

CREDENT CAPITAL CORP.

Management Discussion and Analysis For the Quarter Ended OCTOBER 31, 2019 (Expressed in Canadian Dollars)

This management discussion and analysis of financial position and results of operations (“MD&A”) is prepared as at December 20, 2019, and should be read in conjunction with the interim condensed financial statements for the quarter ended October 31, 2019, of Credent Capital Corp. (“Credent” or the “Company”) with the related notes thereto. Those unaudited financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”). This discussion contains forward-looking statements that involve risks and uncertainties. Such information, although considered to be reasonable by the Company’s management at the time of preparation, may prove to be inaccurate and actual results may differ materially from those anticipated in the statements made. Additional information on the Corporation is available for viewing on SEDAR at www.sedar.com.

Description of Business

The Company was incorporated under the Business Corporations Act (British Columbia) on March 25, 2011. On, June 28, 2011, the Company completed an Initial Public Offering (“IPO”) to be classified as a Capital Pool Company as defined in the TSX Venture Exchange (“TSX-V”) Policy 2.4. The principal business of the Company is the identification and evaluation of assets or a business and, once identified or evaluated, to negotiate an acquisition or participation in a business subject to receipt of shareholder approval, if required, and acceptance by regulatory authorities of its qualifying transaction (“QT”).

On July 5, 2011, the Company’s shares began trading on the TSX-V under the symbol “CCT.P”.

October 7, 2013, the Company announced the transfer of its listing to the NEX Board of the Exchange (“NEX”) effective October 8, 2013. In connection with the transfer to NEX, a total of 1,100,000 “seed shares” of Credent have been cancelled pursuant to the Exchange policies so that the average cost of the remaining 1,100,000 seed shares is equal to Credent’s initial public offering price of \$0.10 per share.

Until the completion of a QT, the Company will not carry on any business other than the identification and evaluation of assets or businesses in connection with a potential QT.

On December 30, 2013, the Company signed a non-binding letter of intent (the “Hydro LOI”) with Hydro Power Technologies Inc. (“Hydro Power” or “HPT”), a corporation existing under the laws of Ontario, Canada, which outlines the general terms and conditions pursuant to which the Company and Hydro Power will be willing to complete a transaction that will result in a reverse take-over of the Company by the shareholders of

Hydro Power. The Hydro LOI was negotiated at arm's length and is effective as of December 30, 2013 (the "Transaction").

As part of the qualifying transaction process, the Company entered into a sponsorship agreement with a qualified sponsor. Per this agreement, the Company is required to pay \$25,000 in sponsorship fees, pay additional related legal fees and issue 50,000 shares of the resulting issuer. During the fiscal 2014, \$22,500 was paid as financing and legal fees. The balance of the sponsorship fees of \$12,500 and the issuance of the common shares are payable upon submission of the final sponsor report.

In January 2018 the Company submitted a draft filing statement (the "Filing Statement") to the TSX-V in connection with the Transaction with Hydro Power. Subject to the approval of the TSX-V, the acquisition of HPT is intended to serve as Credent's qualifying transaction.

At August 21, 2019, the Company received a notice from the TSX-V that the Company's file in connection with the proposed QT has been closed. The Company must provide a new complete initial submission in order to reactivate its QT submission.

Initial Public Offering

On June 28, 2011, the Company completed its IPO of 3,000,000 common shares at \$0.10 per share for gross proceeds of \$300,000 pursuant to Policy 2.4 "Capital Pool Companies" of the TSX-V. A cash commission of 10% of the gross proceeds of the IPO was paid to the Agent. The Agent was also paid a corporate finance fee of \$10,000 and will be reimbursed by the Company for its expenses and legal fees plus disbursements. The Agent was also granted agent's warrants to purchase 300,000 common shares at a price of \$0.10 per common share, exercisable for a period of 24 months from the date of listing of the common shares on the TSX-V, being July 5, 2011.

Results of Operations

During the six month period ended October 31, 2019, the Company recorded a loss of \$19,474 as compared to a loss of \$19,647 in the same period ending October 31, 2018. During the quarter ended October 31, 2019, the Company recorded a loss of \$15,906 as compared to a loss of \$12,015 in the quarter ending October 31, 2018. There were no material differences between the second quarter of fiscal 2020 and second quarter of fiscal 2019.

Quarterly Information

The following table sets forth selected unaudited financial information prepared by management of the Company:

	Q2-2020	Q1-2020	Q4-2019	Q3-2019	Q2-2019	Q1-2019	Q4-2018	Q3-2018
Revenue	-	-	-	-	-	-	-	-
General and administration	\$15,906	\$3,568	\$879	\$7,335	\$12,015	\$7,632	\$13,977	\$21,247
Stock based compensation	-	-	-	-	-	-	-	-
(Loss) gain for the period	(15,906)	(3,568)	(879)	(7,335)	(12,015)	(7,632)	(13,977)	(21,247)
Net loss per share	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Cash and cash equivalents	125,453	139,974	143,282	153,363	159,184	161,430	167,642	174,986
Current assets	133,619	148,141	151,448	160,729	166,550	167,796	177,008	185,466
Working capital	(11,864)	4,043	7,610	7,489	14,824	26,839	34,471	48,448

Liquidity and Capital Resources

As at October 31, 2019, the Company had a negative working capital position of approximately \$11,864 and cash of \$125,453 as compared to a working capital position of \$7,610 and cash of \$143,282 at April 30, 2019.

Related Party Transactions

The Company leases office space from a company with a common director. During the quarter ended October 31, 2019, the Company accrued office rent of \$2,520 (2018 \$2,520) to this company. At October 31, 2019, the balance owing is \$7,560.

Forward-Looking Statements

This MD&A contains certain forward-looking statements relating, but not limited to, the Company's operations, anticipated financial performance, business prospects and strategies. Forward-looking information typically contains statements with words such as "may", "will", "should", "expects", "projects", "plans", "anticipates" or similar expressions suggesting future outcomes.

The Company does not have a history of earnings. These statements represent management's expectations or beliefs concerning, among other things, future performance and financial results and various components thereof. Readers are cautioned not to place undue reliance on forward-looking information because it is

possible that predictions, forecasts, projections and other forms of forward-looking assumptions will not be achieved by the Company. By its nature, forward-looking information involves numerous assumptions, inherent risks and uncertainties, including but not limited to: changes in business strategies; general economic and business conditions; the effects of competition; changes in laws and regulations, including environmental and regulatory laws; and various events that could disrupt operations. Actual performance and financial results in future periods may differ materially from any projections of future performance or results expressed or implied by forward-looking statements.

The Company undertakes no obligation to update publicly or otherwise revise any forward-looking information, whether as a result of new information, future events or otherwise, or the foregoing list of factors affecting such information.

Outstanding Share Data

As at December 20, 2019, the Company has 4,250,000 common shares outstanding of which 1,100,000 common shares are subject to escrow provisions.