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

FOR THE NINE MONTHS ENDED JUNE 30, 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 nine months ended June 30, 2018. This MD&A should be read in conjunction with the Company's unaudited condensed interim financial statements and notes thereto for nine the months ended June 30, 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 August 22, 2018.

THE COMPANY

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.

The Company is a Canadian Company operating in Canada, and up to July 4, 2018, held a significant interest in solar energy generation equipment located in Cambridge, Ontario, Canada.

On June 28, 2018 the Shareholders of the Company approved, at a special meeting called for this purpose, the sale to Highroad Estates Inc. ("Highroad") of which certain directors and officers are also directors and officers of the Company, the Company's solar energy generation equipment.

On July 4, 2018, pursuant to the purchase and sale agreement, the Company completed the sale of the solar energy generation equipment to Highroad for gross proceeds of $2,635,000. The sale price was satisfied with a cash payment of $577,030 and the assumption by Highroad of the loan payable to GCI of $2,057,970.

Solar 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, 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 managed the project operation on behalf of the Company up to July 4, 2018.

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 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 and provides enough energy to power approximately 100 average homes and reduces carbon emissions equivalent to planting 450 trees each year.

The 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 was earned by the Company up and until July 4, 2018 under a twenty year FIT Program Contract with the IESO at a rate of $0.635 per kWh delivered to the local utility provider.

OUTLOOK

The Board and senior management regularly assess the Company's operating performance and opportunities with a view to providing shareholders with the opportunity to maximize the value of their common shares. 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 the business process, the Company completed the shareholder approved sale of the Company's solar energy generation equipment. Management is currently evaluating potential new prospects for the Company.

RESULTS OF OPERATIONS

Summary of Quarterly Results

	2018			2017				2016
	Q3	Q2	Q1	Q4	Q3	Q2	Q1	Q4
Revenue	**$180,740**	**$ 75,071**	**$ 66,842**	**$149,165**	**$176,570**	**$ 75,975**	**$ 72,578**	**$194,341**
Net income (loss)	**44,542**	**(40,248)**	**(35,437)**	**18,261**	**44,567**	**(40,354)**	**(31,574)**	**53,333**
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 NINE MONTHS ENDED JUNE 30, 2018 AND 2017

	Three Months Ended June 30			Nine Months Ended June 30		
	2018	**2017**	**Change**	**2018**	**2017**	**Change**
Revenue						
Solar energy generation	$ 180,740	$ 176,570	$ +4,170	$ 322,653	$ 325,123	$ -2,470
	180,740	176,570	+4,170	322,653	325,123	-2,470
Expenses						
Operating costs	23,555	19,603	+3,952	70,545	64,279	+6,266
Administrative and general	48,893	43,655	+5,238	151,405	140,037	+11,368
Interest	20,523	25,509	-4,986	61,570	76,528	-14,958
Amortization	27,168	27,168	-	81,504	81,504	-
	120,139	115,935	+4,204	365,024	362,348	+2,676
Income (loss) before income taxes	60,601	60,635	-34	(42,371)	(37,225)	-5,146
Income tax expense (recovery)	16,059	16,068	-9	(11,228)	(9,864)	-1,364
Net income (loss)	$ 44,542	$ 44,567	$ -25	$ (31,143)	$ (27,361)	$ -3,782

Review of Results for the Three and Nine Months ended June 30, 2018 and 2017

Solar Energy Production

Total kW hours delivered for the three and nine months ended June 30, 2018 and 2017 are as follows:

	Three Months Ended June 30			Nine Months Ended June 30		
	2018	**2017**	**Change**	**2018**	**2017**	**Change**
kW hours produced	284,500	278,000	+6,500	508,000	512,000	-4,000
			2%			-1%

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 nine months ended June 30, 2018 compared 2017, the Company produced approximately 2% more and 1% less electricity respectively and consequently revenue changed by a similar percentage.

	Three Months Ended June 30			Nine Months Ended June 30		
	2018	2017	Change	2018	2017	Change
Solar energy revenue	$ 180,740	$ 176,570	$ +4,170	$ 322,653	$ 325,123	$ -2,470
			2%			-1%

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 nine months ended June 30, 2018 compared to 2017 was due to changes in maintenance costs.

	Three Months Ended June 30			Nine Months Ended June 30		
	2018	2017	Change	2018	2017	Change
Operating costs	$ 23,555	$ 19,603	$ +3,952	$ 70,545	$ 64,279	$ +6,266

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 nine months ended June 30, 2018 compared to 2017 was mainly due to an increase in legal fees and shareholder related costs, offset by a decrease in audit fees.

	Three Months Ended June 30			Nine Months Ended June 30		
	2018	2017	Change	2018	2017	Change
Administrative and general	$ 48,893	$ 43,655	$ +5,238	$ 151,405	$ 140,037	$ +11,368

Interest Expense

Interest expense represents interest charged by GCI on the outstanding loan payable. The decrease in interest expense for the three and nine months ended June 30, 2018 compared to 2017 was due to the repayment of $500,000 of principal during July 2017.

	Three Months Ended June 30			Nine Months Ended June 30		
	2018	2017	Change	2018	2017	Change
Interest	$ 20,523	$ 25,509	$ -4,986	$ 61,570	$ 76,528	$ -14,958

Amortization

Amortization expense represents the amortization of the solar energy generation equipment and remained consistent for the three and nine months ended June 30, 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 June 30			Nine Months Ended June 30		
	2018	2017	Change	2018	2017	Change
Amortization	$ 27,168	$ 27,168	$ -	$ 81,504	$ 81,504	$ -

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 nine months ended June 30, 2018 compared to 2017.

	Three Months Ended June 30			Nine Months Ended June 30		
	2018	2017	Change	2018	2017	Change
Income (loss) before income taxes	$ 60,601	$ 60,635	$ -34	$ (42,371)	$ (37,225)	$ -5,146
Income tax expense (recovery)	16,059	16,068	-9	(11,228)	(9,864)	-1,364
Effective tax rate	26.5%	26.5%		26.5%	26.5%	

Net Income or Loss

Net income (loss) for the three and nine months ended June 30, 2018 was $44,542 and ($31,143) respectively compared to net income (loss) of $44,567 and ($27,361) respectively for the three and nine months ended June 30, 2017.

	Three Months Ended June 30			Nine Months Ended June 30		
	2018	2017	Change	2018	2017	Change
Net income (loss)	$ 44,542	$ 44,567	$ -25	$ (31,143)	$ (27,361)	$ -3,782

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.

	June 30	September 30	
	2018	2017	Change
Working Capital			
Current assets	$ 385,688	$ 365,685	$ +20,003
Current liabilities	39,076	56,996	-17,920
	346,612	308,689	+37,923
Ratio of current assets to current liabilities	9.9	6.4	
Cash	$ 222,919	$ 247,146	$ -24,227

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 increased by $37,923 to $346,612 as at June 30, 2018 compared to $308,689 as at September 30, 2017 due to an increase in accounts receivable and a decrease in accounts payable, offset by a decrease in cash.

During the nine months ended June 30, 2018 the Company's cash position decreased by $24,227 to $222,919 from $247,146 as at September 30, 2017. The net decrease was due to the following:

- Operating Activities increased cash by $37,343. This was a result of $99,493 of cash from operations combined with a decrease of $62,150 from changes in non-cash components of working capital;
- Financing Activities decreased cash by $61,570 due to interest payments on the loan payable;
- Investing Activities did not impact cash.

With the closing of the sale of the Company's solar energy generation equipment on July 4, 2018, the Company anticipates that it will require approximately $140,000 in order to meet its ongoing expected costs for the next twelve months. These costs mainly include liability insurance, fees for management and administrative services provided to the Company, audit fees, director's fees and shareholder costs. In addition, the Company estimates approximately $180,000 in income taxes payable as a result of the sale. The Company expects to utilize cash reserves and the net proceeds from the sale of the solar energy generation equipment in order to service these expenditures.

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 nine months ended June 30, 2018 are summarized as follows:

The Company's solar energy generation project was located on the roof of a property owned by GCI which was being rented by the Company for $52,813 per annum up to July 4, 2018.

The Company had an agreement with Highroad to manage its solar energy generation operation for $60,000 per annum up to July 4, 2018.

The Company has an administrative services agreement with GCI for $6,000 per annum.

Under the above agreements, management fees of $45,000 were charged by and paid to Highroad and rent of $39,610 and administrative services fees of $4,500 were charged by and paid to GCI.

Director's fees of $37,500 were paid to independent directors.

Loan payable at June 30, 2018 of $2,057,970 was due to GCI on August 1, 2019 and bears interest at 4% per annum. During the nine months ended June 30, 2018, $61,570 of interest was charged and paid under this loan. As of July 4, 2018, the loan payable was assumed by Highroad as part of the sale of the solar energy generation equipment.

SHARE DATA

The following table sets forth the Outstanding Share Data for the Company as at August 22, 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 nine months ended June 30, 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 nine months ended June 30, 2018 for a more detailed discussion and additional fair value disclosures.

Off-Balance Sheet Arrangements

The Company had no off balance sheet arrangements as of June 30, 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 anticipates no material impact on 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 anticipates no material impact on 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.