

CREDENT CAPITAL CORP.

Management's Discussion and Analysis For the Six months Ended October 31, 2020 (Expressed in Canadian Dollars)

This management's discussion and analysis of financial position and results of operations ("MD&A") is prepared as at December 23, 2020, and should be read in conjunction with the unaudited condensed interim financial statements for the three and six months ended October 31, 2020, of Credent Capital Corp. ("Credent" or the "Company") with the related notes thereto. Those 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. As at October 31, 2020, the Company had paid \$26,685 in related fees and had prepaid additional sponsorship and legal fees of \$20,425. The balance of the fees and the issuance of the common shares were payable upon submission of the final sponsor report. Subsequent to year end, this agreement was terminated by both parties. The prepaid fees will be held by the qualified sponsor.

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.

On 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 a QT submission.

On May 21, 2020, the Company and Hydro Power Technologies Inc. (“HPT”) announced that they had agreed to terminate their business combination agreement the (“Transaction”). The Transaction was originally announced by the Company in its news release dated January 21, 2014. Pursuant to the original LOI, HPT placed \$70,000 with the Company’s legal counsel in trust to cover legal expenses in connection with the qualifying transaction. During the year ended April 30, 2020 and in advance of the formal termination agreement, the remaining balance in the trust account in the amount of \$49,755 was transferred to the Company and was recognized as a gain on termination of qualifying transaction.

On December 22, 2020, the Company entered into a binding letter of intent to acquire 100% of Good Gamer Corp. (“Good Gamer”), a private British Columbia company which operates a fantasy sports and Esports gaming platform. This will constitute the Company’s Qualifying Transaction. Prior to closing, the Company is to effect a 1-for-5 share consolidation. The Company is to issue approximately 30,336,085 common shares to the shareholders of Good Gamer which will result in a reverse takeover of the Company. In connection with this transaction, the Company is to issue the finder 1,000,000 common shares and 1,000,000 share purchase warrants. The proposed transaction is subject to the entry into a definitive agreement, and regulatory and Exchange approvals.

On November 9, 2020, the Company announced the resignation of Mr. Gong (Michael) Chen as director and chief financial officer of the Company.

On December 4, 2020, the Company announced that the directors of the Company have approved the appointment of Mr. Lonny Wong as a director and chief financial officer of the Company.

Results of Operations

For the six months ended October 31, 2020, the Company had a net loss of \$16,774 as compared to \$19,474 for the six months ended October 31, 2019.

Quarterly Information

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

	Q2-2021	Q1-2021	Q4-2020	Q3-2020	Q2-2020	Q1-2020	Q4-2019	Q3-2019
Revenue	–	–	–	–	–	–	–	–
Net income (loss) for the period	(7,893)	(8,881)	42,116	(5,679)	(15,906)	(3,568)	(879)	(7,335)
Net income (loss) per share, basic and diluted	0.00	0.00	(0.01)	0.00	0.00	0.00	0.00	0.00

Liquidity and Capital Resources

As at October 31, 2020, the Company had a working capital position of \$20,229 and cash of \$140,120 as compared to a working capital position of \$37,073 and cash of \$158,629 at April 30, 2020.

The Company will require additional working capital to meet its primary business objectives over the next 12 months.

Since the Company will not be able to generate cash from its operations in the foreseeable future, the Company will have to rely on the funding through future equity issuances and through short-term borrowing in order to fund ongoing operations and to meet its obligations. The ability of the Company to raise capital will depend on market conditions and it may not be possible for the Company to issue shares on acceptable terms or at all.

Related Party Transactions

As at October 31, 2020, the Company owed \$nil (April 30, 2020 - \$131,739) to an individual connected with Hydro Power, which is non-interest bearing, unsecured, and due on demand.

As at October 31, 2020, the Company owed \$138,200 to (April 30, 2020 - \$800 was owed from) a company with a common director, which is non-interest bearing, unsecured, and due on demand.

During the six months ended October 31, 2020, the Company incurred rent of \$2,400 (2019 - \$2,520) to a company with a common director.

CHANGES IN OR ADOPTION OF ACCOUNTING POLICIES

Recent Accounting Pronouncements

A number of new standards, and amendments to standards and interpretations, are not yet effective for the period ended October 31, 2020, and have not been applied in preparing the Company's financial statements. These new standards, and amendments to standards and interpretations are either not applicable or are not expected to have a significant impact on the Company's financial statements.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair Values

The fair value of financial instruments, which included cash, accounts payable and accrued liabilities, and amounts due to related parties, approximate their carrying values due to the relatively short-term maturity of these instruments.

Credit Risk

Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash. The Company limits its exposure to credit loss by placing its cash with high credit quality financial institutions. The carrying amount of financial assets represents the maximum credit exposure.

Foreign Exchange Rate Risk

Foreign exchange risk is the risk that the Company's financial instruments will fluctuate in value as a result of movements in foreign exchange rates. As at October 31, 2020, the Company is not exposed to significant currency risk as it did not have material assets or liabilities held in currencies other than its functional currencies.

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 is not exposed to significant interest rate risk as it does not have any liabilities with variable rates.

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's objective to managing liquidity risk is to ensure that it has sufficient liquidity available to meet its liabilities when due. The Company relies on raising debt or equity financing in a timely manner.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

An analysis of the material components of the Company's general and administrative expenses is disclosed in the unaudited condensed interim financial statements for the quarter ended October 31, 2020 to which this MD&A relates.

Outstanding Share Data

As at December 23, 2020, the Company has 4,250,000 common shares outstanding, of which 1,100,000 common shares are subject to escrow provisions.

Additional Risk Factors

Public Health Crises

Global or national health concerns, including the outbreak of pandemic or contagious diseases, such as COVID-19, may adversely affect the Company. The Company's business, operations and financial condition could be materially adversely affected by the outbreak of epidemics or pandemics or other health crises. The Company expects to experience some short to medium term negative impacts from the COVID-19 outbreak; however, the extent of such impacts is currently unquantifiable, but may be significant. Such impacts include, with respect to its operations, the ability of the Company to access debt or equity capital on acceptable terms or at all.

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.