MANAGEMENT'S DISCUSSION AND ANALYSIS
OF
FINANCIAL CONDITION AND RESULTS OF OPERATIONS

FOR THE SIX MONTHS ENDED MARCH 31, 2018

The following Management's Discussion and Analysis ("MD&A") provides a review of the financial condition and results of operations of Gencan Capital Inc. (the "Company") for the six months ended March 31, 2018. This MD&A should be read in conjunction with the Company's unaudited condensed interim financial statements and notes thereto for the six months ended March 31, 2018, and the audited financial statements and notes thereto and annual MD&A for the fiscal year ended September 30, 2017, which can be found on SEDAR at www.sedar.com.

In this document and in the Company's unaudited condensed interim financial statements, unless otherwise noted, all financial data is prepared in accordance with International Financial Reporting Standards ("IFRS"). All amounts, unless specifically identified as otherwise, both in the unaudited condensed interim financial statements and this MD&A, are expressed in Canadian dollars.

MD&A contains forward-looking statements, including statements concerning possible or assumed future results of operations of the Company. Forward-looking statements typically involve words or phrases such as "believes", "expects", "anticipates", "intends", "foresees", "estimates" or similar expressions. Forward-looking statements involve risks, uncertainties and assumptions, as described from time to time in the Company's reports and filed with securities commissions in Canada, which could cause actual results to differ materially from future results expressed or implied by such forward-looking statements. In addition, the Company expressly disclaims any obligation to publicly update or alter its previously issued forward-looking statements.

The discussion and analysis in this MD&A is based on information available to management as of May 24, 2018.

THE COMPANY

The Company is a Canadian Company operating in Canada with significant interests in solar energy generation equipment located in Cambridge, Ontario, Canada.

On October 30, 2015, pursuant to a Plan of Arrangement between the Company and Genterra Capital Inc. ("GCI"), the Company was spun-off as a public company and it shares were listed on the Canadian Securities Exchange under the symbol "GCA". GCI currently retains a 78% controlling interest in the Company.

The business objective of the Company is to create and maximize shareholder value through its business operations.

A Feed-In Tariff ("FIT") Program was developed for the Province of Ontario to encourage and promote greater use of renewable energy sources including on-shore wind, waterpower, renewable biomass, biogas, landfill gas and solar photovoltaic (PV) for electricity generating projects in Ontario. The fundamental objective of the FIT Program, in conjunction with the *Green Energy and Green Economy Act, 2009 (Ontario)* and Ontario's Long Term Energy Plan, 2010, is to facilitate the increased development of renewable generating facilities of varying sizes, technologies and configurations via a standardized, open and fair process.

The FIT Program was open to projects with a rated electricity generating capacity greater than 10 kilowatts (kW) and generally up to 500 kW.

The Company through Highroad Estates Inc. ("Highroad"), of which certain directors and officers are also directors and officers of the Company, entered into a FIT Contract with the Ontario Power Authority (now the Independent Electricity System Operator "IESO") for a solar PV rooftop facility at GCI's property located at 450 Dobbie Drive, in Cambridge, Ontario to supply the energy produced by the facility to the local utility. Highroad also entered into an agreement with Endura Energy Project Corp. ("Endura") for the Company to install the solar energy generation equipment on the roof of the 450 Dobbie Drive property. Highroad manages the project operation on behalf of the Company.

Endura, which designs, builds and consults on the development of medium and large scale solar energy systems, completed the design and construction of the Company's rooftop solar PV system which began commercial operation on August 18, 2014. The Company's solar rooftop PV system is located in a commercial urban area where the power is needed most and mitigates the need for the transport and distribution of electricity from distant parts of the province.

The Company's installed solar power provides enough energy to power approximately 100 average homes and reduces carbon emissions equivalent to planting 450 trees each year.

The Company's rooftop solar energy generation equipment consists of 2,795 solar panels with a modular tilt of 20 degrees and an azimuth of 15 degrees east of south. The total size of the system is 726.7 kW DC capacity with a maximum of 500.0 kW AC production.

Revenue is earned under a twenty year FIT Program Contract with the IESO at a rate of $0.635 per kWh delivered to the local utility provider. In contrast, contracts awarded by the IESO, under the fifth and final iteration of the FIT Program, for a similar size system as the Company's was at $0.207 per kWh.

OUTLOOK

The Company's primary asset is its significant investment in a Renewable Power Solar PV Rooftop System.

The Company provides an opportunity to invest in hard asset investments, managed by an experienced team with a successful track record. Management is currently evaluating potential prospects for the Company.

RESULTS OF OPERATIONS

Summary of Quarterly Results

	2018		2017				2016	
	Q2	Q1	Q4	Q3	Q2	Q1	Q4	Q3
Revenue	**$ 75,071**	**$ 66,842**	**$149,165**	**$176,570**	**$ 75,975**	**$ 72,578**	**$194,341**	**$193,934**
Net income (loss)	**(40,248)**	**(35,437)**	**18,261**	**44,567**	**(40,354)**	**(31,574)**	**53,333**	**53,691**
Income (loss) per share	$ (0.00)	$ (0.00)	$ 0.00	$ 0.00	$ (0.00)	$ (0.00)	$ 0.00	$ 0.00

"Q1" refers to the three months ended December 31; "Q2" refers to the three months ended March 31; "Q3" refers to the three months ended June 30; "Q4" refers to the three months ended September 30; "2018", "2017" and "2016" refer to the twelve month fiscal years ending September 30, 2018, 2017 and 2016.

RESULTS FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2018 AND 2017

	Three Months Ended March 31			Six Months Ended March 31		
	2018	2017	Change	2018	2017	Change
Revenue						
Solar energy generation	$ 75,071	$ 75,975	$ -904	$ 141,913	$ 148,553	$ -6,640
	75,071	75,975	-904	141,913	148,553	-6,640
Expenses						
Operating costs	23,514	24,197	-683	46,990	44,676	+2,314
Administrative and general	58,850	54,284	+4,566	102,512	96,382	+6,130
Interest	20,298	25,229	-4,931	41,047	51,019	-9,972
Amortization	27,168	27,168	-	54,336	54,336	-
	129,830	130,878	-1,048	244,885	246,413	-1,528
Loss before income taxes	(54,759)	(54,903)	+144	(102,972)	(97,860)	-5,112
Income tax recovery	(14,511)	(14,549)	+38	(27,287)	(25,932)	-1,355
Net loss	$ (40,248)	$ (40,354)	$ +106	$ (75,685)	$ (71,928)	$ -3,757

Review of Results for the Three and Six Months ended March 31, 2018 and 2017

Solar Energy Production

Total kW hours delivered for the three and six months ended March 31, 2018 and 2017 are as follows:

	Three Months Ended March 31			Six Months Ended March 31		
	2018	2017	Change	2018	2017	Change
kW hours produced	118,500	120,000	-1,500	223,500	234,000	-10,500
			-1%			-4%

Solar Energy Generation Revenue

The solar energy generation revenue represents revenue earned from the solar energy generation equipment located on the roof of a building owned by GCI, which is located in Cambridge, Ontario. Solar energy generation revenue is seasonal with the highest levels of production experienced during the summer months when there is more sunlight available to the solar panels.

During the three and six months ended March 31, 2018 compared 2017, the Company produced approximately 1% and 4% less electricity respectively and consequently revenue decreased by a similar percentage.

	Three Months Ended March 31			Six Months Ended March 31		
	2018	2017	Change	2018	2017	Change
Solar energy revenue	$ 75,071	$ 75,975	-904	$ 141,913	$ 148,553	-6,640
			-1%			-4%

Operating Costs

Operating costs for the solar energy generation equipment includes insurance, maintenance and rent charges for the rental of the roof where the solar energy generation equipment is located.

The differences in operating costs for the three and six months ended March 31, 2018 compared to 2017 was due to changes in maintenance costs.

	Three Months Ended March 31			Six Months Ended March 31		
	2018	2017	Change	2018	2017	Change
Operating costs	$ 23,514	$ 24,197	-683	$ 46,990	$ 44,676	+2,314

Administrative and General Expenses

Administrative and general expenses include management fees paid to Highroad to manage the Company's solar energy generation operation, audit fees, legal fees, liability insurance, director's fees and shareholder related costs.

The increase in administrative and general expenses for the three and six months ended March 31, 2018 compared to 2017 was mainly due to an increase in legal and consulting fees, offset by a decrease in audit fees.

	Three Months Ended March 31			Six Months Ended March 31		
	2018	2017	Change	2018	2017	Change
Administrative and general	$ 58,850	$ 54,284	+4,566	$ 102,512	$ 96,382	+6,130

Interest Expense

Interest expense represents interest charged by GCI on the outstanding loan payable. The decrease in interest expense for the three and six months ended March 31, 2018 compared to 2017 was due to the repayment of $500,000 of principal during July 2017.

	Three Months Ended March 31			Six Months Ended March 31		
	2018	2017	Change	2018	2017	Change
Interest	$ 20,298	$ 25,229	-4,931	$ 41,047	$ 51,019	-9,972

Amortization

Amortization expense represents the amortization of the solar energy generation equipment and remained consistent for the three and six months ended March 31, 2018 compared to 2017. Amortization is provided for over the estimated useful life of the equipment being 20 years for the solar modules and racking and 10 years for the energy transformer.

	Three Months Ended March 31			Six Months Ended March 31		
	2018	2017	Change	2018	2017	Change
Amortization	$ 27,168	$ 27,168	-	$ 54,336	$ 54,336	-

Income Tax Provision

There are no differences between the Company's statutory tax rate and its effective tax rate of 26.5% for the three and six months ended March 31, 2018 compared to 2017.

	Three Months Ended March 31			Six Months Ended March 31		
	2018	2017	Change	2018	2017	Change
Loss before income taxes	$ (54,759)	$ (54,903)	+144	$ (102,972)	$ (97,860)	-5,112
Income tax recovery	(14,511)	(14,549)	+38	(27,287)	(25,932)	-1,355
Effective tax rate	26.5%	26.5%		26.5%	26.5%	

Net Loss

Net loss for the three and six months ended March 31, 2018 was $40,248 and $75,685 respectively compared to a net loss of $40,354 and $71,928 respectively for the three and six months ended March 31, 2017.

	Three Months Ended March 31			Six Months Ended March 31		
	2018	2017	Change	2018	2017	Change
Net loss	$ (40,248)	$ (40,354)	+106	$ (75,685)	$ (71,928)	-3,757

Inflation

Inflation has not had a material impact on the results of the Company's operations in its last quarter and is not anticipated to materially impact on the Company's operations during its next fiscal year.

LIQUIDITY AND CAPITAL RESOURCES

The Company's principal sources of liquidity are cash on hand and cash flow from operations.

		March 31		September 30		
		2018		2017		Change
Working Capital						
Current assets	$	278,087	$	365,685	$	-87,598
Current liabilities		18,841		56,996		-38,155
		259,246		308,689		-49,443
Ratio of current assets to current liabilities		14.8		6.4		
Cash	$	188,364	$	247,146	$	-58,782

Working capital is primarily represented by cash and accounts receivable offset by outstanding payables and sales taxes payable relating to the solar energy generation operation.

The Company's working capital decreased by $49,443 to $259,246 as at March 31, 2018 compared to $308,689 as at September 30, 2017 due to decreased cash, accounts receivable and prepaid expenses, offset by a decrease in accounts payable.

During the six months ended March 31, 2018 the Company's cash position decreased by $58,782 to $188,364 from $247,146 as at September 30, 2017. The net decrease was due to the following:

- Operating Activities decreased cash by $17,735. This was a result of $8,396 of cash used in operations combined with an decrease of $9,339 from changes in non-cash components of working capital;

- Financing Activities decreased cash by $41,047 due to interest payments on the loan payable;

- Investing Activities did not impact cash.

The Company anticipates that it will require approximately $380,000 in order to meet its ongoing expected costs for the next twelve months. These costs include solar energy generation operating expenses, rent, insurance, fees for management and administrative services provided to the Company, audit fees, director's fees, shareholder costs, and interest expense on the loan payable. The Company expects to generate the revenue required in order to service these expenditures from its existing solar energy generation equipment.

RELATED PARTY TRANSACTIONS

The Company entered into transactions and had outstanding balances with various companies related by common ownership and management.

The transactions with related parties are in the normal course of business.

Related party transactions for the six months ended March 31, 2018 are summarized as follows:

The Company's solar energy generation project is located on the roof of a property owned by GCI which is being rented by the Company for $52,813 per annum.

The Company has an agreement with Highroad to manage its solar energy generation operation for $60,000 per annum.
The Company has an administrative services agreement with GCI for $6,000 per annum.

Under the above agreements, management fees of $30,000 were charged by and paid to Highroad and rent of $26,407 and administrative services fees of $3,000 were charged by and paid to GCI.

Director's fees of $25,000 were paid to independent directors.

Loan payable at March 31, 2018 of $2,057,970 is due to GCI on August 1, 2019 and bears interest at 4% per annum. During the six months ended March 31, 2018, $41,047 of interest was charged and paid under this loan.

SHARE DATA

The following table sets forth the Outstanding Share Data for the Company as at May 24 2018:

	Authorized	Issued
Common Shares	Unlimited	16,092,284

RISKS AND UNCERTAINTIES

The Company is subject to a number of broad risks and uncertainties including general economic conditions. In addition to these broad business risks, the Company has specific risks that it faces, the most significant of which are outlined in the Company's MD&A for the year ended September 30, 2017. **The risks and uncertainties discussed therein highlight the more important factors that could significantly affect the Company's operations and profitability. They do not represent an exhaustive list of all potential issues that could affect the financial results of the Company and are not presented in any particular order of relevance.**

There were no significant changes to these risks and uncertainties as of the date of this MD&A.

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

The Company's discussion and analysis of its results of operations and financial condition are based upon its financial statements that have been prepared in accordance with IFRS. The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses, and the disclosure of contingent assets and liabilities. Estimates and assumptions are evaluated on an ongoing basis and are based on historical and other factors believed to be reasonable under the circumstances. The results of these estimates may form the basis of the carrying value of certain assets and liabilities and may not be readily apparent from other sources. Actual results, under conditions and circumstances different from those assumed, may differ from estimates.

Notes 2, 3 and 4 of the Company's audited financial statements for the year ended September 30, 2017 and notes 2 and 3 of the Company's unaudited condensed interim financial statements for the six months ended March 31, 2018 provide a detailed discussion of the Company's significant accounting policies and application of critical accounting estimates and judgements.

FINANCIAL INSTRUMENTS, FINANCIAL RISK MANAGEMENT AND OTHER INSTRUMENTS

The Company does not utilize financial instruments such as hedging instruments to manage financial risks.

For cash and cash equivalents, accounts receivable, trade and other payables and loans and borrowings with a maturity of less than one year, fair value is not materially different from the carrying amount due to the effect of the time value of money. See Note 10 of the Company's audited financial statements for the year ended September 30, 2017 and Note 4 of the Company's unaudited condensed interim financial statements for the six months ended March 31, 2018 for a more detailed discussion and additional fair value disclosures.

Proposed Transactions

The Board regularly assesses the Company's operating performance and opportunities with a view to providing Shareholders with the opportunity to maximize the value of their Common Shares. This assessment regularly includes discussion and review of the Company's growth plans, potential acquisitions and dispositions and possible corporate transactions. The Board concluded that in order to increase Shareholder value, it would explore potential change of business opportunities for the Company. To that end and as a first step in the change of business process, the Company has signed an agreement of purchase and sale with Highroad (the "Purchase Agreement") for the sale by the Company to Highroad of the Company's renewable power solar PV rooftop assets.

In connection with the proposed sale, Corporate Valuation Services Limited, which was engaged by the Company as an independent valuator, provided the Company with an estimate of fair market value of the Photovoltaic Plant of $2,635,000. Accordingly, the consideration to be paid by Highroad to the Company for the Photovoltaic Plant is an aggregate of $2,635,000 and consists of: a) a cash payment of $577,030; and b) an assumption of the loan payable by the Company to Genterra in the amount of $2,057,970.

The Closing Date of the Transaction is expected to occur on or about July 4, 2018, following the receipt of approval of the Shareholders of the Company, and upon satisfaction of all the conditions in the Purchase Agreement.

Full details of the transaction will be included in the Company's management information circular which is expected to be mailed to Shareholders on or about June 1, 2018 for a meeting of Shareholders to be held on June 28, 2018, to consider and, if deemed advisable, to pass a special resolution approving the sale.

Off-Balance Sheet Arrangements

The Company had no off balance sheet arrangements as of March 31, 2018 and September 30, 2017.

NEW ACCOUNTING STANDARDS AND ACCOUNTING PRONOUNCEMENTS

Financial Instruments

IFRS 9, *Financial Instruments: Classification and Measurement*, introduces new requirements for the classification and measurement of financial instruments, a single forward-looking expected loss impairment model and a substantially reformed approach to hedge accounting. IFRS 9 is effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. Management is currently assessing the potential impact of the adoption of IFRS 9.

Revenue Recognition

IFRS 15, *Revenue Recognition*, provides for a single, comprehensive revenue recognition model for all contracts with customers. It contains a single principles based five step approach that an entity will apply to determine the measurement of revenue and timing of when it is recognized. The underlying principle is that an entity will recognize revenue to depict the transfer of goods or services to customers at an amount that the entity expects to be entitled to in exchange for those goods or services. It also contains new disclosure requirements. IFRS 15 is effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. Management is currently assessing the potential impact of the adoption of IFRS 15.

Leases

IFRS 16, *Leases*, introduces a new standard replacing IAS 17 Leases, which results in bringing many leases on balance sheet that are considered operating leases under IAS 17. Lessor accounting remains largely unchanged. IFRS 16 is effective for periods beginning on or after January 1, 2019, with earlier adoption permitted if IFRS 15 has also been applied. Management is currently assessing the potential impact of the adoption of IFRS 16.

ADDITIONAL INFORMATION

Additional information relating to the Company, including the Company's annual report, audited year-end financial results and unaudited quarterly financial results, can be accessed on SEDAR (www.sedar.com). For further information shareholders may also contact the Company by email at ivy@forumfinancialcorp.com.