company intends to retain its future earnings, if any, for use in its business and does not expect to pay dividends on its shares in the foreseeable future.

Summary of Quarterly Results

The following is a summary of the Company's financial results for the eight most recently completed quarters. The financial data has, except as referred to in the footnotes to this summary, been prepared in accordance with IFRS and all figures are stated in Canadian dollars.

For the Quarterly Periods ended:		**December 31, 2016**	**September 30, 2016**	**June 30 2016**	**March 31, 2016**
Total Revenues		-	-	-	-
Net and comprehensive income (loss) for the period		(3,978)	(21,083)	(76,103)	6,932[1]
Loss per share, basic and diluted		(0.00)	(0.00)	(0.01)	0.00

For the Quarterly Periods ended:		**December 31 2015**	**September 30 2015** -	**June 30, 2015**	**March 31, 2015**
Total Revenues		-	-	-	-
Net and comprehensive income (loss) for the period		(9,700)	(4,530)	(17,102)	(52,947)[2]
Income (loss) per share, basic and diluted		(0.02)	(0.00)	(0.10)	(0.00)

1. The Company's loss for the period includes non-cash items of a gain from the settlement of a creditor debt of $21,332, settlement of debt with a director of $12,500 and foreign exchange gains of $11,000.
2. The Company's loss for the period includes transfer agent and filing fees of $16,012 and professional fees of $14,342. There were no non-cash items.

Financial Condition, Liquidity and Capital Resources

The Company has total assets of $488,218 (March 31, 2016 - $6,555). The primary assets of the Company are cash of $289,199 (March 31, 2016 - $2,053), GST receivables of 11,131 (March 31, 2016 – $4,502), and financing costs of $187,888 (March 31, 2016 - $Nil). The Company has working capital of $400,303 (March 31, 2016 – ($154,032)).

At December 31, 2016, the Company had not yet achieved profitable operations, and had accumulated a deficit of $4,054,373 (March 31, 2016 - $3,953,208).

On April 15, 2016, the Company issued 1,000,000 common shares at $0.06 per share to settle a debt of $60,000 and 10,000,000 common shares at $0.06 per share for proceeds of $600,000. No fees were incurred for this financing.

The Company has executed an agreement with Hillcore Group Ltd. pursuant to which the Company will loan a minimum of $5,000,000 and a maximum of $20,000,000 to the Hillcore Group, or to one of its portfolio companies. The Company plans to fund the loan through an offering of convertible debentures, and also plans to issue $3,500,000 in convertible preferred shares to provide working capital for due diligence on additional potential investments and to satisfy the minimum listing requirements of the TSXV for a Tier 2 Investment Issuer

The Company's ability to continue as a going concern is dependent upon its ability to complete the Change of Business, Loan Agreement and related Offerings, generate future profitable operations and raise further capital, the success of which cannot be assured.

As at December 31, 2016, the Company did not have any contractual obligations.

Off Balance Sheet Arrangements

There are no off-balance sheet arrangements to which the Company is committed.

Transactions with Related Parties

As at December 31, 2016 the Company had amounts payable to the CEO and a company controlled by him in the amount of $Nil (March 31, 2016 - $91,726) for re-imbursement of various corporate expenses, ($60,000 of which was settled in a shares for debt settlement); a director, $115 (March 31, 2016 - $4,769) for re-imbursement of expenses, and CFO, in the amount of $1,846 (March 31, 2016 - $14,175) for professional fees. These amounts are due to related parties and included in accounts payable and accrued liabilities.

These amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

Key management personnel compensation

	Nine months ended	
	December 31, 2016	**December 31, 2015**
CFO	4,500	4,500

Critical Accounting Estimates

As disclosed in the Company's annual audited financial statements for the years ended March 31, 2016 and 2015 (as are filed and reviewable on SEDAR (www.sedar.com)) the Company has no other critical accounting estimates.

Changes in Accounting Policies

There are no accounting policies that the Company has adopted, other than what was disclosed in the annual audited financial statements for the year ended March 31, 2016.

Critical Risk Factors

Risk of failure to complete the Change of Business, Loan Agreement and related Offerings.

The Company is limited in financial resources and has no assurance that additional funding will be available to it to complete and fund the Change of Business, Loan Agreement and related Offerings.

Risk of Exchange Listing

The Company has no assurance that it can satisfy the minimum listing requirements of the TSXV for a Tier 2 Investment Issuer and resume trading.

Financial risk and capital management

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in a bank account. The cash is deposited in a bank account held with a major bank in Canada. As the Company's cash is held by one bank there is a concentration of credit risk. This risk is managed by using a major bank that is a high credit quality financial institution as determined by rating agencies.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has not advanced its assets to commercial production and is not able to finance day to day activities through operations. The Company's continuation as a going concern is dependent upon the successful results from its exploration activities and its ability to attain profitable operations and generate funds therefrom and/or raise equity capital or borrowings sufficient to meet current and future obligations. These factors indicate the existence of a material uncertainty that may cast substantial doubt about the Company's ability to continue as a going concern. Management intends to finance operating costs over the next twelve months from existing working capital and or the private placement of common share.

Historically, the Company's sole source of funding has been the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding. Liquidity risk is assessed as high.

The Company's non-derivative financial liabilities at December 31, 2016, which include accounts payable, are due within one year.

	Within one year	**Between one and five years**	**More than five years**
Accounts payable	$ 87,915	$ -	$ -

Foreign exchange risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. At December 31, 2016, there is no foreign currency exposure because there are no liabilities denominated in foreign currencies. This risk is considered minimal.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's cash on hand is subject to minimal interest rate risk.

Market risk

The Company is subject to normal market risks including fluctuations in foreign exchange rates and interest rates. While the Company manages its operations in order to minimize exposure to these risks, the Company has not entered into any derivatives or contracts to hedge or otherwise mitigate this exposure.

Dependence on key personnel

The Company has a small management team and the loss of a key individual or the inability to attract suitably qualified personnel in the future could materially and adversely affect the Company's business.

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 equity, comprising share capital and working capital. There were no changes in the Company's approach to capital management during the year. The Company is not subject to any externally imposed capital requirements.

Classification of financial instruments

Financial assets included in the statement of financial position are as follows:

	December 31, 2016	March 31, 2016
Cash	$ 289,199	$ 2,053

Financial liabilities included in the statement of financial position are as follows:

	December 31, 2016	March 31, 2016
Non-derivative financial liabilities:		
Accounts payable	$ 87,915	$ 160,587

Fair value

The fair value of the Company's financial assets and liabilities approximates the carrying amount.

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

Financial instruments classified as level 1 – quoted prices in active markets include cash.

Disclosure of Outstanding Share Data

Authorized: Unlimited common shares without par value

On April 15, 2016, the Company issued 1,000,000 common shares at $0.06 per share to settle a debt of $60,000 and 10,000,000 common shares at $0.06 per share for proceeds of $600,000. No fees were incurred for this financing.

Refer to the Company's news release dated April 15, 2016 for further details on the debt settlement and private placement.

Issued - As of the date of this MD&A the following Shares, incentive stock options and warrants were outstanding:

Common Shares – 11,535,884
Incentive Stock Options – Nil
Warrants – Nil

Other Information and Board Approval

Additional information about the Company is available on SEDAR at www.sedar.com. This MD&A has been reviewed and approved by the Board of Directors of the Company.